

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ONE TWO THREE GREETINGS (INDIA) PRIVATE LIMITED**

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the Ind AS financial statements of One Two Three Greetings (India) Pvt. Ltd. ("the Company"), which comprise the Balance Sheet as at 31st March 2025, and the Statement of Profit and Loss, and Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements, including a summary of significant Ind AS accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 Ind AS accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and Profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS 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 Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Ind AS Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the Board's Report including Annexures to Board's Report but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS 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.



Responsibility of Management and those charged with Governance for Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Ind AS accounting principles generally accepted in India, including the Ind AS accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate Ind AS 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 Ind AS 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 Ind AS accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS financial statements.

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

- i. Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the



company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("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 statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. (Refer annexure - A)

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS 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 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure - B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with requirements of the section 197 (16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, No remuneration has been paid to any director during the year.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. a. The management has represented that, to the best of it's 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;
- b. The management has represented, that, to the best of it's 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

c. Based on audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under iv(a) and (b) above contain any material mis-statement.

v. The company has not declared or paid any dividend during the year. Therefore the compliance with Section 123 of the companies Act, 2013 does not arise.

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

Place: Kolkata
April 30, 2025

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number 304153E



K C SHARMA
Partner

Membership No.050819

UDIN: 25050819BMLCLX7245



Annexure - A to the Independent Auditor's Report

Annexure to the Independent Auditor's Report to the Members of ONE TWO THREE GREETINGS (INDIA) PRIVATE LIMITED referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements in our report of even date

- (i) The company has no Property, Plant & Machinery and hence clause (i) (a) to (e) are not applicable to the company.
- (ii)(a) The company has no inventory and hence Clause 3(ii)(a) of CARO 2020, is not applicable to the company.
- (b) Based on the audit procedures and according to the information and explanations given to us, working capital limit in excess of five crore rupees at any point of time during the year has not been sanctioned to the company and hence clause 3(ii)(b) of CARO 2020, is not applicable to the company.
- (iii)(a) The Company has granted loan to its holding Company and the aggregate amount of loan granted during the year is Nil and balance outstanding against above loan is Rs. 2,26,00,000/-
- (b) The terms and condition of the loan provided to its holding company is not prejudicial to the interest of the Company.
- (c) The repayment of principal and interest of the above loan is on demand and hence clause 3(iii)(c),(d) and (e) is not applicable to the company.
- (f) The company has paid the above loan on the stipulation of repayable on demand, the aggregate amount and its percentage and its promoters and related parties is as follows:

Particulars	Total loan granted	Aggregate loan paid to its promoters	Aggregate loan paid to its related parties	Percentage
Loan repayable on demand	Rs. 2,26,00,000/-	Rs. NIL	Rs. 2,26,00,000/-	100%

- (iv) In respect of Loan & Investments, provision of section 185 & 186 of the companies Act, 2013 have been complied with.
- (v) The company has not accepted any deposits from public covered under section 73 to 76 or amounts deemed to be deposits or any other relevant provisions of the Companies Act and the rules made there under during the year and hence clause 3(v) of CARO 2020 is not applicable the company.
- (vi) According to the information and explanations given to us, maintenance of cost records has not been specified by the Central Government under sub section 1 of Section 148 of the Companies Act 2013 for any activities of the company and hence Clause 3(vi) of CARO 2020 is not applicable to the company.



