

Annual Report
for
Financial Year 2024-2025
of
M/s Kataline Limited

(Formerly M/s Kataline Infra-Products Private Limited)

NOTICE

NOTICE is hereby given that the Seventieth (17th) Annual General Meeting of the Shareholders (Members) of M/s Kataline Limited (Formerly Kataline Infra-Products Limited) will be held on Tuesday, the 26th day of August 2025 at 05.30 P.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility, to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the year 2024-25 ended 31st March, 2025, comprising of the Balance Sheet as at 31st March 2025, Statement of Profit & Loss and Statement of Cash Flow for the year 2024-25 ended 31st March, 2025, together with the Report of the Statutory Auditors and Board's Report thereon.

SPECIAL BUSINESS

2. Ratification of Remuneration of Cost Auditors of the Company: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification/s or re-enactment/s thereof, for the time being in force), M/s V. K. Dube & Co., Cost Accountants, Nagpur [Firm Registration No. 000343], whose appointment as the Cost Auditors of the Company, for the financial year 2025-26 ending 31st March 2026, has been duly approved by the Board of Directors based on the recommendations of the Audit Committee of the Company, be paid a sum Rs.50,000/- (Rupees Fifty Thousand only) plus applicable tax (GST) and reimbursement of actual out of pocket expenses, if any, as a remuneration for audit of cost records of the Company for the financial year 2025-26 ending 31st March 2026, as recommended by the Board of Directors of the Company, be and are hereby ratified."

3. To consider and approve for shareholders' approval the increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013: Special Resolution

RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and the articles of association of the Company, consent is hereby accorded to the Board to borrow any sum or sums of money from time to time at their discretion for the purpose of the business of the Company, from any one or more banks, financial institutions, mutual funds and other persons, firms, bodies corporate or by way of loans or credit facilities (fund based or non-fund based) or by issue of bonds on such terms and conditions and with or without security as the Board may think fit, which together with the moneys already borrowed by the Company (apart from the temporary loans obtained from the bankers of the Company in the ordinary course of business) and being borrowed by the

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaljala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440025, India
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



Company at any time shall not exceed in the aggregate at any time Rs. 100.00 Crore (Rupees Hundred Crore Only) irrespective of the fact that such aggregate amount of borrowings outstanding at any one time may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves that is to say reserves not set apart for any specific purpose.

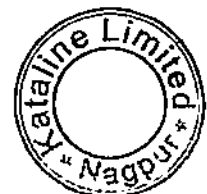
RESOLVED FURTHER THAT, to give effect to the above resolutions, Mr. Amit Thatte, Managing Director (DIN 01525877), Mrs. Ketaki Thatte, Whole-time Director (DIN 01525878) and Mr. Milind Rao (Mem. No A48012), be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things, including to settle any question, difficulty or doubt that may arise and to finalise and execute all documents and writings as may be necessary.

4. To consider and approve for shareholders' approval the appointment/change in designation of Mr. Amit Arvind Thatte (DIN: 01525877) as Managing Director, not liable to retire by rotation, for a period of five (5) years: **Special Resolution**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the appointment (through redesignation) of Mr. Amit Arvind Thatte (DIN: 01525877) as Managing Director of the Company, not liable to retire by rotation, for a period of 5 (Five) years with effect from 26th August, 2025 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Amit Arvind Thatte.

RESOLVED FURTHER THAT pursuant to Section 117 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the consent of the members in the be and is hereby accorded to give certain power, pay remuneration, perquisites and allowance and other terms and conditions as per the employment agreement between the Company and Mr. Amit Arvind Thatte and the Board of Directors be and are hereby authorised to alter and vary terms and condition as the Board may deem fit.

RESOLVED FURTHER THAT subject to limitation contained under Section 197 of the Companies Act, 2013, Mr. Amit Arvind Thatte, Managing Director of the Company shall be on the following material terms and conditions to perform his duties:



Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaljala Road, Nagpur-440022, India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dharmna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com

Remuneration, Perquisites/Allowances:

Sr. No.	Component	Particulars
1	Frequency of Payment	Monthly
2	Basic Salary	₹4.20 Crore per annum (₹ 35 lakh per month)
3	Perquisites – Car, Driver, Gardener	Entitled to car facility with driver and personal gardener at residence
4	Standard Benefits	Medical reimbursement, leave travel allowance (LTA), personal accident/medical insurance, and other customary executive benefits as per Company policy
5	Retirement Benefits	Provident Fund, Gratuity, and other retirement-related benefits as per applicable laws
6	Reimbursements	Entitled to reimbursement of expenses incurred in the course of official duties, including travel, hospitality, communication, and other related expenses, as per the Company's policies
7	ESOP/Equity Benefits	Not applicable at present
8	Total Cost to Company	₹4.20 Crore p.a. plus applicable perquisites and statutory benefits
9	Review Mechanism	Subject to periodic review by the NRC (if constituted) and/or Board, in accordance with applicable laws and performance metrics
10	Compliance Status	Remuneration is in compliance with the provisions of Section 197 and Schedule V of the Companies Act, 2013. In the event of inadequate profits, approval under Schedule V shall be obtained as required

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To consider and approve the appointment/change in designation of Mrs. Ketaki Amit Thatte (DIN: 01525878) as Whole-time Director, liable to retire by rotation, for a period of five (5) years: **Special Resolution**

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the appointment (through redesignation) of Mrs. Ketaki Amit Thatte (DIN: 01525878) as Whole time Director of the Company, liable to retire by rotation, for a period of 5 (Five) years with effect from 26th August, 2025 on the terms and conditions including remuneration

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shipur Bhuyarl Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed between the Board of Directors and Mrs. Ketaki Amit Thatte.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

- 6. To consider and approve the appointment/change in designation of Mr. Abhishek Amit Thatte (DIN: 10790254) as Whole-time Director, liable to retire by rotation, for a period of five (5) years: Special Resolution**

“**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the appointment (through re-designation) of Mr. Abhishek Amit Thatte (DIN: 10790254) as Whole time Director of the Company, liable to retire by rotation, for a period of 5 (Five) years with effect from 26th August, 2025 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Abhishek Amit Thatte.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

- 7. To consider approve the appointment of Mr. Satish Madhav Shenoy (DIN: 00230711) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years: Ordinary Resolution**

“**RESOLVED THAT**, pursuant to approval of the board of directors of the Company (the “Board” or “Board of Directors”) in its meeting held on August 26, 2025 and the provisions of Section 149 and Section 152 read with Schedule IV, Section 161 and other applicable provisions if any, of the Companies Act, 2013 along with the rules made thereunder, each as amended (“Companies Act”) Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and other applicable provisions thereof, if any, Mr. Satish Madhav Shenoy (DIN: 00230711) who possesses relevant expertise and experience and is not disqualified under Section 164(2) of the Companies Act and who has signified his consent to act as an independent director of the Company, and who has submitted a declaration that he meets the

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



criteria for appointment as an independent director under the Companies Act and the SEBI Listing Regulations, and is eligible for appointment be and is hereby appointed as an independent director on the Board, who shall hold office for a term of [five years] commencing on August 25, 2025 to August 25, 2030, and not be liable to retire by rotation. Mr. Satish Madhav Shenoy, who has submitted a declaration that he meets the criteria for appointment as an independent director under Section 149(6) of the Companies Act and who is eligible for appointment, shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated August 26, 2025 issued to Mr. Satish Madhav Shenoy, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT Mr. Amit Arvind Thatte, Managing Director and Mr. Milind Rao, Company Secretary be and are hereby severally authorized to do all the acts, deeds and things which are necessary to the appointment of Mr. Satish Madhav Shenoy as an Independent Director of the Company.

8. **To consider and approve the appointment of Mr. Kurian Pallathuseril Chandy (DIN: 00855226) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years: Ordinary Resolution**

"RESOLVED THAT, pursuant to approval of the board of directors of the Company (the "Board" or "Board of Directors") in its meeting held on August 26, 2025 and the provisions of Section 149 and Section 152 read with Schedule IV, Section 161 and other applicable provisions if any, of the Companies Act, 2013 along with the rules made thereunder, each as amended ("Companies Act") Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions thereof, if any, Mr. Kurian Pallathuseril Chandy (DIN: 00855226) who possesses relevant expertise and experience and is not disqualified under Section 164(2) of the Companies Act and who has signified his consent to act as an independent director of the Company, and who has submitted a declaration that he meets the criteria for appointment as an independent director under the Companies Act and the SEBI Listing Regulations, and is eligible for appointment be and is hereby appointed as an independent director on the Board, who shall hold office for a term of five (5) years commencing on August 26, 2025 to August 25, 2030, and not be liable to retire by rotation. Mr. Kurian Pallathuseril Chandy, who has submitted a declaration that he meets the criteria for appointment as an independent director under Section 149(6) of the Companies Act and who is eligible for appointment, shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated August 26, 2025 issued to Mr. Kurian Pallathuseril Chandy, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT Mr. Amit Arvind Thatte, Managing Director and Mr. Milind Rao, Company Secretary be and are hereby severally authorized to do all the acts, deeds and things which are necessary to the appointment of Mr. Kurian Pallathuseril Chandy as an Independent Director of the Company."

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 📞 +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com





9. To consider and approve the appointment of Ms. Apurva Pradeep Joshi (DIN: 06608172) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years: Ordinary Resolution

"RESOLVED THAT, pursuant to approval of the board of directors of the Company (the "Board" or "Board of Directors") in its meeting held on August 26, 2025 and the provisions of Section 149 and Section 152 read with Schedule IV, Section 161 and other applicable provisions if any, of the Companies Act, 2013 along with the rules made thereunder, each as amended ("Companies Act") Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions thereof, if any, Ms. Apurva Pradeep Joshi (DIN: 06608172) who possesses relevant expertise and experience and is not disqualified under Section 164(2) of the Companies Act and who has signified her consent to act as an independent director of the Company, and who has submitted a declaration that he meets the criteria for appointment as an independent director under the Companies Act and the SEBI Listing Regulations, and is eligible for appointment be and is hereby appointed as an independent director on the Board, who shall hold office for a term of five (5) years commencing on August 26, 2025 to August 25, 2030, and not be liable to retire by rotation. Ms. Apurva Pradeep Joshi, who has submitted a declaration that he meets the criteria for appointment as an independent director under Section 149(6) of the Companies Act and who is eligible for appointment, shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated August 26, 2025 issued to Ms. Apurva Pradeep Joshi, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT Mr. Amit Arvind Thatte, Managing Director and Mr. Milind Rao, Company Secretary be and are hereby severally authorized to do all the acts, deeds and things which are necessary to the appointment of Ms. Apurva Pradeep Joshi as an Independent Director of the Company.

10. To consider and approve raising of capital through an Initial Public Offering (IPO) of equity shares of the Company, including any discount or reservation contemplated in the offer, and any Pre-IPO placement, subject to necessary approvals: Special Resolution

"RESOLVED THAT the Company in accordance with the applicable laws, regulations, policies, rules, guidelines, notifications, circulars, directions, clarifications and orders, as may be applicable including, without limitation, pursuant to the provisions of sections 23, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules and regulations notified thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, the Companies (Share Capital and Debentures) Rules, 2014, as amended, (collectively referred to as the "Companies Act"), the Securities Contracts (Regulation) Act, 1956, as amended, in each instance, including the rules, regulations, circulars, guidelines issued thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440027, India.
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Foreign Exchange Management Act, 1999, as amended, and the rules and regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, and any other applicable rules, regulations, guidelines, clarifications, circulars and notifications issued by the Government of India (“GoI”), including the Department for Promotion of Industry and Internal Trade (“DPIIT”), Securities and Exchange Board of India (“SEBI”) or Reserve Bank of India (“RBI”), and any other applicable laws, rules and regulations, in India or outside India (collectively, the “Applicable Laws”), and in accordance with the enabling provisions of the memorandum of association and the articles of association of the Company and the uniform listing agreements to be entered into between the Company and the respective recognised stock exchanges of India where the Equity Shares are proposed to be listed (“Stock Exchanges”), and subject to any approvals from the GoI, the Registrar of Companies, Maharashtra at Mumbai (“RoC”), SEBI, RBI, the Stock Exchanges, the DPIIT and any other appropriate governmental, statutory and regulatory authorities of India (“Regulatory Authorities”) and any third parties, and such other approvals, consents, permissions and sanctions as may be required from the Regulatory Authorities and such third parties (if any) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions, and which may be agreed to by the Board (which term shall include a duly authorised committee thereof for the time being exercising the powers conferred by the Board including the powers conferred by this resolution), the consent and approval of the members of the Company be and is hereby accorded to create, issue, offer, allot and transfer Equity Shares, for cash either at par or premium such that the amount being raised pursuant to the fresh issue 40,00,000 Equity Shares (“Fresh Issue”) (with an option to the Company to retain an over-subscription to the extent of 1% of the net Offer (defined below) size, or such other extent as may be permitted under the Applicable Laws, for the purpose of rounding off to the nearest integer while finalizing the basis of allotment in consultation with the designated stock exchange) and an offer for sale of upto 40,00,000 Equity Shares by existing and eligible shareholders of the Company (the “Selling Shareholders”) who intimate their intention to the Board (the “Offer for Sale” and together with the Fresh Issue, the “Offer”) including the issue and allotment/transfer of Equity Shares to the stabilising agent pursuant to a green shoe option, if any, in terms of the SEBI ICDR Regulations at a price to be determined by the book building process in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws, for cash at such premium or discount per Equity Share as allowed under Applicable Laws and as may be fixed and determined in accordance with the SEBI ICDR Regulations, out of the authorised capital of the Company to any category of person or persons as permitted under Applicable Laws, who may or may not be the shareholder(s) of the Company as the Board may, decide, including anchor investors and qualified institutional buyers, if any, as defined under Regulations 2(1)(c) and 2(1)(ss), respectively of the SEBI ICDR Regulations, as may be permitted under Applicable Laws, whether they be holders of Equity Shares or not, one or more of the members, employees (through a reservation or otherwise), Hindu undivided families, foreign portfolio investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended, venture capital funds, alternative investment funds, foreign venture capital investors, multilateral and bilateral financial institutions, non-resident Indians, state industrial development corporations, insurance companies registered with the

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440023, India.
 Factory Address: Survey no 25/2A, Shilpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



Insurance Regulatory and Development Authority of India, provident funds, pension funds, insurance funds set up by army, navy, or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India, development financial institutions, Indian mutual funds, systemically important non-banking finance companies, members of group companies, Indian public, bodies corporate, companies (private or public) or other entities, authorities, and to such other persons in one or more combinations thereof, whether through the Offer or otherwise in one or more modes or combinations thereof and/or any other category of investors as may be permitted to invest under Applicable Laws and in one or more tranches in consultation with the BRLM /or other advisor or such persons appointed for the Offer and on such terms and conditions as may be finalised by the Board of Directors of the Company in consultation with the BRLM and that the Board in consultation with the BRLM may finalise all matters incidental thereto as it may in its absolute discretion think fit.

RESOLVED FURTHER THAT the Equity Shares allotted/ transferred pursuant to the Offer shall be listed on one or more recognized stock exchanges in India.

RESOLVED FURTHER THAT the Board and such other persons as may be authorised by the Board be and is hereby authorised on behalf of the Company to make available for allocation a portion of the Offer to any category(ies) of persons permitted under Applicable Laws, including without limitation, eligible employees ("Reservation") or to provide a discount to the Offer price to retail individual bidders or eligible employees ("Discount"); and to take any and all actions in connection with any Reservation or Discount as the Board may, in consultation with the BRLM, think fit or proper, including, without limitation, to negotiate, finalize and execute any document or agreement, and any amendments, supplements, notices or corrigenda thereto; seek any consent or approval required or necessary; give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable; and settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 62(1)(c), 42 and any other applicable provisions, if any, of the Companies Act and other Applicable Laws, and in accordance with the enabling provisions of the memorandum of association and articles of association of the Company, the consent and approval of the members of the Company be and is hereby accorded to complete a private placement of such number of Equity Shares as may be decided by the Board of Directors, to certain investors as permitted under Applicable Laws on or prior to the date of the red herring prospectus ("Pre-IPO Placement"), at such other price as decided by the Company, in consultation with the BRLM and/or other advisor, determine in light of the then prevailing market conditions in accordance with Applicable Laws and do all such other acts, deeds, matters and things as the Board may from time to time, in their absolute discretion deem fit and including without limitation, negotiate, finalize and execute any document or agreement, including without limitation any private placement offer letters, placement agreement, escrow agreement, term sheet and such other documents or any amendments or supplements thereto and to open any bank account for the purpose if required, and to open any shares or securities account or escrow or custodian accounts as may be required in connection therewith and generally to do all such acts, deeds, matters and things in relation to all matters incidental to the Pre-

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.

🏭 Factory Address: Survey no 25/2A, Shirdpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023, India.

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



IPO Placement or in relation to the foregoing and to settle any question, difficulty, or doubt that may arise with regard thereto or in relation to the foregoing. In the event of a Pre-IPO Placement, the size of the Offer would be reduced to the extent of Equity Shares issued under the Pre-IPO Placement, subject to compliance with the minimum net offer size requirements prescribed under Regulation 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957.

RESOLVED FURTHER THAT the Equity Shares so allotted under the Offer (including any reservation or green shoe option) shall be subject to the memorandum of association and the articles of association of the Company and shall rank *pari passu* in all respects with the existing Equity Shares of the Company including rights in respect of dividend.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions and any transfer and allotment of Equity Shares pursuant to the Offer, the Board, or any committee thereof, in consultation with the BRLM, be and is hereby authorised to determine the terms of the Offer including the class of investors to whom the Equity Shares are to be allotted or transferred, the number of Equity Shares to be allotted or transferred in each tranche, offer price, premium amount, discount (as allowed under Applicable Laws), Reservations, listing on one or more Stock Exchanges in India as the Board in its absolute discretion deems fit and do all such acts, deeds, matters and things in relation to the Offer including appointment of the intermediaries, opening escrow account, finalising the basis of allotment of the Equity Shares, and to negotiate, finalize and execute such deeds, documents agreements and any amendment thereto, as it may, in its absolute discretion, deem necessary, proper or desirable including arrangements with BRLM, underwriters, escrow agents, legal counsel(s), etc., to approve incurring of expenditure and payment of fees, commissions, brokerage, remuneration and reimbursement of expenses in connection with the Offer and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise, in regard to the offering, Offer, transfer and allotment of the Equity Shares and utilization of the Fresh Issue proceeds, if applicable and such other activities as may be necessary in relation to the Offer and to accept and to give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions as it may, in its absolute discretion, deem fit and proper in the best interest of the Company and the Offer, without requiring any further approval of the shareholders, except as required under law and that all or any of the powers conferred on the Company and the Board pursuant to these resolutions may be exercised by the Board or such committee thereof as the Board may constitute in its behalf.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, Mr. Amit Arvind Thatte, Managing Director, Mr. Abhishek Thatte, Whole-time Director, Mr. Milind Suryakant Rao, Company Secretary and Mr. Sanket Gunjekar, Chief Financial Officer be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments, issue and provide certificates and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Offer; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India
 Factory Address: Survey no 25/2A, Shimpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440022, India
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT the Company Secretary is authorised to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action.

RESOLVED FURTHER THAT, the Board be and is hereby authorised to delegate all or any of the powers to any of the directors/ employees of the Company herein conferred in such manner as it may deem fit for the purpose of giving effect to the above resolutions and any offer, allotment or transfer of Equity Shares pursuant to the Offer, including, without limitation, to the following:

- (i) constituting a committee for the purposes of issue, offer, allotment and transfer of Equity Shares, credit of Equity Shares to the demat accounts of the successful allottees and other matters in connection with or incidental to the Offer, including, without limitation for, determining the anchor investor portion and allocate such number of Equity Shares to anchor investors, the terms and conditions of the Offer relating to timing (including opening and closing dates of the Offer, etc.), number of Equity Shares to be offered and transferred in the Offer and pricing (price band, offer price, including to anchor investors, etc.), and to accept any amendments, modifications, variations or alterations thereto;
- (ii) in consultation with the BRLM and in accordance with the SEBI ICDR Regulations, to constitute such other committees of the Board, as may be required under the Applicable Laws, including as provided in the SEBI Listing Regulations;
- (iii) authorization of any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorney, to do such acts, deeds and things as such authorized person in his/her/its absolute discretion may deem necessary or desirable in connection with any issue, offer, allotment or transfer of Equity Shares;
- (iv) giving or authorizing any concerned person on behalf of the Company to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (v) appointing the BRLM in accordance with the provisions of the Applicable Laws;
- (vi) to decide, negotiate and finalise the pricing, the terms of the issue of the Equity Shares and all other related matters regarding the Pre-IPO Placement, if any, including the execution of the relevant documents with investors, in consultation with the BRLM;
- (vii) seeking, if required, any approval, consent or waiver from the Company's lenders, and/or parties with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government and regulatory authorities in India, and/or any other approvals, consents or waivers that may be required in connection with any offer and allotment of Equity Shares and approving and issuing advertisements in relation to the Offer;
- (viii) deciding in consultation with the BRLM, the pricing and terms of the Equity Shares, and all other related matters, including the determination of the minimum subscription for the Offer, the Offer Price, the price band (including offer price for anchor investors), the size and all other terms and conditions of the Offer including the number of Equity Shares to be offered

