



**DYNAMIC
ARCHISTRUCTURES
LIMITED**

29th ANNUAL REPORT

FINANCIAL YEAR 2024-25



DYNAMIC ARCHISTRUCTURES LIMITED

29th ANNUAL REPORT

BOARD OF DIRECTORS	DANMAL PORWAL RAKESH PORWAL VIJAY JAIN AKANSHA LUNIA	MANAGING DIRECTOR NON-EXECUTIVE DIRECTOR INDEPENDENT DIRECTOR INDEPENDENT DIRECTOR
KEY MANAGERIAL PERSONNELS	SUNNY JAIN JAINENDRA KUMAR JAIN	CHIEF FINANCIAL OFFICER COMPANY SECRETARY
BANKERS	IDBI BANK LIMITED	
AUDITORS	M/S ANAND JIMNANI & ASSOCIATES, CHARTERED ACCOUNTANTS	
REGISTERED OFFICE	409, SWAIKA CENTRE 4A, POLLOCK STREET, KOLKATA- 700001 (W.B.)	
WEBSITE	www.dynamicarchistruktures.com	
EMAIL	info@dynamicarchistruktures.com dynamicarchistruktures@gmail.com	
ADMINISTRATIVE OFFICE	101, LIGHT INDUSTRIAL AREA, BHILAI- 490026 (C.G.)	
REGISTRAR AND TRANSFER AGENT	MCS SHARE TRANSFER AGENT LIMITED 383, LAKE GARDENS, 1ST FLOOR, KOLKATA-700045 (W.B.)	



DYNAMIC ARCHISTRUCTURES LIMITED

Regd. Office: 409, Swaika Centre, 4A, Pollock Street, Kolkata (W.B.) 700 001, Ph: 033-22342673
Website: www.dynamicarchisttructures.com, Email: info@dynamicarchisttructures.com,
CIN - L45201WB1996PLC077451

NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the Members of Dynamic Archisttructures Limited (CIN: L45201WB1996PLC077451) will be held on Tuesday, September 30, 2025 at 12 noon at the registered office of the Company situated at 409, Swaika Centre, 4A Pollock Street, Kolkata, West Bengal 700001 to transact the following businesses:

ORDINARY BUSINESSES:

1. Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be considered and adopted.”

2. Reappointment of Mr. Danmal Porwal (DIN: 00581351), as a Director liable to retire by rotation

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Danmal Porwal (DIN: 00581351), who retires by rotation and being eligible for reappointment, be and is hereby reappointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESSES:

3. Appointment of Mr. Pravin Jain (DIN: 07926108) as an Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other **applicable** provisions of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and pursuant to the recommendations of the Nomination and Remuneration Committee and Board of Directors, Mr. Pravin Jain (DIN: 07926108) who is eligible for being appointed as an Independent Director, who has



submitted his consent and the declaration(s) to the effect that he meets the criteria for independence as provided under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from September 30, 2025 to September 29, 2030 (both days inclusive).

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

4. Appointment of M/s. Amit Sharma & Associates as the Secretarial Auditor of the Company

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, Regulation 24A and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, M/s. Amit Sharma & Associates, Practicing Company Secretaries (ICSI Firm Registration Number: S2018MH620900), be and are hereby appointed as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30 to conduct the secretarial audit, at a remuneration as may be determined by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of secretarial audit.

RESOLVED FURTHER THAT the Board of Directors of the Company be authorised on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Secretarial Auditor to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Companies Act, 2013 or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution.”

5. Reappointment of Mr. Danmal Porwal (DIN: 00581351) as the Managing Director of the Company

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(e) and other applicable provisions,



if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [including any statutory modification(s)/ amendment(s)/ re-enactment(s) thereof, for the time being in force], the Articles of Association of the Company and on the basis of the recommendations and approvals of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to reappoint Mr. Danmal Porwal (DIN: 00581351), aged 82 years as the Managing Director designated as “Chairman and Managing Director” of the Company for a period of 5 (five) years from October 01, 2025 to September 30, 2030 whose office shall be liable to retire by rotation on the terms and conditions including remuneration as detailed in the explanatory statement of this notice not exceeding Rs. 3,00,000 per month for a period of 3 (three) years from October 01, 2025 to September 30, 2028.

RESOLVED FURTHER THAT the remuneration payable to Mr. Danmal Porwal may be varied, altered, increased, enhanced or widened from time to time by the Board which shall be deemed to include the Nomination & Remuneration Committee of the Board of Directors) as they may in their absolute discretion deem fit notwithstanding that the same may exceed the limits laid down in sections 197, 198, and/or Schedule V and all other applicable provisions of the Act, 2013 including any statutory modification and re-enactment thereof for the time being in force, and the Rules framed thereunder, subject to overall remuneration not exceeding Rs. 3,00,000 per month.

RESOLVED FURTHER THAT where in any Financial Year during his tenure, the Company has no profits or its profits are inadequate, the Company may pay him the above remuneration as the minimum remuneration for a period of 3 (three) years till September 30, 2028 or such other period as may be statutorily permitted by way of salary, perquisites, other allowances, performance pay and benefits as specified above subject to the receipt of requisite approvals if any.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Directors of the Company are hereby severally authorised to do all acts, deeds, matters and things as they may deem necessary, proper or desirable including signing and executing all necessary document(s), application(s), returns and writings, and seeking all necessary approvals and to settle any question, difficulty or doubt that may arise in this regard.”

Registered Office:

409, Swaika Centre,
4A Pollock Street,
Kolkata, WB-700001

CIN: L45201WB1996PLC077451

E-mail: info@dynamicarchstructures.com

Website: www.dynamicarchstructures.com

Tel.: 033-22342673

By Order of the Board of Directors

For Dynamic Archstructures Limited

Sd/-

Danmal Porwal

Managing Director

DIN: 00581351

Place: Kolkata

Date: September 03, 2025



NOTES:

1. Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed hereto.
2. Members entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his behalf pursuant to Section 105 of the Companies Act, 2013. A proxy need not be a member of the Company. The instrument appointing a proxy, in order to be effective, must be duly filled, stamped and signed and must reach the Registered Office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Provided that a member holding more than ten percent 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 shareholder.
3. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. The attendance slip cum proxy form is placed at the end of this Notice.
6. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Rules, 2014 and the businesses set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are provided in the Notice below.
7. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
8. Members/proxies/authorised representatives are requested to bring their copies of the Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, Members/Proxies/Authorised Representatives are requested to please bring their Folio number/ Demat Account number/DP ID/Client ID and duly filled attendance slip.
9. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Sundays and Public Holiday and National Holiday) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and arrangements in which directors are



interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.

11. Queries proposed to be raised at the Annual General Meeting may please be sent to the Company at its Registered/Corporate Office, at least 7 days prior to the date of the Annual General Meeting to enable the Company to compile the information and answer them in the meeting.
12. Members desirous of getting any information in respect of the contents of the Annual Reports is required to forward their queries to the Company at least ten days prior to the Meeting so that, if the Chairman so permits, the required information can be made available at the meeting.
13. Those members who have not yet got their Equity Shares dematerialised are requested to contact any of the Depository Participants in their vicinity to get their shares dematerialised. In case any clarification is needed in that regard, the undersigned may be contacted in person or by communication addressed at the Corporate Office of the Company.
14. The Company's Registrar and Transfer Agents for its Share Registry Work are M/s. MCS Share Transfer Agent Limited, 383, Lake Gardens, 1st Floor, Kolkata 700045, West Bengal.
15. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 or Form ISR-3 (Declaration to Opt-out) duly filled into M/s. MCS Share Transfer Agent Limited at the above-mentioned address. Members holding shares in electronic form may contact their respective Depository Participants to avail this facility.
16. SEBI had vide circular dated March 16, 2023 introduced Common and Simplified Norms for furnishing PAN, KYC details and Nomination by the Shareholders, according to which, all shareholders holding shares in physical form are mandatorily required to furnish PAN (compulsorily linked with Aadhaar), contact details, bank account details and specimen signature, in Form ISR-1 along with the supporting documents to MCS Share Transfer Agent Limited at the above mentioned address or by email to mcssta@rediffmail.com from their registered email id.

Further, it is mandated that the RTA shall not process any service request or complaint of shareholders till PAN, KYC and nomination document/details are received. In case any one of aforesaid documents are not available on or after October 01, 2023, the folios shall be frozen by the RTA.

17. **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** In terms of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in demat mode. Further, members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 and/or ISR-5, the format of which is available on the Company's website. It may be noted that any service request can be processed only after the folio is KYC compliant.



18. Pursuant to Section 101 and 136 of the Companies Act, 2013 read with the Rules framed there under, the Notice calling the Annual General Meeting along with the Annual Report 2024-25 would be sent by electronic mode to those members whose email addresses are registered with the Depository or the Company's Registrar and Transfer Agents, unless the members have requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or intimate to the Company's Registrar at mcssta@rediffmail.com or to the Company at their e-mail address dynamicharchstructures@gmail.com if the shares are held in physical form.
19. Members are requested to:
 - a. Intimate to the Company's Registrar and Transfer Agents, M/s. MCS Share Transfer Agent Limited, changes, if any, in their registered addresses/contact details at an early date, in case of shares held in physical form;
 - b. Intimate to the respective Depository Participant, changes, if any, in their registered addresses/contact details at an early date, in case of Shares held in dematerialized form;
 - c. Quote their folio numbers/Client ID/DP ID in all correspondence; and
 - d. Consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names.
20. Mr. Amit Kumar Sharma, Amit Sharma & Associates, Company Secretaries (Membership No 40995) has been appointed as the Scrutinizer to scrutinize the e-voting process and voting at the venue of the Annual General Meeting.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
22. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
23. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
24. The remote e-voting period commences on Saturday, September 27, 2025 at 9:00 AM and ends on Monday, September 29, 2025 at 5.00 PM. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, September 23, 2025 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting



thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

25. The Scrutinizer shall after the conclusion of voting at the general meeting, will count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
26. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.dynamicarchstructures.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange wherein the shares of the Company is listed.
27. The route map of the venue of the Meeting is given in the Notice. The prominent landmark for the venue: 'Near to Tea Board'.
28. Mr. Danmal Porwal being longest in the office retires by rotation at the forthcoming Annual General Meeting. He, being eligible, has offered himself for reappointment.



THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Saturday, September 27, 2025 at 09:00 AM and ends on Monday September 29, 2025, at 05:00 PM The remote e-voting module shall be disabled by NSDL for voting thereafter. The members whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 23, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 23, 2025.

How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-voting system





A) Login method for e-voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at



	<p>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page. The



	system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911



B) Login Method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the



.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csamitsharma@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to dynamicarchisttructures@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to dynamicarchisttructures@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.



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

Item No. 3: Appointment of Mr. Pravin Jain (DIN: 07926108) as an Independent Director of the Company

The Board of Directors at its Meeting held on September 03, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee considered, approved and recommended to the shareholders the appointment of Mr. Pravin Jain (DIN: 07926108) as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from September 30, 2025 to September 29, 2030 (both days inclusive).

Mr. Pravin Jain is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director. The Company has also received declaration from Mr. Pravin Jain stating that he meets the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and under Regulation 16(1)(b) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also confirmed that he is not debarred from holding the office of Director by virtue of any order by SEBI or any other authority.

The Company has received notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Pravin Jain for the office of Independent Director of the Company.

The Board of Directors/Nomination and Remuneration Committee has adopted a skill matrix consisting of core skills/expertise/competencies required to be collectively possessed by the Board of Directors of the Company in the context of the business of the Company. The core skills/expertise/competencies as identified by the Board includes industry knowledge / experience, governance skills and technical skills / expertise and behavioral competences.

The Board has evaluated the candidature of Mr. Pravin Jain and considered educational qualifications, skills, capabilities, expertise in specific functional areas, rich professional experience, and knowledge of Mr. Pravin Jain for the role of Independent Director of the Company. The Board is of the view that Mr. Pravin Jain fulfils the criteria of skills/expertise/competencies required on the Board and his appointment would be beneficial to the Company.

In the opinion of the Board of Directors, Mr. Pravin Jain fulfils the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Pravin Jain is independent of the management and possesses appropriate skills, capabilities, expertise, experience and knowledge that would be in the interest of the Company. Copy of the draft letter of appointment of Mr. Pravin Jain setting out the terms and conditions of appointment are available for inspection by the Members on the website of the Company.

He may be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings within the limits stipulated under Section 197 of the Companies Act, 2013.

It is proposed to authorize the Board of Directors which term shall be deemed to include the Nomination and Remuneration Committee of the Board), to alter and vary the terms and conditions of his appointment and /or remuneration or any part thereof, from time to time in accordance with the applicable provisions of the



Companies Act, 2013, rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Information in accordance with Secretarial Standard-2 issued by the Institute of Company Secretaries of India, and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the appointment of Mr. Pravin Jain as an Independent Director is given at the end of the Explanatory Statement as Annexure.

In compliance with the provisions of Sections 149, 152 read with Schedule IV to the Act, Regulation 17(1C) and Regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mr. Pravin Jain as Independent Director is now being placed before the Members for their approval by way of special resolutions. Accordingly, the Board recommends the passing of Special Resolution as set out at Item no. 3 of the accompanying Notice for approval by the Members of the Company.

It may however be noted that pursuant to proviso to sub-regulation (2A) of Regulation 25, where a special resolution for the appointment of an Independent Director fails to get the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of such an Independent Director shall be deemed to have been made under the sub-regulation (2A).

In view of the above, if the resolution proposed at item no. 3 of this Notice fails to get the requisite majority of votes for approval as a Special Resolution but votes in favour of the resolution exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of Mr. Pravin Jain as Independent Director shall be deemed to have been made by way of Ordinary Resolution, but in compliance with the requirements of sub-regulation (2A) of Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 3 of the Notice except to the extent of their shareholding, if any, in the Company.

Item No. 4: Approval for Appointment of M/s. Amit Sharma & Associates as the Secretarial Auditor of the Company

As per section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed Company is required to annex with its Board's Report, a secretarial audit report, issued by a Practicing Company Secretary. Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires every listed entity to undertake secretarial audit by a secretarial auditor who shall be a peer reviewed company secretary and shall annex a secretarial audit report with the annual report of the listed entity.

Further, as per Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity shall on the basis of recommendation of the Board of Directors appoint / reappoint an individual as a secretarial auditor for not more than one term of five consecutive years or a secretarial audit firm as secretarial auditor for not more than two terms of five consecutive years, subject to the shareholders'



approval at the Annual General Meeting and the secretarial auditor should not have incurred any of the disqualifications as specified by the SEBI.

In light of the above, the Board of Directors at its meeting held on September 03, 2025, pursuant to the recommendation of the Audit Committee, considered, approved and recommended to the shareholders the appointment of M/s. Amit Sharma & Associates, A sole proprietorship concern and a peer reviewed firm of Company Secretary in Practice (ICSI Firm Registration No. S2018MH620900) as Secretarial Auditor of the Company to hold the office for a term of 5 (five) consecutive years commencing from the Financial Year 2025-26 till the Financial Year 2029-30.

Brief profile of M/s. Amit Sharma & Associates is as under:

CS Amit Kumar Sharma Proprietor of M/s. Amit Sharma & Associates is a Practising Company Secretary with extensive experience in corporate laws, governance, and compliance management. He became a member of the Institute of Company Secretaries of India (ICSI) on September 07, 2015 and obtained his Certificate of Practice on October 05, 2015.

He established his sole proprietorship firm, M/s. Amit Sharma & Associates, registered with ICSI on August 08, 2018, to provide professional services in corporate governance, regulatory compliances, secretarial audit, SEBI & Listing Regulations, FEMA, and allied matters.

The firm is registered with the ICSI Peer Review Board under Peer Review Certificate No. 1740/2022, issued on February 28, 2022, and valid till February 28, 2027.

Over the years, CS Amit Kumar Sharma has been advising corporates, start-ups, and listed entities on secretarial, legal, and compliance matters, including representation before regulatory authorities.

The proposed remuneration payable to the Secretarial Auditor to conduct the Secretarial Audit for the Financial Year 2025-26 shall be Rs. 50,000.00 (Rupees Fifty Thousand Only) in addition to out-of-pocket expenses and subject to taxes as applicable. The remuneration proposed to be paid to the Secretarial Auditor for the Financial Year 2026-27 till the Financial Year 2029-30 will be determined by the Board of Directors of the Company on the basis of the recommendation of the Audit Committee and in consultation with the Secretarial Auditor, which will be commensurate with the scope of work and other requirements as mutually agreed. The Company may also obtain the Annual Secretarial Compliance Report, and other certifications as may be mandatory or permitted to be sought from Secretarial Auditor under the applicable laws and engage with them on the other services which are not prohibited by SEBI or any other authority.

The Audit Committee and the Board of Directors have recommended the appointment of M/s. Amit Sharma & Associates as Secretarial Auditor of the Company to the Members of the Company for their approval. The recommendation is based on various factors like fulfilment of eligibility criteria, capability, knowledge, expertise, industry experience, audit methodology, time and efforts required to be put in by them and reputation of the Firm.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 4 of the Notice except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.