- (vii)(a) According to the information and explanations given to us and the records examined by us, the company is regular in depositing with the appropriate authorities, undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Goods and Service Tax, Sales tax, Duty of customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it and there are no outstanding Statutory Dues as at the last day of the financial Year for the period of more than six months from the date it became payable.
- (b) According to the information and explanations given to us, there are no dues mentioned in sub-Clause (a) above, which have not been deposited on account of any dispute.
- (viii) Based on our checking and according to the information and explanation given to us there are no transactions that has not been recorded in the books of accounts, but have been found to be surrendered or disclosed as income during the year in the tax assessment under income tax Act 1961 (43 of 1961), hence Clause 3 (viii) of CARO 2020 is not applicable to the company.
- (ix)(a) The company has no defaulter in repayments of loans or other borrowings or in the payments of interest thereon to any lender.
- (b) As per information and explanation given to us and records maintained by the company, it is not declared willful defaulter by any bank or financial institution or other lender.
- (c) The company has no term loan and hence Cause 3(ix)(c) of CARO 2020 is not applicable to the company.
- (d) No short term fund had been raised by the company which have been utilized for long term purpose and hence Clause 3(ix)(d) of CARO 2020 is not applicable to the company.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, joint ventures or associate companies and hence Clause 3(ix)(e) of CARO 2020 is not applicable to the company.
- (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence Clause 3(ix)(f) of CARO 2020 is not applicable to the company.
- (x)(a) According to the information and explanation given to us the company has not raised money by way of initial public offer or further public offer including debt instruments during the year hence Clause 3(x)(a) of CARO 2020 is not applicable to the company.
- (b) The company has not made any preferential allotment/private placement of shares or fully or partly convertible debentures during the year under review and hence Clause 3(x)(b) of CARO 2020 is not applicable to the company.
- (xi) (a) According to the information and explanations given to us no fraud on or by the company has been noticed or reported during the course of audit, hence Clause 3(xi)(a) of CARO 2020 is not applicable to the company.
- (b) No report under sub section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, hence Clause 3(xi)(b) of CARO 2020 is not applicable to the company.



- (c) The company has not received any whistle blower complaints during the year, hence Clause 3(xi)(c) is not applicable to the company.
- (xii) According to the information and explanation given to us the company is not a Nidhi Company and hence Clause 3(xii)(a, b & c) of CARO 2020 is not applicable to the company.
- (xiii) According to the explanation and information given to us, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Ind AS Financial Statements etc., as required by the applicable accounting standards and Companies Act, 2013
- (xiv) As per Companies Act 2013 and Rule 13 of the Companies (Accounts) Rules 2014, Internal Audit is not applicable to the company and hence Clause 3(xiv)(a & b) of CARO 2020 is not applicable to the company.
- (xv) The company has not entered into any non-cash transaction with the directors or persons connected with him and hence Clause 3(xv) of CARO 2020 is not applicable to the company.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence Clause 3(xvi)(a,b,& c) of CARO 2020 is not applicable to the company.
- (xvii) The company has not incurred any cash loss in the financial year as well as the immediately preceding financial year.
- (xviii) There has been no resignation of statutory auditors during the year and hence Clause 3(xviii) of CARO 2020 is not applicable to the company.
- (xix) According to the information and explanations given to us and on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, no amount is required to be transferred for any unspent amount on other than ongoing projects to a Fund Specified in the Schedule VII to the Companies Act within a period of six months of the expiry of the financial year and hence Clause 3(xx)(a & b) of CARO 2020 is not applicable to the company.



- (xxi) Consolidated financial statements are not required to be prepared by the company, hence Clause 3(xxi) of CARO 2020 is not applicable to the company.

Place: Kolkata
April 30, 2025

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number 304153E



K. C. Sharma

Partner

Membership No. 050819

UDIN: 25050819BMLCLX7245



ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF ONE TWO THREE GREETINGS (INDIA) PRIVATE LIMITED

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

We have audited the Internal Financial Controls over financial reporting of ONE TWO THREE GREETINGS (INDIA) PRIVATE LIMITED ("the Company") as of March 31, 2025 in conjunction with our audit of the Ind As Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence 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 judgement, including the assessment of the risks of material misstatement of the Ind As Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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 Ind As Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind As Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind As Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

Place: Kolkata
April 30, 2025

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number 304153E



K. C. Sharma
Partner
Membership No.050819

UDIN: 25050819BMLCLX7245



One Two Three Greetings (India) Private Limited
CIN : U72900MH2007PTC167426

Balance Sheet as at 31 March, 2025

(All amounts in ₹ '000', unless otherwise stated)