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



- and transferred in the Offer, the Bid / Offer Opening and Bid/Offer Closing Date (including bid opening and bid closing dates for anchor investors), Discount (if any), Reservation, in accordance with the Applicable Laws;
- (ix) taking on record the approval of the Selling Shareholders for offering their Equity Shares in the Offer for Sale;
 - (x) approval of the draft red herring prospectus (the “DRHP”), the red herring prospectus (the “RHP”) and the prospectus (the “Prospectus”), the abridged prospectus (“Abridged Prospectus”), Confirmation of Allocation Note, applications and the preliminary and final international wrap (including amending, varying or modifying the same or providing any notices, addenda, or corrigenda thereto, together with any summaries thereto, as may be considered desirable or expedient) in relation to the Offer as finalized in consultation with the BRLM, in accordance with the Applicable Laws;
 - (xi) withdrawing the DRHP or the RHP or not proceeding with the Offer at any stage, after consultation with the BRLM in accordance with the Applicable Laws;
 - (xii) seeking the listing of the Equity Shares on the Stock Exchanges, submitting the listing application to such Stock Exchanges and taking all actions that may be necessary in connection with obtaining such listing;
 - (xiii) appointing, instructing and entering into arrangements with the BRLM, co-managers, underwriters, syndicate members, brokers, escrow collection banks, refund banks, sponsor bank, registrar, legal counsel(s), printers, advertising agency(ies), experts, auditors and any other agencies, intermediaries or persons (including any successors or replacements thereof) whose appointment is required in relation to the Offer and to negotiate and finalize the terms of their appointment, including but not limited to execution of the mandate letters with the BRLM;
 - (xiv) finalization of, approving, adopting and arrangement for the submission of the DRHP to be submitted to the SEBI and the Stock Exchanges for receiving comments, the RHP and the Prospectus (including amending, varying or modifying the same, as may be considered desirable or expedient), the preliminary and final international wrap and any amendments, supplements, notices or corrigenda thereto for the offer of Equity Shares including incorporating such alterations/ corrections/ modifications as may be required by SEBI, Registrar of Companies, Maharashtra at Mumbai, or any other relevant governmental and statutory authorities or in accordance with all applicable laws, rules, regulations, notifications, circulars, orders and guidelines;
 - (xv) authorization of the maintenance of a register of holders of the Equity Shares;
 - (xvi) finalization of the basis of allotment of the Equity Shares;
 - (xvii) to decide the total number of Equity Shares to be reserved for allocation to eligible categories of investors, if any, in accordance with Applicable Laws and on permitting existing shareholders to sell any Equity Shares of the Company held by them;
 - (xviii) to issue advertisements in such newspapers as it may deem fit and proper in accordance with Regulation 60 of the SEBI ICDR Regulations and the other Applicable Laws;
 - (xix) to open and operate separate escrow accounts and or any other account, with scheduled banks to receive applications along with application monies in relation to the Offer in terms of

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022. India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023.
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



- Section 40(3) of the Companies Act and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;
- (xx) to determine the price at which the Equity Shares are offered, allocated, transferred and/or allotted to investors in the Offer in accordance with applicable regulations in consultation with the BRLM and/or any other advisor, if any;
 - (xxi) to negotiate, finalise, sign, execute and deliver or arrange the delivery of the offer agreement, syndicate agreement, cash escrow agreement, share escrow agreement, underwriting agreement, agreements with the registrar to the Offer and the advertising agency and all other agreements, documents, deeds, memorandum of understanding and other instruments whatsoever, any amendment(s) or addenda thereto, including, with respect to the payment of commissions, brokerages and fees with the registrar to the Offer, legal counsel(s), auditors, stock exchanges, BRLM and other agencies/intermediaries in connection with the Offer with the power to authorize one or more officers of the Company to negotiate, execute and deliver all or any of the aforesaid documents;
 - (xxii) to open, maintain, operate and close a bank account of the Company in terms of the share escrow agreement and cash escrow agreement for the handling of refunds for the Offer and to authorize one or more officers/ employees of the Company to execute all documents/deeds as may be necessary in this regard;
 - (xxiii) to make any applications to, seek clarifications/exemptions and obtain approvals from, if necessary, Foreign Investment Facilitation Portal, RBI, SEBI, Corporate Debt Restructuring Cell or to any other statutory and governmental authorities in connection with the Offer, as may be required, (including for the purpose of offer of shares by the Company to non-resident investors, including NRIs and FIIs) and wherever necessary, incorporate such modifications, amendments, alterations, corrections as may be required in the DRHP, the RHP and the Prospectus;
 - (xxiv) to seek, if required, the consent of the lenders to the Company and/or the lenders to the subsidiaries (if any) of the Company, industry data providers, joint venture partners, parties with whom the Company has entered into various commercial and other agreements including, without limitation customers, suppliers, strategic partners of the Company, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in connection with the Offer in accordance with the Applicable Laws;
 - (xxv) to settle all questions, difficulties or doubts that may arise from time to time in relation to such issues or allotment, as it may in its absolute discretion deem fit;
 - (xxvi) to do all acts and deeds, and negotiate, finalise, settle, execute and deliver or arrange the delivery of all documents, agreements, forms, certificates, undertakings, letters and instruments as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing for the purpose of or in connection with the Offer and any documents or instruments so executed and delivered or acts and things done or caused to be done by committee shall be conclusive evidence of the authority of the committee in so doing;
 - (xxvii) to authorize and approve the incurring of expenditure, including the payment of fees,

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



- commissions and remuneration and expenses in connection with the Offer;
- (xxviii) to submit undertaking/certificates or provide clarifications to SEBI and the Stock Exchanges where the Equity Shares of the Company are proposed to be listed;
 - (xxix) to make applications to the Stock Exchanges for in-principle approval for listing of its equity shares and to execute and to deliver or arrange the delivery and file such papers and documents with the Stock Exchanges, including a copy of the DRHP filed with SEBI, as may be required for the purpose;
 - (xxx) to issue receipts, allotment letters, confirmation of allocation notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the tradability and free transferability thereof as per market practices and regulations, including listing on one or more Stock Exchanges, with power to authorise one or more officers of the Company to sign all or any of the afore stated documents;
 - (xxxi) to authorize and empower officers of the Company (each, an "Authorized Officer"), for and on behalf of the Company, to execute and deliver, on a several basis, any declarations, affidavits, certificates, consents, agreements and arrangements as well as amendments or supplements thereto as may be required from time to time or that the Authorized Officers consider necessary, appropriate or advisable, in connection with the Offer, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreements, the registrar's agreement, the depositories agreements, the offer agreement with the BRLM (and other entities as appropriate), the underwriting agreement, the syndicate agreement, the escrow agreement and confirmation of allocation notes, with the BRLM, syndicate members, bankers to the Offer, registrar to the Offer, bankers to the Company, managers, underwriters, guarantors, escrow agents, accountants, auditors, legal counsel(s), depositories, trustees, custodians, advertising agencies, and all such persons or agencies as may be involved in or concerned with the Offer, if any and to do or cause to be done any and all such acts or things that the Authorized Officer may deem necessary, appropriate or desirable in order to carry out the purpose and intent of the foregoing resolutions for the Offer and any such agreements or documents so executed and delivered and acts and things done by any such Authorized Officer shall be conclusive evidence of the authority of the Authorized Officer and the Company in so doing;
 - (xxxii) acceptance and appropriation of the proceeds of the Fresh Issue in accordance with the Applicable Laws; and
 - (xxxiii) to do any other act and/or deed, to negotiate and execute any document(s), application(s), agreement(s), undertaking(s), deed(s), affidavits, declarations and certificates, and/or to give such direction as it deems fit or as may be necessary or desirable with regard to the Offer.

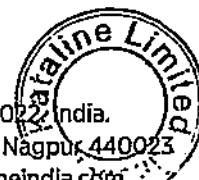
RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorised by the Board, on behalf of the Company, be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the Issue; and

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof.

RESOLVED FURTHER THAT, subject to such regulatory approvals as may be required, the Issue shall be to such persons, who may or may not be shareholders of the Company, as the Board may, in its sole discretion decide, whether individual(s), companies, bodies corporate or institutions including foreign portfolio investors / Indian financial institutions, qualified institutional buyers, as defined under the SEBI ICDR Regulations, resident Indians, non-resident Indians, mutual funds, banks, insurance companies, permanent employees of the Company or of its subsidiaries, and other persons or entities, as may be permissible under Applicable Laws, including reservation for any permissible persons or categories of investors, for cash at a price to be determined by the book building process in accordance with the provisions of the SEBI ICDR Regulations, and in such manner and on such terms and conditions as the Board may think fit, in accordance with the provisions of the Companies Act, as amended, the SCRA, SCRR and FEMA.

RESOLVED FURTHER THAT, Mr. Amit Arvind Thatte, Managing Director and Mr. Milind Suryakant Rao, Company Secretary be and are hereby severally authorized to take all steps for giving effect to the aforesaid Resolution including filing of the necessary forms with the RoC.

RESOLVED FURTHER THAT, a copy of the above resolution, certified to be true by Mr. Amit Arvind Thatte, Managing Director and Mr. Milind Suryakant Rao, Company Secretary, be forwarded to the concerned authorities for necessary action”.

11. Increase in Investment Limits for Non-Resident Indians and Overseas Citizens of India: Special Resolution

“RESOLVED THAT, pursuant to approval of the Board in its meeting held on August 26, 2025 and the applicable provisions of Foreign Exchange Management Act, 1999, as amended (“FEMA”), Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended, Master Direction No. 11/2017-18 issued by the RBI, as amended up to date, the Consolidated Foreign Direct Investment Policy Circular of 2020, as amended and the Companies Act, 2013, as amended, and the rules and regulations notified thereunder (collectively referred to as the “Companies Act”) and subject to all applicable approvals, permissions and sanctions of the Reserve Bank of India (“RBI”), the Ministry of Finance, the Ministry of Corporate Affairs, Government of India and other concerned authorities and subject to such conditions as may be prescribed by any of the said concerned authorities while granting such approvals, permissions or sanctions which may be agreed to by the board of directors of the Company (“Board”), the limit of investment by NRIs and OCIs in the equity shares bearing face value of ₹ 10 each of the Company, including, without limitation, by subscription in the initial public offering in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended is increased from 10% to 24% of the paid-up equity share capital of the Company.”

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shipur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



"RESOLVED FURTHER THAT, to give effect to the above resolutions Mr. Amit Arvind Thatte, Managing Director, Mr. Abhishek Amit Thatte, Whole-time Director and Mr. Milind Suryakant Rao, Company Secretary, be and are hereby jointly and severally authorised to do all such acts, deeds, matters and things, including to settle any question, difficulty or doubt that may arise and to finalise and execute all documents and writings as may be necessary."

"RESOLVED FURTHER THAT, a copy of the above resolution, certified to be true by any Director and/or the Company Secretary, be forwarded to concerned authorities for necessary actions."

By Order of the Board



Milind Suryakant Rao
Company Secretary
ICSI Membership No A48012



M/s Kataline Limited
Corporate Office:
39A, Panchal Layout,
Wasudeo Nagar, Hingna Road,
Nagpur - 440015

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com

NOTES:

1. The General Circular Nos. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020 and various subsequent Circulars latest being No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") permitted the holding of the Meeting through Video Conferencing/Other Audio Visual Means (VC/OAVM), without the physical presence of the Shareholders at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act") and the MCA Circulars, the Annual General Meeting ("AGM") of the Company is being held through VC/OAVM. The venue of AGM shall be deemed to be the Registered Office of the Company.
2. As the AGM shall be conducted through VC / OAVM, physical attendance of members is not required and the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 2 to 11 of the Notice is annexed hereto. The relevant details pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of Directors seeking appointment/re- appointment at this AGM are also annexed. Mr. Amit Arvind Thatte, Mrs. Ketaki Amit Thatte and Mr. Abhishek Amit Thatte are relatives of each other as defined under Section 2(77) of the Companies Act, 2013.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before & after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

**Kataline Limited**

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022. India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 +91-712-2233968, +91-712-2233000  kataline_sales@katalineindia.com  www.katalineindia.com

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 2

Ratification of Remuneration of Cost Auditors of the Company

The Board of Directors of the Company, at its meeting held on 8th July, 2025, approved and appointed, M/s V. K. Dube & Co., Cost Accountants [Firm Registration No. 000343] as the Cost Auditors of the Company for the FY 2025-26 ending 31st March 2026 to audit the cost records of the Company at a remuneration of Rs. 50,000/- (Rupees Seventy Thousand) Only, plus applicable tax (GST) and reimbursement of actual out of pocket expenses, if any.

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended), the remuneration as recommended by the Board of Directors, is subject to ratification by the Shareholders (Members) of the Company. None of the Director/s, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Accordingly, the Board of Directors of the Company recommends the Ordinary Resolution for ratification of the Shareholders (Members) in the interest of the Company.

Item No. 3

To consider and approve for shareholders' approval the increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013

Pursuant to Section 180(1)(c), if the Company intends to borrow funds, where the money to be borrowed, together with the money already borrowed by the Company will exceed the aggregate of its paid-up share capital, free reserves and securities premium, such borrowing will require approval of the shareholders of the Company.

The Board recommends the resolution for approval of the members of the Company to borrow funds at any time shall not exceed in the aggregate at any time Rs. 100.00 Crore (Rupees Hundred Crore Only).

None of the directors, Key Managerial Personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

Item No. 4

To consider and approve for shareholders' approval the appointment/change in designation of Mr. Amit Arvind Thatte (DIN: 01525877) as Managing Director, not liable to retire by rotation, for a period of five (5) years

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022. India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



The Board of Directors has appointed (through Change in Designation) Mr. Amit Arvind Thatte (DIN: 01525877) as Managing Director of the Company for a period of 5 (Five) years w.e.f. 26th August, 2025, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with her as approved by the Board of Directors. In recognition of her extensive experience and contributions in the areas of Human Resource Management, Employee Engagement, and Public Relations, the Board of Directors it would be therefore in the interest of the Company to appoint Mr. Amit Arvind Thatte as Managing Director of the Company, liable to retire by rotation.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Appointment:** 5 (Five) Years w.e.f. 26th August 2025 to 25th August 2030

2. **Remuneration, Perquisites/Allowances:**

Sr. No.	Component	Particulars
1	Frequency of Payment	Monthly
2	Basic Salary	₹4.20 Crore per annum (₹ 35 lakh per month)
3	Perquisites – Car, Driver, Gardener	Entitled to car facility with driver and personal gardener at residence
4	Standard Benefits	Medical reimbursement, leave travel allowance (LTA), personal accident/medical insurance, and other customary executive benefits as per Company policy
5	Retirement Benefits	Provident Fund, Gratuity, and other retirement-related benefits as per applicable laws
6	Reimbursements	Entitled to reimbursement of expenses incurred in the course of official duties, including travel, hospitality, communication, and other related expenses, as per the Company's policies
7	ESOP/Equity Benefits	Not applicable at present
8	Total Cost to Company	₹4.20 Crore p.a. plus applicable perquisites and statutory benefits
9	Review Mechanism	Subject to periodic review by the NRC (if constituted) and/or Board, in accordance with applicable laws and performance metrics
10	Compliance Status	Remuneration is in compliance with the provisions of Section 197 and Schedule V of the Companies Act, 2013. In the event of inadequate profits, approval under Schedule V shall be obtained as required

The remuneration and benefits shall be subject to deduction of taxes and other statutory withholdings as applicable under prevailing law.

- Where in any financial year during his tenure as Managing Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.
- No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



5. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.
6. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved as aforesaid.
7. The draft Agreement to be entered into between the Company and Mr. Amit Arvind Thatte is open for inspection electronically as well as at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 5.00 p.m. up to the date of Annual General Meeting.
8. Mr. Amit Arvind Thatte is interested in the said resolution as it pertains to his own re-appointment. Mrs. Ketaki Amit Thatte, Mr. Abhishek Thatte and Ms. Niharika Thatte are deemed to be interested in the said resolution as they are related to Mrs. Ketaki Amit Ketaki.
9. Details of Mr. Amit Arvind Thatte are provided in the notes to the Notice. The other relatives of Mr. Amit Arvind Thatte may be deemed to be interested in the said resolution at Item No.4 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution

Item No. 5

To consider and approve the appointment/change in designation of Mrs. Ketaki Amit Thatte (DIN: 01525878) as Whole-time Director, liable to retire by rotation, for a period of five (5) years

The Board of Directors has appointed (through Change in Designation) Mrs. Ketaki Amit Thatte as Whole time Director of the Company for a period of 5 (Five) years w.e.f. 26th August, 2025, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with her as approved by the Board of Directors. In recognition of her extensive experience and contributions in the areas of Human Resource Management, Employee Engagement, and Public Relations, the Board of Directors it would be therefore in the interest of the Company to appoint Mrs. Ketaki Amit Thatte as Whole time Director of the Company, liable to retire by rotation.

The material terms and conditions of the said draft Agreement are as under:

1. Period of Appointment: 5 (Five) Years w.e.f. 26th August 2025 to 25th August 2030

2. Remuneration, Perquisites/Allowances:

- (a) Salary: ₹1,80,00,000 (Rupees One Crore Eighty Lakhs only) per annum, payable in such intervals and manner as per the Company's payroll policies.
- (b) Perquisites: Provision of a Company car, along with such fuel, driver, and maintenance facilities as may be determined by the Board.
- (c) Standard Benefits: Medical insurance, leave travel allowance, and such other perquisites or benefits as are generally applicable to senior executives of the Company, subject to Company policy.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



- (d) Retirement Benefits: Gratuity, provident fund, and other retirement benefits in accordance with applicable laws and the rules of the Company.
- (e) Reimbursements: Reimbursement of expenses reasonably and properly incurred in the performance of duties, subject to submission of supporting documentation and in line with the Company's reimbursement policy.

The remuneration and benefits shall be subject to deduction of taxes and other statutory withholdings as applicable under prevailing law.

3. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.
4. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.
5. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.
6. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved as aforesaid.
7. The draft Agreement to be entered into between the Company and Mrs. Ketaki Amit Thatte is open for inspection electronically as well as at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 5.00 p.m. up to the date of Annual General Meeting.
8. Mrs. Ketaki Amit Ketaki Thatte is interested in the said resolution as it pertains to his own re-appointment. Mr. Amit Thatte, Mr. Abhishek Thatte and Ms Niharika Thatte are deemed to be interested in the said resolution as they are related to Mrs. Ketaki Amit Ketaki.
9. Details of Mrs. Ketaki Amit Ketaki are provided in the notes to the Notice. The other relatives of Mrs. Ketaki Amit Ketaki may be deemed to be interested in the said resolution at Item No.5 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

Item No. 6

To consider and approve the appointment/change in designation of Mr. Abhishek Amit Thatte (DIN: 10790254) as Whole-time Director, liable to retire by rotation, for a period of five (5) years

The Board of Directors has appointed (through Change in Designation) Mr. Abhishek Amit Thatte as Whole time Director of the Company for a period of 5 (Five) years w.e.f. 26th August, 2025, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with her as approved by the Board of Directors. Mr. Abhishek Amit Thatte (DIN: 10790254) has been associated with the Company in various capacities, and has experience in marketing,

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440033, India.
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



business strategy, international operations, and related functions and the Board of Directors recommends his appointment as a Whole-Time Director of the Company, liable to retire by rotation.

The material terms and conditions of the said draft Agreement are as under:

1. Period of Appointment: 5 (Five) Years w.e.f. 26th August 2025 to 25th August 2030

2. Remuneration, Perquisites/Allowances:

- (a) The Whole-Time Director ("WTD") shall be entitled to a remuneration of ₹18,00,000 (Rupees Eighteen Lakhs only) per annum, payable in accordance with the Company's standard payroll practices and subject to deduction of applicable taxes at source.
- (b) Perquisites: The Director be entitled to the use of a Company-provided car for official and personal purposes, subject to the Company's policies.
- (c) Standard Benefits: WTD shall also be entitled to such perquisites and benefits as are applicable to senior executives of the Company, including but not limited to medical reimbursement, leave travel assistance, personal accident insurance, and group medical/health insurance coverage.
- (d) Retirement Benefits: The WTD shall be entitled to gratuity, provident fund, superannuation fund, and other retirement benefits as per the provisions of applicable law and the rules of the Company, as amended from time to time.
- (e) Reimbursements: All reasonable expenses actually and properly incurred by him in the course of performing his duties, subject to submission of appropriate supporting documents and in accordance with the Company's policies.

The remuneration and benefits shall be subject to deduction of taxes and other statutory withholdings as applicable under prevailing law.

3. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.
4. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.
5. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.
6. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved as aforesaid.
7. The draft Agreement to be entered into between the Company and Mr. Abhishek Amit Thatte is open for inspection electronically as well as at the Registered Office of the Company on any working days (excluding Saturdays) between 12.00 P.M. and 5.00 p.m. up to the date of Annual General Meeting.
8. Mrs. Abhishek Amit Thatte is interested in the said resolution as it pertains to his own appointment. Mr. Amit Thatte, Mrs. Ketaki Thatte and Ms. Niharika Thatte are deemed to be interested in the said resolution as they are related to Mrs. Abhishek Amit Thatte.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728



📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India.

Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com

9. Details of Mr. Abhishek Amit Thatte are provided in the notes to the Notice. The other relatives of Mr. Abhishek Amit Thatte may be deemed to be interested in the said resolution at Item No. 6 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution

Item No. 7

To consider approve the appointment of Mr. Satish Madhav Shenoy (DIN: 00230711) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years

The Board of Directors of the Company, has considered and approved, the appointment of Mr. Satish Madhav Shenoy (DIN: 00230711), as an Additional Director (Category - Non-Executive, Independent) of the Company to hold the office till the conclusion of ensuing Annual General Meeting of the company.

In terms of Section 161(1) of the Companies Act, 2013 read with Articles of Association of the Company, Mr. Satish Shenoy holds office as an Additional Director only up to the date of the forth coming Annual General Meeting. The Company has received a notice from a member under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Satish Madhav Shenoy for the office of Director (Category - Non-executive, Independent) of the Company, not liable to retire by rotation, for a term of 5 years i.e. from 26th August 2025 to 25th August, 2030.

The Company has received declaration from Mr. Satish Madhav Shenoy to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, Mr. Satish Madhav Shenoy fulfills the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and he is independent of the management of the Company.

The Board, considers that given his skills, integrity, expertise and experience, the association of Mr. Satish Madhav Shenoy would be beneficial to the Company and it is desirable to avail his services as an Independent Director Mr. Satish Madhav Shenoy, may be deemed to be interested in the Resolution set out at Item No. 7 of the Notice with regard to his appointment as a Director (Category - Non-executive, Independent) of the Company.

Except Mr. Satish Shenoy, for himself, being the appointee, none of the other Director/s, Key Managerial Personnel of the Company, and their relatives, are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India

🏭 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



The Board of Directors recommends the Ordinary Resolution for approval of the Shareholders (Members) in the interest of the Company.

Item No. 8

To consider and approve the appointment of Mr. Kurian Pallathuseril Chandy (DIN: 00855226) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years

The Board of Directors of the Company, has considered and approved, the appointment of Mr. Kurian Pallathuseril Chandy (DIN: 00855226), as an Additional Director (Category - Non-Executive, Independent) of the Company to hold the office till the conclusion of ensuing Annual General Meeting of the company.

In terms of Section 161(1) of the Companies Act, 2013 read with Articles of Association of the Company, Mr. Kurian Pallathuseril Chandy holds office as an Additional Director only up to the date of the forth coming Annual General Meeting. The Company has received a notice from a member under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Kurian Pallathuseril Chandy for the office of Director (Category - Non-executive, Independent) of the Company, not liable to retire by rotation, for a term of 5 years i.e. from 26th August 2025 to 25th August, 2030.

The Company has received declaration from Mr. Kurian Pallathuseril Chandy to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, Mr. Kurian Pallathuseril Chandy fulfills the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and he is independent of the management of the Company.