Item No. 5: Reappointment of Mr. Danmal Porwal (DIN: 00581351) as the Managing Director of the Company

The Members had reappointed Mr. Danmal Porwal as Managing Director at their 24th Annual General Meeting held on September 30, 2020, for a period of 5 (five) years commencing from October 01, 2020 to September 30, 2025. The tenure of Mr. Danmal Porwal, Managing Director, will end on September 30, 2025. It is proposed to reappoint Mr. Danmal Porwal as Managing Director of the Company, to be designated as the “Chairman and Managing Director” and approve his remuneration as the “Managing Director” of the Company who would hold the office for a period from October 01, 2025, to September 30, 2030, subject to approval of the shareholders.

The Board of Directors at its meeting held on September 03, 2025, pursuant to the recommendation of the Audit Committee and Nomination and Remuneration Committee, considered and approved reappointment of Mr. Danmal Porwal.

In terms of the provisions of Section 196 and other applicable provisions, if any, read with Schedule V to the Companies Act, 2013, Mr. Danmal Porwal has already crossed the age of 70 (seventy) years.

The Company has received the consent from Mr. Danmal Porwal to act as “Director” along with his declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also confirmed that he is not debarred from holding office of Director by virtue of any SEBI order or any other such authority.

Information in accordance with Secretarial Standard-2 issued by the Institute of Company Secretaries of India, and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the re-appointment of Mr. Danmal Porwal as the Managing Director in the Annexure.

The terms and conditions of reappointment of Mr. Danmal Porwal (hereinafter referred to as the Managing Director) are as given below:

- a. The Managing Director shall perform his duties subject to the superintendence, control and direction of the Board of Directors of the Company and
- b. In consideration of the performance of his duties, the Managing Director shall be entitled to receive remuneration as stated below.

Details of remuneration are as under:

A. Salary: Rs. 3,00,000/- per month with the authority granted to the Board of Directors to determine the salary and grant such increase from time to time within the aforesaid limit.

This may also be treated as a written memorandum setting out the terms of reappointment of Mr. Danmal Porwal, pursuant to section 190 of the Companies Act, 2013.

This Resolution does not constitute Related Party Transaction under the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014. This Resolution, though Related Party Transaction under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable accounting standards, is not a Material Related Party Transaction.



In compliance with the provisions of Sections 196, 197 and other applicable provisions, read with Schedule V to the Companies Act, 2013, the terms of remuneration specified above are now being placed before the Members for their approval.

The following additional information as required by Section II of Part II of Schedule V to the Companies Act, 2013 is given below:

I	General Information									
1	Nature of industry	The Company is engaged in the business of financing industries by way of making loans and advances. It deals in securities like shares, stocks, debentures, bonds, etc. It also finances Companies and Individuals by way of loans or advances or by subscribing to capital								
2	Date or expected date of commencement of commercial production	The Company was incorporated on March 01,1996 and commenced its business activities on March 01,1996								
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable								
4	Financial performance based on given indicators as per audited financial results for the year ended March 31, 2025	<table><tr><th>Details</th><th>Rs. in lakhs</th></tr><tr><td>Gross Turnover & Other Income</td><td>583.78</td></tr><tr><td>Net Profit (after Tax)</td><td>311.51</td></tr><tr><td>Net Worth</td><td>3,426.61</td></tr></table>	Details	Rs. in lakhs	Gross Turnover & Other Income	583.78	Net Profit (after Tax)	311.51	Net Worth	3,426.61
Details	Rs. in lakhs									
Gross Turnover & Other Income	583.78									
Net Profit (after Tax)	311.51									
Net Worth	3,426.61									
5	Foreign investments or collaborations, if any	NIL								
II	Information about the appointee									
1	Background details	He has been a Director on the Board of the Company since incorporation. He is a BSC agriculture graduated from Rajasthan University and possesses 45 years of experience in the Chemical and finance industry. He is well versed in all aspects of financial business. He follows a people-driven management style. Under his leadership, the Company has grown nationwide and has been able to withstand the challenges of the global economic meltdown with élan.								



2	Past remuneration during the financial year ended March 31, 2025	Rs. 18 lakhs
3	Recognition or awards	Not Applicable
4	Job profile and his suitability	He is very well versed in all aspects of finance, costing, technical matters, marketing and administration.
5	Remuneration proposed	Salary of Rs. 3,00,000 per month
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):	Taking into consideration the prospective operations, business requirements, expertise and work profile of Mr. Danmal Porwal, his responsibilities, the industry benchmarks, the proposed remuneration is commensurate with the industry standards.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. Danmal Porwal and Mr. Rakesh Porwal are related to each other. Other than their respective remuneration, they do not have any other pecuniary relationship, directly or indirectly, with the Company or with any other Director or Senior Management except to the extent of their shareholdings in the equity share capital of the Company and the remuneration drawn by him as Managing Director.
III Other information		
1	Reasons of loss or inadequate profits	<p>Although Company has posted Profit before tax of Rs. 453.36 lakhs, the Profits are still inadequate as per the provisions of the Companies Act 2013. The main reason for inadequacy is due to economic slowdown in certain markets worldwide and devaluation of their currencies leading to less demand from the markets in the year, thereby reducing the performance of the Company.</p> <p>Further, the remuneration being proposed to the Managing Director is commensurate with the size of the Company and keeping industry standards in mind. Since the remuneration limits as per Section 197 is not sufficient to remunerate appropriately to the director concerned, an approval is being sought under Schedule V of the Companies Act, 2013.</p>
2	Steps taken or proposed to be taken for improvement	The Company is making continuous efforts to add new markets to its portfolio, focusing on diverse new avenues.



3	Expected increase in productivity and profits in measurable terms	With increasing market portfolio, the business is expected to improve in the forthcoming financial years. The Company is seeking a significant increase in demand for its financial services, also enhanced by quicker turnaround time. The management is cautiously optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute to increased revenues and higher margins.
IV	Disclosures	
	<p>i. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all the directors: As mentioned in the Corporate Governance Report Section under “Remuneration to Directors” heading.</p> <p>ii. Details of fixed component and performance linked incentives along with the performance criteria: As mentioned in the Corporate Governance Report Section under “Remuneration to Directors” heading.</p> <p>iii. Service contracts, notice period, severance fees: As mentioned in the Corporate Governance Report Section under “Remuneration to Directors” heading.</p> <p>iv. Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not Applicable</p>	

Mr. Danmal Porwal is aged 82 years, and he is associated with the Company since 1998. He is a BSC agriculture graduated from Rajasthan University and possesses 45 years of experience in the Chemical and finance industry. He is well versed in all aspects of financial business. He is a great visionary. Mr. Porwal follows a people-driven management style. Under his leadership, the Company has grown nationwide and has been able to withstand the challenges of the global economic meltdown.

The Board of Directors are of the view that the reappointment of Mr. Danmal Porwal as the Managing Director of the Company will be beneficial to the operations of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly the Board of Directors recommends the Special Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

Other than Mr. Danmal Porwal and Mr. Rakesh Porwal and their relatives, none of the other Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 5 of the Notice except to the extent of their shareholding, if any, in the Company.

**Registered Office:**

409, Swaika Centre,
4A Pollock Street,
Kolkata, WB-700001

CIN: L45201WB1996PLC077451

E-mail: info@dynamicarchistruktures.com

Website: www.dynamicarchistruktures.com

Tel.: 033-22342673

Place: Kolkata

Date: September 03, 2025

By Order of the Board

For Dynamic Archistruktures Limited

Sd/-

Danmal Porwal

Managing Director

DIN: 00581351



ANNEXURE

Details of Directors seeking appointment/ reappointment at the Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India]

Item no. 3 & 5

Name	Mr. Danmal Porwal	Mr. Pravin Jain
Director Identification Number (DIN)	00581351	07926108
Designation	Executive Director, Managing Director	Non-Executive and Independent
Date of Birth	March 13, 1943	January 25, 1992
Age	82 years	33 years
Qualifications	BSC Agriculture graduated from Rajasthan University	CMA, B.Com
Nationality	Indian	Indian
Brief Profile/Resume covering experience of the Director	Possesses 50 years of experience in the Chemical and Finance industry	Possesses 10 years of experience in the Management and Finance
Terms and conditions of appointment or reappointment	Liable to retire by rotation	Not Liable to retire by rotation
Nature of Expertise in Specific Areas	Specialization in Finance	Specialization in Finance
In case of Independent Directors, skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Management and Finance
Date of first appointment on the Board of the Company	May 04, 1998	September 30, 2025 (subject to the approval of the members at the ensuing Annual General Meeting)
Relationship with other Directors and Key Managerial Personnel	Father of Mr. Rakesh Porwal	None
Directorship in other Listed Companies (excluding Dynamic Archistructures Limited)	NIL	NIL
Membership/Chairmanship of Committee of the Board of Directors of other Companies	NIL	NIL
Resignation as a Director from any Listed Companies in the past 3 years	Not Applicable	Not Applicable



Shareholding in the Company, including shareholding as a beneficial owner	57100 Equity Shares (1.14% of the paid-up share capital)	NIL
Number of Meetings of the Board attended during the financial year 2024-25	6	Not Applicable
Details of remuneration last drawn by such person (FY 2024-25)	18 lakhs	Not Applicable
Details of remuneration sought to be paid if applicable	As mentioned in the Explanatory Statement forming a part of this Notice	Sitting fees as may be decided by the Board from time to time



ATTENDANCE SLIP

NAME AND ADDRESS OF THE SHAREHOLDER:

D.P. Id*	
Client Id*	

Regd. Folio No.	
No. of Share(s) held	

I/We hereby record my/our presence at the Twenty-Ninth Annual General Meeting of the Company held on Tuesday, September 30, 2025 at 12 noon at the registered office of the Company at 409, Swaika Centre, 4A Pollock Street, Kolkata West Bengal 700001.

USER ID: PASSWORD/ PIN:

Name of the member/Representative/Proxy: _____

Signature of the member/Representative/Proxy: _____

*Applicable for investors holding shares in electronic form.

Note: Please fill the Attendance Slip and hand it over at the entrance of the meeting hall.
Only the Member/Proxy holder can attend the meeting.



PROXY FORM

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

FORM MGT-11

CIN:	L45201WB1996PLC077451
Name of the Company:	Dynamic Archistruktures Limited
Registered office:	409, Swaika Centre, 4A Pollock Street, Kolkata West Bengal 700001
Name of the Member(s):	
Registered Address:	
E-mail id:	
Folio No./Client Id:	
DP ID	

I/We, being the member (s) of Dynamic Archistruktures Limited holding Shares of the Company hereby appoint:

1	Name	
	Address	
	E-mail id	Signature:
	Or falling him/her	
2	Name	
	Address	
	E-mail id	Signature:
	Or falling him/her	
3	Name	
	Address	
	E-mail id	Signature:
	Or falling him/her	

as my/our proxy to attend and vote (on a poll) for me /us and on my /our behalf at the Twenty-Nineth Annual General Meeting of the Company to be held at 409, Swaika Centre, 4A, Pollock Street, Kolkata, West Bengal 700001 on Tuesday, September 30, 2025 at 12 noon and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolution No.	Resolutions	Vote (optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
ORDINARY BUSINESSES				
1	Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon			
2	Reappointment of Mr. Danmal Porwal (DIN: 00581351), as a Director liable to retire by rotation			
SPECIAL BUSINESSES				
3	Appointment of Mr. Pravin Jain (DIN: 07926108) as an Independent Director of the Company			
4	Approval for Appointment of M/s. Amit Sharma & Associates as the Secretarial Auditor of the Company			
5	Reappointment of Mr. Danmal Porwal (DIN: 00581351) as the Managing Director of the Company			

Signed this day of, 2025

Signature of the Member:

Signature of Proxy holder(s):

Affix Re.1/-
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



ROUTE MAP

Landmark: Near Tea Board





ANNUAL REPORT 2024-25

BOARD'S REPORT

Your Directors present their Twenty Ninth Annual Report together with the Audited Financial Statements of your Company for the year ended March 31, 2025.

FINANCIAL SUMMARY AND HIGHLIGHTS

	(Rs. in lakhs)	
Financial Performance:	2024-25	2023-24
Revenue from Operations	583.78	700.46
Other Income	-	0.50
Total Revenue	583.78	700.96
Total Expenses	130.42	160.77
Profit before Taxation	453.36	540.19
Tax Expenses	141.85	60.71
Net Profit after Tax	311.51	479.48
Earnings per Share		
Basic	6.22	9.57
Diluted	6.22	9.57

The financial statements of the Company have been prepared in accordance with the Companies (Accounting Standards) Rules.

In terms of Section 129 of the Companies Act, 2013 read with Rules framed there under, Audited Financial Statements of the Company along with the Auditors' Report shall be laid before the ensuing Annual General Meeting of the Company for the Financial Year ended March 31, 2025.

During the year under review, no revision was made in the previous financial statements of the Company.

DIVIDEND

The Board has not recommended any dividend for the current financial year in order to conserve its profits.

AMOUNT TRANSFERRED TO RESERVES

Pursuant to the provisions of Section 45IC (1) of the Reserve Bank of India Act, 1934, Rs. 62.30 lakhs have been transferred to Statutory Reserve and Rs. 249.21 lakhs have been transferred to General Reserve.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no unpaid dividend lying with the Company.

STATE OF COMPANY'S AFFAIRS, REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS



Your Company is an RBI registered Non-Banking Finance Company, and it has achieved a net profit after tax of Rs 311.51 lakhs against net profit after tax Rs. 479.48 lakhs in the previous year.

During the year under review, there has been no change in the nature of business of your Company.

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

There were no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year to which this financial statement relates and the date of the report.

SHARE CAPITAL

Paid-up Capital

The Issued, Subscribed and Paid-up Share Capital of the Company stood at Rs. 5,01,00,000 as at March 31, 2025 comprising of 50,10,000 Ordinary Equity Shares of Rs. 10 each fully paid-up. There was no change in Share Capital during the year under review.

Employee Stock Options Scheme

During the year under the review, the Company has not issued any Shares pursuant to the Employee Stock Options Scheme.

Equity Shares with Differential Rights

During the year under the review, the Company has not issued any Shares with Differential Rights.

Sweat Equity Shares

During the year under the review, the Company has not issued any Sweat Equity Shares.

HOLDING COMPANY / SUBSIDIARY COMPANY

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

MANAGEMENT DISCUSSION AND ANALYSIS

In accordance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is appended to this Report as **Annexure-I**.

CORPORATE GOVERNANCE

Your Directors wish to reiterate your Company's commitment to the highest standards of corporate governance to enhance trust of all its stakeholders. Strong & robust Corporate Governance practices have facilitated your Company in standing up to the continued scrutiny of investors and that of various Regulatory authorities. The report on Corporate Governance as stipulated under Regulation 34(3) read with Para C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Report. is appended to this Report as **Annexure-II**.

Further, a compliance certificate from M/s. Amit Sharma & Associates, Company Secretaries regarding compliance of conditions of Corporate Governance is appended to this Report as **Annexure-III**.



CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to Corporate Social Responsibility as enumerated in Section 135 of the Companies Act, 2013 are not applicable to the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors

As on March 31, 2025, your Company had 4 (four) Directors. Mr. Danmal Porwal, Managing Director designated as Chairman cum Managing Director, Mr. Rakesh Porwal, Non-Executive Director, Mr. Vijay Kumar Jain and Mrs. Akansha Lunia as the Independent Directors of the Company. During the year under review, following were the changes in the composition of Board of the Company:

Sr. No.	Name	Designation	Change	Date of Change
1	Mrs. Akansha Lunia	Independent Director	Appointment	October 01, 2024
2	Mrs. Padma Paila	Independent Director	Retirement	March 23, 2025

Retirement by rotation

In terms of provisions of Section 152(6) of the Act, Mr. Danmal Porwal (DIN: 00581351) being longest in the office, shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Based on the written representations received, none of the Directors mentioned above are disqualified under Section 164 of the Companies Act, 2013.

Key Managerial Personnel

As on March 31, 2025, Mr. Danmal Porwal, Managing Director, Mr. Sunny Jain, Chief Financial Officer and Mr. Jainendra Kumar Jain, Company Secretary and Compliance Officer are the Key Managerial Personnel of the Company.

During the year under review, there was no change in the Key Managerial Personnel of the Company.

RECEIPT OF ANY COMMISSION BY MANAGING DIRECTOR/ WHOLE-TIME DIRECTOR FROM COMPANY OR FOR RECEIPT OF COMMISSION/REMUNERATION FROM ITS HOLDING OR SUBSIDIARY COMPANY

During the year under review, the Company has not paid any commission to any of its Directors. The Company does not have any Subsidiary / Holding Company.

BOARD EVALUATION

In terms of the provisions of Section 178(2) of the Companies Act, 2013, the Board has adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual directors, including the Chairman of the Board and Independent Directors. For the said purpose, a structured questionnaire was circulated to the Directors for each of the evaluations.

Performance of the Board was evaluated by each Director on the parameters such as Structure and Composition of Board, Meetings of the Board, Functions of the Board, Board & Management etc.



Board Committees were evaluated on the parameters such as Mandate and Composition of Committee, Effectiveness of the Committee, Structure of the Committee and meetings, Independence of the Committee from the Board, Contribution to decisions of the Board etc.

Performance of the Chairman was evaluated by all other Directors (except the Director himself) on the parameters such as Knowledge and Competency, Fulfilment of Functions, Ability to function as a team, Initiative, Availability and attendance, Commitment, Contribution, Integrity, Impartiality, Commitment, Ability to keep shareholders' interests in mind etc.