Particulars	Note No.	As at 31 March, 2025	As at 31 March, 2024
ASSETS			
(1) Non-current assets			
(a) Other assets	3	305.43	31.51
(2) Current assets			
(a) Financial assets			
(i) Cash and cash equivalents	4	193.45	58.74
(ii) Loans	5	22,600.00	22,600.00
(iii) Other financial assets	6	406.89	404.81
(b) Current tax assets, net	7	94.42	-
TOTAL - ASSETS		23,600.19	23,095.06
EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	8	20,000.00	20,000.00
(b) Other equity	9	2,997.68	2,773.81
(2) Current liabilities			
(a) Financial liabilities			
(i) Other financial liabilities	10	452.51	48.50
(b) Current tax liabilities, net	11	-	272.75
(c) Other current liabilities	12	150.00	-
TOTAL - EQUITY AND LIABILITIES		23,600.19	23,095.06

Notes on Accounts & Accounting Policies

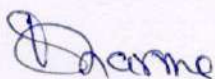
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As per our report of even date attached herewith

For K.N.GUTGUTIA & CO.

Chartered Accountants

Firm Registration No. 304153E



K.C. Sharma

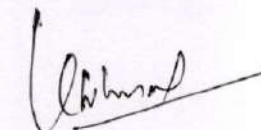
Partner

Membership No. : 050819

Place : Kolkata

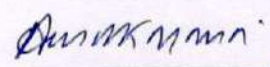
Date : April 30, 2025

For and on behalf of the board



Mukesh Kumar Goel

Director



Arvind Kajaria

Director

Place : Mumbai

Date : April 30, 2025



Statement of Profit and Loss for the year ended 31 March, 2025

(All amounts in ₹ '000', unless otherwise stated)

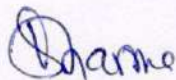
Particulars	Note No.	Year Ended 31 March, 2025	Year Ended 31 March, 2024
I. Revenue from operations	13	-	-
II. Other income	14	1,869.52	1,737.45
III. Total Income (I + II)		1,869.52	1,737.45
IV. Expenses:			
Cost of Goods Sold	15	-	-
Finance costs	16	32.48	2.21
Other Expenses	17	1,527.49	28.02
Total expenses		1,559.97	30.23
V. Profit before tax (III-IV)		309.55	1,707.22
VI. Tax expense:			
(1) Current tax		88.93	444.85
(2) MAT Credit utilised		-	2.85
(3) Deferred tax		-	-
(4) Income tax related to earlier years		(3.25)	-
		85.68	447.70
VII. Profit (Loss) for the year (V-VI)		223.87	1,259.52
VIII. Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(ii) Income Tax effect on above		-	-
IX. Total Comprehensive Income for the period (VII+VIII)		223.87	1,259.52
X. Earnings per equity share:			
Basic & Diluted (Par Value of ₹ 10/- each)	19	0.11	0.63
Notes on Accounts & Accounting Policies	1&2		
Notes are an integral part of the Statement of Profit and Loss			

As per our report of even date attached herewith

For K.N.GUTGUTIA & CO.

Chartered Accountants

Firm Registration No. 304153E



K.C. Sharma

Partner

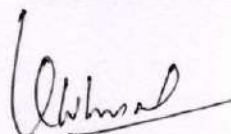
Membership No. : 050819



Place : Kolkata

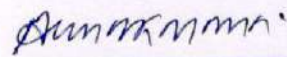
Date : April 30, 2025

For and on behalf of the board



Mukesh Kumar Goel

Director



Arvind Kajaria

Director

Place : Mumbai

Date : April 30, 2025

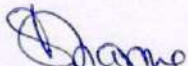
Cash Flow Statement for the year ended 31 March, 2025