The Board, considers that given his skills, integrity, expertise and experience, the association of Mr. Kurian Pallathuseril Chandy would be beneficial to the Company and it is desirable to avail his services as an Independent Director Mr. Kurian Pallathuseril Chandy, may be deemed to be interested in the Resolution set out at Item No. 8 of the Notice with regard to his appointment as a Director (Category - Non-executive, Independent) of the Company.

Except Mr. Kurian Chandy, for himself, being the appointee, none of the other Director/s, Key Managerial Personnel of the Company, and their relatives, are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution for approval of the Shareholders (Members) in the interest of the Company.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.

Factory Address: Survey no 25/2A, Shilpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



Item No. 9

To consider and approve the appointment of Ms. Apurva Pradeep Joshi (DIN: 06608172) as an Independent Director, not liable to retire by rotation, for a period of Five (5) years

The Board of Directors of the Company, has considered and approved, the appointment of Ms. Apurva Pradeep Joshi (DIN: 06608172), as an Additional Director (Category - Non-Executive, Independent) of the Company to hold the office till the conclusion of ensuing Annual General Meeting of the company.

In terms of Section 161(1) of the Companies Act, 2013 read with Articles of Association of the Company, Ms. Apurva Pradeep Joshi holds office as an Additional Director only up to the date of the forth coming Annual General Meeting. The Company has received a notice from a member under Section 160 of the Companies Act, 2013, proposing the candidature of Ms. Apurva Pradeep Joshi for the office of Director (Category - Non-executive, Independent) of the Company, not liable to retire by rotation, for a term of 5 years i.e. from 26th August 2025 to 25th August, 2030.

The Company has received declaration from Ms. Apurva Pradeep Joshi to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, Ms. Apurva Pradeep Joshi fulfills the conditions specified in the Act, Rules and SEBI Listing Regulations for appointment as Independent Director and he is independent of the management of the Company.

The Board, considers that given his skills, integrity, expertise and experience, the association of Ms. Apurva Pradeep Joshi would be beneficial to the Company and it is desirable to avail his services as an Independent Director Ms. Apurva Pradeep Joshi, may be deemed to be interested in the Resolution set out at Item No. 8 of the Notice with regard to his appointment as a Director (Category - Non-executive, Independent) of the Company.

Except Ms. Apurva Pradeep Joshi, for herself, being the appointee, none of the other Director/s, Key Managerial Personnel of the Company, and their relatives, are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution for approval of the Shareholders (Members) in the interest of the Company.

Item No. 10

To consider and approve raising of capital through an Initial Public Offering (IPO) of equity shares of the Company, including any discount or reservation contemplated in the offer, and any Pre-IPO placement, subject to necessary approvals

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎️ +91-712-2233968, +91-712-2233000 ✉️ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



The Company proposes to offer and allot fresh equity shares of the Company of face value of ₹ 10/- (the “Equity Shares”) each up to an aggregate 40,00,000 Equity Shares, on such terms, in such manner, at such time and at such price or prices and as may be discovered in accordance with the applicable laws, including, without limitation the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), to various categories of investors including qualified institutional investors, retail individual investors, non-institutional investors, non-resident Indians, foreign portfolio investors and/ or eligible employees, as permitted under the SEBI ICDR Regulations and other applicable laws. The Equity Shares allotted shall rank in all respects *pari passu* with the existing Equity Shares of the Company.

The proposed offering is likely to include a fresh issue of Equity Shares by the Company (the “Fresh Issue”) and an offer for sale of 40,00,000 Equity Shares by certain existing shareholders of the Company (“Selling Shareholders”) (“Offer for Sale” and together with the Fresh issue, the “Offer”). The Company intends to, at the discretion of the board of directors of the Company (“Board”), undertake the Offer and list its Equity Shares at an opportune time in consultation with the book running lead manager(s) (“BRLM”) and other advisor and subject to applicable regulatory approvals and other approvals, to the extent necessary. The Board has in its meeting held on 26th August, 2025 approved the Offer, subject to the approval of the members of the Company

With respect to the Offer, the Company will be required to file a draft red herring prospectus (the “DRHP”) with the Securities and Exchange Board of India (the “SEBI”) and the Stock Exchanges, and subsequently file a red herring prospectus (the “RHP”) with the Registrar of Companies, Maharashtra at Mumbai (“RoC”) and thereafter with SEBI, and the Stock Exchanges and file a prospectus with the RoC and thereafter with SEBI and the Stock Exchanges in respect of the Offer (the “Prospectus”, and together with the DRHP and the RHP, the “Offer Documents”), in accordance with the SEBI ICDR Regulations, the Companies Act, 2013, and the rules notified thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) (collectively referred to as the “Companies Act”) and other applicable laws.

Material information pertaining to the Offer is as follows:

(i) *Offer Price:*

The price at which the Equity Shares will be allotted through the Offer shall be determined and finalized by the Company in consultation with the book running lead manager(s), in accordance with the SEBI ICDR Regulations, on the basis of the book building process.

(ii) *Allotment*

The allotment of Equity Shares pursuant to the Offer shall be completed within such time period as may be prescribed under applicable law.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaitala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



(iii) Object(s) of the Offer:

The proceeds from the Fresh Issue will be utilised for the purposes that shall be disclosed in the draft red herring prospectus to be filed with the Securities and Exchange Board of India in connection with the Offer. The Board has the authority to modify the objects on the basis of the requirements of the Company, subject to applicable laws. The Selling Shareholder(s) shall be entitled to the entire proceeds of the Offer for Sale after deducting the Offer expenses and relevant taxes thereon. The Company shall not receive any proceeds from the Offer for Sale.

(iv) Intention of Directors/Key management personnel to subscribe to the Offer:

The Company has not made and will not make an offer of Equity Shares to any of the directors or key management personnel. However, the directors or the key management personnel may apply for the Equity Shares in the various categories under the Offer in accordance with applicable law, including the SEBI ICDR Regulations.

Other than through their participation in the Offer as mentioned above, none of the directors and key managerial personnel of the Company and their relatives of (as defined in the Companies Act) are concerned or interested in the proposed resolution.

(v) Whether a change in control is intended or expected:

No change in control of the Company or its management is intended or expected pursuant to the Offer.

(vi) Pre-Offer and post-Offer shareholding pattern

The pre-Offer and post-Offer shareholding pattern (to the extent applicable) shall be as disclosed in the Offer Documents filed in connection with the Offer.

The Equity Shares are proposed to be listed on the BSE Limited, the National Stock Exchange of India Limited and any other stock exchange as determined by the Board at its absolute discretion and the Company will be required to enter into listing agreements with each of the Stock Exchanges.

The Board recommends the resolution for approval of the members of the Company as Special Resolution.

Item No. 11**Increase in Investment Limits for Non-Resident Indians and Overseas Citizens of India**

In terms of Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended (the "FEMA Regulations"), and the Consolidated Foreign Direct Investment Policy Circular of 2020, as amended (together with the FEMA Regulations, the "FEMA Laws"), the Non-resident Indians ("NRI") and Overseas Citizens of India ("OCI"), together, can acquire and hold on repatriation basis up to an aggregate limit of 10% of the paid up equity share capital of an Indian company. The FEMA Laws further provide that the limit of 10% can be further increased up to 24%, by passing a special resolution to that effect by the shareholders and followed by necessary filings with Reserve Bank of India. Considering the proposal of intending to get the equity shares of the Company listed on one or more recognized stock exchanges in India, the Board of Directors of the Company has, at its meeting held on 26th August, 2025 proposed, subject to the approval of the shareholders by way of a special resolution, to increase the foreign investment limit of NRIs and OCIs on repatriation basis to 24% of the paid up equity share capital of the Company.

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



The Board recommends the resolution for approval of the members of the Company Special Resolution.

None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.



Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
☎ **+91-712-2233968, +91-712-2233000** ✉ **kataline_sales@katalineindia.com** 🌐 **www.katalineindia.com**

**DETAILS OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT AT THE
SEVENTIETH (17TH) ANNUAL GENERAL MEETING OF THE COMPANY**

[Pursuant to Secretarial Standards on General Meeting]

BRIEF PROFILE OF DIRECTORS

Name of Director & DIN	AMIT ARVIND THATTE 01525877	KETAKI AMIT THATTE 01525878	ABHISHEK AMIT THATTE 10790254
Brief Resume	Experienced with over 25 years in the road marking and safety industry. Proven track record of leading and growing Company business. Expertise in business development	Passionate Professional specializing in Employee engagement and public relations, fostering a positive workspace culture. Skilled in communication to enhance productivity, retention and organizational success	Passionate about traffic safety, formulations and traffic data analysis to design solutions to enhance the safety and efficiency of the roads globally. Part of the Emerging Leaders Forum for the Road marking Industry Association of Australia
Date of Birth / Age	09-05-1975 / 50 Years	23-12-1975 / 50 Years	09-10-2002 / 23 Years
Date of First Appointment	19-06-2008	19-06-2008	30-09-2024
Expertise in specific functional area	Expertise in business development	Specializing in Employee engagement and public relations	traffic safety, formulations and traffic data analysis to design solutions to enhance the safety
Qualification	B.E. (Civil Engineering)	B.Sc., M.Sc. (Microbiology)	B.BA
Shareholding in the Company	100 Equity Shares	100 Equity Shares	100 Equity Shares
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Promoter- related to Mrs. Ketaki Thatte, Mr. Abhishek Thatte	Promoter- related to Mr. Amit Thatte, Mr. Abhishek Thatte	Promoter- related to Mrs. Ketaki Thatte, Mr. Amit Thatte
No. of Board Meeting attended during the Financial Year 2022-2023	8/8	8/8	5/5
Name of the other Companies / LLP in which Director/Partner	- Kataline Construction Technologies Private Limited - Suchitra Infratech Consultants Private Limited	- Kataline Construction Technologies Private Limited - Suchitra Infratech Consultants Private Limited	- Kataline Construction Technologies Private Limited - Kataline Australia PTY LTD
Chairman / Member of the Committee of Board of Directors of the Company or of Other Listed Company	CSR Committee - Chairman IPO Committee - Chairman Audit Committee - Member	CSR Committee - Member IPO Committee - Member	Stakeholders' Relationship Committee - Member CSR Committee - Member IPO Committee - Member



Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022, India.

Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023

☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com

**DETAILS OF DIRECTOR/S SEEKING APPOINTMENT / RE-APPOINTMENT AT THE
SEVENTIETH (17TH) ANNUAL GENERAL MEETING OF THE COMPANY**
[Pursuant to Secretarial Standards on General Meeting]

BRIEF PROFILE OF DIRECTORS

Name of Director & DIN	SATISH MADHAV SHENOY 00230711	KURIAN PALLATHUSERILCHANDY 00855226	APURVA PRADEEP JOSHI 06608172
Brief Resume	Mr. Satish Shenoy has more than 40 years of experience in Internal Audit, Risk Management, Forensic and Ethics functions in PSUs (i.e. Hindustan Petroleum) and private enterprises (i.e. Onida, Lupin, Reliance Retail, L&T and Aditya Birla Group). He has also worked with the Government of India (Ministry of Petroleum) on deputation with the Oil Coordination Committee	Mr. Kurian Pallathuseril Chandy is a Chartered Accountant having nearly 33 years of rich & extensive work experience across Finance & Accounting along with nearly 7 years of experience in Consulting roles with Rich background in leading Finance Function and in providing consultation & guidance on financial issues affecting the organization, including accounting, development of financial policies & systems, budgeting, accounts, treasury operations, risk management, corporate governance and statutory compliance.	Ms. Apurva Pradeep Joshi is a Certified Anti-Money Laundering Expert, Certified Bank Forensic Accountant and Certified Vigilance & Investigation Expert. She also has completed a Certificate Course from TATA Institute of Social Sciences (TISS) in Organization Development, Change and Leadership (ODCL) in Civil Society Organizations in India. In addition to this she is a Certified Independent Director from Indian Institute of Corporate Affairs (IICA).
Date of Birth / Age	13-01-1963 / 62 Years	04-04-1965 / 60 years	10-04-1989 / 36 years
Date of First Appointment	21-06-2025	21-06-2025	08-07-2025
Expertise in specific functional area	Internal Audit, Risk Management, Forensic & Ethics functions	Strategic professional with strong business acumen & proven track record of stamping success across the entire gamut of Finance, Accounting & Operations	Anti-Money Laundering Expert, Vigilance & Investigation Expert
Qualification	B.Com, C.A., C.M.A., C.S.	B.Com, C.A.	B.Com, Certified Anti-Money Laundering Expert, Certified Bank Forensic Accountant and Certified Vigilance & Investigation Expert
Shareholding in the Company	NIL	NIL	NIL
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Not related to any other Director, Manager and Key Managerial Personnel of the Company	Not related to any other Director, Manager and Key Managerial Personnel of the Company	Not related to any other Director, Manager and Key Managerial Personnel of the Company
No. of Board Meeting attended during the Financial Year 2024-2025	Not Applicable as appointed w.e.f. 21.06.2025	Not Applicable as appointed w.e.f. 21.06.2025	Not Applicable as appointed w.e.f. 08.07.2025

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

 **Registered Office:** Plot No. 23, Nelco Society, Subhash Nagar, Jaljala Road, Nagpur-440022. India
Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur-440023
 +91-712-2233968, +91-712-2233000  kataline_sales@katalineindia.com  www.katalineindia.com



Name of the other Companies / LLP in which Director/Partner	- Indoco Remedies Limited	- Mount Everest Breweries Limited - Paramount Speciality Forgings Limited - Creative Newtech Limited	- Precision Camshafts Limited - Eleganz Interiors Limited - Regreen-Excel EPC India Limited - Paramount Speciality Forgings Limited - Fino Paytech Limited - Riskpro Management Consulting Private Limited - Associated Alcohols & Breweries Ltd. - Nihilent Limited - Quick Heal Technologies Limited
Chairman / Member of the Committee of Board of Directors of the Company or of Other Listed Company	<u>Indoco Remedies Limited</u> Audit Committee - Chairman Risk Management Committee - Chairman <u>Kataline Limited</u> Audit Committee - Chairman Nomination and Remuneration Committee - Member Stakeholder Relationship Committee - Member	<u>Creative Newtech Limited</u> Audit Committee - Chairman Stakeholder Relationship Committee - Member Nomination and Remuneration Committee - Member Risk Management Committee - Member <u>Paramount Speciality Forgings Limited</u> Audit Committee - Chairman Nomination & Remuneration Committee - Member <u>Mount Everest Breweries Limited</u> Audit Committee - Chairman Nomination and Remuneration Committee - Member Corporate Social Responsibility Committee - Member <u>Kataline Limited</u> Nomination and Remuneration Committee - Chairman Stakeholder Relationship Committee - Chairman IPO Committee - Member	<u>Precision Camshafts Limited</u> Audit Committee - Member Nomination and Remuneration Committee - Member CSR Committee - Member <u>Eleganz Interiors Limited</u> Audit Committee - Member Nomination and Remuneration Committee - Member CSR Committee - Member <u>Regreen-Excel EPC India Limited</u> Audit Committee - Member Nomination and Remuneration Committee - Member Risk Management Committee - Member <u>Paramount Speciality Forgings Limited</u> Nomination and Remuneration Committee - Member <u>Fino Paytech Limited</u> Audit Committee - Member Nomination and Remuneration Committee - Chairperson Stakeholder Relationship Committee - Chairperson CSR Committee - Chairperson <u>Associated Alcohols & Breweries Ltd.</u> Audit Committee - Member Nomination and Remuneration Committee - Chairperson <u>Nihilent Limited</u> Audit Committee - Member CSR Committee - Chairperson <u>Quick Heal Technologies Limited</u> Audit Committee - Member CSR Committee - Chairperson Nomination and Remuneration Committee - Chairperson

Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaljala Road, Nagpur-440022, India.

Factory Address: Survey no 25/2A, Shipur Bhuyar Village, Post: Dhamna, Amravati Highway, Nagpur-440023

+91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com



			Stakeholder Relationship Committee - Member Risk Management Committee - Chairperson <u>Kataline Limited</u> Audit Committee - Member Nomination and Remuneration Committee - Member CSR Committee - Member
--	--	--	---



Kataline Limited

(Formerly: Kataline Infra-Products Limited)

CIN: U24222MH2008PLC183728

📍 Registered Office: Plot No. 23, Nelco Society, Subhash Nagar, Jaltala Road, Nagpur-440022. India.
 Factory Address: Survey no 25/2A, Shirpur Bhuyari Village, Post: Dhamna, Amravati Highway, Nagpur 440023
 ☎ +91-712-2233968, +91-712-2233000 ✉ kataline_sales@katalineindia.com 🌐 www.katalineindia.com

**Boards' Report
of
M/s Kataline Limited**

To,
The Members,
Kataline Limited

Your Directors' have pleasure in presenting the **17th Annual Report** together with the Audited Statements of Accounts of the Company for the Financial Year 2024-2025 year ended 31st March, 2025.

FINANCIAL RESULTS AND OPERATIONS:

The Company's financial and operational performance for the financial year ended 31st March, 2025 is summarized below:

Particulars	For the FY 24-25 (₹ In Lakhs)	For the FY 23-24 (₹ In Lakhs)
Revenue from Operation	15893.21	15627.91
Other Income	61.10	191.47
Total Income	15954.31	15819.38
Cost of material consumed	10161.65	9774.79
Change in inventories	(649.17)	79.08
Employee Benefits Expenses	1433.36	1302.29
Finance Costs	4.09	5.61
depreciation and amortization of expenses	270.81	182.19
Other Expenses	2513.77	2072.89
Total Expenditure	13734.51	13416.85
Profit/(Loss) before Tax	22219.80	2402.53
Less: Current Tax	541.00	634.98
Less: Deferred Tax	26.50	(16.98)
Profit/(Loss) after Tax	1652.30	1784.53
Earnings per Equity		
Basic (Rs.)	6.03	6.51
Diluted (Rs.)	6.03	6.51

Standalone

During the year under review, the total Income from the operation increased by 1.7%. The same was Rs. 15893.21/- for the current FY 2024-2025 as compared to Rs. 15627.91/- for the previous FY 2023-2024. Total Net Profit after tax decreased by 7.4%, the same was Rs. 1652.30/- for the current FY 2024-2025 as compared to Rs. 1784.53/- for the previous FY 2023-2024 mainly due to increased in depreciation and other expenses.

COMPANY AFFAIRS / BUSINESS REVIEW:

During the financial year under review, the Company has earned revenue from its operations amounting to INR 15893.21 Lakhs and earned profit of INR 1652.30 Lakhs. Your Directors are continuously looking for avenues for future growth and are hopeful that the Company will perform better in the coming years.

DIVIDEND:

In line with the Company's strategy to conserve resources and strengthen its financial position, the Board of Directors has not recommended any dividend for the financial year ended March 31, 2025. The decision has been taken with a view to plough back the profits for future growth and expansion initiatives of the Company.

RESERVES AND SURPLUS:

The Company has not transferred any amount to the reserves during the Financial Year ended 31st March, 2025.

SHARE CAPITAL:

The Company has increased the Authorized Share Capital during the year as follows:-

Authorized Share Capital of Company as on 31st March, 2025

Particulars	Existing Authorized Share Capital			Revised Authorized Share Capital		
	No. of Shares [a]	Face Value [b]	Total Value [c]	No. of Shares [d]	Face Value [e]	Total Value [f]
Equity	350000	100	3,50,00,000	3,75,00,000	10	37,50,00,000
Preference Shares	--	--	--	--	--	--
Total	3,50,000	100	3,50,00,000	3,75,00,000	10	37,50,00,000

Particulars	No of Shares	Face Value	Total Value
Equity Shares	3,75,00,000	10	37,50,00,000
Preference Shares	--	--	--
Total Authorized Share Capital			37,50,00,000

During the financial year 2024–25, the Company has sub-divided its equity shares of face value ₹100 each into equity shares of face value ₹10 each, in accordance with the resolution passed by the shareholders at the Extraordinary General Meeting held on 22/10/2024. Accordingly, each equity share of ₹100 has been split into 10 equity shares of ₹10 each.

The number of equity shares increased from 94,500 to 9,45,000 while the aggregate share capital remained unchanged at ₹94.50 Lakhs.

During the financial year 2024–25, the Company has issued bonus shares in the ratio 28:1 i.e., 28 bonus equity share(s) for every 1 existing equity share(s) held by capitalising ₹ 2646.00 Lakhs from the Retained Earnings.

The bonus issue was approved by the shareholders in the Extraordinary General Meeting held on 20.03.2025, and the allotment of bonus shares was made on 24.03.2025.

Paid-up Share Capital of Company as on 31st March,2025

Particulars	No of Shares	Face Value	Total Value
Equity Shares	2,74,05,000	10/-	27,40,50,000
Preference Shares	--	--	--
Total Paid-up Share Capital			27,40,50,000

ISSUE OF SHARES AND DEBENTURES AND BUYBACK OF SHARES:

The Company has neither issued any debentures nor undertaken any buy-back of its securities during the year under review.

CHANGE(S) IN THE NATURE OF BUSINESS:

There has been no material change(s) in the nature of business of the Company during the financial year under review.

CONVERSION OF STATUS FROM PRIVATE LIMITED TO PUBLIC LIMITED

During the period under review, the status of your Company was converted from private limited company to public limited company vide Certificate of Incorporation Consequent upon Conversion to Public Company dated 20.06.2025.

COMPOSITION OF DIRECTORS AND KEY MANAGEMENT PERSONNEL:

The Company is committed to ensuring a balanced and effective Board structure with an appropriate mix of Executive, Non-Executive, and Independent Directors, aligned with the principles of sound corporate governance and the provisions of the Companies Act, 2013.

During the period under review, Board of Directors of the Company comprised of following persons.

BOARD OF DIRECTORS

1. Mr. Amit Arvind Thatte – Managing Director w.e.f. 26.08.2025 (Category – Promoter)
2. Mrs. Ketaki Amit Thatte – Whole-time Director w.e.f. 26.08.2025 (Category – Promoter)
3. Mr. Abhishek Amit Thatte – Whole-time Director w.e.f. 26.08.2025 (Category – Promoter)
4. Mr. Satish Madhav Shenoy – Independent Director w.e.f. 21.06.2025
5. Mr. Kurian Pallathuseril Chandy – Independent Director w.e.f. 21.06.2025
6. Ms. Apurva Joshi – Independent Director w.e.f. 08.07.2025

KEY MANAGERIAL PERSONNEL

1. Mr. CS Milind Suryakant Rao (Appointed as Company Secretary w.e.f.24.03.2025)
2. Mr. Sanket Gunjkar (Appointed as Chief Financial Officer w.e.f. 21.06.2025)

CHANGES AMONGST THE PROMOTER DIRECTOR/S

Mr. Amit Arvind Thatte, (DIN - 01525877), was appointed as the Managing Director (Category - Promoter & Executive), designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025.