Performance of the Independent Directors was evaluated by the entire Board of Directors, excluding the Director being evaluated.

Directors were also evaluated individually by all other Directors (except the Director himself) on parameters such as Knowledge and Competency, Fulfilment of Functions, Ability to function as a team, Initiative, Availability and attendance, Commitment, Contribution, Integrity etc.

Meeting of the Independent Directors without the attendance of Non-Independent Directors, Chief Financial Officer or the members of the management of the Company was held on March 10, 2025. The Independent Directors, inter-alia, evaluated the performance of non-Independent Directors, the Chairman of the Company and the Board for the financial year 2024-25. They also assessed the quality, content and timeliness of flow of information between Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Directors expressed their satisfaction with the evaluation process.

DECLARATION OF INDEPENDENT DIRECTORS

In terms of Section 149 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Vijay Kumar Jain and Mrs. Akansha Lunia are the Independent Directors of the Company as on the date of this report. All Independent Directors of the Company have given requisite declarations under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 along with the rules framed thereunder and that they have also complied with the Code of Conduct and Ethics of the Company as applicable to the Board of Directors and Senior Management.

In the opinion of the Board, the Independent Directors possess core skills/expertise/competencies (including the proficiency), identified by the Board, required in the context of Company's business(es) and sector(s) for the Company to function effectively and are persons of high integrity and repute. They fulfill the conditions specified in 'the Act' as well as the Rules made thereunder and are independent of the management.

The terms and conditions of appointment of Independent Directors are as per Schedule IV of the Companies Act, 2013.

During the year under review, the Independent Directors of the Company had no pecuniary relationship or transaction with the Company, other than receiving the sitting fees, and reimbursement of expenses incurred by them if any for the purpose of attending meetings of the Board/Committees of the Company.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs, Manesar ("IICA") and the said registration is active. Further, in terms of Rule 6(4) of the Companies



(Appointment and Qualifications of Directors) Rules, 2014, 1 (one) Independent Director has passed the Online Proficiency Self-Assessment test conducted by IICA and the other Independent Director shall undergo Online Proficiency Self-Assessment test.

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

The Board members are provided with necessary documents, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

The details of programmes for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters along with other details as required pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are available at <http://www.dynamicarchstructures.com/PDF/POLICY/Familiarisation%20programme%20for%20IDs.pdf>

POLICIES ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES

In accordance with the provisions of Section 134(3)(e) read with Section 178(2) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has adopted a Policy on Appointment of Directors and Senior Management and succession planning for orderly succession to the Board and the Senior Management, which inter alia, includes the criteria for determining qualifications, positive attributes and independence of Directors. Your Company has also adopted a Policy on Remuneration of Directors, Key Managerial Personnel and Employees of the Company in accordance with the provisions of Section 178(4) of the Companies Act, 2013. The said policies can be accessed on the website of the Company at <http://www.dynamicarchstructures.com/>

BOARD MEETINGS

During the year under review, the Board met 6 (six) times. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of number of Board and Committee meetings of the Company are set out in the Corporate Governance Report, which forms part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors, based on the representations received from the operating management and after due enquiry, confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures from the same;
- (b) they 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 ended March 31, 2025 and of the profit of the Company for that period;
- (c) they 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) they had prepared the annual accounts on a going concern basis; and
- (e) they had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the provisions of Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) and is in compliance with the same.

INTERNAL FINANCIAL CONTROLS AND ADEQUACY

The Company has in place adequate internal financial controls with reference to the financial statements. The Audit Committee of the Board periodically reviews the internal control systems with the management, Internal Auditors and Statutory Auditors and the adequacy of internal audit function, significant internal audit findings and follow-ups thereon.

Your Company has an adequate internal controls system, commensurate with the size and nature of its business. The system is supported by documented policies, guidelines and procedures to monitor business and operational performance which are aimed at ensuring business integrity and promoting operational efficiency. Further details are provided in the Management Discussion and Analysis Report, which forms a part of this Report.

AUDIT COMMITTEE

The Audit Committee of the Board of Directors of the Company is duly constituted pursuant to Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on March 31, 2025, the Audit Committee comprises of Mr. Vijay Kumar Jain, Mrs. Akansha Lunia and Mr. Rakesh Porwal. Mr. Vijay Kumar Jain is the Chairman of the Committee. Mrs. Padma Paila ceased to be a member of the Audit Committee with effect from closure of the business hours on March 23, 2025 due to retirement as an Independent Director of the Company. Further details are provided in the Corporate Governance Report, which forms part of the Annual Report. All the Members of the Committee are adequately literate to understand the financial and other aspects. All the Members of the Committee are adequately literate to understand the financial and other aspects.

The role, terms of reference and powers of the Audit Committee are in conformity with the requirements of the Companies Act, 2013 and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Board has accepted all recommendations of the Audit Committee made from time to time.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Board of Directors of the Company is duly constituted pursuant to Section 178(1) of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Nomination and Remuneration Committee is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria.



As on March 31, 2025, the Nomination and Remuneration Committee comprises of Mr. Vijay Kumar Jain, Mrs. Akansha Lunia and Mr. Rakesh Porwal. Mr. Vijay Kumar Jain is the Chairman of the Committee. Mrs. Padma Paila ceased to be a member of the Nomination and Remuneration Committee with effect from closure of the business hours on March 23, 2025 due to retirement as an Independent Director of the Company. Further details are provided in the Corporate Governance Report, which forms part of the Annual Report. During the year under review, the Board has accepted all recommendations of the Nomination and Remuneration Committee made from time to time.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee of the Board of Directors of the Company is duly constituted pursuant to Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on March 31, 2025, the Stakeholders' Relationship Committee comprises of Mr. Vijay Kumar Jain, Mrs. Akansha Lunia and Mr. Rakesh Porwal. Mr. Vijay Kumar Jain is the Chairman of the Committee. Mrs. Padma Paila ceased to be a member of the Stakeholders' Relationship Committee with effect from closure of the business hours on March 23, 2025 due to retirement as an Independent Director of the Company. Further details are provided in the Corporate Governance Report, which forms part of the Annual Report. During the year under review, the Board has accepted all recommendations of the Stakeholders' Relationship Committee made from time to time.

VIGIL MECHANISM / WHISTLE BLOWER MECHANISM

The Company has established a vigil mechanism by adopting a Whistle Blower Policy for Directors and employees to report genuine concerns in the prescribed manner. The vigil mechanism is overseen by the Audit Committee and provides adequate safeguards against victimization of employees and Directors. Whistle Blower Policy is a mechanism to address any complaint(s) related to fraudulent transactions or reporting intentional non-compliance with the Company's policies and procedures and any other questionable accounting/operational process followed. It provides a mechanism for employees to approach the Chairman of Audit Committee or Chairman of the Company. During the year, no such incidence was reported, and no personnel were denied access to the Chairman of the Audit Committee or Chairman of the Company. The Whistle Blower Policy of the Company can be accessed at:

<http://www.dynamicarchitectures.com/PDF/POLICY/Whistle%20Blower%20Policy.pdf>

RISK MANAGEMENT

Your Company has, in place, a Risk Management Policy which includes identification therein of the elements of risk which in the opinion of Board may threaten the existence of the Company. Your Company's Risk Management Policy sets out the objectives and elements of risk management within the organization and helps to promote risk awareness amongst employees and to integrate risk management within the corporate culture. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013.

SECRETARIAL AUDITORS



Section 204 of the Companies Act, 2013, inter-alia, requires every Listed Company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form. The Board of Directors appointed M/s. Amit Sharma & Associates, Company Secretaries as the Secretarial Auditors to conduct the Secretarial Audit for the Financial year 2024-25. The Secretarial Audit Report is annexed to this Board report as **Annexure-IV**.

The said Secretarial Audit Report for the financial year ended March 31, 2025 does not contain any qualification, reservation or adverse remarks.

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

During the year under review, no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operation in future.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review, the Company has not made any application and there are no proceedings pending under the Insolvency and Bankruptcy Code, 2016.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Your Company is an RBI registered Non-Banking Finance Company and therefore the provisions of Section 186 are not applicable. There were no guarantees given or security provided by the Company under Section 186 of the Companies Act, 2013 during the year under review. Particulars of loans given, and investments made by the Company are provided in the notes to the Financial Statements.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

As per the process, necessary details for each of the Related Party Transactions as applicable along with the justification are provided to the Audit Committee in terms of the Company's Policy on Materiality and Dealing with Related Party Transactions and applicable provisions of the SEBI Listing Regulations, if any, and the Companies Act, 2013.

All contracts/transactions executed by the Company during the financial year with related parties were on an arm's length basis and in the ordinary course of business. The particulars of such contracts or arrangements made with related parties in e-Form AOC-2 pursuant to Section 188 of Companies Act, 2013 is annexed to this Board report as **Annexure V**.

The Policy on Related Party Transactions as approved by the Audit Committee and the Board is available on the website of the Company at http://www.dynamicarchitectures.com/PDF/POLICY/RPT%20Policy_draft.pdf

In terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 there were no transactions of the Company with any person or entity belonging to the promoter/ promoter group which hold(s) 10% or more shareholding in the Company.

DEPOSITS



The Company has neither accepted nor renewed any deposits during the year under review.

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

Since your Company is engaged in financial services activities, its operations are not energy intensive nor does it require adoption of specific technology and hence information in terms of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is not provided in this Board's Report. Your Company is vigilant on the need for conservation of energy.

The Total Foreign Exchange Inflow and Outflow was Nil during the year under review.

PARTICULARS OF REMUNERATION TO EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in **Annexure-VI**.

None of the employees draw remuneration in excess of the limits set out in the Rule 5(2)(i), Rule 5(2)(ii) and Rule 5(2)(iii) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the year under review.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, a copy of the Annual Return is available on <http://www.dynamicarchitectures.com/>.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act 2013.

SEXUAL HARASSMENT

Your Directors further state that during the year under review, there were no complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of the complaints are as follows:

Number of complaints of sexual harassment received in the year	Number of complaints disposed off during the year	Number of cases pending for more than ninety days
NIL	NIL	NIL

STATEMENT WITH RESPECT TO THE COMPLIANCE WITH THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961

The Company is compliant with the provisions relating to the Maternity Benefit Act 1961.



GENERAL

- i. Company has prepared its financial statements as per Indian Accounting Standard (IND AS) and previous year figures have been adjusted accordingly.
- ii. The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

CAUTIONARY STATEMENT

Certain statements in the Board's Report describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include labour and material availability, and prices, cyclical demand and pricing in the Company's principal markets, changes in government regulations, tax regimes, economic development within India and other incidental factors.

APPRECIATION AND ACKNOWLEDGEMENT

The Directors take this opportunity to express their appreciation to all stakeholders of the Company including the Reserve Bank of India, the Ministry of Corporate Affairs, the Securities and Exchange Board of India, the Government of India and other Regulatory Authorities, the BSE Limited, Bankers, Financial Institutions, Members, Customers and Employees of the Company for their continued support and trust. Your Directors would like to express deep appreciation for the commitment shown by the employees in supporting the Company in achieving continued robust performance on all fronts.

For and on behalf of the Board
Dynamic Archstructures Limited

Sd/-
Danmal Porwal
Managing Director
DIN: 00581351

Sd/-
Rakesh Porwal
Director
DIN: 00495444

Date: September 03, 2025
Place: Kolkata



ANNEXURE-I

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

1. INDUSTRIAL STRUCTURE AND DEVELOPMENTS

Indian economy is going through a period of rapid 'financial liberalization'. Today, the 'intermediation' is being conducted by a wide range of financial institutions through a plethora of customer-friendly financial products. The segments consisting of NBFCs such as equipment leasing/hire purchase finance, loan and investment Companies, etc. have made great strides in recent years and are meeting the diverse financial needs of the economy. These NBFCs provide variety of services including fund-based and fee-based activities and cater to retail and non-retail markets and niche segments. They are being recognized as complementary to the banking sector due to their customer-oriented services, simplified procedures, attractive rates of return on deposits, flexibility and timeliness in meeting the credit needs of specified sectors.

Dynamic Archistruktures Limited, headquartered in Kolkata, is one of West Bengal's leading Non-Banking Financial Company having diversified interests in the financial services sector. Dynamic Archistruktures Limited today has emerged as a prominent & reliable player in a fiercely competitive market of financial services.

Over the years, Dynamic Archistruktures Limited has built a strong presence in the market through its cumulative experience, strong distribution network as well as sound systems and processes. The Company's long-term aspiration is to play a significant role in meeting the financial requirements of retail customers as well as corporate clients.

2. OUTLOOK ON OPPORTUNITIES, THREATS, RISK AND CONCERNS

❖ Opportunities

Dynamic Archistruktures Limited is engaged in NBFC activities & financial management and advisory services. The Company intends to continue focusing on NBFC activities including financing, inter-corporate investments & capital market activities.

The Company also has plans to expand its business by offering a wide array of financial products and services.

In the upcoming years, Dynamic Archistruktures Limited will strive to be one of the top financial services businesses in India focused on delivering superior customer experience through class leading services and competitive products while providing consistent and superior returns to the Company's shareholders and at the same time maintaining the high levels of integrity.

❖ Threats, Risk and Concerns:

Being a financial Company, Dynamic Archistruktures Limited is exposed to specific risks that are particular to its business and the environment within which it operates, including interest rate volatility, economic cycle, credit risk and market risk. The most important among them are credit risk, market risk and operational risk. The measurement monitoring management of risk remains key focus areas for the Company.

Dynamic Archistruktures Limited has laid down stringent credit norms through the Lending Policy Framework



approved by the Board. The Company maintains a conservative approach and manages the credit risk through prudent selection of clients, delegation of appropriate lending powers and by stipulating various prudential limits. In retail loan businesses like ours, overall portfolio diversification and reviews also facilitate mitigation and management.

3. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a proper and adequate system of internal control in all spheres of its activities to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported diligently. The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

4. FINANCIAL PERFORMANCE

The Company's total income for the financial year ended March 31, 2025 is Rs. 583.78 lakhs (Previous Year Rs. 700.96 lakhs). The Company achieved a net profit before tax of Rs. 453.36 lakhs as compared to Previous Year's Rs. 540.19 lakhs. The Company is optimistic about its future business ventures.

5. DEVELOPMENT OF HUMAN RESOURCES

The Company has been proactive to build the requisite skill sets in the organization for its new project initiatives. The relevant industry experience of the team coupled with commitment towards adherence to the operating processes adopted by the Company is a unique feature demonstrated by the Company. Employees are encouraged to upgrade their skills and knowledge through various training programs. During the year under review, the Company had 8 employees.

6. OUTLOOK

Performance of capital markets in India will be largely driven by favorable macroeconomic conditions, lower interest rates, and good corporate earnings. The Company intends to continue focusing on NBFC activities including financing, Inter-corporate Investments & Capital Market activities. At the same time the Company has plans to expand its business by offering a wide array of financial products and services.

7. KEY FINANCIAL RATIOS

Ratios	2024-25	2023-24
Debtors Turnover	-	-
Inventory Turnover	-	-
Interest Coverage Ratio	-	-
Current Ratio	8.46	7.77
Operating Profit Margin	77.66%	77.11%
Net Profit Margin	53.36%	68.45%

The Company has no long-term debt as a standalone entity as on March 31, 2025.

During the year under review the Company has not changed its accounting policies.

The Cash and Bank balance for the Financial Year 2024-25 was Rs. 36.44 lakhs as compared to Financial Year 2023-24 which was Rs 49.84 lakhs. The liquidity situation of the Company is sufficient.



Total Income decreased by 16.66% from Rs 700.46 lakhs in 2023-24 to Rs. 583.76.96 lakhs in 2024-25.

8. PRODUCT-WISE PERFORMANCE DETAILS OF THE COMPANY

The Company has only one type of product. It provides finance to Small Scale Industries and Small Businesses. During the year under review there was a decrease in the loans provided by the Company, but the income of the Company also decreased from Rs. 700.96 lakhs (previous year) to Rs. 583.78 lakhs (current year).

The Company carries business in single segment.

9. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF

For the Financial Year 2024-25, Return on Net worth before tax was 13.23% and after tax was 9.09% as compared to Return on Net worth before tax which was 17.34% and after tax 15.39% for Financial Year 2023-24. The difference in the return on net worth as compared to previous year is due to decrease in net gain on fair value changes of investment.

Note:

This report contains forward-looking statements based on beliefs of the Company's management. The words anticipate, believe, estimate, forecast, expect, intend, plan, should and project are used to identify forward-looking statements. Such statements reflect the Company's current views with respect to the future events and are subject to risks and uncertainties. Many factors could cause the actual result to be materially different, including amongst others, changes in the general economic and business conditions, changes in the currency exchange rates and interest rates, introduction of competing products, lack of acceptance of new products or services, and changes in business strategy. Actual results may vary materially from those projected here. The Company does not intend to assume any obligation to update these forward-looking statements.

**For and on behalf of the Board
Dynamic Archistruktures Limited**

**Sd/-
Danmal Porwal
Managing Director
DIN: 00581351**

**Sd/-
Rakesh Porwal
Director
DIN: 00495444**

**Date: September 03, 2025
Place: Kolkata**



ANNEXURE-II

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2024-25

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good Corporate Governance is an integral part of the Company's business practices based on the philosophy of transparency, ethics, adequate disclosure, fairness to all and independent monitoring and supervision. The strong internal control systems and procedures, risk assessment and mitigation procedures and code of conduct for observance by the Company's Directors and Employees are conducive in achieving good Corporate Governance practices in the Company. The Management on a quarterly basis presents before the Board of Directors a status report on regulatory compliances, as applicable to the Company.