(All amounts in ₹ '000', unless otherwise stated)

Particulars	Year Ended 31 March, 2025	Year Ended 31 March, 2024
A) Cash Flow From Operating Activities:		
Net profit before tax	309.55	1,707.22
Adjustments for:		
Net gain on sale of investments measured at FVTPL	-	(16.46)
Interest income	(1,833.51)	(1,720.99)
Operating loss before working capital changes	(1,523.96)	(30.23)
Increase in Other Assets	(273.92)	(3.91)
Increase in Other Liabilities	150.00	-
Increase/(decrease) in financial liabilities	404.00	(7.89)
Cash used in operations	(1,243.88)	(42.05)
Income Tax (Paid) / Refunded (Net)	(452.85)	(198.49)
Net Cash used in Operating Activities:	(1,696.73)	(240.53)
B) Cash Flow From Investing Activities:		
Purchase of investments	-	(700.00)
Sale of investments	-	913.01
Net gain on sale/remeasurement of investments	-	16.46
Loan to a related party	-	(2,100.00)
Interest Received	1,831.44	2,056.40
Net Cash Generated From Investing Activities:	1,831.44	185.86
C) Cash Flow From Financing Activities:		
Refund of Short Term Borrowings	-	-
Interest Paid	-	-
Net Cash from Financing Activities:	-	-
Net Increase / (Decrease) in Cash and Cash Equivalents(A+B+C)	134.71	(54.67)
Cash and Cash Equivalents at the beginning of the year	58.74	113.41
Cash and Cash Equivalents at the end of the year	193.45	58.74

This is the Cash Flow Statement referred to in our report of even date.

For K.N.GUTGUTIA & CO.
Chartered Accountants
Firm Registration No. 304153E


K.C. Sharma

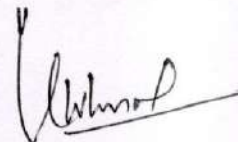
Partner

Membership No. : 050819

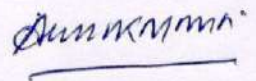
Place : Kolkata
Date : April 30, 2025



For and on behalf of the board



Mukesh Kumar Goel
Director



Arvind Kajaria
Director

Place : Mumbai
Date : April 30, 2025

One Two Three Greetings (India) Private Limited
CIN : U72900MH2007PTC167426

Statement of Changes in Equity for the year ended 31 March, 2025
(All amounts in ₹ '000', unless otherwise stated)

A. Equity Share Capital

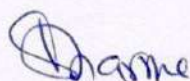
Particulars	No. of Shares	Amount
Equity shares of ₹ 10 each issued, subscribed and fully paid		
As at 1 April 2023	2,000,000	20,000.00
Changes during the year	-	-
As at 31 March 2024	2,000,000	20,000.00
Changes during the year	-	-
As at 31 March 2025	2,000,000	20,000.00

B. Other equity

Particulars	Reserves and Surplus
	Retained earnings
As at 1 April 2023	1,514.29
Profit for the year	1,259.52
Other comprehensive income, net of tax	-
As at 31 March 2024	2,773.81
Changes in other equity for the year ended 31 March 2025	
As at 31 March 2024	2,773.81
Profit for the year	223.87
Other comprehensive income, net of tax	-
As at 31 March 2025	2,997.68

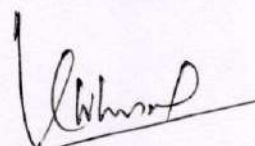
This is the Statement of Changes in Equity referred to in our report of even date.