Mrs. Ketaki Amit Thatte, (DIN - 01525878), was appointed as the Whole-time Director (Category - Promoter & Executive) liable to retire by rotation, designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025.

Mr. Abhishek Amit Thatte, (DIN - 10790254), was appointed as the Whole-time Director (Category - Promoter & Executive) liable to retire by rotation, designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025.

CHANGES AMONGST THE INDEPENDENT DIRECTOR/S

Mr. Satish Madhav Shenoy (DIN - 00230711) effective 21 June 2025, Mr. Kurian Pallathuseril Chandy (DIN - 00855226) effective 21 June 2025 and Ms. Apurva Joshi, (DIN - 06608172) effective 8 July 2025, were appointed as an Additional Director [Category – Non-executive, Independent], of the Company, by the Board of Directors, in terms of provisions of Section 161 of the Companies Act,

2013 read with the rules made there under, and who holds such office up to the conclusion of this Seventieth (17) Annual General Meeting of the Company

DIRECTOR RETIREMENT BY ROTATION

Pursuant to Section 152 of Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (as amended), Mrs. Ketaki Amit Thatte, (DIN - 01525878), [Category – Promoter & Executive], of the Company, retires by rotation and being eligible, offers himself for re-appointment. The Board recommends his re-appointment as a Director [Category – Non-Promoter & Executive] of the Company, in the interest of the Company

PROPOSED CHANGES AMONGST DIRECTOR/S PLACED BEFORE THE MEMBERS FOR THEIR APPROVAL

- a) The Board of Directors at its meeting held on 26 August 2026 has appointed through redesignation Mr. Amit Arvind Thatte, (DIN - 01525877), as the Managing Director (Category - Promoter & Executive), designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025, subject to approval of the Shareholders (Members) of the Company at the ensuing 17th Annual General Meeting of the Company. The Board recommends his appointment as the Managing Director, [Category – Promoter & Executive], designated Key Managerial st Personnel, of the Company, for a further period of Five (5) years, effective 26 August 2025, in the interest of the Company.
- b) The Board of Directors at its meeting held on 26 August 2026 has appointed through redesignation Mrs. Ketaki Amit Thatte, (DIN - 01525878), as the Whole-time Director (Category - Promoter & Executive), designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025, subject to approval of the Shareholders (Members) of the Company at the ensuing 17th Annual General Meeting of the Company. The Board recommends her appointment as the Whole-time Director, [Category – Promoter & Executive] liable to retire by rotation, designated Key Managerial st Personnel, of the Company, for a further period of Five (5) years, effective 26 August 2025, in the interest of the Company.
- c) The Board of Directors at its meeting held on 26 August 2026 has appointed through redesignation Mr. Abhishek Amit Thatte, (DIN - 10790254), as the Whole-time Director (Category - Promoter & Executive), designated Key Managerial Personnel, of the Company, for a period of Five (5) st years effective 26.08.2025, subject to approval of the Shareholders (Members) of the Company at the ensuing 17th Annual General Meeting of the Company. The Board recommends her appointment as the Whole-time Director, [Category – Promoter & Executive] liable to retire by rotation, designated Key Managerial st Personnel, of the Company, for a further period of Five (5) years, effective 26 August 2025, in the interest of the Company.

- d) The term of Mr. Satish Madhav Shenoy (DIN - 00230711), as an Additional Director [Category – Non-executive, Independent], of the Company, expiring at the conclusion of the ensuing 17th Annual General Meeting of the Company. The Board recommends his appointment as a Director, [Category – Non-executive, Independent]. to hold the office for a fixed first term of five (5) consecutive years, i.e. from the conclusion of 17th Annual General Meeting to be held for the financial year 2024-2025, up to the conclusion of 21st Annual General Meeting of the Company to be held for the financial year 2029-2030, of the Company, in the interest of the Company
- e) The term of Mr. Kurian Pallathuseril Chandy (DIN - 00855226), as an Additional Director [Category – Non-executive, Independent], of the Company, expiring at the conclusion of the ensuing 17th Annual General Meeting of the Company. The Board recommends his appointment as a Director, [Category – Non-executive, Independent]. to hold the office for a fixed first term of five (5) consecutive years, i.e. from the conclusion of 17th Annual General Meeting to be held for the financial year 2024-2025, up to the conclusion of 21st Annual General Meeting of the Company to be held for the financial year 2029-2030, of the Company, in the interest of the Company.
- e) The term of Ms. Apurva Joshi, (DIN - 06608172), as an Additional Director [Category – Non-executive, Independent], of the Company, expiring at the conclusion of the ensuing 17th Annual General Meeting of the Company. The Board recommends his appointment as a Director, [Category – Non-executive, Independent]. to hold the office for a fixed first term of five (5) consecutive years, i.e. from the conclusion of 17th Annual General Meeting to be held for the financial year 2024-2025, up to the conclusion of 21st Annual General Meeting of the Company to be held for the financial year 2029-2030, of the Company, in the interest of the Company.

The information (details) of Director/s of seeking appointment / re-appointment at the 17th Annual General Meeting of the Company, pursuant to Secretarial Standards on General Meetings (SS-2) is annexed to the Notice convening the 17th Annual General Meeting of the Company].

DECLARATION BY INDEPENDENT DIRECTOR/S

The Company has duly complied with the definition of 'Independence' according to the provisions of Section 149(6) of, read with Schedule IV - Code of Independent Directors to, the Companies Act, 2013. All the Independent Director/s, have submitted a declaration that he/she meets the criteria of independence and submits the declaration regarding the status of holding other directorship and membership as provided under law.

COMMITTEES OF THE BOARD:

In accordance with the provisions of the Companies Act, 2013, the relevant rules made thereunder, the Board of Directors of the Company has duly constituted the following Committees to facilitate focused oversight on specific areas and to ensure effective governance practices:

- i. Audit Committee

- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committee
- iv. Corporate Social Responsibility (CSR) Committee
- v. IPO Committee

These Committees operate within defined terms of reference and play a vital role in ensuring that the Board's supervisory role is well executed across critical functional areas.

The following are the Composition of the Committees of the Board formed:

Name of the Committee	Composition
Corporate Social Responsibility Committee	1. Mr. Amit Thatte, Managing Director (Chairman) 2. Ms. Apurva Joshi, Independent Director (Member) 3. Mr. Abhishek Thatte, Whole-time Director, (Member) 4. Mrs. Ketaki Amit Thatte, Whole-time Director (Member)
Audit Committee	1. Mr Satish Shenoy, Independent Director (Chairperson) 2. Mr Kurian Chandy, Independent Director (Member) 3. Ms Apurva Joshi (Member) 4. Mr Amit Thatte, Managing Director (Member)
Nomination and Remuneration Committee	1. Mr Kurian Chandy, Independent Director (Chairperson) 2. Ms Apurva Joshi, Independent Director (Member) 3. Mr Satish Shenoy, Independent Director (Member)
Stakeholders' Relationship Committee	1. Mr. Kurian Chandy, Independent Director (Chairman) 2. Mr Satish Shenoy, Independent Director (Member) 3. Mr Abhishek Thatte, Whole-time Director (Member)
IPO Committee	1. Mr Amit Arvind Thatte (Chairman) 2. Mr. Kurian Chandy. (Member) 3. Mrs. Ketaki Amit Thatte (Member) 4. Mr. Abhishek Amit Thatte (Member)

Evaluation of the Board's Performance

During the financial year 2024-2025 ended 31 March 2025, the Board continued with a formal mechanism for evaluating its performance as well as that of its Committees and individual Director/s, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board and its Committee/s, experience and competencies, performance of specific duties and obligations, governance issues, etc. Separate exercise was carried out to evaluate the performance of individual Director/s including the Chairman of the Board, who were evaluated on parameters such as attendance, contribution at the meetings, independent judgment, safeguarding of minority shareholders interest, etc.

The outcome of the evaluation confirmed that the Board and its Committees are functioning effectively and collectively possess an appropriate mix of skills, experience, and expertise necessary for the Company's governance and strategic direction.

COMPLIANCE OF SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANIES SECRETARIES OF INDIA:

The Company complies with Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

COST AUDITORS AND COST AUDIT REPORT:

In compliance with section 148 (3) of the Companies Act, 2013 and rule 6 (2) of the Companies (Cost records and Audit Rules) 2014, the Board at its meeting held on 5th September, 2024, based on, has approved the reappointment of M/s. V. K. Dubey & Co., (Firm Registration No. 000343), as Cost Auditors of the Company for FY 2024-25.

The remuneration is subject to the ratification of the Members in terms of Section 148 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and is being accordingly placed before the Members for ratification.

The cost audit report does not contain any observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

The Company has received consent from M/s. V. K. Dubey & Co., (Firm Registration No. 000343), as Cost Auditors, for appointment as Cost Auditors of the Company for FY 2025-26 which was approved by the Board of Directors in their meeting held on June 21, 2025.

NUMBER OF BOARD MEETINGS AND ANNUAL GENERAL MEETING / EXTRA-ORDINARY GENERAL MEETING HELD DURING THE FINANCIAL YEAR 2024-2025:

During the Financial Year 01, April 2024 to 31, March, 2025, (10) Ten Board Meetings were held in compliance with the provisions of the Companies Act, 2013 read with Secretarial Standard 1 issued by The Institute of Companies Secretaries of India (ICSI). The Board confirm that the gap between the two consecutive Board meetings did not exceed the maximum number of days as specified in the Companies Act, 2013. The details of Board Meeting held during the year are below:

Sr. No.	Date of Board Meeting
1.	20/05/2024
2.	05/09/2024
3.	25/09/2024
4.	30/09/2024

5.	28/10/2024
6.	04/11/2024
7.	03/03/2025
8.	24/03/2025

The Extra-Ordinary General Meeting of the Company held during the year are below-

Sr. No.	Date of Board Meeting
1.	22/10/2024
2.	28/10/2024
3.	20/03/2025

The Annual General Meeting of the Company for the period ended March 31, 2024 was held on 30th September, 2024.

The details of Director's attendance at Board Meeting and in AGM are given below:

Name of Director	DIN	Board Meeting Attended		Whether present at AGM held on 30 th September 2024
		No. of Board meeting held	No. of Board meeting attended	
Mr. Amit Arvind Thatte	01525877	8	8	Yes
Mrs. Ketaki Amit Thatte	01525878	8	8	Yes
Mr. Abhishek Amit Thatte	10790254	5	5	Yes

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

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANIES:

The Company has a subsidiary, the details of which form part of the notes to the financial statements but does not have any joint venture or associated enterprise. (**"Annexure A"**)

Sr. No.	Name and Address of Company	CIN / GLN	Holding / Subsidiary Associate	% of shares holding
1.	Kataline Australia Pty Ltd	--	Subsidiary	100

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

During the financial year under review, the Company has not provided any loan, guarantee or made any investment under Section 186 of the Companies Act, 2013.

THE COMPANIES (ACCEPTANCE OF DEPOSITS) RULES, 2014

The Company has not accepted Public Deposits within the purview of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

AUDITOR'S AND AUDITOR'S REPORT

The Shareholders (Members) of the Company, at their 16th Annual General Meeting of the Company held on 30th September 2024, were appointed M/s C. N. Patel & CO., Chartered Accountants, Nagpur [ICAI Firm Registration No. 112552W], as the Statutory Auditors of the Company to hold office from the conclusion of 17th Annual General Meeting held for the financial year 2024-25 ended 31st March 2025 till the conclusion of 2th Annual General Meeting of the Company to be held for the financial year 2028-2029 ending 31st March 2029.

M/s C. N. Patel & CO., Chartered Accountants, Nagpur [ICAI Firm Registration No. 112552W] have confirmed their eligibility under Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. There are no qualifications, reservations or adverse remarks or disclaimers made by Statutory Auditors, in their report.

DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013:

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

DESIGNATED PERSON

Mr. Amit Arvind Thatte Managing Director of the Company is designated person for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the company pursuant to rule 9, sub-rule (5) of Companies (Management and Administration), Rule 2014, Second Amendment Rules, 2023.

ANNUAL RETURN:

In accordance with the requirements of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in the prescribed Format proposed to be submitted to the Registrar of Companies for the financial year ended March 31, 2025 is available on the Company's website at <https://www.katalineindia.com>.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**(a) CONSERVATION OF ENERGY:**

The Company has been giving utmost priority to conservation of various forms of energy used in the manufacturing process. The major conservation measures implemented so far are optimization of utility output to match process requirement thereby reducing wasteful running of equipment and timely replacement or servicing wherever required.

(b) TECHNOLOGY ABSORPTION:

The Company continues to use the latest technology for improving the productivity and quality of its services and products.

(c) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	Financial year (1 st April, 2024 to 31 st March, 2025) (Amount in lakhs)	Financial year (1 st April, 2023 to 31 st March, 2024) (Amount in lakhs)
Earnings	414.70	516.14
Outgo	-	-

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company discharges its Corporate Social Responsibility obligations through publicly registered Implementing Agencies towards supporting projects as prescribed under Schedule VII of the Companies Act, 2013, in line with the Corporate Social Responsibility Policy of the Company.

The Board of Directors has approved the CSR Policy of the Company as formulated and recommended by the CSR Committee, which is available on the website of the Company at www.katalineindia.com.

Further, CSR activities, for the year under review, is ("**Annexure C**")

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the financial year under review, all Related Party Transactions entered into with Related Parties were at arm's length in the ordinary course of the business and are disclosed in notes to accounts. There were no materially significant related party transactions entered into by the Company with any Related Parties which require Board of Directors and Shareholders' approval. AOC-2 Annexed to this Report as ("**Annexure B**").

SECRETARIAL AUDIT REPORT:

The Company is not required to obtain a Secretarial Audit Report under the provisions of the Act.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION UNDER SECTION 178 (3):

The Company being a private Company is not required to constitute Nomination and Remuneration Committee under the provisions of the Companies Act, 2013.

The requirement to formulate a policy under Section 178(3) of the Companies Act, 2013 is not applicable to the Company.

DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY:

Risk is an inherent aspect of business, especially in a dynamic economic scenario. The Company's risk management philosophy is to ensure that the Company has an effective risk management system in place comprising strategies, processes and reporting procedures necessary to continuously identify, measure, monitor, manage and report risks to which the Company is or could be exposed to as well as their interdependencies.

Pursuant to section 134 (3) (n) of the Companies Act, 2013, the Company has Risk Management Policy to identify the elements of risk, if any which in the opinion of Board may threaten the existence of the Company.

During the financial year under review the Board of Directors did not come across any potential risks which may threaten the existence of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that year;
- c. the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing frauds and other irregularities;
- d. the Directors had prepared the annual accounts on a going concern basis;
- e. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ADEQUACY OF INTERNAL FINANCIAL CONTROL:

The Company has internal financial control system in place which is commensurate with its size and nature of business to ensure efficiency of operations, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and

completeness of the accounting records and timely preparation and reporting of reliable financial information.

DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:

There are no significant material orders passed by the Regulators / Courts / Tribunal which would impact the going concern status of the Company and its future operations. Hence, disclosure pursuant to Rule 8 (5) (vii) of Companies (Accounts) Rules, 2014 is not required.

PARTICULARS OF EMPLOYEES:

There were no such employees of the Company for which the information required to be disclosed pursuant to Section 197 (12) read with Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

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

The Company has formed Internal Complaints Committee and Sexual Harassment Policy in accordance with the provisions of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013". Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

We would like to further add that the Company provides a conducive work environment in terms of sexual harassment for the women employees and has sufficient checks to provide protection against sexual harassment of women at workplace.

Details of Sexual Harassment cases are following:

Sr. No.	Particulars	Details
1.	Number of Sexual Harassment Complaints received	Nil
2.	Number of Sexual Harassment Complaints disposed off	Nil
3.	Number of Sexual Harassment Complaints pending beyond 90 days.	Nil

HUMAN RESOURCES:

The Company considers its employees as most important resources and asset. The Company follows a policy of building strong teams of talented professionals. The Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset. The Company ensures that safe working conditions are provided in the offices of the Company.

The Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company. The overall industrial relations in the Company have been cordial.

Following is details of number of employees in Company as on closure of financial year:

Sr. No.	Category	Number of Employees
1.	Male	135
2.	Female	7
3.	Transgender	0

MATERNITY BENEFIT ACT:

The Company is committed to ensuring a safe, inclusive, and supportive work environment for all employees. The Company has complied with the provisions of the Maternity Benefit Act, 1961, and extends all benefits and protections under the Act to eligible employees. Adequate internal policies and procedures are in place to uphold the rights and welfare of women employees in accordance with the applicable laws.

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

There is no application made or any Proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 during the financial year.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM BANKS OR FINANCIAL INSTITUTIONS WITH THE REASON THERE OF.

There are no instances of one-time settlement during the financial year.

COMPLIANCES:

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA).

To best of knowledge and information available to the Directors, the Company has complied with all the applicable provisions of the Companies Act, 1956 (to the extent applicable), Companies Act, 2013, Foreign Exchange Management Act, 1999, Income Tax Act, 1961, Finance Act, 1994, all the Labour Laws and other applicable laws, rules/regulations/guidelines issued by the Regulatory Authorities from time to time.

ACKNOWLEDGEMENTS:

The Directors would like to place on record and express their sincere thanks for the assistance and co-operation received from our bankers, employees, auditors and consultants during the financial year under review. The Directors sincerely appreciate the high degree of professionalism, commitment and dedication displayed by employees all levels. The Directors also place on records their gratitude to the members for their continued support and confidence.

**FOR AND ON BEHALF OF THE BOARD,
KATALINE LIMITED**


AMIT ARVIND THATTE
MANAGING DIRECTOR
DIN: 01525877


KETAKI ARVIND THATE
WHOLE-TIME DIRECTOR
DIN: 01525878

Date: NAGPUR
Place: 26.08.2025

("Annexure-A")**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sr	Particulars		
1	Certificate of Incorporation	Australian Company Number 684 460 919	
2	Name of the Subsidiary	KATALINE AUSTRALIA PTY LTD	
3	The date since when subsidiary was acquired	13.02.2025	
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	
5	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	\$AUD	
6	Share Capital	AUD	AUD 100
7	Reserves and surplus	AUD	-
8	Total assets	AUD	-
9	Total liabilities	AUD	-
10	Investments	AUD	-
11	Turnover / Revenue	AUD	-
12	Profit before taxation	AUD	-
13	Provision for taxation	AUD	-
14	Profit/(-)loss after taxation	AUD	-
15	Proposed Dividend	-	
16	Extent of Shareholding (in percentage)	100%	

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Name of Associates/Joint Ventures	Name1
1.	Latest audited Balance Sheet Date	NA
2.	Date on which the Associate or Joint Venture was associated or acquired	NA
3.	Shares of Associate or Joint Ventures held by the company on the year end	NA
	No.	NA
	Amount of Investment in Associates or Joint Venture	NA
	Extent of Holding (%)	NA
4.	Description of how there is significant influence	NA
5.	Reason why the associate / joint venture is not consolidated	NA
6.	Net worth attributable to shareholding as per latest audited Balance Sheet	NA
7.	Profit or Loss for the year	NA
i.	Considered in Consolidation	NA
ii.	Not Considered in Consolidation	NA

Number of Associates or Joint Ventures which are yet to commence operations.

CIN	NA
Names of Associates and Joint Ventures which are yet to commence operations	NA

Number of Associates or Joint Ventures which have been liquidated or have ceased to be Associates or Joint Venture during the year.

CIN	NA
Names of Associates and Joint Ventures	NA

**FOR AND ON BEHALF OF THE BOARD,
KATALINE LIMITED**

AMIT ARVIND THATTE
MANAGING DIRECTOR
DIN: 01525877

KETAKI ARVIND THATE
WHOLE-TIME DIRECTOR
DIN: 01525878

("Annexure - B")**Form No. AOC-2**

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

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 proviso thereto.

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

a.	Name(s) of the related party and nature of relationship	--
b.	Nature of contracts / arrangements / transactions	--
c.	duration of the contracts / arrangements / transactions	--
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	--
e.	Justification for entering into such contracts or arrangements or transactions	--
f.	date(s) of approval by the Board	--
g.	Amount paid as advances, if any:	--
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	--
i.	SRN of MGT-14	--

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

a.	Name(s) of the related party and nature of relationship	--
b.	Nature of contracts/arrangements/transactions	--
c.	duration of the contracts / arrangements/transactions	--
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	--
e.	Justification for entering into such contracts or arrangements or transactions	--

f.	date(s) of approval by the Board	--
g.	Amount paid as advances, if any:	--
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	--

**FOR AND ON BEHALF OF THE BOARD,
KATALINE LIMITED**



AMIT ARVIND THATTE
MANAGING DIRECTOR
DIN: 01525877



KETAKI ARVIND THATE
WHOLE-TIME DIRECTOR
DIN: 01525878

("Annexure-C")**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES****1. A brief outline of the Company's CSR policy:**

The Board of Directors has developed and implemented its Corporate Social Responsibility (CSR) Policy in Board Meeting of the Company.

2. Composition of CSR Committee:

Sr. No.	Name of the member	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Amit Arvind Thatte	Chairman	1	1
2.	Ketaki Amit Thatte	Member	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

Not Applicable

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

www.katalineindia.com

5.(a) Average net profit of the Company as per section 135(5) for last three financial years: Rs. 1982.40 lakhs

(b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs.39.65 Lakhs

(c) Surplus arising out of the CSR projects or program's or activities of the previous financial years: NIL

(d) Amount required to be set off for the financial year, if any: NIL

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: NIL

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

Details of CSR amount spent on ongoing projects during the financial year 2023-24 as follows: Nil

DETAILS OF CSR AMOUNT SPENT AGAINST ONGOING PROJECTS FOR THE FINANCIAL YEAR 2024-25:

1	2	3	4	5		6	7	8	9	10	11	
Sr No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the Project		Project Duration (Months)	Amount allocated for the project (₹ In Lakhs)	Amount spent in the current financial Year (₹ In Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (INR)	Mode of Implementation-Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration No.
1.	-	-	-	-	-	-	-	-	-	-	-	-

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Nil

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: 16.00 Lakh

(e) CSR amount spent or ~~unspent~~ for the financial year: Rs. 16.00 Lakh

Total Amount Spent for the Financial Year	Amount Unspent (₹ In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
16.00	Nil	Nil	Nil	Nil	Nil

(f) Excess amount for set off, if any

Sr. No.	Particular	Amount (₹ In Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	Not Applicable
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

7. Details of Unspent CSR amount for the preceding three financial years: Nil

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (₹ In Lakhs)
				Name of the Fund	(₹ In Lakhs)	Date of transfer.	
1.	2023-24	--	1.00	--	--	--	28.55
2.	2022-23	--	2.36	--	--	--	16.66
3.	2021-22	--	20	--	--	--	--
Not Applicable							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Nil

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Nil

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Company was exploring suitable project in and around factory area.