A report on compliance with the Code of Corporate Governance as prescribed by the Securities and Exchange Board of India ('SEBI') and incorporated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

BOARD OF DIRECTORS

Composition of Board

The Board of your Company has a good and diverse mix of Executive and Non-Executive Directors with majority of Board comprising of Non-Executive Directors including half of the Board Members comprising Independent Directors. During the year under review, the composition of Board of Directors is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and with the provisions of section 149 and 152 of the Companies Act, 2013 and rules framed thereunder.

Name of Director & DIN	Category	No. of Shares and Convertible Instruments held in the Company	No. of Directorships in other Companies*	Memberships held in the Committees of other Companies*	Chairmanship held in the Committees of other Companies*	List of Directorships held in Other Listed Companies and Category of Directorship*
Mr. Danmal Porwal (DIN: 00581351)	Promoter, Executive Director, Managing Director	57,100	4	NIL	NIL	NIL
Mr. Rakesh Porwal (DIN: 00495444)	Promoter, Non-Executive Non-Independent Director	87,600	2	NIL	NIL	NIL



Mr. Vijay Kumar Jain (DIN: 01104182)	Non-Executive Independent Director	1,000	NIL	NIL	NIL	NIL
*Mrs. Akansha Lunia (DIN: 10759793)	Non-Executive Independent Director	500	NIL	NIL	NIL	NIL

* Appointed w.e.f. October 01, 2024

The Board as on March 31, 2025, comprises of four directors. Mr. Danmal Porwal as the Managing Director designated as Chairman cum Managing Director, Mr. Rakesh Porwal as Non-Executive Non-Independent Director, Mr. Vijay Kumar Jain and Mrs. Akansha Lunia as Non-Executive Independent Directors of the Company.

Mrs. Padma Paila retired as an Independent Director of the Company with effect from closure of the business hours on March 23, 2025

***The number of Directorships and Committee positions held by the Directors as mentioned above is exclusive of Dynamic Archstructures Limited.**

Mr. Danmal Porwal and Mr. Rakesh Porwal are related to each other. Mr. Danmal Porwal is the father of Mr. Rakesh Porwal. None of the other Directors are related inter-se with the other Directors of the Company.

Number of Board Meetings

The Board meets at least once in a quarter to consider, amongst other businesses, the performance of the Company and financial results. The particulars of Board Meetings held during 2024-25 as well as attendance of Directors at the Board Meetings and the last AGM are given here below:

Dates of the Board Meetings held during 2024-25	1. May 27, 2024 2. August 12, 2024 3. September 03, 2024 4. November 11, 2024 5. February 10, 2025 6. March 10, 2025
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Attendance Record of Board of Directors

Name of the Director	Number of Board Meetings held during 2024-25	Number of Board Meetings attended during 2024-25	Whether attended the last AGM held on September 30, 2024
Mr. Danmal Porwal	6	6	Yes
Mr. Rakesh Porwal	6	6	Yes
Mr. Vijay Kumar Jain	6	6	Yes
Mrs. Akansha Lunia*	6	3	Yes
Mrs. Padma Paila**	6	6	Yes

* Appointed with effect from October 01, 2024



*** Ceased with effect from closure of business on March 23, 2025*

Meeting of Independent Directors and Attendance Record

The Company' Independent Directors are required to meet at least once every year to deal with matters listed out in Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV to the Companies Act, 2013 which inter-alia includes, review the performance of non-independent directors, Chairman and the Board as a whole and assess the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary to perform the duties by the Board of Directors. Meeting of Independent Directors was held once during the year under review on March 10, 2025 and was attended by both the Directors.

Fulfilment of criteria of independence of the Independent Directors and details of Familiarisation Programmes

All Independent Directors have given declarations in accordance with Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Based on the declarations received from the Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions of independence as specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms and conditions of appointment of Independent Directors are available on the website of the Company.

Pursuant to Regulation 25(7) and Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly refer to the Company's website <http://www.dynamicarchitectures.com/PDF/POLICY/Familiarisation%20programme%20for%20IDs.pdf> for details of the familiarization programme for IDs on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

Skill/Expertise/Competence of the Board of Directors

The list of core skills / expertise / competencies identified by the Board of Directors required in the context of our business for it to function effectively and those available with the Individual Board members are as under:

Particulars	Mr. Danmal Porwal	Mr. Rakesh Porwal	Mr. Vijay Kumar Jain	Mrs. Akansha Lunia
Awareness of applicable laws	✓	✓	✓	✓
Experience in managing risks associated with business	✓	✓	✓	✓
Practical experience in best practices pertaining to transparency, accountability, and corporate governance	✓	✓	✓	✓
Knowledge of relevant technology and innovation	✓	✓	✓	✓
Specialized knowledge in an area or subject such as accounts, finance, auditing, marketing,	✓	✓	✓	✓



construction, legal, strategy, engineering, etc.				
Values, mentoring abilities, ability to positively influence people and situations, leadership skills, communication, and interpersonal skills, decision-making abilities, conflict resolution, adaptability, etc.	✓	✓	✓	✓

SENIOR MANAGEMENT

As on March 31, 2025, the Senior Management of the Company comprised of Mr. Sunny Jain as the Chief Financial Officer of the Company and Mr. Jainendra Kumar Jain as the Company Secretary & Compliance Officer of the Company.

AUDIT COMMITTEE

The Board of Directors has constituted an Audit Committee of Directors and empowered the Committee to deal with all such matters which it may consider appropriate to perform as audit committee including items specified in Section 177(4) of the Companies Act, 2013 and Regulation 18(3) read with Part C of Schedule II in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such matters as may be assigned from time to time by the Board of Directors.

Composition of Audit Committee

1. Mr. Vijay Kumar Jain- Chairman
2. Mrs. Akansha Lunia- Member and
3. Mr. Rakesh Porwal- Member

Terms of reference of Audit Committee

- i. Oversight of Financial reporting process and disclosure of its financial information;
- ii. The recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- iii. Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors;
- iv. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- v. Reviewing and examination of the financial statements and the auditors' report thereon;
- vi. Approval or any subsequent modification of transactions of the company with related parties;
- vii. Scrutiny of inter-corporate loans and investments;
- viii. Valuation of undertakings or assets of the Company, wherever it is necessary;
- ix. Evaluation of internal financial controls and risk management systems;
- x. Monitoring the end use of funds raised through public offers and related matters;
- xi. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- xii. All other matters as specified in Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- xiii. Any other matter the Audit Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The Audit Committee met five (5) times during the year 2024-25 as detailed below:



Dates of the Audit Committee Meetings held during 2024-25	1. May 27, 2024 2. August 12, 2024 3. November 11, 2024 4. February 10, 2025 5. March 10, 2025
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Attendance Record of Audit Committee Meetings

Name of the Members	Number of Audit Committee Meetings held during 2024-25	Number of Audit Committee Meetings attended during 2024-25
Mr. Vijay Kumar Jain	5	5
Mr. Rakesh Porwal	5	5
Mrs. Akansha Lunia*	5	3
Mrs. Padma Paila**	5	5

* Appointed with effect from October 01, 2024

** Ceased with effect from closure of business on March 23, 2025

NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors has constituted a Nomination and Remuneration Committee of Directors. The role of the Committee is to perform all such matters as prescribed under Section 178 of the Companies Act, 2013 and Regulation 19(4) read with Para A of Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other matters as may be assigned from time to time by the Board of Directors.

Composition of Nomination and Remuneration Committee

1. Mr. Vijay Kumar Jain- Chairman
2. Mrs. Akansha Lunia- Member and
3. Mr. Rakesh Porwal- Member

Terms of Reference of Nomination and Remuneration Committee:

- i. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- ii. Formulating the criteria for evaluation of performance of Independent Directors and the Board of Directors;
- iii. Devising a policy on diversity of Board of Directors;
- iv. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
- v. Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- vi. Recommending to the Board, all remuneration, in whatever form, payable to senior management
- vii. All other matters as specified in Para A of Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- viii. Any other matter as the Nomination & Remuneration Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time



The Nomination and Remuneration Committee met three (3) times during the year 2024-25 as detailed below:

Dates of the Nomination and Remuneration Committee Meetings held during 2024-25	1. September 03, 2024 2. November 11, 2024 3. March 10, 2025
--	--

Attendance Record of Nomination and Remuneration Committee Meetings

Name of the Members	Number of Nomination and Remuneration Committee Meetings held during 2024-25	Number of Nomination and Remuneration Committee Meetings attended during 2024-25
Mr. Vijay Kumar Jain	3	3
Mr. Rakesh Porwal	3	3
Mrs. Akansha Lunia *	3	2
Mrs. Padma Paila **	3	3

** Appointed with effect from October 01, 2024*

*** Ceased with effect from closure of business on March 23, 2025*

Performance Evaluation Criteria of the Independent Directors of the Company

The provisions of Section 134(3)(p) of the Companies Act, 2013 stipulate the performance evaluation of the Directors including Chairman, Board and its Committees. Considering the said provisions, the Company has devised a process and criteria for the performance evaluation based on the recommendation of the Nomination and Remuneration Committee. Accordingly, evaluation of every Director's performance was done by the Nomination and Remuneration Committee

Further, pursuant to Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause VIII (1) of Schedule IV of the Companies Act, 2013, the performance evaluation of Independent Directors shall be done by the entire Board of Directors (excluding the directors being evaluated) which shall include performance of the independent directors and fulfillment of the independence from the management. Accordingly, evaluation of the Independent Directors was carried out by the entire Board of Directors, excluding the Director being evaluated by filling up a structured questionnaire covering various aspects such as adequacy of the size and composition of the Board and Committees with regards to skill, experience, independence and diversity of the Directors, attendance and adequacy of time given by the Directors to discharge their duties towards the Company, Corporate Governance practices, etc. The Board, on the basis of the filled questionnaires, have expressed their satisfaction with the evaluation process.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Board of Directors has constituted a Stakeholders' Relationship Committee of Directors. The role of the Committee is to consider and resolve the grievances of security holders and perform such roles as required under Section 178 of the Companies Act, 2013 and Regulation 20 read with Para B of Part D of Schedule II SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Continuous efforts are made to ensure that grievances are redressed expeditiously to the satisfaction of investors.

Composition of Stakeholders' Relationship Committee



1. Mr. Vijay Kumar Jain, Chairman
2. Mrs. Akansha Lunia, Member and
3. Mr. Rakesh Porwal, Member

Mr. Jainendra Kumar Jain is the Company Secretary and Compliance Officer of the Company.

Stakeholders' Relationship Committee met once on February 10, 2025 and all the members were present at the meeting. Mrs. Akansha Lunia became a member of the Committee with effect from October 01, 2024. Mrs. Padma Paila ceased to be a member of the Committee with effect from closure of the business hours on March 23, 2025.

Terms of reference of the Stakeholders' Relationship Committee

- i. Resolving the grievances of security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- ii. Reviewing the measures taken for effective voting rights by shareholders;
- iii. Reviewing of adherence of the service standard adopted by the Company in respect of services offered by the Registrar & Share Transfer Agent;
- iv. Reviewing of measures and initiative taken by the Company for reducing quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company;
- v. Any other matter as the Stakeholders Relationship Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Shareholders Complaints for the Year ended March 31, 2025

Shareholders Complaints and other correspondences are normally attended to within seven working days except where constrained by disputes or legal impediments. No investor grievances remained unattended/pending for more than thirty days as on March 31, 2025.

Following are the details of the Shareholders Complaints regarding non-receipt of dividend, shares lodged for transfer for the year ended March 31, 2025:

Complaints pending as on April 01, 2024	0
Complaints received during the year	0
Complaints resolved during the year	0
Complaints pending as on March 31, 2025	0

The above table includes Complaints received from SEBI SCORES by the Company. SCORES is an online platform designed by SEBI to help investors to lodge their complaints pertaining to securities market against listed companies and/or listed intermediaries.

REMUNERATION OF DIRECTORS

(A) Remuneration to Non-Executive Directors

The Company has formulated a policy on the remuneration of Directors, Key Managerial Personnel and other Employees in accordance with the provisions of Section 178(3) of the Companies, Act, 2013. The said policy which enumerates the criteria for making payments to Non-Executive Directors can be accessed on the website of the Company at

<http://www.dynamicarchstructures.com/PDF/POLICY/Remuneration%20Policy.pdf>



During the financial year 2024-25, the Non-Executive Directors have not been paid any sitting fees. Further, there were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. No stock options have been granted by the Company to its Non-Executive Directors.

(B) Remuneration to Executive Directors

The remuneration paid to the Executive Director is commensurate with industry standards and Board level positions held in similar sized companies, taking into consideration the individual responsibilities shouldered by him and is in accordance with the terms of appointment as recommended by the Nomination and Remuneration Committee and approved by the Board and Shareholders, at the time of his appointment.

Given below are certain details pertaining to remuneration paid to the Managing Director for the financial year 2024-25:

Particulars	Remuneration paid to Mr. Danmal Porwal for the financial year 2024-25 (in Rs.)
Basic Salary	18,00,000
Benefits, Perquisites and Allowances	NIL
Commission, Bonus and Performance Linked Incentives	NIL
Stock Option	No stock option has been granted to Mr. Danmal Porwal
Service contracts, notice period, severance fee.	There is no separate contract that was entered into with Mr. Porwal. Notice Period: 3 months Severance Fee: No severance fee is payable.

GENERAL BODY MEETINGS

The details of Annual General Meetings held during the last three years and special resolution passed thereat are as follows:

Financial Year	Day, Date and Time	Location	Special Resolution passed
2021-22	Friday, September 30, 2022 at 12.00 PM	At the registered office of the Company	None
2022-23	Saturday, September 30, 2023 at 12.00 PM	At the registered office of the Company	Approval of the remuneration of Mr. Danmal Porwal (DIN: 00581351), Managing Director of the Company designated as Chairman cum Managing Director, for the remaining period- of 2 years of his 5 years current tenure



2023-24	Monday, September 30, 2024 at 12.00 PM	At the registered office of the Company	Approval for appointment of Mrs. Akansha Lunia (DIN: 10759793) as an Independent Director of the Company
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Postal Ballot conducted during the financial year 2024-25: NIL

Attendance Record of Directors at the 28th Annual General Meeting

Name of the Director	Whether attended the 28 th Annual General Meeting
Mr. Danmal Porwal	Yes
Mr. Vijay Kumar Jain	Yes
Mr. Rakesh Porwal	Yes
Mrs. Akansha Lunia	Yes
Mrs. Padma Paila	Yes

MEANS OF COMMUNICATION

The Quarterly, Half Yearly and Annual Financial Results of the Company are placed before the Board of Directors within the stipulated time and regularly submitted to BSE Limited as well as uploaded on the Company's website and are published in the newspapers, namely, Business Standard & and in the Bengali daily 'EK DIN'.

Financial results and other useful information about the Company are available on the Company's website at <http://www.dynamicarchstructures.com/>.

The Annual Report of the Company is also available on the website of the Company in a user friendly and downloadable form. No presentations were made to the institutional investors and to the analysts during the financial year 2024-25.

GENERAL SHAREHOLDER INFORMATION

Sr. No.	Salient Items of Interest	Particulars
1.	AGM Date, Time and Venue	September 30, 2025 at 12.00 noon at the registered office of the Company situated at 409, Swaika Centre, 4A Pollock Street, Kolkata, West Bengal 700001
2.	Financial Year	April 01, 2024 to March 31, 2025
3.	Dividend payment date	Company has not declared any dividend for the Financial Year 2024-25
4.	Listing on Stock Exchange	BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Kala Ghoda, Fort, Mumbai, Maharashtra 400001 The requisite listing fees have been paid in full to the Stock Exchanges where the Company's shares are listed
5.	Company's Website	www.dynamicarchstructures.com
6.	Stock Code/Symbol	539681 / DAL
7.	ISIN	INE874E01012



8.	Registrar & Share Transfer Agent	M/s. MCS Share Transfer Agent Limited 383, Lake Gardens, 1st Floor, West Bengal 700 045, Kolkata Tel: +033– 40724051 Website: www.mcsregistrars.com Email: mcsta@rediffmail.com
9.	Share Transfer System	In terms of requirements of Regulation 40 of the Listing Obligations and Disclosure Requirements) Regulations, 2015, the request for transfer of securities shall not be processed unless the securities are held in the dematerialised form with Depositories. While the request for transmission or transposition of securities held in physical or dematerialised form shall also be affected only in dematerialised form. The transactions of the shares held in Demat and Physical form are handled by the Company's Registrar and Share Transfer Agent.
10.	Dematerialisation of shares and liquidity	As on this date of the Annual Report, 73.60% of the total issued, subscribed and paid-up equity share capital of the Company is in Dematerialised form. The Equity Shares of the Company are infrequently traded on BSE Limited.
11.	Outstanding GDRs/ ADRs/warrants or any convertible instruments, conversion date and likely impact on equity	NIL
12.	Commodity price risk or foreign exchange risk and hedging activities	The Company does not have any exposure to commodity price risk or foreign exchange risk
13.	Plant location	Not Applicable
14.	Address for Correspondence	101, Light Industrial Area, Bhilai 490026 Tel No: +91 7882285675
15.	List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad	Not Applicable
16.	Suspension of Trading	None of the securities of the Company were suspended from trading on stock exchanges during the year under review



17. Shareholding as on March 31, 2025

Distribution of Equity Shareholding as on March 31, 2025

Sr. No.	No. of Equity Shares	No. of Shareholders	Percentage	No. of Shares	Percentage
1.	upto 500	484	30.81	233747	4.66
2.	501-1000	1011	64.35	949853	18.96
3.	1001-2000	43	2.74	77700	1.55
4.	2001-3000	14	0.89	31000	0.62
5.	3001-4000	1	0.06	4000	0.08
6.	4001-5000	3	0.19	14300	0.28
7.	5001-10000	0	0	0	0
8.	10001-50000	5	0.32	149200	2.98
9.	50001-100000	4	0.26	287400	5.74
10.	100001 and above	6	0.38	3262800	65.13
	Total	1571	100	5010000	100

Categories of Shareholding as on March 31, 2025

Sr. No.	Description	No. of Shareholders	Shares	% Equity
Promoter holding				
1.	Individuals	4	287400	5.74
2.	Bodies Corporates	6	3262800	65.13
Public holding				
1.	Resident Individuals	1505	1283796	25.62
2.	Bodies Corporates	51	133400	2.66
3.	HUF	4	42601	0.85
4.	Clearing Member	1	3	0.00
	Total	1571	5010000	100

RELATED PARTY TRANSACTIONS

The Related Party Transactions entered into by the Company during the financial year 2024-25 were at arms-length basis and in the ordinary course of business of the Company. There were no materially significant Related Party Transactions entered into by the Company that may have potential conflict with the interests of the Company at large during the financial year 2024-25. The details of the Related Party Transactions form a part of the Annual Report and also notes to the accounts of this Annual Report.