For **K.N.GUTGUTIA & CO.**
Chartered Accountants
Firm Registration No. 304153E

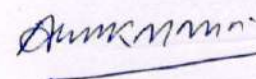


K.C. Sharma
Partner
Membership No. : 050819

For and on behalf of the board



Mukesh Kumar Goel
Director



Arvind Kajaria
Director

Place : Kolkata
Date : April 30, 2025

Place : Mumbai
Date : April 30, 2025



Summary of material accounting policies and other information

1. Basis of preparation of financial statements

These Financial Results have been prepared under historical cost convention, on accrual basis of accounting in accordance with the Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

2. Material accounting policies

The financial statements have been prepared using the accounting policies and measurement basis summarized below:

(a) Uses of Estimates

The preparation of Financial Statements require Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures related to contingent liabilities and assets as at the balance sheet date and the reported amount of income and expense during the year. Actual results could differ from those estimates.

(b) Fixed assets

Fixed assets are stated at their original cost including other expenses related to acquisition and installation.

(c) Depreciation/amortization

Depreciation on fixed assets is provided on straight-line method. Depreciation is provided based on the useful life of the assets as prescribed in Schedule II of Companies Act 2013. The management estimated the useful life for the intangible assets as six (6) years.

(d) Revenue recognition

Items of Income and expenditure are accounted for on accrual basis.

(e) Foreign Currency Transactions

- I. Foreign Currency transactions are recorded on the basis of exchange rates prevailing on the date of their occurrence.
- II. Current/Non- current monetary assets and liabilities in foreign currency are restated in the accounts on the basis of exchange rates prevailing at the Balance Sheet date and exchange difference arising there from are charged to Profit and Loss.

(f) Tax expense

- I. **Current Tax** : Provision for Income tax is made on taxable income for the year at current rates. Current tax represents the amount of Income Tax payable in respect of taxable income for the year.
- II. **Deferred Tax** : Deferred tax represents the effect of timing difference between taxable income and accounting income for the year that originate in one period and are capable of reversal in one or more subsequent years. The deferred tax asset is recognized and carried forward only to the extent



Summary of material accounting policies and other information

if there is a reasonable certainty that the assets will be realized in future. However where there is unabsorbed depreciation or carry forward business losses under taxation laws deferred tax assets are recognized only if there is virtual certainty with supporting evidence of realization of the assets.

- III. **Minimum Alternate Tax** : Minimum alternate tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. MAT Credits are in the form of unused tax credits that are carried forward by the Company for a specified period of time. Accordingly, MAT Credit Entitlement has been grouped with deferred tax asset (net). Correspondingly, MAT credit entitlement has been grouped with deferred tax in the Statement of Profit and Loss.

(g) Impairment of Assets

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of asset or the recoverable amount of the cash generating unit to which asset belongs to, is less than the carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount subject to a maximum of depreciable historical cost.

(h) Contingent liabilities

Contingent Liabilities are not provided for and are disclosed by way of notes.

(i) Earnings per equity share

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax and include the post-tax effect of any extra ordinary items. The number of shares used in computing Basic EPS is the weighted average number of shares outstanding during the year.

(j) Cash Flow Statement

Cash Flows are reported using the indirect method whereby profit before tax is adjusted for the effects of transactions of non-cash nature and deferrals or accruals of past or future operating cash receipts or payments. The cash flow from operating investing and financing activities of the company are segregated.

(k) Financial instruments

The Company classifies its financial assets in the following measurement categories depending on the Company's business model for managing such financial assets and the contractual cash flow terms of the asset:

- (i) those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss).
- (ii) those subsequently measured at amortized cost.



Summary of material accounting policies and other information

Financial instruments measured at FVTPL

Financial instruments included within FVTPL category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in statement of profit and loss.

Investments in units of mutual funds, alternate investment funds (AIF's) other than equity and debentures are accounted for at fair value and the changes in fair value are recognised in the statement of Profit and Loss.

Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment are recognised in the Statement of Profit or Loss.

De-recognition of financial asset

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and such transfer qualifies for de-recognition under Ind AS 109 : Financial Instruments.

Financial Liabilities

Financial liabilities are measured at amortised cost using the effective interest method. Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

For Trade and Other Payables maturing within one year from the balance sheet date, the carrying amount approximates fair value to short-term maturity of these instruments. A financial liability (or a part of financial liability) is de-recognised from Company's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

(I) Other Income

Interest Income is recognized on a time proportion basis taking in to account the amount outstanding and the effective interest rate applicable.