FOR AND ON BEHALF OF THE BOARD,
KATALINE LIMITED


AMIT ARVIND THATTE
MANAGING DIRECTOR
DIN: 01525877


KETAKI ARVIND THATE
WHOLE-TIME DIRECTOR
DIN: 01525878

Date: NAGPUR
Place: 26.08.2025



Independent Auditor's Report

To,
The Members of
Kataline Limited
(Earlier known as Kataline Infra Products Private Limited,)
Plot No. 23, Nelco Housing Society,
Jaitala Road,
NAGPUR.

Report on the Audit of the Financial statements

Opinion

1. We have audited the accompanying financial statements of M/s. Kataline Limited (Earlier known as Kataline Infra Products Private Limited,) ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including other comprehensive income), the statement of changes in Equity and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for opinion

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

Key audit matters

4. 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 there on, and we do not provide a separate opinion on these matters.



Reporting of key audit matters as per SA701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Other matters:

5. The financial information for the year ended 31st March, 2024 and the transition date opening balance sheet as at 01st April, 2023 included in these financial statements, are based on the previously issued statutory financial statements prepared in accordance with Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report dated 05th September, 2024 and 19th July, 2023 respectively expressed an unmodified opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the company to the extent described in Note-3.1 Company information and significant accounting policies on transition to the Ind-AS, which have been audited by us. Our opinion is not modified in respect of these matters.

Information other than the financial statements and auditors' report thereon

6. The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, 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 during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

7. The Company's board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for 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.
8. In preparing the financial statements, 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



9. 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

10. 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.
11. As part of an audit in accordance with SAs, we exercise professional judgement 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statement 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 believe that the audit evidence obtained by us are sufficient and appropriate to provide a basis for our audit opinion on the financial statement.

12. 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.



13. 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.
14. 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

15. 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.
16. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow dealt with by this report are in agreement with the books of account;
 - (d) 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;
 - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us;



- a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer to Note No. 32 to the financial statement;
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- c. The company did not have any amount which was required to be transferred to the Investor Education and Protection Fund by the Company as at 31st March, 2025.
- 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 our notice that has caused us 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 and hence compliance with provision of section 123 of the Act is not applicable.
- f. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software.

For C. N. Patel & Co.
Chartered Accountants
Firm Registration No. 112552W

CA. Minind Patel
Partner

Membership No. 109974

UDIN: 25109974BMOFZO9387

Place: Nagpur

Date: 26/08/2025



Annexure “A” to the Independent Auditor’s Report*

(Referred to paragraph 1 under ‘Report on other legal and regulatory requirements’ section of our report to the members of Kataline Limited (earlier known as Kataline Infra Products Private Limited, of even date)

In terms of the information and explanations sought by us and given by the Company and the books of accounts and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

1. In respect of the Company’s property plant and equipment:
 - (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
B. The Company has maintained proper records showing full particulars of intangible assets.
 - (b) Some of the Property, Plant and Equipment, (Bearer plants, capital work-in-progress, investment properties and right-of-use assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion provides for physical verification of all the Property, Plant and Equipment, at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreement is duly executed in favor of the lessee) as disclosed in the financial statement are held in the name of the Company.

In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company.

- (d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

2. In respect of company’s stock:

- (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.



- (b) According to the information and explanations given to us, during any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets of the Company.

The Company records closing inventory in the books of account only at the year-end and not at the interim period ends. For the purpose of submission of returns/ statements with the banks or financial institutions, the Company prepares and maintains workings of value of closing inventory derived from separate records which is not integrated into financial records for respective interim periods. In absence of details for the interim period we are unable to comment on variances in the amount as reported to the bank. From the information made available to us for the quarter ended March-25, there is variation in the amount as mentioned below:

For the quarter ended	Sanctioned amount to which discrepancy relates	Nature of current asset	Nature of discrepancy	As per quarterly returns and statements	As per audited books of account	Difference	Remarks (Including subsequent rectification, if any)
March-25	8 Crore	Stock	Lower stock submitted to bank	19.04 Cr	26.62 Cr	7.58 Cr	Due to updation of records of stock there is variation

3.

- (a) The company has made investments in mutual funds and deposits with financial institutions. According to information and explanation given to us, the company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties during the year. Therefore, reporting under Clauses 3(iii), (iii)(a), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the order are not applicable to the company.

- (b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.

4. In our opinion and according to information and explanation given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph (iv) of the order is not applicable.
5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph (v) of the order is not applicable.
6. The Central Government has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the products/activities of the Company. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit)



Rules, 2014, as amended, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of such cost records with a view to determine their accuracy or completeness.

Further, we report that cost audit has been carried out by the cost auditor appointed under section 148 of the Companies Act, 2013, however, the company filed the cost audit report in Form CRA-4 for Financial Year 2023-24 with the Central Government with delay beyond the prescribed period under Rule 6(6) of the Companies (Cost Records and Audit) Rules, 2014.”.

7. In respect of statutory dues:

- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us, there are no dues outstanding in respect of Income-tax, VAT, Excise duty, Service tax, Custom duty, Goods and Service tax, Cess or/and any other material statutory dues wherever applicable, which have not been deposited on account of any dispute, except the following;

Name of the Statute	Nature of dues	Tax Amt. /(Deposit) (in Rs.)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax dues	21,49,732/-	2017-18	Assessing Officer
Income Tax Act, 1961	Income tax dues	1,18,663/-	2020-21	Assessing Officer
Income Tax Act, 1961	Income tax dues	3,741/-	2019-20	Assessing Officer
Income Tax Act, 1961	Income tax dues	68,250/-	2014-15	Assessing Officer
Income Tax Act, 1961	Income tax dues	33,540/-	2015-16	Assessing Officer
Income Tax Act, 1961	Income tax dues	65,19,702/-	2022-23	Assessing Officer
Income Tax Act, 1961	Income tax dues	1,80,610/-	2012-13	Assessing Officer
Income Tax Act, 1961	Income tax dues	68,800/-	2013-14	Assessing Officer
Income Tax Act, 1961	Income tax dues	400/-	2018-19	Assessing Officer
Income Tax Act, 1961	Income tax dues	80,334/-	2016-17	Assessing Officer

Amount shown as outstanding is including interest as per the assessment order.



8. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
9. In respect of borrowings:
- In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
 - The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
 - On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - The Company has not made any investment in or given any new loan or advances to any of its subsidiaries, associates or joint ventures during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.
 - The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.
- 10.
- The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
 - During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
11. In respect of Frauds:
- To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
 - To the best of our knowledge, 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.
 - 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).
12. The Company is not a Nidhi Company and accordingly, paragraph 3(xii) of the order is not



applicable to the Company.

13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. In our opinion, the Company is not required to have an internal audit system under section 138 of the Companies Act, 2013 and accordingly provisions of paragraph 3(xiv) are not applicable.
15. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
16. According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

17. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
18. There has been no resignation of the statutory auditors of the Company during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, (Asset Liability Maturity (ALM) pattern) other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. (xx) (a) According to the information and explanations given to us and based on our examination of records, in respect of amounts required to be spent by the Company under sub-section (5) of section 135 of the Companies Act, 2013, we report that the Company has not fully spent the required amount during the year on CSR activities other than for ongoing projects, and has not transferred the unspent amount of **₹36.16 Lakhs** relating to such activities to a Fund specified in Schedule VII within a period of six months of the expiry of the financial year, in compliance with the second proviso to sub-section (5) of section 135 of the Act..



(xx)(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 25(b) to the financial statements.

21. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For C. N. Patel & Co.
Chartered Accountants
Firm Registration No. 112552W


CA. Milind Patel
Partner

Membership No. 109974
UDIN: 25109974BMOFZO9387
Place: Nagpur
Date: 26/08/2025



Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of Kataline Limited (Earlier known as Kataline Infra Products Private Limited of even date)

Report on the internal financial controls over financial reporting under clause(i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Kataline Limited (Earlier known as Kataline Infra Products Private Limited) (“the Company”) as at March 31, 2025, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s responsibility for internal financial controls

The board of directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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, the safe guarding 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of internal financial controls over financial reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of internal financial controls over financial reporting

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

Opinion

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

For C. N. Patel & Co.
Chartered Accountants
Firm Registration No. 112552W


CA. Milind Patel
Partner

Membership No. 109974
UDIN: 25109974BMOFZO9387



Place: Nagpur
Date: 26/08/2025

Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Balance Sheet as at March 31, 2025
All amounts are ₹ in lakhs unless otherwise stated

Particulars	Note no.	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
ASSETS				
1) Non-current assets				
a) Property, Plant and Equipment	4	2,167.72	1,592.77	713.79
b) Capital Work in Progress	5	-	271.65	690.24
c) Intangible assets	4	68.26	-	-
d) Intangible assets under development	6	-	91.02	49.00
e) Financial assets				
i) Trade receivables	12	134.61	220.88	247.15
ii) Other financial assets	8	416.67	1,115.48	297.63
f) Deferred tax assets (net)	9	97.47	122.10	103.58
g) Other assets	10	-	-	12.43
Total non-current assets		2,884.73	3,413.90	2,113.82
2) Current Assets				
a) Inventories	11	2,662.39	980.50	1,266.99
b) Financial assets				
i) Investments	7	169.02	-	-
ii) Trade receivables	12	5,020.14	4,411.52	3,699.62
iii) Cash & cash equivalents	13	743.97	474.61	465.03
iv) Other financial assets	8	204.11	151.51	101.28
c) Other assets	10	286.51	270.25	105.74
Total current assets		9,086.14	6,288.39	5,638.66
Total assets		11,970.87	9,702.29	7,752.48
EQUITY & LIABILITIES				
Equity				
a) Equity share capital	14	2,740.50	94.50	94.50
b) Other equity	15	6,183.68	7,182.91	5,402.97
Total equity		8,924.18	7,277.41	5,497.47
Liabilities				
1) Non-current liabilities				
a) Provisions	16	110.05	82.63	65.34
Total non-current liabilities		110.05	82.63	65.34
2) Current liabilities				
a) Financial liabilities				
i) Borrowings	17	-	9.25	23.54
ii) Trade payables	18			
(a) Total outstanding dues of micro and small enterprises		532.29	-	-
(b) Total outstanding dues of creditors other than micro and small enterprises		1,862.39	1,479.28	1,692.07
iii) Other financial liabilities	19	30.89	85.09	69.81
b) Provisions	16	11.39	11.53	8.58
c) Current tax liabilities (net)	20	191.03	199.91	1.21
d) Other current liabilities	21	308.65	557.19	394.46
Total current liabilities		2,936.64	2,342.25	2,189.67
Total equity and liabilities		11,970.87	9,702.29	7,752.48
The accompanying material accounting policies and notes form an integral part of the Financial statement.	1-49			

In terms of our report attached of even date
For C. N. Patel & Co.
Chartered Accountants
(FRN- 112552W)

For and on behalf of Board of Directors of Kataline Limited


CA Milind Patel
Partner
(M. No.: 109974)
Nagpur - 26th August, 2025




Amit Arvind Thatte
Director
(DIN 1525877)
Nagpur - 26th August, 2025


Ketaki Amit Thatte
Director
(DIN 1525878)


Sanket Gunjekar
CFO


Milind Rao
CS



Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Statement of Profit and Loss for the year ended March 31, 2025
All amounts are ₹ in lakhs unless otherwise stated

Particulars		Note no.	For the year ended March 31, 2025	For the year ended March 31, 2024
I. Income				
Revenue From operations		22	15,893.21	15,627.91
Other income		23	61.10	191.47
III. Total Revenue (I+II)			15,954.31	15,819.38
IV. Expenditure				
(a) Cost of materials consumed		24	10,161.65	9,774.79
(b) Changes in inventories of finished goods, semi finished goods and stock-in-trade		25	(649.17)	79.08
(c) Employee benefit expense		26	1,433.36	1,302.29
(d) Finance costs		27	4.09	5.61
(e) Depreciation and amortisation expense		28	270.81	182.19
(f) Other expenses		29	2,513.77	2,072.89
Total expenditure			13,734.51	13,416.85
V. Profit before tax (III-IV)			2,219.80	2,402.53
VI. Tax expenses		30		
(a) Current tax			541.00	634.98
(b) Deferred tax charge / (credit)			26.50	(16.98)
Total tax expenses			567.50	618.00
VII. Profit after tax (V-VI)			1,652.30	1,784.53
VIII. Other comprehensive income / (loss)				
Items that will not be reclassified subsequently to profit or loss:				
i) Remeasurement of net defined benefit liability			(7.39)	(6.13)
ii) Income tax relating to above			1.86	1.54
Other comprehensive income for the year, net of tax			(5.53)	(4.59)
Total comprehensive income for the year (VII+VIII)			1,646.77	1,779.94
IX. Earning per share of face value of ₹ 10/- each		31		
Basic (in ₹)			6.03	6.51
Diluted (in ₹)			6.03	6.51
The accompanying material accounting policies and notes form an integral part of the Financial statement.		1-49		

In terms of our report attached of even date
For C. N. Patel & Co.
Chartered Accountants
(FRN- 112552W)

For and on behalf of Board of Directors of Kataline Limited


CA Milind Patel
Partner
(M. No.: 109974)
Nagpur - 26th August, 2025


Amit Arvind Thatte
Director
(DIN 1525877)
Nagpur - 26th August, 2025


Ketaki Amit Thatte
Director
(DIN 1525878)


Sanket Gunjekar
CFO




Milind Rao
CS

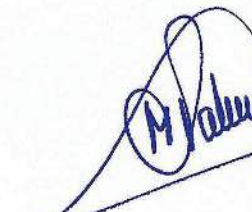
Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Statement of Cash Flow for the year ended March 31, 2025
All amounts are ₹ in lakhs unless otherwise stated

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flows from operating activities		
Profit before tax	2,219.80	2,402.53
Adjustments for:		
Depreciation and amortization expense	270.81	182.19
Sundry balances written off	18.98	47.97
Sundry credit balances written back	-	(94.05)
Finance cost	4.09	5.61
Foreign exchanges loss/(gain) net	74.92	-
Gratuity provision	19.88	14.11
Allowance for bad and doubtful debts	30.89	58.41
Allowance for bad and doubtful debts - Deposits	7.47	-
Interest income	(44.51)	(52.46)
Gain on fair valuation of mutual fund	(8.97)	-
Operating profit before working capital changes	2,593.36	2,564.31
Movements in working capital:		
Decrease/ (Increase) in trade receivables	(646.39)	(830.00)
Decrease/ (Increase) in other assets	(75.34)	1.84
Decrease/ (Increase) in other financial assets	6.86	(11.60)
(Increase)/ Decrease in inventories	(1,681.89)	286.49
(Decrease)/Increase in trade payables	924.49	(204.38)
(Decrease)/Increase in financial liabilities	5.83	2.65
(Decrease)/ Increase in other liabilities	(203.22)	108.33
(Decrease)/ Increase in provisions	0.01	6.13
Cash generated from operations	923.71	1,923.77
Income taxes paid	(549.88)	(436.28)
Net cash inflow / (outflow) from operating activities (A)	373.83	1,487.49
Cash flows from investing activities		
Purchase of property, plant and equipment including capital advances	(611.38)	(617.52)
Purchase of intangible assets	-	(42.02)
Interest income	94.39	13.83
(Investment in) / Proceeds from Mutual Fund	(160.05)	-
(Investment in) / Proceeds from bank deposits (net)	582.00	(817.85)
Net cash (outflow) / inflow from investing activities (B)	(95.04)	(1,463.56)
Cash flows from financing activities		
Expenses incurred on issue of equity shares	-	-
Loan repaid to Directors	(9.25)	(14.29)
Interest paid	(0.18)	(0.06)
Net cash (outflow) / inflow from financing activities (C)	(9.43)	(14.35)
Net (decrease) / increase in cash and cash equivalents (A+B+C)	269.36	9.58
Cash and cash equivalents at the beginning of the year	474.61	465.03
Cash and cash equivalents at the end of the year	743.97	474.61
Reconciliation of cash and cash equivalents as per the cash flow statement		
Cash and cash equivalents (Refer note 14)	743.97	474.61
Balance as per statement of cash flows	743.97	474.61

The accompanying material accounting policies and notes form an integral part of the Financial statement.

In terms of our report attached of even date
For C. N. Patel & Co.
Chartered Accountants
(FRN- 112552W)

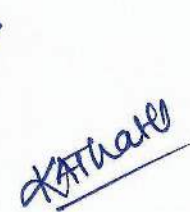
For and on behalf of Board of Directors of Kataline Limited




CA Milind Patel
Partner
(M. No.: 109974)
Nagpur - 26th August, 2025



Amit Arvind Thatte
Director
(DIN 1525877)
Nagpur - 26th August, 2025



Ketaki Amit Thatte
Director
(DIN 1525878)



Sanket Gunjekar
CFO




Milind Rao
CS

Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Statement of Changes in equity for the year ended March 31, 2025
All amounts are ₹ in lakhs unless otherwise stated

A) Equity share capital

For the period ended March 31, 2025				
Balance as at April 1, 2024	Changes in equity share capital due to prior period errors	Restated balance at April 1, 2024	Changes in equity share capital during the year	Balance as at March 31, 2025
94.50	-	94.50	2,646.00	2,740.50

For the year ended March 31, 2024				
Balance as at April 1, 2023	Changes in equity share capital due to prior period errors	Restated balance at April 1, 2023	Changes in equity share capital during the year	Balance as at March 31, 2024
94.50	-	94.50	-	94.50

B) Other equity

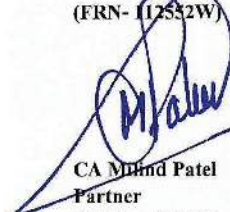
Particulars	Retained earnings	Other Comprehensive income	Total
Balance at April 1, 2023	5,404.34	(1.37)	5,402.97
Profit for the year	1,784.53	-	1,784.53
Remeasurement of net defined benefit liability (net of tax)	-	(4.59)	(4.59)
Total Comprehensive Income for the year	7,188.87	(5.96)	7,182.91
Balance as at March 31, 2024	7,188.87	(5.96)	7,182.91
Balance at April 1, 2024	7,188.87	(5.96)	7,182.91
Profit for the year	1,652.30	-	1,652.30
Less: Issue of bonus shares	(2,646.00)	-	(2,646.00)
Remeasurement of net defined benefit liability (net of tax)	-	(5.53)	(5.53)
Total Comprehensive Income for the period	6,195.17	(11.49)	6,183.68
Balance as at March 31, 2025	6,195.17	(11.49)	6,183.68

The accompanying material accounting policies and notes form an integral part of the Financial statement.

In terms of our report attached of even date
For C. N. Patel & Co.
Chartered Accountants
(FRN- 112552W)

For and on behalf of Board of Directors of Kataline Limited




CA Milind Patel
Partner
(M. No.: 109974)
Nagpur - 26th August, 2025




Amit Arvind Thatte
Director
(DIN 1525877)
Nagpur - 26th August, 2025


Ketaki Amit Thatte
Director
(DIN 1525878)


Sanket Gunjekar
CFO


Milind Rao
CS

Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

1. Corporate Information

Kataline Limited (Earlier known as Kataline Infra-Products Private Limited) ('The Company') was incorporated on June 19, 2008, with Company Identification No: U24222MH2008PLC183728. The registered office of the Company is located at Plot No. 23, Nelco Housing Society, Jaitala, Nagpur - 440022. The Company is engaged in the business of manufacturing of "Paint products" namely paints, varnishes and similar coating products.

2. Change in Legal Status of the Company

The Company changed its legal status from a Private Limited Company to a Public Limited Company. The name of the Company was changed from **Kataline Infra-Products Private Limited** to **Kataline Infra-Products Limited**, effective from 19/06/2025, pursuant to approval from the Registrar of Companies, Mumbai.

The Corporate Identification Number (CIN) of the Company has been changed from U24222MH2008PTC183728 to U24222MH2008PLC183728.

Further, the name of the Company was changed from **Kataline Infra-Products Limited** to **Kataline Limited**, effective from 01/08/2025, pursuant to approval from the Registrar of Companies, Mumbai.

3. Basis of preparation, measurement and material accounting policies

3.1. Basis of preparation

a) Statement of compliance

These Financial Statements as at and for the period ended March 31, 2025 have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

First-time Adoption of Indian Accounting Standards (Ind AS)

Upto the year ended March 31, 2024, the Company prepared its financial statements in accordance with the requirements of Indian GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006.

These financial statements, for the year ended 31 March 2025, are the first financial statements of the Company prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended. The Company has prepared its opening Ind AS Balance Sheet as at 1 April 2023 (the transition date) by applying Ind AS 101 – First-time Adoption of Indian Accounting Standards.

The transition to Ind AS has been carried out from the accounting principles generally accepted in India (previous GAAP) which includes the Accounting Standards notified under the Companies (Accounting



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

Standards) Rules, 2006.

Key exemptions availed under Ind AS 101:

- Property, Plant and Equipment: The Company has elected to measure its property, plant and equipment at the carrying amount under previous GAAP as its deemed cost at the date of transition.

Reconciliations:

As required by Ind AS 101, the reconciliations of equity as per previous GAAP to Ind AS and the reconciliations of profit and loss and cash flows for the comparative year ended 31 March 2024 are provided in Note 41 to the Financial statement.

Impact of Transition:

The transition to Ind AS has not materially affected the Company's financial position, performance, and cash flows. However, certain reclassifications and adjustments have been made in accordance with the Ind AS requirements.

b) Current versus non-current classification

The Company presents assets and liabilities in the Statement of Assets and Liabilities based on current/ non-current classification.

An asset is treated as current when it is:

- I. Expected to be realized or intended to be sold or consumed in a normal operating cycle.
- II. Held primarily for the purpose of trading.
- III. Expected to be realized within twelve months after the reporting period, or
- IV. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when:

- I. It is expected to be settled in normal operating cycle.
- II. It is held primarily for the purpose of trading
- III. It is due to be settled within twelve months after the reporting period, or
- IV. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Deferred tax assets and liabilities are classified as non-current assets and liabilities. Advance tax paid is classified as current assets.

c) Operating cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013. Based on the nature of services and the time taken between acquisition of assets for processing and their realization in cash and cash



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of the classification of assets and liabilities into current and non-current.