The Policy on Dealing with the Related Party Transactions is available on the website of the Company at http://www.dynamicarchstructures.com/PDF/POLICY/RPT%20Policy_draft.pdf

WHISTLE BLOWER /VIGIL MECHANISM

In accordance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place a Vigil Mechanism and Whistle Blower Policy to provide an open and transparent working environment and to



promote responsible and secure whistle blowing system for directors and employees of the Company to raise concern. The policy broadly covers instances of unethical behavior, actual or suspected fraud or violation of the company's code of conduct, alteration of documents, fraudulent financial reporting, misappropriation/misuse of Company's assets, manipulation of company's data, pilferage of proprietary information, abuse of authority, etc. The policy provides adequate safeguard against victimization of director(s) / employee(s) who raise the concern and also provides for access to the Chairman of the Audit Committee who is entrusted to oversee the Whistle Blower Mechanism and that no person has been denied access to Audit Committee. The Whistle Blower Policy is available on the website of the Company at <http://www.dynamicarchitectures.com/PDF/POLICY/Whistle%20Blower%20Policy.pdf>

POLICY FOR MATERIAL SUBSIDIARY

The policy for material subsidiary is not applicable as the Company does not have any subsidiary as on March 31, 2025.

NON-COMPLIANCE, PENALTIES OR STRICTURES IMPOSED ON THE COMPANY

The Company has complied with the requirements of various rules and regulations prescribed by the Stock Exchanges, SEBI or any other statutory authority, the provisions of the Act, Rules, Regulations, Circulars, Notifications, Directions, Guidelines, Standards, etc. mentioned above during the last 3 (three) years relating to the capital markets.

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

Mr. Amit Sharma, Amit Sharma & Associates, Company Secretaries (Membership No. 40995), has issued a certificate as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of Company by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as “Annexure A”.

FEES PAID TO THE STATUTORY AUDITORS OF THE COMPANY

Details related to fees paid to the Statutory Auditors of the Company are given in Notes to the Financial Statements.

CODE OF CONDUCT

The Company has laid down a Code of Conduct for the members of the Board of Directors and Senior Management Personnel & Employees of the Company. The Code is hosted on the website of the Company at <http://www.dynamicarchitectures.com/>.

All the Board Members and Senior Management Personnel of the Company have affirmed compliance with these Codes. A declaration to this effect, signed by the Managing Director of the Company is attached at the end of this Report as “Annexure B”.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, the Company has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and the rules made thereunder. During the year 2024-25,



there were no complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- a. Number of complaint filed during the financial year – NIL
- b. Number of complaint disposed during the financial year – NIL
- c. Number of complaint pending as on end of the financial year – NIL

COMPLIANCE WITH DISCRETIONARY REQUIREMENTS

The Company has complied with some of the discretionary requirements as prescribed in Regulation 27 read with Schedule II Part E of the SEBI LODR Regulations, 2015. The compliance status of the same is provided below:

A. The Board

At present, the Company does not maintain a Chairperson's office.

B. Shareholders' Rights

The Annual Report is sent to all the Members whose e-mail ids are registered with the Company / Depositories. Half yearly financial performance is presently not being sent to the Shareholders of the Company.

C. Audit Qualifications

During the year under review, there was no modified audit opinion in the Auditors' Report on the Company's financial statements. Every endeavor is made to make financial statements without qualification.

D. Separate posts of Chairman and Managing Director or Chief Executive Officer

Considering the size of the Company it has not appointed a separate Chairman of the Company. The Managing Director of the Company has been designated as the Chairman of the Company.

E. Reporting of Internal Auditors

Reports of Internal Auditors are placed before the Audit Committee for its review.

F. Independent Directors

The meeting of Independent Directors was held on March 10, 2025

OTHER DISCLOSURES

- 1. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and sub-para (2) to (10) of Corporate Governance report.
- 2. The Company has not raised funds through Preferential Allotment / Qualified Institutions Placement during the year under review.
- 3. During the year under review, there were no such recommendations made by any Committee of the Board that were mandatorily required and not accepted by the Board.
- 4. During the year under review, the Company has not given any loan/advances to any firm/company in which the director(s) are interested.



5. The Company is in compliance with the disclosures required to be made under this report in accordance with Regulation 34(3) read together with Para C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. As required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2, details of the Director seeking appointment / re-appointment, if any, at this AGM are given in the Annexure to the Notice of the forthcoming AGM.
7. SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 directed listed entities to issue securities in dematerialized form only while processing various investor service requests. Pursuant to the said Circular, SEBI had issued "Guidelines with respect to Procedural Aspects of Suspense Escrow Demat Account" vide its Letter No. SEBI/HO/MIRSD/PoD-1/OW/P/2022/64923 dated December 30, 2022, to move securities, pertaining to Letter of Confirmation cases, to newly opened Suspense Escrow Demat Account latest by January 31, 2024. As on March 31, 2025, the Company does not have any shares in the Suspense Escrow Demat Account.

For and on behalf of the Board
Dynamic Archstructures Limited

Sd/-
Mr. Danmal Porwal
Managing Director
DIN: 00581351

Sd/-
Mr. Rakesh Porwal
Director
DIN: 00495444

Date: September 03, 2025
Place: Kolkata



ANNEXURE-A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and clause (10)(i) of Para C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Dynamic Archstructures Ltd
CIN: L45201WB1996PLC077451
409, Swaika Centre 4A, Pollock Street,
Kolkata-700001, West Bengal

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Dynamic Archstructures Limited bearing CIN L45201WB1996PLC077451 and having registered office at 409, Swaika Centre 4A, Pollock Street, Kolkata-700001, West Bengal (hereinafter referred to as 'the Company') for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal of the Ministry of Corporate Affairs at www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Directors	DIN	Date of appointment in Company
1	Mr. Danmal Porwal	00581351	04/05/1988
2	Mr. Rakesh Porwal	00495444	24/03/2015
3	Mr. Vijay Kumar Jain	01104182	04/05/1998
4	Mrs. Akansha Lunia	10759793	01/10/2024

**Mrs. Padma Pail retired as an Independent Director w.e.f. close of business hours on March 24, 2025*

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

For AMIT SHARMA & ASSOCIATES
Company Secretaries
(ICSI Unique Code No. S2018MH620900)

Date: September 02, 2025
Place: Gondia
UDIN: A040995G001138773

Sd/-
AMIT KUMAR SHARMA
Proprietor
ACS No.: 40995
CP No.: 15315
P.R. Certificate: 1740/2022



ANNEXURE B

DECLARATION SIGNED BY THE MANAGING DIRECTOR STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

Pursuant to Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel of the Company have affirmed compliance to their respective Codes of Conduct, as applicable to them for the Financial Year ended March 31, 2025.

**For and on behalf of the Board
Dynamic Archstructures Limited**

**Sd/-
Mr. Danmal Porwal
Managing Director
DIN: 00581351**

**Sd/-
Mr. Rakesh Porwal
Director
DIN: 00495444**

**Date: September 03, 2025
Place: Kolkata**



ANNEXURE-III

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members,
Dynamic Archistruktures Ltd
CIN: L45201WB1996PLC077451
409, Swaika Centre 4A, Pollock Street,
Kolkata-700001, West Bengal

I have examined the compliance of conditions of Corporate Governance by M/s. Dynamic Archistruktures Limited (CIN: L45201WB1996PLC077451) ('hereinafter called the Company') for the year ended on March 31, 2025, as stipulated in as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and Para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The compliance of conditions of Corporate Governance is the responsibility of the management of the company. My examination has been limited to a review of the procedures and implementation thereof, adopted by the Company to ensure compliance of the conditions of Corporate Governance as stipulated in the said Clauses and/or Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and based on the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For AMIT SHARMA & ASSOCIATES
Company Secretaries
(ICSI Unique Code No. S2018MH620900)

Date: September 02, 2025
Place: Gondia
UDIN: A040995G001138839

Sd/-
AMIT KUMAR SHARMA
Proprietor
ACS No.: 40995
CP No.: 15315
P.R Certificate: 1740/2022



ANNEXURE-IV

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Dynamic Archstructures Ltd
CIN: L45201WB1996PLC077451
409, Swaika Centre 4A, Pollock Street,
Kolkata-700001, West Bengal

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Dynamic Archstructures Ltd (hereinafter called "the Company") for the audit period covering the Financial Year ended on March 31, 2025. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment in India (Not applicable during the year);;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable during the year);
 - d. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 (Not applicable during the year);
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- (Not applicable during the year);
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding dealing with client;



- g. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- h. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. (Not applicable during the year).

I further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records, following laws are applicable specifically to the Company.

- 1. Reserve Bank of India Act, 1934 and guidelines, directions and instructions issued by RBI through notifications and circulars relating to Non- Banking Financial Institution laws from time to time.
- 2. Prevention of Money Laundering Act, 2002 and The Prevention of Money-Laundering (Amendment) Act, 2012, as applicable

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

- (i) The Equity Listing Agreements entered into by the Company with BSE Limited and;
- (ii) Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Circulars, Notifications, Directions, Guidelines, Standards, etc. mentioned above. There was delay in few filings of Return with RBI.

I further report that the Board of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and the Listing Regulations which are as follows:

- 1. Appointment of Mrs. Akansha Lunia (DIN: 10759793) as Non-Executive, Independent Director for a term of five (5) consecutive years, w.e.f. 1st October, 2024 as approved by the shareholders by way of special resolution passed on September 30, 2024.
- 2. Retirement of Mrs. Padma Paila from the position of Independent Director of the Company on completion of her second term of five (5) consecutive years with effect from the close of the business hours on March 24, 2025 in accordance with the provisions of the Companies Act, 2013.

There was no change in the Key Managerial Personnel during the period under review.

I further report that the compliance by the Company of applicable financial laws such as Direct and Indirect Tax Laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial creditors, tax auditors and other designated professionals.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except for the Unpublished Price Sensitive Information which were, pursuant to clause no. 1.3.7 of Secretarial Standard 1 ("SS- 1"), circulated separately or placed at the Meetings of the Board and the Committees, after due compliance with the SS -1, and in certain cases where the meetings were held through shorter notice after due compliance of the applicable provisions, and a system exists for



seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

Based on the representation made by the Company and its officer explaining to us in respect of internal systems and mechanism established by the Company which ensures compliances of other Acts, Laws and Regulations applicable to the Company, I report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, the Company has not undertaken significant or material corporate events/actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

For AMIT SHARMA & ASSOCIATES
Company Secretaries
(ICSI Unique Code No. S2018MH620900)

Date: September 02, 2025
Place: Gondia
UDIN: A040995G001138707

Sd/-
AMIT KUMAR SHARMA
Proprietor
ACS No.: 40995
CP No.: 15315
P.R Certificate: 1740/2022

Note: This report is to be read with my letter of even date which is annexed as Annexure A herewith and forms an integral part of this report



Annexure A' to the Secretarial Audit Report

**To,
The Members,
Dynamic Archistruktures Ltd
CIN: L45201WB1996PLC077451
409, Swaika Centre 4A, Pollock Street,
Kolkata-700001,
West Bengal**

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

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

**For AMIT SHARMA & ASSOCIATES.
Company Secretaries
(ICSI Unique Code No. S2018MH620900)**

**Date: September 02, 2025
Place: Gondia
UDIN: A040995G001138707**

**Sd/-
AMIT KUMAR SHARMA
Proprietor
ACS No.: 40995
CP No.: 15315
P.R Certificate: 1740/2022**



ANNEXURE-V

FORM AOC-2

FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISIO THERETO

Form for Disclosure of particulars of contracts/ arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under fourth proviso thereto.

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

*Number of contracts or arrangements or transactions not at arm's length basis

0

Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	
Name(s) of the related party	
Nature of relationship	
Nature of contracts/ arrangements/ transactions	
Duration of the contracts / arrangements/ transactions	
Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	
Justification for entering into such contracts or arrangements or transactions	
Date of approval by the Board (DD/MM/YYYY)	
Amount paid as advances, if any	
Date on which the resolution was passed in general meeting as required under first proviso to section 188 (DD/MM/YYYY)	
SRN of MGT-14	



2. Details of material contracts or arrangement or transactions at arm's length basis

Number of material contracts or arrangements or transactions at arm's length basis

3

Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	Not Applicable	Not Applicable	Not Applicable
Name(s) of the related party and	Mrs. Aditi Porwal	Coal Chem	Utkal Hydrocarbons
Nature of relationship	Son's wife of Mr. Danmal Porwal Managing Director and wife of Mr. Rakesh Porwal, Director of the Company	Proprietorship Concern of Mr. Danmal Porwal, Managing Director, Promoter of the Company	<p>Mrs. Shobha Porwal and Mr. Pankaj Porwal are the partners in Utkal Hydrocarbons, a partnership firm.</p> <p>Mrs. Shobha Porwal is spouse of Mr. Danmal Porwal, Managing Director, and mother of Mr. Rakesh Porwal.</p> <p>Pankaj Porwal, is son of Mr. Danmal Porwal, Managing Director, and brother of Mr. Rakesh Porwal.</p>
Nature of contracts/ arrangements/ transaction	Salary	Office Rent	Office Rent
Duration of the contracts/ arrangements/ transaction	April 01, 2024 to March 31, 2025		
Salient terms of the contracts or arrangements or transactions including the value, if any:	Value: Rs. 15 lakhs	Value: Rs. 25,488	Value: Rs. 7,010



Date(s) of approval by the Board, if any:	All transactions of the Company with the related parties were in the ordinary course of business of the Company and were entered into on an arm's length and hence approval of the Board for entering into such transactions were not required. Nonetheless, the Board regularly takes note of all the related party transactions from time to time.		
Amount paid as advances, if any:	-	-	-

**For and on behalf of the Board
Dynamic Archstructures Limited**

**Sd/-
Danmal Porwal
Managing Director
DIN: 00581351**

**Sd/-
Rakesh Porwal
Director
DIN: 00495444**

**Date: September 03, 2025
Place: Kolkata**



ANNEXURE-VI

DETAILS IN TERMS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. THE RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES FOR THE FINANCIAL YEAR

Name	Designation	Ratio
Mr. Danmal Porwal	Managing Director	3.17 times to the remuneration of the employees of the Company

The remuneration paid to Company Secretary and Chief Financial Officer is not considered for this purpose.

2. THE PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR, CFO, CEO, CS OR MANAGER, IF ANY, IN THE FINANCIAL YEAR

There was no change in remuneration of Managing Director and CFO. The remuneration of Company Secretary was increased by 3.62%. No other director received any remuneration during the year.

3. THE PERCENTAGE INCREASE / DECREASE IN THE MEDIAN REMUNERATION OF EMPLOYEES IN THE FINANCIAL YEAR

During the year under review, there was a decrease in the median remuneration of the employees by 5.85%. The calculation of percentage decrease in median remuneration is done based on comparable employees. Employees who were not eligible for any increment have been excluded for the purpose of this calculation.

4. THE NUMBER OF PERMANENT EMPLOYEES ON THE ROLLS OF THE COMPANY

The number of on-rolls employees is 8. All are permanent employees as on March 31, 2025. Key Managerial Personnels are not counted for this purpose.