One Two Three Greetings (India) Private Limited
CIN : U72900MH2007PTC167426

(All amounts in ₹ '000', unless otherwise stated)

Particulars	As at 31 March, 2025	As at 31 March, 2024
3 OTHER NON-CURRENT ASSETS		
GST Receivable	305.43	31.51
	305.43	31.51
4 CASH AND CASH EQUIVALENTS		
Balance with Banks	193.45	58.74
- In Current Accounts	193.45	58.74
5 LOANS - CURRENT		
Unsecured, Considered Good	22,600.00	22,600.00
- Loan to Related Party	22,600.00	22,600.00
6 OTHER FINANCIAL ASSETS - CURRENT		
(Unsecured, considered good)	406.89	404.81
Interest accrued on loan and fixed deposits	406.89	404.81
7 CURRENT TAX ASSETS		
(Unsecured, considered good)	94.42	-
TDS receivable (net)	94.42	-

(#) TDS receivable is net of Provisions of ₹ 88.93



One Two Three Greetings (India) Private Limited
CIN : U72900MH2007PTC167426

(All amounts in ₹ '000', unless otherwise stated)

Particulars	As at 31 March, 2025	As at 31 March, 2024		
8 EQUITY SHARE CAPITAL				
Authorised Capital 20,00,000 (20,00,000) Equity Shares of Par Value of ₹ 10/-	20,000.00	20,000.00		
<u>Issued, Subscribed and Paid Up</u>				
20,00,000 (20,00,000) Equity Shares of Par Value of ₹ 10/- fully paid up	20,000.00	20,000.00		
	20,000.00	20,000.00		
i) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.				
ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.				
iii) The reconciliation of the number of shares outstanding are as below:				
Number of shares at the beginning	2,000,000	2,000,000		
Number of shares at the closing	2,000,000	2,000,000		
iv) The details of shareholder holding more than 5% shares are set out below :				
Name of Shareholders	No of Shares	% held	No of Shares	% held
IntraSoft Technologies Limited (Holding Company and its Nominee)	20,00,000	100	20,00,000	100
9 OTHER EQUITY				
Retained Earnings				
Opening Balance	2,773.81		1,514.29	
Add : Net Profit for the year	223.87		1,259.52	
	2,997.68		2,773.81	
10 <u>Other current financial liabilities</u>				
Other Payables				
Liabilities for Expenses	452.51		48.50	
	452.51		48.50	
(H) It includes amount payable to Parent Company, amounting ₹ 440.00				
11 <u>Current tax liabilities</u>				
Provision for Income Tax (net)			272.75	
			272.75	
12 <u>Other current liabilities</u>				
Statutory dues	150		-	
	150		-	



One Two Three Greetings (India) Private Limited**CIN : U72900MH2007PTC167426***(All amounts in ₹ '000', unless otherwise stated)*

Particulars	Year Ended 31 March, 2025	Year Ended 31 March, 2024
13 Revenue From Operations		
a Net Sales	-	-
14 Other Income		
a Net gain on sale of investments measured at FVTPL	-	16.46
b Interest on loan to related parties	1,833.51	1,720.99
c Sundry balances written back	36.01	-
	1,869.52	1,737.45
15 Cost of Goods Sold		
a Purchases of IT Enabled Services	-	-
16 Finance costs		
a Interest on Income Tax	32.48	2.21
	32.48	2.21
17 Other Expenses		
a Legal and Professional Charges	1,510.00	9.75
b Rates and Taxes excluding taxes on Income	2.50	2.54
c Auditors Remuneration		
Statutory Audit Fee	12.50	12.50
Other Services	1.25	1.25
d Miscellaneous Expenses	1.24	1.98
	1,527.49	28.02