3.2. Basis of measurement

a) Basis of accounting

The Company maintains its accounts on an accrual basis following historical cost convention, except for certain assets and liabilities that are measured at fair value in accordance with Ind AS. Fair value measurements are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- I. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at a measurement date.
- II. Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and
- III. Level 3 inputs are unobservable inputs for the valuation of assets or liabilities.

Above levels of fair value hierarchy are applied consistently and generally, there are no transfers between the levels of the fair value hierarchy unless the circumstances change warranting such transfer.

Further information about the assumptions made in measuring fair values is included in the following notes:
- Financial instruments

b) Use of estimates and judgements

In preparing these Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively in the Statement of Profit and Loss in the year in which the estimates are revised and in any future periods affected.

The areas involving critical estimates or judgements are:

- i. Determination of useful lives of property, plant and equipment and intangibles
- ii. Impairment test of non-financial assets
- iii. Recognition of deferred tax assets
- iv. Recognition and measurement of provisions and contingencies
- v. Fair value of financial instruments
- vi. Impairment of financial assets
- vii. Measurement of defined benefit obligations



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

- viii. Revenue recognition
- ix. Provision for expected credit losses of trade receivable

3.3. Material accounting policies

a) Property, Plant and Equipment:

Recognition and measurement:

Items of property, plant and equipment, are measured at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes (after deducting trade discounts and rebates), any directly attributable costs of bringing the asset to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on derecognition of an item of property, plant and equipment is included in the Statement of Profit and Loss when the item is derecognized.

Subsequent expenditure:

Subsequent costs are included in the assets carrying amount or recognized as a separate asset, as appropriate only if it is probable that the future economic benefits associated with the item will flow to the Company and that the cost of the item can be reliably measured.

The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting year in which they are incurred.

Transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as of April 1, 2023 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Depreciation:

Depreciation on property, plant and equipment, is provided under the written down value method in the manner prescribed under Schedule II of the Act.

For certain items of Property, Plant and Equipment, the Company depreciates over estimated useful life which are different from the useful lives prescribed under Schedule II to the Companies Act, 2013 which is based upon technical assessment made by the technical expert and management estimate. The management



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. The estimated useful lives, residual values, and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis

Category of property, plant and equipment	Estimated useful life of property, plant and equipment (Years)
Factory Building	30 Years
Office equipment	05 Years
Furniture & fixtures	10 Years
Plant and Machinery	15 Years
Vehicles	8 Years
Computers	3 Years

Depreciation on property, plant and equipment which are added / disposed of during the year, is provided on pro-rata basis with reference to the date of addition / deletion.

Leasehold improvements are depreciated over the tenure of the lease term. Leasehold land is amortized over the period of lease. Buildings constructed on leasehold land are depreciated based on the useful life specified in Schedule II to the Companies Act, 2013, where the lease period of land is beyond the life of the building. In other cases, buildings constructed on leasehold land is amortized over the primary lease period of the land.

b) Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the end of the reporting period, is shown as capital work in progress.

Advances given towards acquisition of property, plant and equipment outstanding at end of each reporting period are disclosed as other non-current assets.

c) Intangible Assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. Internally generated intangibles, excluding eligible development costs are not capitalized and the related expenditure is reflected in the profit and loss in the period in which the expenditure is incurred.

Transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognized as of April 1, 2023 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Amortization:

Amortization is recognized on a Straight line depreciation basis over their estimated useful lives. The estimated useful life and amortization methods are reviewed at the end of each reporting period, with the



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

effect of any changes in estimate being accounted for on a prospective basis.
The estimated useful lives as mentioned below:

Category of property, plant and equipment	Estimated useful life (Years)
Software	4 Years

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

d) Intangible Assets under Development

Expenditure on intangible assets eligible for capitalization are carried as intangible assets under development where such assets are not yet ready for their intended use.

e) Impairment of non-financial assets:

At each reporting date, the Company reviews the carrying amounts of its property, plant and equipment, and intangible assets to determine whether there is any indication that those assets have suffered an Impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease and to the extent that the impairment loss is greater than the related revaluation surplus, the excess impairment loss is recognized in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss to the extent that it eliminates the impairment loss which has been recognized for the asset in prior years. Any increase in excess of this amount is treated as a revaluation increase.



f) Inventories:

Inventories are stated at the lower of cost and net realizable value. Cost comprises of all expenses that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the First In First Out method. Net realizable value represents the estimated selling price less all estimated costs to be incurred in marketing, selling and distribution.

g) Cash and cash equivalents:

Cash and cash equivalent in the Statement of Assets and Liabilities and Statement of Cash Flows comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

h) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts.

Financial assets

Initial recognition and measurement

Financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement:

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- Amortized cost,
- Fair value through profit or loss (FVTPL)
- Fair value through other comprehensive income (FVTOCI)

on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Amortized cost:

A financial instrument is measured at the Amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Financial assets - Equity Investment in subsidiaries, associates and joint venture:

The Company has accounted for its equity investment in subsidiaries, associates and joint venture at cost.



Kataline Limited

Earlier known as Kataline Infra-Products Private Limited

CIN: U24222MH2008PLC183728

Notes to the Financial Statements as at March 31, 2025

All amounts are ₹ in lacs unless otherwise stated

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (i.e., removed from the Company's statement of financial position) when:

- a) The rights to receive cash flows from the asset have expired, or
- b) The Company has transferred its rights to receive cash flow from the asset.

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 financial assets measured at Amortized cost and debt instruments measured at FVOCI.

Loss allowances on trade receivables are measured following the 'simplified approach' at an amount equal to the lifetime ECL at each reporting date. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analyzed. In respect of other financial assets, the loss allowance is measured at 12-month ECL only if there is no significant deterioration in the credit risk since initial recognition of the asset or asset is determined to have a low credit risk at the reporting date.

Financial liabilities

Initial recognition and measurement:

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

Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue.

Subsequent measurement:

Subsequent measurement is determined with reference to the classification of the respective financial liabilities.

Financial Liabilities at Fair Value through Profit or Loss (FVTPL):

A financial liability is classified as Fair Value through Profit or Loss (FVTPL) if it is classified as held-for trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognized in the Statement of Profit and Loss.

Financial Liabilities at Amortized cost:

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at Amortized cost using the effective interest rate ("EIR") method.

Amortized cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The Amortization done using the EIR method is included as finance costs in the Statement of Profit and Loss.



Financial Liabilities - Financial guarantee contracts:

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined and the amount recognized less cumulative amortization.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit or Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the Statement of Assets and Liabilities if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

i) Provisions, Contingent Liabilities, Contingent Assets and Commitments

A provision is recognized when the enterprise has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognized as finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognized till the realization of the income is virtually certain. However, the same are disclosed in the Financial Statements where an inflow of economic benefit is probable.

j) Warranty

Provision is estimated for expected warranty claim in respect of products sold during the year based on past experience regarding defective claim of products and cost of rectification or replacement. It is expected that most of this cost will be incurred over next 12 months which is as per warranty terms.



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

k) Revenue recognition

Sale of goods and Services

The Company derives revenues primarily from sale of Paint Products comprising of paint, varnish and other coating products.

The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when control of the product has been transferred to the customer, which is generally determined when title, ownership, risk of obsolescence and loss pass to the customer and the Company has the present right to payment, all of which occurs at a point in time upon shipment or delivery of the product.

The Company considers shipping and handling activities as costs to fulfil the promise to transfer the related products and the customer payments for shipping and handling costs are recorded as a component of revenue. In certain customer contracts, shipping and handling services are treated as a distinct separate performance obligation and the Company recognizes revenue for such services when the performance obligation is completed.

The Company considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

For incentives offered to customers, the Company makes estimates related to customer performance and sales volume to determine the total amounts earned and to be recorded as deductions. The estimate is made in such a manner, which ensures that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The actual amounts may differ from these estimates and are accounted for prospectively.

No element of significant financing is deemed present as the sales are made with a credit term, which is consistent with market practice.

Revenue from rendering of services is recognized over the time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Contract balances

Trade receivables:

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract liabilities:

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made. Contract liabilities are recognized as revenue when the Company performs under the contract.

Assets and liabilities arising from right to return

The Company has contracts with customers which entitles them the unconditional right to return certain



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

merchandise.

l) Other Income

Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

m) Borrowing costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are charged to Statement of Profit and Loss.

n) Foreign currency

Foreign currency transactions:

Foreign currency transactions are recorded on initial recognition in the functional currency using the exchange rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date.

Exchange differences arising on the settlement or translation of monetary items are recognized in Statement of Profit and Loss in the year in which they arise.

o) Employee Benefits

Short-term Employee benefits

Liabilities for wages and salaries, bonus and ex gratia including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short-term employee benefits and are recognized as an expense in the Statement of Profit and Loss as the related service is provided.

Certain employees of the Company are entitled to compensated absences as per applicable statutory provisions. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement.

A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-Employment Benefits

Defined Contribution Plans:



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

A defined contribution plan is a post-employment benefit plan under which a Company pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes contribution to provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Employee State Insurance. Contribution paid or payable in respect of defined contribution plan is recognized as an expense in the year in which services are rendered by the employee.

Defined Benefit Plans:

The Company's gratuity benefit scheme is a defined benefit plan. The liability is recognized in the Statement of Assets and Liabilities in respect of gratuity is the present value of the defined benefit/obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognized actuarial gain losses and past service costs. The defined benefit/obligation are calculated at balance sheet date by an independent actuary using the projected unit credit method.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income (OCI).

p) Taxation

Income tax expense /income comprises current tax expense /income and deferred tax expense /income. It is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income. In which case, the tax is also recognized directly in equity or other comprehensive income, respectively.

Current tax

Current tax comprises the expected tax payable or recoverable on the taxable profit or loss for the year and any adjustment to the tax payable or recoverable in respect of previous years. It is measured at the amount expected to be paid to (recovered from) the taxation authorities using the applicable tax rates and tax laws.

Current tax assets and liabilities are offset only if,

- the Company has a legally enforceable right to set off the recognized amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purpose and the amount considered for tax purpose.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized such reductions are reversed when it becomes probable that sufficient taxable profits will be available.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be recovered.



Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted by the end of the reporting year.

The measurement of deferred tax assets and liabilities reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

- the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

q) Earnings per share:

Basic earnings per share is computed using the net profit or loss for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- I. In the principal market for the asset or liability, or
- II. In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value



Kataline Limited
Earlier known as Kataline Infra-Products Private Limited
CIN: U24222MH2008PLC183728
Notes to the Financial Statements as at March 31, 2025
All amounts are ₹ in lacs unless otherwise stated

measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

s) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows for the year are classified by operating, investing and financing activities.

t) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

u) Corporate Social Responsibility (CSR)

CSR Expenditure as per provisions of section 135 of the Act read with rules issued thereunder, is charged to the statement of profit and loss as an expense.



4 Property, plant & equipment

Particulars	Land	Building & Sheds	Plant and Machinery	Furniture and Fixtures	Vehicles	Office equipment	Total
I. Cost/Deemed cost							
Balance as at April 1, 2023	33.02	295.33	298.32	11.20	63.48	12.44	713.79
Additions	111.39	373.98	437.25	51.88	73.49	13.18	1,061.17
Disposals, transfers and adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2024	144.41	669.31	735.57	63.08	136.97	25.62	1,774.96
Balance as at April 1, 2024	144.41	669.31	735.57	63.08	136.97	25.62	1,774.96
Additions	-	469.14	281.38	4.20	60.97	7.32	823.00
Disposals, transfers and adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2025	144.41	1,138.45	1,016.95	67.28	197.94	32.94	2,597.96
II. Accumulated depreciation							
Balance as at April 1, 2023	-	-	-	-	-	-	-
Depreciation expense for the year	-	45.97	96.73	5.16	27.59	6.74	182.19
Disposals, transfers and adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2024	-	45.97	96.73	5.16	27.59	6.74	182.19
Balance as at April 1, 2024	-	45.97	96.73	5.16	27.59	6.74	182.19
Depreciation expense for the year	-	60.92	123.74	14.84	41.76	6.79	248.05
Disposals, transfers and adjustments	-	-	-	-	-	-	-
Balance as at March 31, 2025	-	106.89	220.47	20.00	69.35	13.53	430.24
III. Net carrying amount (I-II)							
Balance as at March 31, 2025	144.41	1,031.56	796.48	47.28	128.59	19.41	2,167.72
Balance as at March 31, 2024	144.41	623.34	638.84	57.92	109.38	18.88	1,592.77

Intangible Assets:

Particulars	Software
I. Cost/Deemed cost	
Balance as at April 1, 2023	-
Additions	-
Disposals, transfers and adjustments	-
Balance as at March 31, 2024	-
Balance as at April 1, 2024	-
Additions	91.02
Disposals, transfers and adjustments	-
Balance as at March 31, 2025	91.02
II. Accumulated depreciation	
Balance as at April 1, 2023	-
Depreciation expense for the year	-
Disposals, transfers and adjustments	-
Balance as at March 31, 2024	-
Balance as at April 1, 2024	-
Depreciation expense for the year	22.76
Disposals, transfers and adjustments	-
Balance as at March 31, 2025	22.76
III. Net carrying amount (I-II)	
Balance as at March 31, 2025	68.26
Balance as at March 31, 2024	-

- 4.1 The Company has not revalued its property, plant and equipment and intangible assets as on each reporting period and therefore Schedule III disclosure requirements with respect to fair value details is not applicable.
- 4.2 The title deeds of immovable properties (other than properties where the Company is a lessee and the lease arrangement are duly executed in the favour of the lessee) are held in the name of the Company.
- 4.3 Refer note 3.3 (a) for first time adoption options availed by the Company on the transition to Ind AS.

5 Capital work-in-progress

Particulars	Factory Building	Furniture & Fixtures	Plant and Machinery	Total
I. Cost/Deemed cost				
Balance as at April 1, 2023	278.11	35.76	376.37	690.24
Additions	-	-	-	-
Transfers	(34.03)	(35.76)	(348.80)	(418.59)
Balance as at March 31, 2024	244.08	-	27.57	271.65
Balance as at April 1, 2024	244.08	-	27.57	271.65
Additions	156.61	-	-	156.61
Transfers	(400.69)	-	(27.57)	(428.26)
Balance as at March 31, 2025	-	-	-	-



5.1 CWIP ageing schedule is as below:

There are no capital work in progress as at March 31, 2025, hence ageing is not provided.

As at March 31, 2024

Particulars	Amount in Capital-work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
- Plant and machinery	-	27.57	-	-	27.57
- Factory Building	-	244.08	-	-	244.08

As at April 1, 2023

Particulars	Amount in Capital-work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
- Plant and machinery	376.37	-	-	-	376.37
- Factory Building	278.11	-	-	-	278.11
- Furniture & Fixtures	35.76	-	-	-	35.76

5.2 There are no projects as on each reporting year where activity had been suspended. Also there are no projects as on the reporting year which has exceeded cost as compared to its original plan or where completion is overdue.

6 Intangible assets under development

Particulars	Computer Software	Total
I. Cost/Deemed cost		
Balance as at April 1, 2023	49.00	49.00
Additions	42.02	42.02
Disposals, transfers and adjustments	-	-
Balance as at March 31, 2024	91.02	91.02
Balance as at April 1, 2024	91.02	91.02
Additions	-	-
Disposals, transfers and adjustments	(91.02)	(91.02)
Balance as at March 31, 2025	-	-

6.1 Intangible assets under development ageing schedule is as below:

There are no intangible assets under development as at March 31, 2025, hence no ageing is provided

As at March 31, 2024

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
Software development and implementation	42.02	49.00	-	-	91.02
Projects temporarily suspended	-	-	-	-	-

As at April 1, 2023

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
Software development and implementation	49.00	-	-	-	49.00
Projects temporarily suspended	-	-	-	-	-

6.2 There are no projects as on each reporting date which have exceeded cost as compared to its original plan or where completion is overdue.



Kataline Limited

(Formerly known as Kataline Infra-Products Private Limited)

CIN: U24222MH2008PLC183728

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

All amounts are ₹ in lakhs unless otherwise stated

7 Investments

Particulars	As as March 31, 2025		As as March 31, 2024		As at April 01, 2023	
	Qty.	Amount	Qty.	Amount	Qty.	Amount
Current						
Quoted investments						
Investments in mutual funds						
Measured at fair value through profit and loss account						
Invesco India Arbitrage Fund-Growth	1,78,990.86	56.22	-	-	-	-
Kotak Equity Arbitrage Fund Regular-Growth	1,52,513.76	56.25	-	-	-	-
ICICI Prudential Savings Fund-Growth	10,617.74	56.54	-	-	-	-
Total current investments		169.02		-		-
Total investments		169.02		-		-

7.1 Aggregate amount of investments and market value thereof:

Particulars	As as March 31, 2025	As as March 31, 2024	As at April 01, 2023
Aggregate carrying value of unquoted investments	-	-	-
Aggregate amount of market value of unquoted investments	-	-	-
Aggregate carrying value of quoted investments	169.02	-	-
Aggregate amount of market value of quoted investments	169.02	-	-
Aggregate amount of impairment in value of investments	-	-	-

8 Other financial assets

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Non-current - unsecured, considered good unless otherwise stated			
Deposits with bank			
- Long term deposits with banks with remaining maturity period more than 12 months (Refer note 8.1)	400.84	1,099.54	281.69
Security deposits	15.83	15.94	15.94
Total	416.67	1,115.48	297.63
Current - unsecured, considered good unless otherwise stated			
Deposits with bank			
- Short term deposits with banks with remaining maturity period less than 12 months (Refer note 8.1)	117.70	1.00	1.00
Security deposits	73.90	88.12	76.52
Interest accrued	12.51	62.39	23.76
Total	204.11	151.51	101.28
Current - unsecured, considered doubtful			
Security deposits	7.47	-	-
Less: Provision for doubtful deposits	(7.47)	-	-
Total	-	-	-
Total	204.11	151.51	101.28

8.1 Deposits with bank (current and non-current) as on March 31, 2025:Rs. 141.94 Lakhs (as on March 31, 2024:Rs. 298.82 Lakhs ; as on April 1, 2023:Rs.280.98 Lakhs)represent fixed deposits liened against Bank Gaurantee.

9 Deferred tax asset (net)
9.1 Deferred tax assets/(liabilities) in relation to the year ended March 31, 2025

Particulars	Opening Balance as on April 1, 2024	Recognised in Profit or loss (expense)/ credit	Recognised in Other comprehensive income	Recognised directly in Equity	Closing balance as on March 31, 2025
Property, plant and equipment	2.69	(41.25)	-	-	(38.56)
Provision for Gratuity	23.70	5.00	1.86	-	30.56
Disallowances under section 43B of Income Tax Act, 1961	-	4.23	-	-	4.23
Fair value gain on Investments	-	(2.26)	-	-	(2.26)
Expected credit allowances	95.71	7.77	-	-	103.49
Total	122.10	(26.50)	1.86	-	97.47



9.2 Deferred tax assets/(liabilities) in relation to the year ended March 31, 2024

Particulars	Opening Balance as on April 1, 2023	Recognised in Profit or loss (expense)/ credit	Recognised in Other comprehensive income	Recognised directly in Equity	Closing balance as on March 31, 2024
Property, plant and equipment	3.96	(1.27)	-	-	2.69
Provision for Gratuity	18.61	3.55	1.54	-	23.70
Disallowances under section 43B of Income Tax Act, 1961	-	-	-	-	-
Fair value gain on Investments	-	-	-	-	-
Expected credit allowances	81.01	14.70	-	-	95.71
Total	103.58	16.98	1.54	-	122.10

10 Other assets

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Non-current - Unsecured, considered good unless otherwise stated			
Capital advances	-	-	12.43
Total	-	-	12.43
Current - Unsecured, considered good unless otherwise stated			
Advances to suppliers & employees	182.09	241.17	74.82
Balances with government authorities (other than income taxes)	15.85	15.85	19.82
Prepaid expenses	88.57	13.23	11.10
Total	286.51	270.25	105.74

11 Inventories

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
At lower of cost or net realisable value			
Raw materials	1,735.76	703.04	910.45
Finished goods	408.18	277.46	356.54
Project WIP	518.45	-	-
Total	2,662.39	980.50	1,266.99

11.1 The cost of inventories recognised as an expense during the year was ₹ 9512.48 lakhs (PY ₹ 9853.87 lakhs). The Company has no write-down of inventory to net realisable value as at March 31, 2025, March 31, 2024 and April 01, 2023.

11.2 The mode of valuation of inventories has been stated in note 3.3 (g).

12 Trade receivables

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Non Current			
Trade receivables			
Unsecured, considered good	134.61	220.88	247.15
Unsecured, credit Impaired	18.69	26.48	22.90
	153.30	247.36	270.05
Less: Expected credit loss allowance	(18.69)	(26.48)	(22.90)
Total	134.61	220.88	247.15
Current			
Trade receivables			
Unsecured, considered good	5,020.14	4,411.52	3,699.62
Unsecured, credit Impaired	392.50	353.82	298.99
	5,412.64	4,765.34	3,998.61
Less: Expected credit loss allowance	(392.50)	(353.82)	(298.99)
Total	5,020.14	4,411.52	3,699.62

12.1 Amount receivable from Associate concern
Kataline Construction Technologies Private Limited 239.14 239.14 246.66

12.2 The average credit period on sales of goods is 90 days.

12.3 The Company has used a practical expedient for computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix.



Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Notes to the Financial statements for the financial year ended 31st March 2025
All amounts are ₹ in lakhs unless otherwise stated

12.4 Movement in the expected credit loss allowance

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance at beginning of the year	380.30	321.89	290.57
Movement in expected credit loss allowance	30.89	58.41	31.32
Balance at end of the year	411.19	380.30	321.89

12.5 Trade receivables from related parties are disclosed separately under note 35.

12.6 Trade receivables with carrying value of ₹ 5,154.75 lakhs (for the year ended March 31, 2024; ₹ 4,632.40 lakhs; April 01, 2023; ₹ 3,946.77 lacs) are hypothecated against cash credit facilities availed by the Company amounting to ₹ 800 lakhs.