5. AVERAGE PERCENTILE INCREASE ALREADY MADE IN THE SALARIES OF EMPLOYEES OTHER THAN THE MANAGERIAL PERSONNEL IN THE LAST FINANCIAL YEAR AND ITS COMPARISON WITH THE PERCENTILE INCREASE IN THE MANAGERIAL REMUNERATION AND JUSTIFICATION THEREOF AND EXCEPTIONAL CIRCUMSTANCES FOR INCREASE IN THE MANAGERIAL REMUNERATION, IF ANY

There was 4.31% increase in the salaries paid to the employees other than the Key Managerial Personnel for the Financial Year 2024-25 as compared to the previous year 2023-24. The remuneration of the managerial personnel was increased by 0.22% and is based on the remuneration policy as recommended by the Nomination and Remuneration Committee approved by the Board of Directors.



While recommending the increase in remuneration of its employees, the Company considered overall organization performance, industry benchmarking, cost of living adjustment / inflation apart from individual performance based on Balanced Scorecard approach.

The total compensation is a prudent mix of fix and variable pay in the form of performance pay. The proportion of variable pay to total compensation is higher at senior level and lower at middle level.

The performance of the Company has bearing on the quantum of variable pay declared for employees across senior and middle levels.

6. AFFIRMATION THAT THE REMUNERATION IS AS PER THE REMUNERATION POLICY OF THE COMPANY

The remuneration is as per the Nomination and Remuneration policy of the Company.

**For and on behalf of the Board
Dynamic Archstructures Limited**

**Sd/-
Mr. Danmal Porwal
Managing Director
DIN: 00581351**

**Sd/-
Mr. Rakesh Porwal
Director
DIN: 00495444**

**Date: September 03, 2025
Place: Kolkata**



**ANAND JIMNANI & ASSOCIATES
CHARTERED ACCOUNTANTS**

HEAD OFFICE: DIXIT COLONY, STATION ROAD,
DURG (C.G.) 491001 Ph. No. 0788-4052351, Mo. 9826582782
E-mail: ajadurg@gmail.com, anandjim@rediffmail.com

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Dynamic Archisttructures Limited.
Kolkata

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of **Dynamic Archisttructures Limited** ("the Company"), which comprise the balance sheet as at **31st March 2025**, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows 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 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 **31st March 2025**, and its financial performance, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules 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.

Key Audit Matters	Auditor's Response
Accuracy of recognition, measurement, presentation and disclosures of assets/liabilities, revenue/expenditure and other related balances presented in the financial statements.	<u>Principal Audit Procedures</u> We performed end to end process walkthroughs to identify the key systems, applications and controls used in the process. Our audit approach consisted testing of the design and operating effectiveness of the internal controls.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management report, but does not include the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") 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 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 give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements 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: -

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

(1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

(3) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), statement of Changes in Equity and statement of the Cash Flow dealt with by this Report are in agreement with the books of account.

(4) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(5) On the basis of the written representations received from the directors as on **31st March, 2025** taken on record by the Board of Directors, none of the directors is disqualified as on **31st March, 2025** from being appointed as a director in terms of Section 164 (2) of the Act.

(6) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.

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

a. The Company does not have any pending litigations as at **31st March 2025** which would impact its financial position;

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company; and

d.(i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“intermediaries”), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest 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;

(ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(iii) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub clause (i) and (ii) contain any material mis-statement.

e. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

f. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended **March 31, 2025**, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

(8) With respect to the matter to be included in the Auditors’ Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

For, Anand Jimnani & Associates
Chartered Accountants
Firm Registration No.009604C

Sd/-
Anand Jimnani
(Partner)
Membership No. 079015
UDIN: 25079015BMMIEO1907

Place: Kolkata
Date: 26th May, 2025

Annexure A- To the Independent Auditors' Report

The Annexure referred to in paragraph 1 under the 'Report on Other Legal and Regulatory Requirements' of our report to the members of **Dynamic Archisttructures Limited** ("The Company") for the year ended on **31st March 2025**, We report that: -

(i) (a) (A) The company has proper records related to full particulars including quantitative details and situation of Property, Plant and Equipment.

(B) The company is not having any intangible assets. Therefore, the provisions of Clause (i)(a)(B) of paragraph 3 of the order are not applicable to the company.

(b) In our opinion Property, Plant and Equipment have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification during the year.

(c) Title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company. Therefore, the provisions of Clause (i)(c) of paragraph 3 of the order are not applicable to the company.

(d) The company has not revalued its Property, Plant and Equipment during the year. Therefore, the provisions of Clause (i)(d) of paragraph 3 of the order are not applicable to the company.

(e) No proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the company.

(ii) (a) Company is a non-banking finance company and nature of the company does not require it to have any inventory. Therefore, the provisions of Clause (ii)(a) of paragraph 3 of the order are not applicable to the company.

(b) During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the company.

(iii) (a) Company is a non-banking finance company and the principal business of the company is to give loans and investment. Therefore, the reporting under Clause 3(iii)(a) of order is not applicable to the company.

(b) During the year company has not made any investment in companies, firms, Limited Liability Partnerships or any other parties. The principal business of the company is to give loans and the terms & conditions of the loan given during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated. Since the principal business of the Company is to give loans, there are customers who are regular and do not have any overdue amount towards their loan and there are customers who have overdue of loan as at the balance sheet date.

(d) In respect of following loans granted by the Company, which have been overdue for more than 90 days at the balance sheet date, as explained to us, the Management has taken reasonable steps for recovery of the principal amounts and interest:

(Amount in lakhs)

S. No.	Name of borrower	Outstanding As on 31/03/2025	Remarks
1.	Various borrower	92.06	Note 1

Note 1: Interest overdue has been not recognised in the Ind AS financial statements as per Ind AS 109.

(e) The principal business of the Company is to give loans and hence reporting under clause 3(iii)(e) of the Order is not applicable.

(f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Therefore, the reporting under Clause 3(iii)(f) of the order is not applicable to the company.

(iv) 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 granted any loans, made investments or provided guarantees and securities which attract the provisions of section 185 and section 186 of the Act. Accordingly, clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Hence reporting under Clause 3(vi) of the order is not applicable to the company.

(vii) (a) According to the information and explanations given to us and according to the records of the company examined by us, in our opinion, the company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues. According to the information and explanations given to us, no undisputed amount payable in respect of aforesaid dues were outstanding as at **March 31, 2025** for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, the company has no disputed statutory dues as at **March 31, 2025**.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessment under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The company has not availed any loans or other borrowings from any financial institution or banks or any other party and has not issued any debentures. Hence reporting under Clause 3(ix)(a) of the order is not applicable to the company.

(b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The company has not obtained any term loan. Hence reporting under Clause 3(ix)(c) of the order is not applicable to the company.

(d) The company has not raised any funds on short term basis. Hence reporting under Clause 3(ix)(d) of the order is not applicable to the company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company did not have any subsidiary or associate or joint venture during the year and hence reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

(x)(a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi)(a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Ind AS financial statements and according to the information and explanations given by the management, we report that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report by the Statutory Auditors of the Company.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.

(xii) The Company is not a nidhi company and hence reporting under clause 3(xii)(a) to clause 3(xii)(c) of the Order are not applicable to the Company.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where

applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards.

(xiv)(a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date of our audit report, in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in section 192 of the Act.

(xvi)(a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and it has obtained the registration.

(b) The Company has conducted the Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India (RBI) as per the Reserve Bank of India Act, 1934. The Company has not conducted any Housing Finance activities and is not required to obtain CoR for such activities from the RBI.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence reporting under Clause 3(xvi)(c) is not applicable to the Company.

(d) According to the information and explanations given by the management, the Group does not have any CIC as part of the group and hence reporting under Clause 3(xvi)(d) is not applicable to the Company.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Ind AS 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 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 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the order is not applicable to the company.

(xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the company.

For, Anand Jimnani & Associates
Chartered Accountants
Firm Registration No.009604C

Sd/-
Anand Jimnani
(Partner)
Membership No. 079015
UDIN: 25079015BMMIEO1907

Place: Kolkata
Date: 26th May, 2025

Annexure B- to the Independent Auditor's Report

Report on the Internal Financial Controls with reference to Ind AS Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Ind AS Financial Statements of **Dynamic Archisttructures Limited ("the Company")** as of **March 31, 2025** in conjunction with our audit of the Ind AS 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 with reference to Ind AS Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India" (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Ind AS Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing as specified under section 143(10) of the Act, to the extent 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 with reference to Ind AS Financial Statements 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 with reference to Ind AS Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Ind AS Financial Statements included obtaining an understanding of internal financial controls with reference to Ind AS Financial Statements, 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 Ind AS 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 with reference to Ind AS Financial Statements.

Meaning of Internal Financial Controls with reference to Ind AS Financial Statements

A company's internal financial control with reference to Ind AS Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Ind AS Financial Statements 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls with reference to Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to Ind AS Financial Statements, 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 with reference to Ind AS Financial Statements to future periods are subject to the risk that the internal financial control with reference to Ind AS Financial Statements 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 with reference to Ind AS Financial Statements and such internal financial controls with reference to Ind AS Financial Statements were operating effectively as at

March 31, 2025, based on the internal control with reference to Ind AS Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to Ind AS Financial Statements issued by the Institute of Chartered Accountants of India.

For, Anand Jimnani & Associates
Chartered Accountants
Firm Registration No.009604C

Sd/-
Anand Jimnani
(Partner)
Membership No. 079015
UDIN: 25079015BMMIEO1907

Place: Kolkata
Date: 26th May, 2025

DYNAMIC ARCHISTRUCTURES LIMITED		409, Swaika Centre, 4A, Pollock Street, Kolkata (West Bengal) 700 001		
BALANCE SHEET AS AT 31ST MARCH 2025				
(Amount in lakhs)				
	Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
	ASSETS			
(1)	Financial Assets			
(a)	Cash and cash equivalents	3	36.44	49.84
(b)	Bank balance other than (a) above	-	-	-
(c)	Derivative financial instruments	-	-	-
(d)	Receivables			
	(I) Trade receivables	-	-	-
	(II) Other receivables	-	-	-
(e)	Loans	4	631.02	868.32
(f)	Investments	5	2,854.44	2,219.44
(g)	Other financial assets	6	37.96	6.63
	Total Financial Assets		3,559.86	3,144.23
(2)	Non-Financial Assets			
(a)	Inventories	-	-	-
(b)	Current tax assets (net)	11	-	-
(c)	Deferred tax assets (net)	7	-	-
(d)	Investment property	-	-	-
(e)	Biological assets other than bearer plants	-	-	-
(f)	Property, plant and equipments	8	7.22	7.93
(g)	Capital work-in-progress	-	-	-
(h)	Intangible assets under development	-	-	-
(i)	Goodwill	-	-	-
(j)	Other intengible assets	-	-	-
(k)	Other non-financial assets	9	0.33	0.18
	Total Non-Financial Assets		7.54	8.11
	Total Assets		3,567.41	3,152.34
	LIABILITIES AND EQUITY			
	LIABILITIES			
(1)	Financial Liabilities			
(a)	Derivative financial instruments	-	-	-
(b)	Payables			
	(I) Trade payables			
	(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-
	(II) Other payables			
	(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-
(c)	Debt securities	-	-	-
(d)	Borrowings (other than debt securities)	-	-	-
(e)	Deposits	-	-	-
(f)	Subordinated liabilities	-	-	-
(g)	Other financial liabilities	10	0.84	0.34
	Total Financial Liabilities		0.84	0.34
(2)	Non-Financial Liabilities			
(a)	Current tax liabilities (net)	11	7.15	3.30
(b)	Provisions	-	-	-
(c)	Deferred tax liabilities (net)	12	132.36	33.55
(d)	Other non-financial liabilities	13	0.44	0.03
	Total Non-Financial Liabilities		139.95	36.89
(3)	EQUITY			
(a)	Equity share capital	14	501.00	501.00
(b)	Other equity	15	2,925.61	2,614.11
	Total Equity		3,426.61	3,115.11
	Total Liabilities and Equity		3,567.41	3,152.34
<div>The accompanying notes are an integral part of the financial statements. In terms of our report of even date For, Anand Jimnani & Associates Chartered Accountants Firm Registration No. : 009604C Sd/- (Anand Jimnani) Partner Membership No.079015 Place : Kolkata Dated : 26th May 2025 UDIN: 25079015BMMIEO1907</div> <div>For and on behalf of the Board of Directors Sd/- (Danmal Porwal) Chairman cum Managing Director DIN 00581351 Sd/- (Jainendra Kumar Jain) Company Secretary Sd/- (Rakesh Porwal) Director DIN 00495444 Sd/- (Sunny Jain) Chief Financial Officer</div>				

DYNAMIC ARCHISTRUCTURES LIMITED		409, Swaika Centre, 4A, Pollock Street, Kolkata (West Bengal) 700 001		
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2025				
(Amount in lakhs)				
	Particulars	Note No.	For the year ended on 31st March 2025	For the year ended on 31st March 2024
(I)	Revenue from operations			
(i)	Interest income	16	93.10	124.01
(ii)	Dividend income	17	3.66	2.94
(iii)	Rental income	-	-	-
(iv)	Fees and commission income	-	-	-
(v)	Net gain on fair value changes	18	444.42	573.51
(vi)	Net gain on derecognition of financial instruments under amortised cost category	19	-	-
(vii)	Impairment on financial instruments (net)	23	42.59	-
(viii)	Sale of products (including Excise Duty)	-	-	-
(ix)	Sale of services	-	-	-
(x)	Others	-	-	-
	Total revenue from operations		583.78	700.46
(II)	Other income	20	-	0.50
(III)	Total income (I+II)		583.78	700.96
(IV)	Expenses			
(i)	Finance cost	21	0.23	-
(ii)	Fees and commission expenses	22	40.48	14.23
(iii)	Net loss on fair value changes	18	-	-
(iv)	Net loss on derecognition of financial instruments under amortised cost category	19	-	12.95
(v)	Impairment on financial instruments (net)	23	-	48.39
(vi)	Cost of materials consumed	-	-	-
(vii)	Purchases of stock-in-trade	-	-	-
(viii)	Changes in inventories of finished goods, stock-in-trade and work-in progress	-	-	-
(ix)	Employees benefit expenses	24	72.04	68.79
(x)	Depreciation, amortization and impairment	8	1.04	2.83
(xi)	Other expenses	25	16.64	13.59
	Total expenses (IV)		130.42	160.77
(V)	Profit / (loss) before exceptional items and tax (III-IV)		453.36	540.19
(VI)	Exceptional items		-	-
(VII)	Profit / (loss) before tax (V-VI)		453.36	540.19
(VIII)	Tax expenses			
	(1) Current tax		43.04	20.13
	(2) Deferred tax		98.81	40.57
(IX)	Profit / (loss) for the period from continuing operations (VII-VIII)		311.51	479.48
(X)	Profit / (loss) from discontinued operations		-	-
(XI)	Tax expenses of discontinued operations		-	-
(XII)	Profit / (loss) from discontinued operations (after tax) (X-XI)		-	-
(XIII)	Profit / (loss) for the period ((IX+XII)		311.51	479.48
(XIV)	Other comprehensive income			
	(A) (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Sub-total (A)		-	-
	(B) (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Sub-total (B)		-	-
	Other comprehensive income (A+B)		-	-
(XV)	Total comprehensive income for the period ((XIII+XIV)		311.51	479.48
(XVI)	Earning per equity share (for continuing operations) (in Rs.)			
	Basic		6.22	9.57
	Diluted		6.22	9.57
(XVII)	Earning per equity share (for discontinued operations) (in Rs.)			
	Basic		-	-
	Diluted		-	-
(XVIII)	Earning per equity share (for continuing and discontinued operations) (in Rs.)			
	Basic		6.22	9.57
	Diluted		6.22	9.57
<div><div><div>The accompanying notes are an integral part of the financial statements.</div><div>In terms of our report of even date</div><div>For, Anand Jimnani & Associates</div><div>Chartered Accountants</div><div>Firm Registration No. : 009604C</div><div>Sd/-</div><div>(Anand Jimnani)</div><div>Partner</div><div>Membership No.079015</div><div>Place : Kolkata</div><div>Dated : 26th May 2025</div><div>UDIN: 25079015BMMIEO1907</div></div><div><div>For and on behalf of the Board of Directors</div><div>Sd/-</div><div>(Danmal Porwal)</div><div>Chairman cum Managing Director</div><div>DIN 00581351</div><div>Sd/-</div><div>(Rakesh Porwal)</div><div>Director</div><div>DIN 00495444</div><div>Sd/-</div><div>(Jainendra Kumar Jain)</div><div>Company Secretary</div><div>Sd/-</div><div>(Sunny Jain)</div><div>Chief Financial Officer</div></div></div>				

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2025

(Amount in lakhs)

(Amount in lakhs)

(B) Other Equity (Refer Note No.15)

(Amount in lakhs)

(Amount in lakhs)

Nature & component of equity :

Statutory Reserve Fund under section 45-IC(1) of Reserve Bank of India Act, 1934 :

This reserve fund had been created in compliance with section 45-1C(1) of The Reserve Bank of India Act, 1934 which requires every non banking finance company to create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the profit and loss account and before declaration of any dividend.