(All amounts in ₹ '000', unless otherwise stated)

18 **Disclosure of Related Party Transactions**

a) Names of related party and nature of relationship where control exists:

Category of related party	Name
Holding Company	IntraSoft Technologies Limited

b) Transactions and balances with related party:

Nature of Transaction	As at 31 March, 2025	As at 31 March, 2024
i. Transactions :		
Purchase of IT Enabled Services	-	-
Loan to Holding Company	-	2,100.00
ii. Balances :		
Loan to Holding Company (including interest receivable)	23,006.89	23,004.82

19 **Earning Per Equity Share**

(a) Net Income available to Equity Shareholders (Numerator)	223.87	1,259.52
(b) Weighted average no. of Equity Shares outstanding (Denominator)	2,000,000	2,000,000
(c) Earning per Share (₹) Basic & Diluted	0.11	0.63

20 **Income in Foreign Currency**

	As at 31 March, 2025	As at 31 March, 2024
Revenue From Operations	-	-

21

Ratio	Formula	Current reporting period	Previous reporting period	Change in Ratio	
				% Change	Reason
(a) Current Ratio (in times)	Current Assets/Current Liabilities	38.66	71.79	(46.15)	Due to increase in current liabilities
(b) Return on Equity (in %)	Net Income/Shareholder's Equity	0.97	5.53	(82.46)	Due to increase in expenses
(c) Return on Capital Employed (in %)	EBIT/Capital Employed	1.49	7.51	(80.16)	Due to increase in expenses
(d) Return on Investment (in %)	Return on Investment/Cost of Investment	8.11	7.73	4.92	Due to increase in return on investments



One Two Three Greetings (India) Private Limited

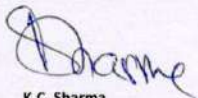
22 Additional Disclosures :

- a. The Company has no immovable property whose title deeds are not held in the name of the company and it also has no such immovable property which is jointly held with others.
- b. "The Company has not revalued its Property, Plant and Equipment, accordingly disclosure as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017 is not applicable to the Company."
- c. The Company does not have any benami property. Further there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transaction Act, 1988 and rules made there under.
- d. The Company has not taken any borrowings from banks or financial institutions on the basis of security of current assets during the financial year ended 31.03.2025.
- e. The company has not entered into any transactions with companies which are struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the financial year ended on 31.03.2025.
- f. The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- g. The Company has not advanced or loaned or invested funds to any other person(s) or entity(s) including foreign entities (intermediaries) with the understanding that the intermediaries shall:
 - (1) directly or indirectly lend or invest in other persons or entities in any manner what so ever by or on behalf of the Company (ultimate beneficiaries); or
 - (2) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- h. The Company has not received any fund from any person(s) or entity(s), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company will:
 - (1) Directly or indirectly lend or invest in other persons or entities identified in any manner what so ever by or on behalf of the funding party (ultimate beneficiaries); or
 - (2) Provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- i. The Company has no such transaction which are not recorded in the books of accounts during the year and also there are not such unrecorded income and related assets related to earlier years which have been recorded in the books of account during the year.
- j. The Company has not been declared as a wilful defaulter by any Bank or Financial Institution or Government or any Government Authority.

23 Previous Year's figures have been regrouped/rearranged, wherever considered necessary.

Signature to Note 1 to 23

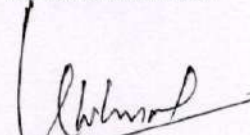
For K.N.GUTGUTIA & CO.
Chartered Accountants
Firm Registration No. 304153E



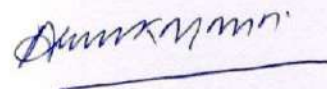
K.C. Sharma
Partner
Membership No. : 050819

Place : Kolkata
Date : April 30, 2025

For and on behalf of the board



Mukesh Kumar Goel
Director



Arvind Kalaria
Director

Place : Mumbai
Date : April 30, 2025