12.7 Ageing of receivables

As on March 31, 2025

Particulars	Not due	Outstanding for following periods from due date of invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed							
- considered good	-	4,573.30	139.34	158.36	67.33	216.42	5,154.75
- credit impaired	-	240.16	7.33	14.51	11.88	137.31	411.19
Disputed							
- considered good	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
	-	4,813.46	146.67	172.87	79.21	353.73	5,565.94
Less: Allowance for doubtful debts	-	(240.16)	(7.33)	(14.51)	(11.88)	(137.31)	(411.19)
Total	-	4,573.30	139.34	158.36	67.33	216.42	5,154.75

As on March 31, 2024

Particulars	Not due	Outstanding for following periods from due date of invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed							
- considered good	-	4,073.03	62.94	186.02	100.28	210.13	4,632.40
- credit impaired	-	212.40	2.68	16.80	17.70	130.72	380.30
Disputed							
- considered good	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
	-	4,285.43	65.62	202.82	117.97	340.85	5,012.70
Less: Allowance for doubtful debts	-	(212.40)	(2.68)	(16.80)	(17.70)	(130.72)	(380.30)
Total	-	4,073.03	62.94	186.02	100.28	210.13	4,632.40

As on April 1, 2023

Particulars	Not due	Outstanding for following periods from due date of invoice					Total
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed							
- considered good	-	3,293.52	207.68	184.67	75.98	184.93	3,946.77
- credit impaired	-	171.53	8.62	15.05	13.41	113.29	321.89
Disputed							
- considered good	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
	-	3,465.05	216.30	199.72	89.39	298.22	4,268.66
Less: Allowance for doubtful debts	-	(171.53)	(8.62)	(15.05)	(13.41)	(113.29)	(321.89)
Total	-	3,293.52	207.68	184.67	75.98	184.93	3,946.77

12.8 There are no unbilled trade receivables, hence the same are not disclosed in the ageing schedule.

13 Cash and cash equivalents

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Cash on hand	11.69	6.64	37.04
Balances with banks			
- In current accounts	53.40	322.60	16.64
- In CC accounts (refer note 17.1 (A))	678.88	145.37	394.30
- In EEFC accounts	-	-	17.05
Total	743.97	474.61	465.03



13.1 Details of non cash transactions from financing activities

- (a) During the financial year 2024-25, the Company has sub-divided its equity shares of face value ₹100 each into equity shares of face value ₹10 each, in accordance with the resolution passed by the shareholders at the Extraordinary General Meeting held on 22/10/2024. Accordingly, each equity share of ₹100 has been split into 10 equity shares of ₹10 each.
- (b) During the financial year 2024-25, the Company has issued bonus shares in the ratio 1:28 i.e., 28 bonus equity share(s) for every 1 existing equity share(s) held by capitalising ₹ 2646.00 Lakhs from the Retained Earnings. The bonus issue was approved by the shareholders in the Extraordinary General Meeting held on 20.03.2025, and the allotment of bonus shares was made on 24.03.2025.

14 Equity share capital

Particulars	As at March 31, 2025		As at March 31, 2024		As at April 1, 2023	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised capital						
Equity Shares of ₹ 10/- (Previous year Rs. 100/-) each	3,75,00,000	3,750.00	3,50,000	350.00	3,50,000	350.00
	3,75,00,000	3,750.00	3,50,000	350.00	3,50,000	350.00
Issued, subscribed and fully paid up						
Equity Shares of ₹ 10/- (Previous year Rs. 100/-) each	2,74,05,000	2,740.50	94,500	94.50	94,500	94.50
	2,74,05,000	2,740.50	94,500	94.50	94,500	94.50

14.1 (a) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares with face value of ₹ 10 each. Each shareholder has a voting right in proportion to his holding of the paid-up equity share capital of the Company. Where dividend is proposed by the board of directors, it is subject to the approval of the shareholders in the annual general meeting (AGM).

(b) Sub-division of shares

During the financial year 2024-25, the Company has sub-divided its equity shares of face value ₹100 each into equity shares of face value ₹10 each, in accordance with the resolution passed by the shareholders at the Extraordinary General Meeting held on 22/10/2024. Accordingly, each equity share of ₹100 has been split into 10 equity shares of ₹10 each.

The number of equity shares increased from 94,500 to 9,45,000 while the aggregate share capital remained unchanged at ₹94.50 Lakhs.

Consequently, the comparative figures for the number of shares, earnings per share (EPS), and other relevant disclosures for previous periods have been restated to reflect the effect of the share split.

(c) Issue of Bonus Shares

During the financial year 2024-25, the Company has issued bonus shares in the ratio 1:28 i.e., 28 bonus equity share(s) for every 1 existing equity share(s) held by capitalising ₹ 2646.00 Lakhs from the Retained Earnings.

The bonus issue was approved by the shareholders in the Extraordinary General Meeting held on 20.03.2025, and the allotment of bonus shares was made on 24.03.2025.

The number of equity shares increased from 9,45,000 to 2,74,05,000, and accordingly, the basic and diluted earnings per share (EPS) for the previous period(s) presented have been adjusted to reflect the effect of the bonus issue in accordance with Ind AS 33 — Earnings per Share.

14.2 Authorised share capital

(a) The Authorised Share Capital of the Company was increased to ₹ 35,00,00,000/-, divided into 35,00,000 equity shares of ₹ 100/- each in the extra ordinary general meeting of the members held on October 22, 2024.

(b) The Authorised Share Capital of the Company was further increased to ₹ 37,50,00,000/-, divided into 3,75,00,000 equity shares of ₹ 10/- each in the extra ordinary general meeting of the members held on March 20, 2025.

14.3 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2025		As at March 31, 2024		As at April 1, 2023	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the relevant year	94,500	94.50	94,500	94.50	94,500	94.50
Add: Sub-division of shares on 22nd October, 2024	8,50,500	-	-	-	-	-
Add: Issue of Bonus shares on 24th March, 2025	2,64,60,000	2,646.00				
At the end of the year	2,74,05,000	2,740.50	94,500	94.50	94,500	94.50



14.4 Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at March 31, 2025		% Change during the year	As at March 31, 2024		% Change during the year	As at April 1, 2023
	Number of shares held	% holding in that class of shares		Number of shares held	% holding in that class of shares		
Mr. Amit Arvind Thatte	2,37,80,000	86.77%	0.00%	82,500	86.77%	0.00%	82,500
Mrs. Ketaki Amit Thatte	36,25,000	13.23%	0.00%	12,500	13.23%	0.00%	12,500

14.5 Details of Change in % holding of the Promoters

Promoter Name	As at March 31, 2025		% Change during the year	As at March 31, 2024		% Change during the year
	Number of shares held	% of total shares		Number of shares held	% of total shares	
Mr. Amit Arvind Thatte	2,37,80,000	86.77%	0.00%	82,500	86.77%	0.00%
Mrs. Ketaki Amit Thatte	36,25,000	13.23%	0.00%	12,500	13.23%	0.00%

14.6 During the period of five years immediately preceeding the date as at which the Balance Sheet is prepared:

- No class of shares were allotted as fully paid up pursuant to contract without payment being received in cash.

14.7 There are no calls unpaid.

14.8 There are no forfeited shares.

15 Other equity

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Retained earnings	6,195.17	7,188.87	5,404.34
Remeasurement of defined benefit plan	(11.49)	(5.96)	(1.37)
Total	6,183.68	7,182.91	5,402.97

15.1 Retained earnings

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at beginning of the year	7,188.87	5,404.34
Add: Profit for the year	1,652.30	1,784.53
Less: Issue of bonus shares	(2,646.00)	-
Balance at end of the year	6,195.17	7,188.87

Retained earnings are the profits that the Company has earned till date less any transfers to General Reserve, dividends or other distributions to shareholders. Retained earnings is a free reserve available to the Company.

15.2 Remeasurement of defined benefit plan

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at beginning of the year	(5.96)	(1.37)
Remeasurement of defined benefit obligation	(7.39)	(6.13)
Income tax on above	1.86	1.54
Balance at end of the year	(11.49)	(5.96)

Includes re-measurement (loss)/gain on defined benefit plans, net of taxes that will not be reclassified to statement of profit and loss.

16 Provisions

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Non-current			
Provision for employee benefits			
- Gratuity (Refer note 34)	110.05	82.63	65.34
Total	110.05	82.63	65.34
Current			
Provision for employee benefits			
- Gratuity (Refer note 34)	11.39	11.53	8.58
Total	11.39	11.53	8.58



17 Borrowings

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Current borrowings			
Unsecured: at amortised cost			
Loans from related parties (refer note 17.2)	-	9.25	23.54
Total	-	9.25	23.54

17.1 Summary of borrowing arrangements

(A) Cash Credit

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
State Bank of India	(678.88)	(145.37)	(394.30)
Rate of interest: 9.25% p.a			
Terms of repayment:			
Security:			
1. Hypothecation of stock less sundry creditors and of debtors			
2. First and exclusive charge on following:			
a) Equitable/Legal Mortgage charge on Residential/Commercial Building at Plot No 23, Layout of Nelco Gruh Nirman Sahkari Sanstha, Corp. House No. 1993/23, Kh. No 63 to 69 & 71, CS. No. 1130/23, Mouza Parsodi, Tq. & Dist. Nagpur owned by Mr. Amit Thatte and Mrs. Ketaki Thatte.			
b) Addl. Equitable/Legal Mortgage Charge on Cushion available on Factory Land & Building available at Survey No 25/2, Mouza Shirpur, Nagpur (Gramin)-Nagpur owned by Mr. Amit Thatte.			
c) Plot at Survey No 313/1, Near Ring Road, On Hingna-Kanholibara Road, Mouza Hingna, Dist Nagpur owned by Kataline Constructions and Technologies Private Limited & M/s Kataline Infraproducts Private Limited. Director - Mr. Amit Thatte			
3. Personal Guarantee of Mr. Amit Thatte and Ketaki Thatte and Corporate guarantee of M/s Kataline Construction Technologies Pvt Ltd.			

The Company has been sanctioned working capital limits from banks on the basis of security of current assets. The quarterly returns/statements of current assets (including stock statements) filed by the Company with such banks are in agreement with the books of accounts of the Company.

17.2 Loans from related parties are interest free and repayable on demand.

17.3 Reconciliation of the borrowings outstanding at the beginning and end of the year

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Balance as at the beginning of the year	9.25	23.54
(a) Financing cash flows		
Loans taken	-	-
Loans repaid	(9.25)	(14.29)
Interest paid	(0.18)	(0.06)
Net financing cash flows	(9.43)	(14.35)
(b) Non-cash changes		
- Interest accruals on account of amortisation	0.18	0.06
Balance as at the end of the year	0.00	9.25

17.4 There were no defaults in repayment of borrowings during the current year and previous year.



Kataline Limited

(Formerly known as Kataline Infra-Products Private Limited)

CIN: U24222MH2008PLC183728

Notes to the Financial statements for the financial year ended 31st March 2025

All amounts are ₹ in lakhs unless otherwise stated

18 Trade payables

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
(a) Total outstanding dues of micro and small enterprises	532.29	-	-
(b) Total outstanding dues of creditors other than micro and small enterprises	1,862.39	1,479.28	1,692.07
Total	2,394.68	1,479.28	1,692.07

18.1 The average credit period on purchases is 45 days.

18.2 For explanations on the Company's liquidity risk management processes refer note 36.3.

18.3 Trade payables from related parties are disclosed separately under note 35.

18.4 Disclosures as required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

The amounts due to Micro and Small Enterprises as defined in the 'The Micro, Small and Medium Enterprises Development Act, 2006' has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
(a) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at period ended:	532.29	-	-
(b) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at period ended:	0.16	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the period	-	-	-
(c) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the period	-	-	-
(d) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the period	-	-	-
(e) Interest due and payable towards suppliers registered under MSMED Act, for payments already made	0.16	-	-
(f) Further interest remaining due and payable for earlier periods	-	-	-

18.5 Ageing of trade payables

As on March 31, 2025

Particulars	Accruals	Not due	Outstanding for following periods from due date of invoice				Total
			Less than 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed dues							
- MSME	-	-	526.92	5.37	-	-	532.29
- Others	-	-	1,860.94	1.45	-	-	1,862.39
Disputed dues							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
Total	-	-	2,387.86	6.82	-	-	2,394.68

As on March 31, 2024

Particulars	Accruals	Not due	Outstanding for following periods from due date of invoice				Total
			Less than 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed dues							
- MSME	-	-	-	-	-	-	-
- Others	-	-	1,475.23	-	4.05	-	1,479.28
Disputed dues							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
Total	-	-	1,475.23	-	4.05	-	1,479.28



Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Notes to the Financial statements for the financial year ended 31st March 2025
All amounts are ₹ in lakhs unless otherwise stated

As on April 1, 2023

Particulars	Accruals	Not due	Outstanding for following periods from due date of invoice				Total
			Less than 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed dues							
- MSME	-	-	-	-	-	-	-
- Others	-	-	1,553.12	59.50	79.45	-	1,692.07
Disputed dues							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
Total	-	-	1,553.12	59.50	79.45	-	1,692.07

19 Other financial liabilities

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Current			
Financial liabilities at amortised cost:			
Creditors for capital supplies/services	17.48	77.51	64.88
Security deposits payable	13.41	7.58	4.93
Total	30.89	85.09	69.81

19.1 Details of fair value of the liabilities carried at amortised cost is disclosed in note 37.

20 Current tax liabilities (net of advance tax)

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Income tax payable (net of advance tax)	191.03	199.91	1.21
Total	191.03	199.91	1.21

21 Other current liabilities

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Statutory remittances	136.48	335.79	215.78
Advance from customers	25.02	24.26	62.25
Expenses Payable	147.15	197.14	116.43
Total	308.65	557.19	394.46



22 Revenue from Operations

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sales of products	12,490.23	11,567.15
Sales of services	3,402.98	4,060.76
Total	15,893.21	15,627.91

22.1 The Company presently recognises its revenue from contract with customers for the transfer of goods at a point in time. This is consistent with the revenue information that is disclosed for each reportable segment under Ind AS 108.

External revenue by timing of revenue	For the year ended March 31, 2025	For the year ended March 31, 2024
Goods transferred at a point in time	12,490.23	11,567.15
Services transferred over a period of time	3,402.98	4,060.76
Total	15,893.21	15,627.91

22.2 Contract balances

Refer details of trade receivables in note 12 and contract liabilities (advance from customer) in note 21.

22.3 The Company receives payments from customers based upon contractual billing schedules. Accounts receivable are recorded when the right to consideration becomes unconditional.

22.4 Reconciliation of revenue recognised in the statement of profit and loss with the contracted price:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Contracted price with the customers	16,042.66	16,086.88
Reduction towards variables considerations (Discounts, rebates, refunds, credits, price concessions)	149.45	458.97
Revenue from contracts with customers (as per statement of profit and loss)	15,893.21	15,627.91

22.5 There are no performance obligations that are unsatisfied or partially unsatisfied during the year ended March 31, 2025, March 31, 2024 and April 01, 2023.

23 Other income

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income on financial assets measured at amortised cost		
- Bank deposits	44.51	52.46
	44.51	52.46
Interest income on financial assets measured at FUTPL		
- Gain on fair valuation of investment in mutual fund	8.97	-
	8.97	-
Other non-operating income		
- Other income	7.62	6.28
- Sundry balances written back	-	94.05
- Net gain on Foreign Exchange Fluctuation (net)	-	38.68
	7.62	139.01
Total	61.10	191.47



Kataline Limited

(Formerly known as Kataline Infra-Products Private Limited)

CIN: U24222MH2008PLC183728

Notes to the Financial statements for the financial year ended 31st March 2025

All amounts are ₹ in lakhs unless otherwise stated

24 Cost of materials consumed

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening stock	703.04	910.45
Add - Purchases	11,194.37	9,567.38
Less - Closing stock	(1,735.76)	(703.04)
Total	10,161.65	9,774.79

25 Changes in inventories of finished goods, semi finished goods and stock-in-trade

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening balance		
Finished goods	277.46	356.54
Project WIP	-	-
	277.46	356.54
Closing balance		
Finished goods	(408.18)	(277.46)
Project WIP	(518.45)	-
	(926.63)	(277.46)
Total	(649.17)	79.08

26 Employee benefit expense

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries and wages	1,396.93	1,272.29
Contributions to provident and other funds (Refer note 34)	10.24	12.75
Gratuity (Refer note 34)	19.88	14.11
Staff welfare expenses	6.31	3.14
Total	1,433.36	1,302.29

27 Finance cost

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest and finance charges on financial liabilities carried at amortised cost		
- Bank loan	0.18	0.06
Interest on delayed payment of taxes/others	3.91	5.55
Total	4.09	5.61

28 Depreciation and amortisation expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation of property, plant and equipment (Refer note 4)	248.05	182.19
Amortisation of intangible assets (Refer note 4)	22.76	-
Total	270.81	182.19



Kataline Limited

(Formerly known as Kataline Infra-Products Private Limited)

CIN: U24222MH2008PLC183728

Notes to the Financial statements for the financial year ended 31st March 2025

All amounts are ₹ in lakhs unless otherwise stated

29 Other Expenses

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Advertisement & Business Promotion Expenses	234.62	177.96
Allowance for doubtful debts	30.89	58.41
Allowance for doubtful deposit	7.47	-
Bank and other charges	13.90	11.61
Carriage outward	232.63	268.33
Consumption of stores and spares	-	1.58
Corporate social responsibility (Refer Note 29.2)	52.16	1.00
Electricity expenses	44.82	42.43
Factory expenses	236.06	229.20
Net loss on Foreign Exchange Fluctuation (net)	74.92	-
Insurance	29.01	31.80
Labour/jobwork charges	725.44	645.49
Legal & professional charges	164.26	47.99
Membership & subscription	56.26	1.80
Office expenses	20.93	7.16
Payment to auditors (Refer Note 29.1)	6.00	3.00
Postage & telegram expenses	5.51	4.00
Printing & stationery	10.17	5.10
Rates & taxes	8.43	7.55
Rent	20.21	23.92
Repairs & maintenance		
- Factory	104.92	86.80
Sales commission	85.08	52.91
Selling and distribution expenses	59.11	35.68
Sundry balances w/off	18.98	47.97
Telephone expenses	13.22	23.76
Travelling & conveyance	232.85	239.33
Testing Charges	13.05	17.51
Miscellaneous expenses	12.87	0.60
Total	2,513.77	2,072.89

29.1 Auditors remuneration and out-of-pocket expenses:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Audit fees		
- Statutory audit	6.00	3.00
- Tax audit	-	-
- Other matters	-	-
Total	6.00	3.00



29.2 Expenses on corporate social responsibility

No.	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
1	Amount required to be spent by the Company during the year (under Section 135 of the Companies Act, 2013) (Refer note (a) below)	52.16	29.55
2	Amount of expenditure incurred		
	(i) Construction/acquisition of any asset		
	(ii) On purposes other than (i) above	16.00	1.00
3	Amount not spent during the period/year (Refer note (b) below)		
	(i) Construction/acquisition of any asset	-	-
	(ii) On purposes other than (i) above	36.16	28.55
4	Shortfall at the end of the year	36.16	28.55
5	Amount required to be set-off for the financial year	-	-
6	Total of previous years shortfall	76.99	40.83
7	Reason for shortfall	The Company was exploring opportunities to contribute meaningfully to the social sector.	The Company was exploring opportunities to contribute meaningfully to the social sector.
8	Amount yet to be spent/paid	76.99	40.83
9	Details of Related party transactions	Nil	NA
10	Liability incurred by entering into contractual obligations	Nil	NA
11	Nature of CSR activities:	i) Children Education & health ii) Development of tribals iii) Protection of art & culture	i) Special Education

a. Details of (excess)/unspent amount spent under Section 135 of the Companies Act, 2013

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening balance	40.83	12.28
Amount required to be spent during the year	52.16	29.55
Amount spent during the year	(16.00)	(1.00)
Closing balance (Excess) / Unspent	76.99	40.83

30 Current Tax and Deferred Tax

30.1 Income Tax Expense recognised in statement of profit and loss

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax:		
In respect of current year	541.00	634.98
	541.00	634.98
Deferred Tax expense/ (credit)		
In respect of current year	26.50	(16.98)
	26.50	(16.98)
Total tax expense recognised in the reporting year	567.50	618.00

30.2 Income Tax recognised in other Comprehensive Income

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
i) Deferred tax		
Remeasurement gain/(loss) on defined benefit plans	1.86	1.54
Total	1.86	1.54



30.3 Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit before tax	2,219.80	2,402.53
Less: Income taxed at different tax rate	-	-
Profit before tax at normal rate	2,219.80	2,402.53
Tax rate	25.17%	25.17%
Income Tax using the Company's domestic Tax rate #	558.68	604.67
Effect of items that are not deductible in determining taxable profit	(17.20)	14.70
Effect of items that are deductible in determining taxable profit	26.50	-
Income tax related earlier year	-	-
Others	(0.47)	(1.37)
Income tax expense recognised in Statement of Profit or Loss	567.50	618.00

The tax rate used for the reconciliations above is the corporate tax rate plus surcharge (as applicable) on corporate tax, education cess and secondary and higher education cess on corporate tax, payable by corporate entities in India on taxable profits under Income Tax Act, 1961.

In pursuance of Section 115BAA of the Income Tax Act, 1961 announced by the Government of India through Taxation Laws (Amendment) Ordinance, 2019, the Company has opted for irrevocable option of shifting to lower tax rate w.e.f FY 21-22 i.e 25.17%.

30.4 The Company does not have any transaction which is not recorded in the books of account that has been surrendered or disclosed as income during any of the above periods/years in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

31 Earnings per Equity Share

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) Profit for the year	1,652.30	1,784.53
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic earnings per share (numbers)	2,74,05,000	94,500
(c) Effect of potential ordinary shares (numbers)	-	-
(d) Adjusted average number of ordinary shares in computing earnings per share [(b) + (c)]/2 (numbers)	2,74,05,000	94,500
(e) Earnings per share on Profit for the year (Face Value ₹ 10/- per share)		
– Basic [(a)/(b)] (₹)	6.03	1,888.39
– Diluted [(a)/(d)] (₹)	6.03	1,888.39
(f) Adjustment Factor=Old Number of Shares before Split/Bonus Divided by New Number of Shares after Split/Bonus	-	0.0034
(g) Recompute EPS for the previous year:	6.03	6.51

During the current year, the Company has undertaken a share split from face value of ₹100 to ₹10 per share and issued bonus shares in the ratio of 1:28. Accordingly, the number of shares outstanding has increased, and as required by Ind AS 33, the EPS for the previous year has been restated retrospectively.

32 Contingent liabilities and commitments

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
(i) Contingent Liabilities			
- Guarantees extended by the Company	349.92	302.06	247.46
- GST Liability	-	-	-
- Income Tax Liability	92.24	-	-
(ii) Commitments			
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	156.61	-

32.1 The Company did not expect any outflow of economic resources in respect of the above and therefore no provision was made in respect thereof.