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date
For, Anand Jimnani & Associates
Chartered Accountants
Firm Registration No. : 009604C

For and on behalf of the Board of Directors

Sd/-
(Anand Jimnani)
Partner
Membership No.079015
Place : Kolkata
Dated : 26th May 2025
UDIN: 25079015BMMIEO1907

Sd/- (Danmal Porwal)	Sd/- (Rakesh Porwal)
Chairman cum Managing Director	Director
DIN 00581351	DIN 00495444

Sd/-
(Jainendra Kumar Jain)
Company Secretary

Sd/-
(Sunny Jain)
Chief Financial Officer

DYNAMIC ARCHISTRUCTURES LIMITED			409, Swaika Centre, 4A, Pollock Street, Kolkata (West Bengal) 700 001	
STATEMENT OF CASH FLOW FOR THE YEAR ENDED ON 31.03.2025				
(Amount in lakhs)				
Particulars	For the year ended on 31.03.2025		For the year ended on 31.03.2024	
	Amount	Amount	Amount	Amount
A. Cash flow from operating activities:				
Profit before tax		453.36		540.19
Adjustment for				
Depreciation, amortization and impairment	1.04		2.83	
Dividend income	(3.66)		(2.94)	
Net (gain) / loss on fair value changes (Realised)	(277.42)		(109.25)	
Net (gain) / loss on fair value changes (Un-realised)	(167.00)		(464.26)	
Impairment on financial instruments (net)	(42.59)		48.39	
Other non operating income	-		(0.50)	
		(489.64)		(525.73)
Operating profit before working capital change		(36.28)		14.45
Adjustment for				
(Increase) / Decrease in trade receivables	-		-	
(Increase) / Decrease in loans	279.90		182.11	
(Increase) / Decrease in other financial assets	(31.34)		(0.80)	
(Increase) / Decrease in other non-financial assets	(0.15)		0.03	
Increase / (Decrease) in other financial liabilities	0.50		(0.32)	
Increase / (Decrease) in other non-financial liabilities	0.40		(0.05)	
		249.32		180.97
Cash generation from Operations		213.04		195.43
Taxes paid		(39.20)		(7.78)
Net cash from operating activities		173.84		187.64
B. Cash flow from investing activities				
Dividend income	3.66		2.94	
Net gain on fair value changes	444.42		573.51	
Other non operating income	-		0.50	
Disposal of property, plant and equipment	-		-	
Purchase of property, plant and equipment	(0.33)		(0.07)	
(Increase) / Decrease in investments	(634.99)		(877.81)	
Net cash used in investing activities		(187.24)		(300.93)
C.Cash flow from financing activities	-		-	
Net cash from financing activities		-		-
Net increase / decrease in cash and cash equivalents		(13.40)		(113.29)
Cash & cash equivalents at the beginning of the year	49.84		163.13	
Cash & cash equivalents as at end of the year	36.44		49.84	
		(13.40)		(113.29)
In terms of our report of even date				
For, Anand Jimnani & Associates			For and on behalf of the Board of Directors	
Chartered Accountants				
Firm Registration No. : 009604C			Sd/-	
			(Danmal Porwal)	
			Chairman cum Managing Director	
			DIN 00581351	
Sd/-			Sd/-	
(Anand Jimnani)			(Rakesh Porwal)	
Partner			Director	
Membership No.079015			DIN 00495444	
Place : Kolkata			Sd/-	
Dated : 26th May 2025			(Jainendra Kumar Jain)	
UDIN: 25079015BMMIEO1907			Company Secretary	
			Chief Financial Officer	

Notes forming part of Financial Statement for the year ending 31st March 2025**1. Company overview / Corporate information:**

Dynamic Archistrustructures Limited ('the Company') is a public limited company and incorporated under the provisions of Companies Act. The Company is a non-deposit accepting Non-Banking Financial Company ('NBFC-ND') and is registered as a Non-deposit taking Non-Banking Financial Company ('NBFC-ND') with the Reserve Bank of India ("RBI") in July 1998. The Company has been categorized as Non-Systemically Important Non-Deposit Taking Non-Banking Financial Company having asset size below Rs. 500.00 crores as per Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies prudential norms (Reserve Bank) Directions, 2015 of Reserve Bank of India. The main business activity of the Company is to carry on the business of finance and investment in mutual funds, shares, debentures, stock, bonds and securities of all kinds and other businesses generally carried on by the finance and investment companies. The company is domiciled in India and has its registered office at Kolkata, West Bengal, India. The CIN of the Company is L45201WB1996PLC077451 and RBI Registration no. is B-05.02752. The Company has its primary listings on the BSE Limited.

2 Basis of preparation of financial statements**Statement of compliance**

These financial statements have been prepared in accordance with the Indian Accounting Standards (IND AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Rules, 2016, notified under Section 133 of the Companies Act, 2013 (the "Act"), other relevant provisions of the Act, guidelines issued by the Reserve Bank of India as applicable to an NBFCs and other accounting principles generally accepted in India. Any application guidance / clarifications / directions issued by RBI or other regulators are implemented as and when they are issued / applicable, the guidance notes / announcements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except where compliance with other statutory promulgations require a different treatment. Accounting policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing Ind AS required a change in the accounting policy hitherto in use.

Functional and presentation currency

Amount in the financial statements are presented in Indian Rupees in lakh, which is also the Company's functional currency and all amounts have been rounded off to the nearest lakhs with two decimal places unless otherwise indicated.

Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets that are measured at fair value;

2A Use of estimates

The preparation of the financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended **31st March 2025** are as follows:

a. Property, plant and equipment

Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalised. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b. Recognition of deferred tax assets

Deferred tax assets are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry forwards and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry forwards and unused tax credits could be utilised.

Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and nonfinancial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values, which includes overseeing all significant fair value measurements, including Level 3 fair values by the management. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2B Significant accounting policies:

The accounting policies set out below have been applied consistently to the periods presented in the financial statements.

a. Revenue from contracts with customers:

(i) Interest Income

Interest income is recognized by applying effective interest rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at FVTPL, taking into account the amount outstanding and the applicable interest rate. Interest income is recognized on non-performing assets at net of ECL.

The EIR is computed

- a. As the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b. By considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) in estimating the cash flows
- c. Including all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows are recognized in interest income with the corresponding adjustment to the carrying amount of the assets.

(ii) Dividend Income

Dividend income is recognized when the right to receive the payment is established.

(iii) Fees & Commission Income

Fees and commissions are recognized when the Company satisfies the performance obligation, at fair value of the consideration received or receivable based on a five-step model as set out below, unless included in the effective interest calculation:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognize revenue when (or as) the Company satisfies a performance obligation.

(iv) Net gain on fair value changes

Any differences between the fair values of financial assets classified as FVTPL held by the Company on the balance sheet date is recognized as an unrealized gain / loss. In cases there is a net gain in the aggregate, the same is recognized in “Net gains on fair value changes” under Revenue from operations and if there is a net loss the same is disclosed as “Net loss on fair value changes” under Expenses in the Statement of Profit and Loss.

Similarly, any realized gain or loss on sale of financial instruments measured at FVTPL and debt instruments measured at FVOCI is recognized in net gain / loss on fair value changes.

However, Net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

b. Property, plant and equipment and depreciation

i. Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost includes taxes, duties, freight and other incidental expenses directly related to acquisition / construction and installation of the assets. Any trade discounts and rebates are deducted in arriving at the purchase price.

ii. Subsequent expenditure related to an item of tangible assets are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

iii. Capital work-in-progress includes fixed assets not ready for their intended use and related incidental expenses and attributable interest.

iv. The estimated useful life of assets are as follows:

Building (Office premises) 60 years

Furniture & fittings (Office furniture) 10 years

Motor vehicles (Motor car) 8 years

Office equipments (Office equipment) 5 years

Computer and data processing units (Computers) 3 years

Depreciation on tangible assets has been provided on Straight Line Method. Depreciation is provided on a pro-rata basis, i.e. from the date on which asset is ready for use.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

v. An item of property, plant and equipment is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Gains / losses arising from disposal are recognized in the Statement of Profit and Loss.

c. Impairment of Property, plant and equipments

The carrying values of assets at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceeds the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognized for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognized.

d. Inventories

i. Stock in trade is valued at lower of cost and net reliable value.

e. Employee benefits

i. Employee benefits payable wholly within twelve months of receiving employees services are classified as short-term employee benefits. The short-term employee benefits are accounted on undiscounted basis during the accounting period based on services rendered by employees.

f. Income taxes

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax law), deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

Current tax

Current tax is computed and provided for in accordance with the applicable provisions of the Income Tax Act, 1961.

g. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the company will pay normal income tax during the specified period.

h. Borrowing costs

Borrowing costs incurred on constructing or acquiring a qualifying asset is capitalized as cost of that asset until it is ready for its intended use. A qualifying asset is an asset that necessarily

takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue and recognized as an expense in the Statement of Profit and Loss.

i. Provisions and contingencies

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. When there is a possible obligation of a present obligation in respect of which the likelihood of outflow of resources is remote, no provision disclosure is made.

j. Cash and cash equivalents

Statement of cash flows is prepared in accordance with the indirect method prescribed in the relevant Accounting Standard. For the purpose of presentation in the Statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. However, Bank overdrafts are shown within borrowings in current liabilities in the balance sheet for the purpose of presentation.

k. Financial Instruments

a. Financial assets

i. Recognition and initial measurement

Trade receivables and debt instruments issued are initially recognized when they are originated. All other financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset is initially measured at fair value. In the case of financial assets which are recognized at fair value through profit and loss (FVTPL), the transaction costs are recognized in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

ii. Classification

On initial recognition, a financial asset is classified as measured at

- amortised cost; or
- fair value through profit or loss (FVTPL); or
- fair value through other comprehensive income (FVOCI) - debt investment or equity investment.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment- by- investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

iii Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.

iv. Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

v. Impairment of financial assets

In accordance with Ind AS 109, the company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- i. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- ii. Trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

b. Financial liabilities

i. Recognition and initial measurement

All financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial liability is initially measured at fair value. In the case of financial liabilities which are recognized at fair value through profit and loss (FVTPL), the transaction costs are recognized in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition or issue of financial liability.

ii Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or

loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

iii. Derecognition

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amounts of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

l. Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction net of tax from the proceeds. Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

m. Dividend Distribution to equity shareholders

The Company recognizes a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in other equity along with any tax thereon.

n. Foreign Currency Transactions

The Financial Statements of Company are presented in INR, which is also its functional currency. In preparing the Financial Statements, transactions in currencies other than the entity's functional currency are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items denominated in foreign currency are reported at the exchange rate ruling on the date of transaction.

Exchange differences on monetary items are recognized in the Statement of Profit & Loss in the period in which they arise.

DYNAMIC ARCHISTRUCTURES LIMITED		
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025		
Note 3 : Cash and cash equivalents		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Cash in hand	3.51	4.03
Balance with IDBI Bank, Bhilai (current account)	32.17	40.46
Balance with IDBI Bank, Kolkata (current account)	0.76	5.35
Total	36.44	49.84
Note 4 : Loans		
The Company has categorised all loans at amortised cost in accordance with the requirements of Ind AS 109.		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
(A) Loans		
Term loan	724.66	1,004.55
Less : Impairment loss allowance	93.64	136.23
Total (A)	631.02	868.32
(B) Security details		
Unsecured	724.66	1,004.55
Less : Impairment loss allowance	93.64	136.23
Total (B)	631.02	868.32
(C) (1) Loans in India		
Others	724.66	1,004.55
Less : Impairment loss allowance	93.64	136.23
Total (C)(1)	631.02	868.32
(C) (2) Loans outside India		
Others	-	-
Less : Impairment loss allowance	-	-
Total (C)(2)	-	-
Total (C)(1) and (C)(2)	631.02	868.32

DYNAMIC ARCHISTRUCTURES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025

Note 5 : Investments

(Amount in lakhs)

Particulars	Amortised Cost	At Fair Value				Others	Total
		FVTOCI	FVTPL	Designated at FVTPL	Sub-Total		
Investments in India as at 31st March 2025							
Mutual funds	-	-	1,827.30	-	1,827.30	-	1,827.30
Equity instruments	-	-	411.66	-	411.66	-	411.66
Equity instruments PMS	-	-	615.49	-	615.49	-	615.49
Total	-	-	2,854.44	-	2,854.44	-	2,854.44
Investments in India as at 31st March 2024							
Mutual funds	-	-	1,601.81	-	1,601.81	-	1,601.81
Equity instruments	-	-	189.36	-	189.36	-	189.36
Equity instruments PMS	-	-	428.28	-	428.28	-	428.28
Total	-	-	2,219.45	-	2,219.45	-	2,219.45

Note 6 : Other financial assets

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Advance to employees	0.57	1.94
Electrum portfolio managers limited, Mumbai	36.37	3.86
Anurag Thaker, Bhilai	0.95	0.65
Satish Das Vaishnav, Durg	-	0.10
Security deposits	0.08	0.08
Total	37.96	6.63

Note 7 : Deferred tax assets (net)

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred tax assets	-	-
Ind AS adjustment on transition	-	-
Total	-	-

DYNAMIC ARCHISTRUCTURES LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025
Note 8 : Property, plant & equipments

(Amount in lakhs)

Particulars	Gross block						Accumulated depreciation				Net carrying value as at 31.03.2025
	Opening balance as at 01.04.2024	Additions	Disposals	Through business combinations	Revaluation	Closing balance as at 31.03.2025	Opening balance as at 01.04.2024	Depreciation / amortisation for the year	Deletions / adjustments	Closing balance as at 31.03.2025	
(A) Buildings											
(i) Office premises	6.09	-	-	-	-	6.09	0.82	0.14	-	0.96	5.13
(B) Furniture & fixtures											
(i) Office furniture	0.24	-	-	-	-	0.24	0.11	0.01	-	0.12	0.12
(C) Vehicles											
(i) Motor car	15.57	-	-	-	-	15.57	14.01	0.58	-	14.59	0.98
(D) Office equipments											
(i) Office equipments	2.85	0.33	-	-	-	3.19	2.03	0.31	-	2.34	0.85
(E) Computers & data processing units											
(i) Computers	0.69	-	-	-	-	0.69	0.55	-	-	0.55	0.14
Total	25.45	0.33	-	-	-	25.78	17.52	1.04	-	18.56	7.22
Particulars	Gross Block						Accumulated Depreciation				Net carrying value as at 31.03.2024
	Opening balance as at 01.04.2023	Additions	Disposals	Through business combinations	Revaluation	Closing balance as at 31.03.2024	Opening balance as at 01.04.2023	Depreciation / amortisation for the year	Deletions / adjustments	Closing balance as at 31.03.2024	
(A) Buildings											
(i) Office premises	6.09	-	-	-	-	6.09	0.69	0.14	-	0.82	5.26
(B) Furniture & fixtures											
(i) Office furniture	0.24	-	-	-	-	0.24	0.09	0.02	-	0.11	0.13
(C) Vehicles											
(i) Motor car	15.57	-	-	-	-	15.57	11.67	2.33	-	14.01	1.56
(D) Office equipments											
(i) Office equipments	2.79	0.07	-	-	-	2.85	1.72	0.31	-	2.03	0.83
(E) Computers & data processing units											
(i) Computers	0.69	-	-	-	-	0.69	0.52	0.03	-	0.55	0.14
Total	25.38	0.07	-	-	-	25.45	14.69	2.83	-	17.52	7.93

Note : The company has availed the deemed cost exemption in relation to the property, plant & equipments on the date of transition i.e.01.04.2018 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.