33 Segment information

33.1 The chief operating decision maker examines the Company's performance as a single unit. The Company is principally engaged in the business of manufacturing paints, coatings and allied products in India with similar risk, returns and internal business reporting system. Accordingly, there are no reportable segment(s) other than "Paints", which singly or in aggregate qualify for separate disclosure as per provisions of Ind AS 108 "operating segments".



Kataline Limited
(Formerly known as Kataline Infra-Products Private Limited)
CIN: U24222MH2008PLC183728
Notes to the Financial statements for the financial year ended 31st March 2025
All amounts are ₹ in lakhs unless otherwise stated

33.2 Geographical information

The Group presently caters to both international and domestic market i.e., outside India and in India details of the same are as follows:

Particulars	Revenue from External Customers	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Within India	15,478.51	15,111.77
Outside India	414.70	516.14
Total	15,893.21	15,627.91

Particulars	Non-current assets*	
	For the year ended March 31, 2025	As at March 31, 2024
Within India	2,235.98	1,955.44
Outside India	-	-
Total	2,235.98	1,955.44

*Non-current assets exclude loans, other financial assets, and deferred tax assets.

33.3 Information about major customers

No single customer contributed 10% or more to the Group's revenue for the year ended March 31, 2025 and March 31, 2024

34 Employee benefit plans

34.1 Defined contribution plans:

The Company participates in Provident fund as defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to provident fund represents the value of contributions payable during the period by the Company at rates specified by the rules of provident fund. The only amounts included in the balance sheet are those relating to the prior months contributions that were not paid until after the end of the reporting period.

(a) Provident fund and pension

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the provident fund administered and managed by Government of India (GOI). The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the statement of Profit and Loss in the period they are incurred. The benefits are paid to employees on their retirement or resignation from the Company.

Contribution to defined contribution plans, recognised in the statement of profit and loss for the year under employee benefits expense, are as under:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(i) Employer's contribution to provident fund and pension	10.24	12.75
Total	10.24	12.75

(b) Defined benefit plans:

Gratuity

The Company has an obligation towards gratuity, a non funded defined benefit retirement plan covering all employees. The plan provides for lump sum payment to vested employees at retirement or at death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The Company has made provision for gratuity liability in the books of accounts based on the actuarial valuation done.

The most recent actuarial valuation of the present value of the defined benefit obligation was carried out for the year ended March 31, 2025 by an independent actuary. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

(A) Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

(1) Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

(2) Interest rate risk

A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.



(3) Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

(4) Mortality risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

(B) Principal actuarial assumptions used:

The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
1. Discount rate	6.65%	7.20%	7.40%
2. Salary escalation	10.00%	10.00%	10.00%
3. Expected return of Assets	0.00%	0.00%	0.00%
4. Rate of employee turnover	10.00%	10.00%	10.00%
5. Mortality rate	Indian Assured Lives Mortality (2012-14) Table		

(C) Expenses recognised in profit and loss

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current service cost	13.52	8.96
Past service cost	-	-
Expected return on plan assets	-	-
Interest on net defined benefit liability / (asset)	6.36	5.15
(Gains) / losses on settlement	-	-
Components of defined benefit cost recognised in profit or loss (Refer note 26)	19.88	14.11

The current service cost and the net interest expenses for the year are included in the 'Employee benefit expense' line item in the Statement of profit and loss.

(D) Expenses recognized in the Other Comprehensive Income (OCI)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Actuarial (gains)/losses on obligation for the year	-	-
- Due to changes in demographic assumptions	-	-
- Due to changes in financial assumptions	4.73	1.33
- Due to experience adjustment	2.66	4.80
Return on plan assets, excluding interest income	-	-
Net (income)/expense for the period recognized in OCI	7.39	6.13

(E) Amount recognised in the balance sheet

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Present value of funded defined benefit obligation	121.44	94.16	73.92
Fair value of plan assets	-	-	-
Net liability / (Asset) arising from defined benefit obligation	121.44	94.16	73.92

(F) Net liability recognised in the balance sheet

Recognised under:	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Long term provision	110.05	82.63	65.34
Short term provision	11.39	11.53	8.58
Total	121.44	94.16	73.92



(G) Movements in the present value of defined benefit obligation are as follows:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening defined benefit obligation	94.17	73.92
Transfer in/(out) obligation	-	-
Current service cost	13.52	8.96
Past service cost	-	-
Interest cost	6.35	5.15
Actuarial losses	7.39	6.13
Benefits paid from the fund	-	-
Closing defined benefit obligation	121.44	94.17

(H) Maturity profile of defined benefit obligation:

Projected benefits payable in future years from the date of reporting	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Year 1 cashflow	11.39	11.53	8.58
Year 2 cashflow	9.85	7.74	6.78
Year 3 cashflow	10.66	7.84	6.19
Year 4 cashflow	10.20	8.48	6.27
Year 5 cashflow	21.67	8.04	6.71
Year 6 to year 10 cashflow	57.67	50.53	39.39

(I) Sensitivity analysis

The Sensitivity analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the listed assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous year.

Projected benefits payable in future years from the date of reporting	For the year ended March 31, 2025	For the year ended March 31, 2024
Projected benefit obligation on current assumptions		
Rate of discounting		
Impact of +0.5% change	117.13	90.91
(% change)	(3.55%)	(3.46%)
Impact of -0.5% change	126.03	97.64
(% change)	3.78%	3.68%
Rate of salary increase		
Impact of +0.5% change	125.06	96.97
(% change)	2.98%	2.98%
Impact of -0.5% change	117.99	91.49
(% change)	(2.84%)	(2.84%)

(L) Other disclosures

The weighted average duration of the obligations as at March 31, 2025 is 7.31 years.

The Company's best estimate of the contributions expected to be paid to the plan during the next year is Rs. 11.39 Lakhs.



35 Related party disclosures

35.1 Details of related parties

Description of relationship	Name of the related party
Key management personnel - Whole Time Director	Mr. Amit Thatte Mrs. Ketaki Thatte Mr. Abhishek Thatte
Enterprises over which the KMP have Significant Influence (where transactions have taken place)	Kataline Construction Technologies Private Limited
Foreign Subsidiary	KATALINE AUSTRALIA PTY LTD

35.2 Transactions during the year with related parties

S. No.	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A	Loans repaid		
I	Key Managerial Personnel Mrs Ketaki Thatte	9.25	14.29
		9.25	14.29

The transactions with related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. All the related party transactions are reviewed and approved by board of directors.

35.3 Amounts outstanding with related parties

S. No.	Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
A	Trade Receivables			
I	Enterprises over which the KMP have Significant Influence Kataline Construction Technologies Private Limited	239.14	239.14	246.67
		239.14	239.14	246.67
B	Borrowings			
I	Key management personnel and their relatives Mrs. Ketaki Thatte	-	9.25	23.54
		-	9.25	23.54

35.4 Compensation of key managerial personnel

The remuneration of the key management personnel of the Group, is set out below in aggregate for each of the categories specified in Ind AS 24:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Short-term employee benefits	720.00	720.00
Post-employment benefits	-	-
Total	720.00	720.00

- (a) The remuneration to the key managerial personnel does not include the provisions made for gratuity, as they are determined on an actuarial basis for the Company as a whole.
- (b) All decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholders' approval, wherever necessary.

36 Financial instruments and risk management

36.1 Capital risk management

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt offset by cash and bank balances and total equity of the Company.

Particulars	As at March 31, 2025	As at March 31, 2024
Long term debts	-	-
Short term debts	-	9.25
Less: Cash and cash equivalents	(743.97)	(474.61)
Net debt	(743.97)	(465.36)
Total Equity	8,924.18	7,277.41
Net debt to equity ratio	(0.08)	(0.06)
Debt to equity ratio	0.00	0.00

The Company has not defaulted on any loans payable, and there has been no breach of any loan covenants.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025, March 31, 2024 and April 01, 2023.



36.2 Categories of financial instruments

The following table provides categorisation of all financial instruments

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Financial assets			
Measured at amortised cost			
(a) Trade Receivable	5,020.14	4,411.52	3,699.62
(b) Cash and cash equivalent	743.97	474.61	465.03
(e) Other financial assets	620.78	1,266.99	398.91
Total financial assets	6,384.89	6,153.12	4,563.56
Financial liabilities			
Measured at amortised cost			
(a) Borrowings	-	9.25	23.54
(b) Trade payables	2,394.68	1,479.28	1,692.07
(c) Other financial liabilities	30.89	85.09	69.81
Total financial liabilities	2,425.57	1,573.62	1,785.42

36.3 Financial risk management objectives

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support the Company's operations. The Company's principal financial assets comprise cash and bank balance, trade and other receivables that derive directly from its operations.

The Company is exposed to various financial risks such as market risk, credit risk and liquidity risk. The Company's senior management team oversees the management of these risks. The Board of Directors review and agree policies for managing each of these risks, which are summarised below:

(i). Market risk

Market risk is the risk of loss of future earnings, to fair values or to future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, foreign currency receivables, payables and loans and borrowings.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2025 and March 31, 2024

(a) Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term and short term debt obligations with floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The Company manages its interest rate risk by having fixed and variable rate loans and borrowings.

Interest Rate Sensitivity Analysis

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings taken at floating rates. With all other variables held constant, the Company's loss before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Interest rate sensitivity analysis	
	For the year ended March 31, 2025	For the year ended March 31, 2024
Impact on Profit/(Loss) before tax for the year		
0.50% increase in Basis Point (%)	0.00	0.00
0.50% decrease in Basis Point (%)	0.00	0.00

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in the prior years.



(b) Foreign currency risk:

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities denominated in foreign currency and thus the risk of changes in foreign exchange rates relates primarily to trade payables and advances.

The year end unhedged foreign currency exposures are given below:

Particulars of unhedged foreign currency exposure as at the reporting date (in respective currency):

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
(a). Trade payables:			
In USD	4,88,881.00	1,77,120.00	7,73,110.00
Equivalent in ₹ Lacs	418.85	147.90	650.22
In CNY	73,89,522.00	38,01,600.00	-
Equivalent in ₹ Lacs	869.75	445.69	-
In EURO	2,06,492.00	2,12,355.00	-
Equivalent in ₹ Lacs	190.99	190.83	-
(b). Advances: (to suppliers)			
In USD	-	1,39,080.00	-
Equivalent in ₹ Lacs	-	115.52	-
In AED	-	61,972.00	-
Equivalent in ₹ Lacs	-	14.00	-
In EURO	55,845.00	8,250.00	-
Equivalent in ₹ Lacs	51.65	7.42	-
(c). Trade receivables:			
In USD	13,325.00	71,146.00	82,500.00
Equivalent in ₹ Lacs	11.42	59.00	67.32
(d) Advances: (From Customer)			
In USD	3,837.00	-	-
Equivalent in ₹ Lacs	3.29	-	-

Foreign currency sensitivity

The following table demonstrate the sensitivity to a reasonable possible change in exchange rate, with all other variables held constant. The impact on the Company's profit before tax due to changes in the fair value of monetary assets and liabilities is as follows:

Impact on Profit/(Loss) before tax for the year

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a). Trade payables:		
USD currency:		
0.50% increase (%)	(2.09)	(0.74)
0.50% decrease (%)	2.09	0.74
CNY currency:		
0.50% increase (%)	(4.35)	(2.23)
0.50% decrease (%)	4.35	2.23
EURO currency:		
0.50% increase (%)	(0.95)	(0.95)
0.50% decrease (%)	0.95	0.95
(b). Advances: (to suppliers)		
USD currency:		
0.50% increase (%)	-	0.58
0.50% decrease (%)	-	(0.58)
AED currency:		
0.50% increase (%)	-	0.07
0.50% decrease (%)	-	(0.07)
EURO currency:		
0.50% increase (%)	0.26	0.04
0.50% decrease (%)	(0.26)	(0.04)
(c). Trade receivables:		
USD currency:		
0.50% increase (%)	(0.06)	(0.30)
0.50% decrease (%)	0.06	0.30
(d) Advances: (From Customer)		
0.50% increase (%)	(0.02)	-
0.50% decrease (%)	0.02	-



(c) Product price risk

In a potentially inflationary economy, the Company expects periodical price increases across its product lines. Product price increases which are not in line with the levels of customers' discretionary spends, may affect the business/ sales volumes. In such a scenario, the risk is managed by offering judicious product discounts to customers to sustain volumes. The Company negotiates with its vendors for purchase price rebates such that the rebates substantially absorb the product discounts offered to the customers. This helps the Company to protect itself from significant product margin losses. This mechanism also works in case of a downturn in the retail sector, although overall volumes would get affected.

(ii). Credit risk management

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

(a) Trade receivables

The Company has adopted a policy of only dealing with counterparties that have sufficient credit rating. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company has applied a simplified approach under Expected Credit Loss (ECL) model for measurement and recognition of impairment losses on trade receivables.

(b) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

(c) Financial guarantees

Financial guarantees have been provided as corporate guarantees to financial institutions and banks that have extended credit facilities to the Company's related party/subsidiary. In this regard, the Company does not foresee any significant credit risk exposure.

(iii). Liquidity risk management

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs.

Liquidity risk table

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Particulars	Upto 1 year	1-5 years	Total
March 31, 2025			
Borrowings	-	-	-
Trade payables	2,394.68	-	2,394.68
Other financial liabilities	30.89	-	30.89
Total	2,425.57	-	2,425.57
March 31, 2024			
Borrowings	9.25	-	9.25
Trade payables	1,479.28	-	1,479.28
Other financial liabilities	85.09	-	85.09
Total	1,573.62	-	1,573.62
March 31, 2023			
Borrowings	23.54	-	23.54
Trade payables	1,692.07	-	1,692.07
Other financial liabilities	69.81	-	69.81
Total	1,785.42	-	1,785.42

The above table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.



37 Fair Value Measurement

37.1 Fair value of the financial assets that are measured at fair value on a recurring basis
Fair value of the financial assets that are measured at fair value on a recurring basis

Financial assets/ financial liabilities measured at fair value	Fair value as at		
	March 31, 2025	March 31, 2024	April 01, 2023
A) Financial assets			
i) Investments in mutual funds (quoted)	169.02	-	-
Fair Value Hierarchy - Level 1			
Valuation technique(s) and key input(s) - The mutual funds are valued using the closing NAV.			

The carrying amounts of trade receivables, trade payables, capital creditors, cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short term nature.

37.2 Fair value of financial assets and financial liabilities that are measured at amortised cost:

The management believes the carrying amounts of financial assets and financial liabilities measured at amortised cost approximate their fair values.

38 Additional regulatory information as required by Schedule III to the Companies Act, 2013

- The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
- The Company has not traded or invested in Crypto currency or Virtual Currency during each reporting period.
- There were no Scheme of Arrangements entered by the Company during each reporting period, which required approval from the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- The Company did not have any transactions with Companies struck off under Companies Act, 2013 or Companies Act, 1956.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - 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 to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- The Company has complied with the number of layers prescribed under the Companies Act, 2013, read with the Companies (Restriction on number of Layers) Rules, 2017.
- The Company does not have any Loans or advances to promoters, directors, KMPs and related parties, either severally or jointly with any other person, that are
 - repayable on demand or
 - without specifying any terms or period of repayment
- There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

39 Disclosure as per Section 186 of the Companies Act, 2013

The Company has not entered into any transactions requiring disclosures in respect of details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.



40 Ratio Analysis and its elements

Where any one or both the components of ratios are extracted from statement of profit and loss, the ratios are provided for the year ended March 31, 2025 and March 31, 2024. However, where both the components of ratio are extracted from the Balance sheet, the ratios are provided for all the three periods (i.e., as at March 31, 2025, as at March 31, 2024 and April 1, 2023).

a) Current Ratio = current assets divided by current liabilities

Particulars	As at March 31, 2025	As at March 31, 2024	As at April 01, 2023
Current assets	9,086.14	6,288.39	5,638.66
Current liabilities	2,936.64	2,342.25	2,189.67
Ratio (In times)	3.09	2.68	2.58
% Change from previous year	15.30%	3.88%	

b) Return on Equity Ratio = Net profit after tax divided by average equity

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	Remarks
Net profit after tax	1,652.30	1,784.53	The decline is mainly driven by an increase in average equity, while profit remained relatively stable.
Average equity*	8,100.80	6,387.44	
Ratio	0.20	0.28	
% Change from previous year	-26.99%		

*Average equity represents the average of opening and closing total equity.

c) Inventory Turnover Ratio = Cost of goods sold divided by average inventory

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	Remarks
Cost of goods sold	9,512.48	9,853.87	The increase in inventory is due to stock lying at various locations for execution.
Average Inventory *	1,821.45	1,123.75	
Ratio (In times)	5.22	8.77	
% Change from previous year	-40.44%		

*Average inventory represents the average of opening and closing total inventory.

d) Trade Receivables turnover ratio = Credit Sales divided by average trade receivables

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Credit Sales*	15,893.21	15,627.91
Average Trade Receivables #	4,715.83	4,055.57
Ratio (In times)	3.37	3.85
% Change from previous year	-12.54%	

* Credit sales includes sale of products, services and scrap sales.

Average Trade receivables represents the average of opening and closing trade receivables.

e) Trade payables turnover ratio = Credit purchases divided by average trade payables

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Credit Purchases	11,194.37	9,567.38
Average Trade Payables #	1,886.09	1,544.94
Ratio (In times)	5.94	6.19
% Change from previous year	-4.34%	

Average Trade payables represents the average of opening and closing trade payables.

f) Net Capital Turnover Ratio = Sales divided by Net Working capital

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	Remarks
Sales (A)	15,893.21	15,627.91	The change is primarily driven by an increase in inventories and receivables as of the balance sheet date.
Current Assets (B)	9,086.14	6,288.39	
Current Liabilities (C)	2,936.64	2,342.25	
Net Working Capital (D = B - C)	6,149.50	3,946.14	
Ratio (In times) (E = A / D)	2.58	3.96	
% Change from previous year	-34.74%		

g) Net profit ratio = Net profit after tax divided by Sales

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Net profit after tax	1,652.30	1,784.53
Sales	15,893.21	15,627.91
Ratio	10.40%	11.42%
% Change from previous year	-8.96%	



41 Reconciliation of total equity and total comprehensive income on first time adoption of Ind AS

41.1 Reconciliation of total equity as at March 31, 2024

Particulars	Note	As at March 31, 2024
Total equity (shareholder's funds) under previous GAAP		7482.34
<u>Adjustments on account of Ind AS increase/(decrease):</u>		
- Adjustment on account of revenue recognition in accordance with Ind AS 115 Revenue and expected credit losses in accordance with Ind AS 109	a	(69.15)
- Other adjustments	b	(85.79)
- Tax adjustments		(44.04)
<u>Other Comprehensive Income</u>	c	(5.96)
Remeasurement of defined benefit plans (net of deferred tax)		
<u>Total adjustment to equity</u>		(204.93)
<u>Total equity under Ind AS</u>		7,277.41

41.2 Reconciliation of Total Comprehensive Income for the year ended 31 March 2024:

Particulars	Note	As at March 31, 2024
Profit after tax as per previous GAAP		2,128.22
<u>Adjustments :</u>		
- Adjustment on account of revenue recognition in accordance with Ind AS 115 Revenue and expected credit losses in accordance with Ind AS 109	a	(58.40)
- Other adjustments	b	(14.11)
- Tax adjustments		(271.18)
<u>Total adjustment to profit or loss</u>		(343.69)
<u>Profit After Tax under Ind AS</u>		1,784.53
<u>Other Comprehensive Income</u>		
Remeasurement of defined benefit plans (net of deferred tax)	c	(4.59)
<u>Total comprehensive income under Ind AS</u>		1,779.94

Note: Total Comprehensive Income was not reported under previous GAAP. Therefore the reconciliation starts with profit under previous GAAP.

The following explanatory notes describe:

- Under Previous GAAP, the provision for bad and doubtful debt was based on management judgement and required accounting estimates. Under IND AS the Company applies expected credit loss (ECL) model for recognising impairment loss on these financial assets. Further, as per Ind AS 115, cash discount and right to return liability has been reduced from revenue. The right to return liability has been disclosed separately under Other Provision.
- Other adjustments includes -**
Actuarial valuation - Under previous GAAP, the Company has not recorded gratuity as per actuarial valuation as required under IND AS 115 - Employee benefits, which requires that the liability should be recorded in the period to which the same pertains to as per actuarial valuation. Under Ind AS, the Company has accounted the gratuity as actuarial valuations.
- Other comprehensive income** - Under Ind AS, all items of income and expense recognised during the year should be included in profit or loss for the year, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss are shown in the Statement of Profit and Loss as "other comprehensive income". The concept of other comprehensive income did not exist under previous GAAP.
- There are no material adjustments to the Statement of Cash Flows, presented under Ind AS as compared to previous IGAAP.

42 Warranty costs are charged to expenses as and when claims are filed. Management does not account for warranty provision in the books as the claims received historically have been immaterial.

43 No significant adjusting event occurred between the balance sheet date and date of the approval of these financial statements by the Board of Directors of the Company requiring adjustment or disclosure.

44 Code of Social Security, 2020

The Code on Social Security, 2020 ("Code") relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.



45 Audit Trail

The Company uses SAP S/4 HANA as its accounting software for maintaining its books of account which has feature of recording audit trail of each and every transaction, creating an edit log of each change made in books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled, throughout the year as required by proviso to sub rule (1) of rule 3 of The Companies (Accounts) Rules, 2014 known as the Companies (Accounts) Amendment Rules, 2021.

Further, the Company has been maintaining daily backup of books of accounts and other records, on servers physically located in India throughout the year.

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

47 Leases:

a. The Company has taken premises on lease for short term period and the Company doesn't face any significant liquidity risk with regard to the lease.

b. Amounts recognised in the profit & loss account:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
- Expense relating to short-term leases	20.21	23.92

48 The financial statements were approved by the Board of Directors in their meeting held on 26th August, 2025.

49 The Company has formed a foreign subsidiary on 13th February 2025, having Australian Company Number 684460919. As per the incorporation certificate, it is a proprietary company limited by shares. Registered office of the Company is 'C/- Bentleys NSW Pty Ltd, Level 14, 60 Margaret Street, Sydney, NSW 2000'. The Company has not made any payment towards share capital as on 31st March 2025.

In terms of our report attached of even date
For C. N. Patel & Co.

For and on behalf of Board of Directors of Kataline Limited


CA Milind Patel
Partner
(M. No.: 109974)
Nagpur - 26th August, 2025




Amit Arvind Thatte
Director
(DIN 1525877)
Nagpur - 26th August, 2025


Ketaki Amit Thatte
Director
(DIN 1525878)


Sanket Gunjekar
CFO


Milind Rao
CS