DYNAMIC ARCHISTRUCTURES LIMITED**NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025****Note 9 : Other non-financial assets**

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Cersai - Wallet balance	0.01	0.01
Prepaid expenses	0.28	0.14
Prepaid insurance	0.04	0.03
Total	0.33	0.18

Note 10 : Other financial liabilities

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Liabilities for expenses	0.02	0.00
Anand Jimnani & Associates, Durg	0.83	0.33
Total	0.84	0.34

Note 11 : Current tax liabilities (net)

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Assessment year 2025-26		
Provision for income tax	43.35	-
Less : Advance income tax	29.04	-
Less : Tax deducted at source	7.15	-
Net amount	7.17	-
Assessment year 2024-25		
Provision for income tax	-	21.00
Less : Advance income tax	-	9.00
Less : Tax deducted at source	-	8.68
Net amount	-	3.32
Assessment year 2020-21		
Provision for income tax	23.75	23.75
Less : Advance income tax	15.00	15.00
Less : Tax deducted at source	7.39	7.39
Less : Self assessment tax	1.38	1.38
Net amount	(0.02)	(0.02)
Total	7.15	3.30

DYNAMIC ARCHISTRUCTURES LIMITED NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025 Note 12 : Deferred tax liabilities (net)		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Deferred tax liability	132.36	33.55
Ind AS adjustment on transition	-	-
Total	132.36	33.55
Note 13 : Other non-financial liabilities		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Tax deducted at source	0.44	0.03
Total	0.44	0.03

DYNAMIC ARCHISTRUCTURES LIMITED				
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025				
Note 14 : Equity share capital				
(Amount in lakhs)				
Particulars	As at 31st March 2025		As at 31st March 2024	
	No. of shares	Amount	No. of shares	Amount
(a) Authorised				
Equity shares of Rs.10/- each	55,10,000	551.00	55,10,000	551.00
(b) Issued, subscribed and fully paid-up				
Equity shares of Rs.10/- each	50,10,000	501.00	50,10,000	501.00
Total	50,10,000	501.00	50,10,000	501.00
(c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period :				
(Amount in lakhs)				
Particulars	As at 31st March 2025		As at 31st March 2024	
	No. of shares	Amount	No. of shares	Amount
Equity shares of Rs. 10/- each at the beginning of the year	50,10,000	501.00	50,10,000	501.00
Fresh issue, bonus or other changes during the year	-	-	-	-
Equity shares of Rs. 10/- each at the end of the year	50,10,000	501.00	50,10,000	501.00
(d) Terms / rights attached to equity shares :				
The company has only one class of equity share having a face value of Rs.10/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.				
During the year ended on 31st March 2025, no dividend was declared either interim or final (Previous year Rs.Nil including interim dividend of Rs.Nil).				
In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
(e) The company is not a subsidiary of any company.				
(f) Details of shareholders holding more than 5% shares in the company :				
Name of shareholder	As at 31st March 2025		As at 31st March 2024	
	No. of shares	% of holding	No. of shares	% of holding
Shobha Chemical Industries Private Limited, Mumbai	19,38,500	38.69%	19,38,500	38.69%
Mysol Trexim Private Limited, Kolkata	3,55,000	7.09%	3,55,000	7.09%
Espee Fashion Exports Private Limited, Kolkata	3,19,300	6.37%	3,19,300	6.37%
As per the records of the company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownership of shares.				
(g) The company has not reserved any shares for issue under options.				
(h) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared:				
(A) Company hasn't allotted any share as fully paid-up pursuant to contract(s) without payment being received in cash.				
(B) Company hasn't allotted any share as fully paid-up by way of bonus shares.				
(C) Company hasn't bought back any share during the relevant period.				
(i) Company hadn't issued any securities which are convertible into equity / preference shares.				
(j) All the shares are fully paid-up and there are no any calls which are unpaid by the directors or officers.				
(k) Company hasn't forfeited any shares.				
(l) Shareholding of promoters :				
Shares held by promoters at the end of the year				% change during the year
Promoter name	No. of Shares	% of total shares		
(1) Danmal Porwal	57,100	1.1397%	No any changes	
(2) Smt. Shobha Porwal	57,100	1.1397%	No any changes	
(3) Pankaj Porwal	85,600	1.7086%	No any changes	
(4) Rakesh Porwal	87,600	1.7485%	No any changes	
(5) Dwinger Textiles Private Limited	2,20,000	4.3912%	No any changes	
(6) Enarai Dealers Private Limited	2,30,000	4.5908%	No any changes	
(7) Espee Fashion Exports Private Limited	3,19,300	6.3733%	No any changes	
(8) Giltedge Mercantile Private Limited	2,00,000	3.9920%	No any changes	
(9) Mysol Trexim Private Limited	3,55,000	7.0858%	No any changes	
(10) Shobha Chemical Industries Private Limited	19,38,500	38.6926%	No any changes	
Total	35,50,200	70.8622%		

DYNAMIC ARCHISTRUCTURES LIMITED**NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025****Note 15 : Other equity**

(Amount in lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
General reserve		
Opening balance	2,296.95	1,913.37
Add : Transferred from surplus in statement of profit & loss	249.21	383.58
Less : Utilised / transferred during the year	-	-
Add : Transferred from surplus in statement of profit & loss (Transition)	-	-
Sub total	2,546.16	2,296.95
Statutory reserve under section 45IC(1) of RBI Act 1934		
Opening balance	295.48	199.58
Add : Additions during the year	62.30	95.90
Sub total	357.78	295.48
Retained earnings		
Balance as per last financial statement	21.67	21.67
Profit for the year	311.51	479.48
Less : Transferred to statutory reserve u/s 45IC(1) of RBI Act 1934	62.30	95.90
Less : Transferred to general reserve	249.21	383.58
Sub total	21.67	21.67
Total	2,925.61	2,614.11

Statutory Reserve Fund under section 45-IC(1) of Reserve Bank of India Act, 1934 :

This reserve fund had been created in compliance with section 45-IC(1) of The Reserve Bank of India Act, 1934 which requires every non banking finance company to create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the profit and loss account and before declaration of any dividend.

DYNAMIC ARCHISTRUCTURES LIMITED		
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025		
Note 16 : Interest income		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Interest on loan measured at amortised cost	93.10	124.01
Total	93.10	124.01
Note 17 : Dividend income		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Dividend on shares	3.66	2.94
Total	3.66	2.94
Note 18 : Net gain on fair value changes		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
(A) Net gain / (loss) on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments	-	-
- derivatives	-	-
- Others	-	-
(ii) On financial instruments designated at fair value through profit or loss	-	-
(B) Others (Non-trading financial instruments at FVTPL)	444.42	573.51
(C) Total net gain / (loss) on fair fair value changes	444.42	573.51
Fair value changes :		
- Realised	277.42	109.25
- Unrealised	167.00	464.26
(D) Total net gain / (loss) on fair fair value changes	444.42	573.51
Note 19 : Net gain / loss on derecognition of financial instruments under amortised cost category		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Bad debts written off	-	12.95
Total	-	12.95
Note 20 : Other income		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Interest on income tax refund	-	0.50
Total	-	0.50

DYNAMIC ARCHISTRUCTURES LIMITED		
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025		
Note 21 : Finance cost		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Interest on income tax	0.22	-
Interest on TDS	0.00	-
Total	0.23	-
Note 22 : Fees and commission expenses		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Commission on loan	5.66	7.08
Preformance fees PMS	34.81	7.14
Total	40.48	14.23
Note 23 : Impairment on financial instruments		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Loans measured at amortised cost	(42.59)	48.39
Total	(42.59)	48.39
Note 24 : Employees benefit expenses		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Salaries and bonus	52.08	49.93
Exgratia	1.87	0.81
Directors remuneration	18.00	18.00
Medical expenses	0.01	-
Staff welfare expenses	0.07	0.05
Total	72.04	68.79
Note 25 : Other expenses		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
Advertisement expenses	0.65	0.59
Annual custody fees	0.53	0.53
Audit fees (Statutory audit)	0.25	0.25
Audit fees (Tax audit)	0.12	0.12
Audit fees PMS	0.01	0.01
Bank charges	0.01	0.04
CKYC charges	0.00	0.00
Computer expenses	0.05	0.04
Consultancy charges	1.00	-
Conveyance expenses	0.05	0.15
Custody charges PMS	0.27	0.09
Electricity & maintenance expenses	0.32	0.36
Filing fees	0.05	0.06
Fund accountant fees PMS	0.25	0.07
Insurance charges	0.14	0.12
Legal & professional charges	0.86	0.38
Licence & renewal	0.06	0.05
Listing fees	3.84	3.84
Membership & subscription	0.25	0.23
Miscellaneous expenses	0.02	0.03
Motor car expenses	1.33	1.69
Municipal taxes	0.20	0.20
Office rent	0.32	0.32
Penalties	-	0.12
Postage & telegram	0.23	0.01
Printing & stationery	0.01	0.01
Professional fess	3.50	2.31
Professional tax	0.03	0.03
Rebate & discount	0.00	-
Rapair & maintenance (office premises)	0.20	0.13
Sales promotion expenses	-	0.05
Security transaction tax PMS	0.88	0.60
Share transfer management fees	0.20	0.20
Telephone expenses	0.06	0.08
Travelling & conveyance	0.86	0.78
Website formation & maintenance expenses	0.11	0.09
Total	16.64	13.59
Disclosure of payment to auditors		
(Amount in lakhs)		
Particulars	As at 31st March 2025	As at 31st March 2024
As auditor	0.54	0.46
For taxation matters	-	-
For company law matters	-	-
For other services	-	-
For reimbursement of expenses	-	-
Total	0.54	0.46

26. Segment Reporting - Disclosures under Ind AS 108 - “Operating Segment”:

The Company operates mainly in the business segment of fund-based financing activity. All other activities revolve around the main business. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the provisions of IND AS 108 on ‘Operating Segments’.

27. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

In accordance with IND AS - 33 Earnings per share, the computation of earnings per share is set out below:

I. Profit attributable to equity holders

(Amount in lakhs)

Particulars	31 st March 2025	31 st March 2024
Profit attributable to equity holders	311.51	479.48

II. Weighted average number of ordinary shares

Particulars	31 st March 2025	31 st March 2024
Issued ordinary shares at 01 st April	5010000	5010000
Effect of fresh issue of shares for cash	-	-
Weighted average number of shares at 31 st March for basic earnings per share	5010000	5010000
Effect of exercise of share options	-	-
Weighted average number of shares at 31 st March for diluted earnings per share	5010000	5010000

III. Basic and diluted earnings per share

Particulars	31 st March 2025	31 st March 2024
Basic earnings per share	6.22	9.57
Diluted earnings per share	6.22	9.57

28. The Company believes that no impairment of assets arises during the year as required under IND AS 36 “Impairment of Assets”

29. Contingent liabilities:

Contingent liabilities Rs. Nil (Previous year Rs. Nil).

30. Based on the intimation received by the Company, none of the suppliers have confirmed to be registered under “The Micro, Small and Medium Enterprises Development (‘MSMED’) Act, 2006”. Accordingly, no disclosures relating to amounts unpaid as at the year-end together with interest paid / payable are required to be furnished.

31. In the opinion of the Management, the Current Assets, Loans & Advances are realizable in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

32. Income taxes

Tax expenses

(Amount in lakhs)

a. Amount recognised in profit and loss	Year ended 31st March 2025	Year ended 31st March 2024
Current income tax	43.04	20.13
Changes in estimate related to prior period	-	-
Sub-Total	43.04	20.13
Deferred income tax liability / (assets), net		
Origination and reversal of temporary differences	98.81	40.57
Sub-Total	98.81	40.57
Tax expenses for the year	141.85	60.70

(Amount in lakhs)

b. Reconciliation of effective tax rate	Year ended 31st March 2025	Year ended 31st March 2024
Profit before tax	453.36	540.19
Tax using the company's domestic tax rate	114.10	135.96
Tax effect of others	27.75	(75.26)
Tax expenses as per profit and loss	141.85	60.70

(Amount in lakhs)

c. Movement in deferred tax balances (31.03.2025)	Net balance 1st April 2024	Recognised in profit and loss	Recognised in OCI	Others	Net deferred tax (assets) / liability	Deferred tax assets	Deferred tax liability
Property, plant & equipment	(0.27)	0.05	-	-	(0.22)	0.22	-
Financial assets (Loans)	(34.28)	57.85	-	-	23.57	-	23.57
Financial assets (Investments)	68.10	40.91	-	-	109.01	-	109.01
Tax (assets) / liabilities	33.55	98.81	-	-	132.36	0.22	132.58

(Amount in lakhs)

d. Movement in deferred tax balances (31.03.2024)	Net balance 1st April 2023	Recognised in profit and loss	Recognised in OCI	Others	Net deferred tax (assets) / liability	Deferred tax assets	Deferred tax liability
Property, plant & equipment	0.09	(0.36)	-	-	(0.27)	0.27	-
Financial assets (Loans)	(22.10)	(12.18)	-	-	(34.28)	34.28	-
Financial assets (Investments)	14.99	53.11	-	-	68.10	-	68.10
Tax (assets) / liabilities	(7.02)	40.57	-	-	33.55	34.55	68.10

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities related to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

33. Related Party Disclosures, as required by Indian Accounting Standard 24 (Ind AS 24) are given below:

(i) List of related parties and relationship

Name of the related party	Relationship
Danmal Porwal	Key Management Personnel
Smt. Aditi Porwal	Relative of Key Management Personnel
Coal Chem	Associates
Utkal Hydrocarbons	Associates

(ii) Details of transaction with related parties carried out in ordinary course of business

(Amount in lakhs)

Name of the related party	Nature of transaction	As at 31st March 2025	As at 31st March 2024
Danmal Porwal	Managerial Remuneration	18.00	18.00
Smt. Aditi Porwal	Salary	15.00	15.00
Coal Chem	Office Rent	0.25	0.25
Utkal Hydrocarbons	Office Rent	0.07	0.07

34. The Company do not have any relationship and transaction with struck off companies during the financial year **2024-25**.

35. Analytical Ratios: Company is a Non-Deposit taking Non-Systemically Important Non-Banking Finance Company (NBFC-ND-NSI). Information is being provided herewith to the extent available: -

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance (if above 25%)
Capital to risk-weighted assets ratio (CRAR)	Total Capital Funds	Total Risk Weighted Assets	97.06%	100.47%	-3.39%	NA
Tier I CRAR	Capital Funds Tier I	Total Risk Weighted Assets	97.06%	100.47%	-3.39%	NA
Tier II CRAR	Capital Funds Tier II	Total Risk Weighted Assets	-	-	-	NA
Liquidity Coverage Ratio.	Total HQLA	Total net cash outflow	-	-	-	NA

36. Previous year figures are regrouped, reclassified and rearranged wherever necessary to align with the current year figures.

The accompanying notes are an integral part of the financial statement.

In terms of our report of even date
For, Anand Jimnani & Associates
Chartered Accountants
Firm Registration No.009604C

Sd/-
Anand Jimnani
(Partner)
Membership No. 079015

Place: Kolkata
Date: 26th May, 2025
UDIN: 25079015BMMIEO1907

For and on behalf of the board of directors

Sd/-	Sd/-
(Danmal Porwal)	(Rakesh Porwal)
Chairman cum MD	Director
DIN 00581351	DIN 00495444

Sd/-	Sd/-
(Jainendra Kumar Jain)	(Sunny Jain)
Company Secretary	Chief Financial Officer

Schedule to the Balance Sheet of a Non-Banking Financial Company (as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 for the year ended on 31st March 2025

(Amount in lakhs)

Particulars			
1	Liabilities side :		
	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:	Amount outstanding	Amount overdue
	(a) Debentures : Secured	-	-
	: Unsecured	-	-
	(other than falling within the meaning of public deposits*)		
	(b) Deferred credits	-	-
	(c) Term loans	-	-
	(d) Inter-corporate loans and borrowing	-	-
	(e) Commercial paper	-	-
	(f) Public deposits*	-	-
	(g) Other loans (specify nature)	-	-
	* Please see Note 1 below		
2	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
	(a) In the form of unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other public deposits	-	-
	* Please see Note 1 below		
	Assets side :		
			Amount outstanding
3	Break-up of loans and advances including bills receivables [other than those included in (4) below] :		
	(a) Secured		-
	(b) Unsecured		724.66
4	Break up of leased assets and stock on hire and hypothecation loans counting towards EL/HP activities		
	(i) Lease assets including lease rentals under sundry debtors :		
	(a) Financial lease		-
	(b) Operating lease		-
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire		-
	(b) Repossessed assets		-
	(iii) Hypothecation loans counting towards EL/HP activities		
	(a) Loans where assets have been repossessed		-
	(b) Loans other than (a) above		-
5	Break-up of investments :		
	Current investments :		
	1. <u>Quoted :</u>		
	(i) Shares : (a) Equity		-
	(b) Preference		-
	(ii) Debentures and bonds		-
	(iii) Units of mutual funds		-
	(iv) Government securities		-
	(v) Others (please specify)		-
	2. <u>Unquoted :</u>		
	(i) Shares : (a) Equity		-
	(b) Preference		-
	(ii) Debentures and bonds		-
	(iii) Units of mutual funds		-
	(iv) Government securities		-
	(v) Others (Please specify)		-
	Long term investments :		
	1. Quoted :		
	(i) Share : (a) Equity		1,026.47
	(b) Preference		-
	(ii) Debentures and bonds		-
	(iii) Units of mutual funds		1,827.30

	(iv) Government securities (v) Others (Please specify) 2. Unquoted : (i) Shares : (a) Equity (b) Preference (ii) Debentures and bonds (iii) Units of mutual funds (iv) Government securities (v) Others (Please specify)	- - 0.67 - - - - -		
6	Borrower group-wise classification of all leased assets, stock-on hire and loans and advances : Please see Note 2 below			
	Category	Amount net of provisions		
		Secured	Unsecured	Total
	1. Related parties **			
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other related parties	-	-	-
	2. Other than related parties	-	631.02	631.02
	Total	-	631.02	631.02
7	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted): Please see note 3 below			
	Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	
	1. Related parties **			
	(a) Subsidiaries	-	-	
	(b) Companies in the same group	-	-	
	(c) Other related parties	-	-	
	2. Other than related parties	2,854.44	2,854.44	
	Total	2,854.44	2,854.44	
** As per Accounting Standard of ICAI (Please see Note 3)				
(8) Other information				
Particulars			Amount	
	(i)	Gross non-performing assets		
		(a) Related parties	-	
		(b) Other than related parties	92.06	
	(ii)	Net non-performing assets		
		(a) Related parties	-	
		(b) Other than related parties	-	
	(iii)	Assets acquired in satisfaction of debt	-	
	Notes:			
1.	As defined in Paragraph 2(1)(xii) of the Non Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directons, 1998			
2.	Provisioning norms shall be applicable as prescribed in the Non Banking Financial Companies Prudential Norms (Reserve Bank) Directons, 1998.			
3.	All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.			
In terms of our report of even date For, Anand Jimnani & Associates Chartered Accountants Firm Registration No. : 009604C				
Sd/- (Anand Jimnani) Partner Membership No.079015 Place : Kolkata Dated : 26th May 2025 UDIN: 25079015BMMIEO1907		For and on behalf of the Board of Directors Sd/- (Danmal Porwal) Chairman cum Managing Director DIN 00581351		
		Sd/- (Rakesh Porwal) Director DIN 00495444		
		Sd/- (Jainendra Kumar Jain) Company Secretary		
		Sd/- (Sunny Jain) Chief Financial Officer		