
Oneiric Gaming Private Limited

3rd Annual Report

Financial Year 2022-23

CORPORATE INFORMATION

Board of Directors:

Charanjit Singh Director
(DIN: 07567588)

Avneet Singh Director
(DIN: 08208047)

Registered Office Address:

Oneiric Gaming Private Limited
CIN: U72900PB2020PTC051554
Plot No. C-203, Phase 8B, Industrial Area,
Mohali – 160071, Chandigarh, Punjab, India.

Bankers:

HDFC Bank Limited.

Statutory Auditors:

M/s. Maharishi & Co.,
Chartered Accountants
"Aparna",
Behind Jivandeep Hospital,
Limda Lane,
Jamnagar – 361 001, Gujarat

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E-Mail:- contact@oneiricgaming.com

SHORTER NOTICE

SHORTER NOTICE is hereby given that 3rd Annual General Meeting of the Members of the Company will be held at Plot No.C-203, Phase 8B, Industrial Area, Sector 74, Mohali, Chandigarh -160059, Punjab, India on 30th day of September, 2023 at 12:00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2023 and the Balance Sheet as on that date and the Report of the Board of Directors and the Auditors thereon.
2. Any other matters as per permission of the chair.

For and on behalf of the Board of Directors,
FOR, ONEIRIC GAMING PRIVATE LIMITED

Sd/-

Avneet Singh
Director
DIN:- 08208047

Sd/-

Charanjit Singh
Director
DIN:- 07567588

Signed at Mohali on 30th September, 2023

NOTE:

1. *A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR ONE OR MORE PROXIES (WHERE ALLOWED) TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. A PROXY MAY BE SENT IN THE FORM NO. MGT-11 ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.*
2. Members/ Proxies should fill the Attendance slip/ sheet for attending the Meeting.
3. Route map giving directions to the venue of the meeting is annexed to the Notice.

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DIRECTORS' REPORT

To,
The Members
ONEIRIC GAMING PRIVATE LIMITED

Your Directors are pleased to present the 3rd Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report for the financial year ended, 31st March, 2023.

1. EXTRACT OF ANNUAL RETURN

The extract of Annual Return as per Section 92 (3) of Companies Act, 2013 is annexed under **Annexure I**.

2. FINANCIAL RESULTS:-

The Financial Result of the Company is as follows:

(Figures in Lacs)

| Sr. No. | Particulars | 31-Mar-23 (In Rs.) | 31-Mar-22 (In Rs.) |
|---------|---------------------------------------|-----------------------|-----------------------|
| I | INCOME | | |
| | Revenue from operations | - | - |
| | Other income | - | - |
| | TOTAL REVENUE | - | - |
| II | EXPENSES | | |
| | Employees Benefit Expenses | - | - |
| | Finance Cost | - | - |
| | Depreciation and amortization expense | - | - |
| | Other expenses | 12.12 | 0.55 |
| | TOTAL EXPENSES | 12.12 | 0.55 |
| III | Profit before tax | (12.12) | (0.55) |
| IV | Tax Expenses | | |
| | Income Tax Provision | - | - |
| | Deferred Tax | - | - |
| V | PROFIT/(LOSS) FOR THE YEAR | (12.12) | (0.55) |

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3. TRANSFER TO RESERVES

The Company has not transferred any amount to Reserves during the financial year 2022-23.

4. MEETINGS OF THE BOARD OF DIRECTORS

During the current financial year, the Board of Directors of the Company duly met 8 (Eight) times on, 01.04.2023, 15.07.2023, 16.08.2023, 26.09.2022, 15.11.2023, 19.01.2024, 22.01.2024, 16.02.2024. Proper notices were given and the proceedings were properly recorded and signed in the Minutes Book as required by the Articles of Association of the Company and the Act.

5. MEETINGS OF THE MEMBERS

During the current financial year, the Members of the Company not met during the financial year.

During the current financial year, the Members of the Company met in Annual General Meeting held on September 30, 2023.

6. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

1. In preparation of the Annual Accounts for the period ended 31st March 2023, the applicable Accounting Standards have been followed along with proper explanation to material departures;
2. The Directors have 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 loss of the Company, for that period.
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the

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assets of the Company and for preventing and detecting fraud and other irregularities.

4. The Directors have prepared the Annual Accounts on a going concern basis.
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

7. PARTICULAR OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT,2013

There were no loans, guarantees or investments made by the company under section 186 of the companies Act, 2013 during the year under review and hence said provision not applicable.

8. CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES

All the related party transactions were entered by the Company in ordinary course of business and were at arm's length basis as disclosed in Annexure II. The Company presents all related party transactions before the Board specifying the nature, value, and terms and conditions of the transaction. Transactions with related parties are conducted in a transparent manner with the interest of the Company and Stakeholders as utmost priority.

Particulars of Contracts entered into with Related Parties referred to in Section 188(1) of the Companies Act, 2013, in prescribed Form AOC-2 is attached as an 'Annexure II' to this Report.

However, the disclosure of transactions with related party for the year, as per Accounting Standard -18 Related Party Disclosures is given in Note to the Balance Sheet as on 31st March, 2023.

9. REVIEW OF BUSINESS OPERATIONS, CURRENT AFFAIRS, FUTURE PROSPECTS

The business of the company is development of gaming and related services.

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

There were no material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

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

The Company has always been conscious of the need to conserve energy. The Company is continuously identifying area where energy can be saved and appropriate measures have been taken for optimizing energy conservation. The Company uses indigenous technology. Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 and Foreign exchange earnings and Outgo is given as an 'Annexure III' to this Report.

12. HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

The Company has well trained workforce for its various areas of its operations, upgradation of which is being done on continuous basis for improving business activities.

The industrial relations in the company's business activities had been cordial throughout the year.

13. RISK MANAGEMENT POLICY

The company's approach to addressing business risk is comprehensive include periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is periodically reviewed by the Board.

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14. INTERNAL FINANCIAL CONTROL

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

15. DIRECTORS

The Board of Directors is duly constituted with Mr. Charanjit Singh as a Director, Mr. Avneet Singh as a director of the Company as on financial year ended on March 2023. There was no any change in the Board structure during the financial year.

16. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no 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.

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

During the period under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

18. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Companies does not have any Subsidiaries, Joint venture or Associate Company.

19. AUDITOR & AUDITORS REPORT

STATUTORY AUDITORS

The Auditors, M/s. Maharishi & Co. Chartered Accountants, (Firm Registration No. 124872W), hold office until the conclusion of the conclusion of first Annual General

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Meeting will be held on the F.Y. : 2025-26 who was appointed in the 01st Annual General Meeting.

As per Companies (Amendment) Act, 2017 effective from 07th May, 2018, the company not required to place the matter relating to such appointment for ratification by members at every annual general meeting. Hence, the companies not place the ratification of auditor appointment in ensuing Annual General Meeting.

There are no qualifications or observations or remarks made by the Auditors in their Report.

20. DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

21. SHARE & CAPITAL STRUCTURE

The company's Authorised capital of the company is Rs. 1,00,000/- divided into 10,000 Equity Shares of Rs. 10/- each and Paid Up share capital as on year ended 31st March, 2023 is Rs. 1,00,000/- divided into 10,000 Equity shares of Rs. 10/- each.

There was no any changes occurred in the capital structure of the company during the financial year.

22. PARTICULARS OF EMPLOYEES

Particulars of Employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as an '**Annexure IV**'

23. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of women at the workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2022-23:

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No. of complaints received : **NIL**

No of complaints disposed off : **NIL**

24. OTHERS DISCLOSURES

- Since, the company is not required to have any independent directors; the clause Declaration of Independent Director is not applicable.
- No offence involving an instance fraud being committed against the company was reported to the Board of Directors by the statutory auditors for the year ended on 31st March, 2023. Hence, Frauds reported by Auditors other than those Reportable to Central Government under Section 143(12) of the Companies Act, 2013 not Applicable.
- The provision of Section 178(1) relating to constitution of Nomination and Remuneration Committee is not applicable to the Company and hence, the Company has not devised any policy relating to appointment of Directors, payment of managerial remuneration, directors qualifications, positive attributes, independence of directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.
- Auditor's observations are suitably explained in notes to the accounts and are self – explanatory.
- No Dividend was declared for the current financial year.
- Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of the Companies Act, 2013 do not apply.
- Annual Evaluation of Board is not applicable to the company.
- The provision of Section 149 pertaining to the appointment of Independent Directors does not apply to your Company.
- Under the Section 148 of the Companies Act, 2013, the Central Government has prescribed maintenance and audit of cost records vide the Companies (Cost Records and Audit) Rules, 2014 to such class of companies as mentioned in the Table appended to Rule 3 of the said Rules. CETA headings under which Company's products are covered are not included. Hence, maintenance of cost records and cost audit provisions are not applicable to the Company as of now.
- The provisions relating to submission of Secretarial Audit Report are not applicable to the Company for the financial year ended 31st March, 2023.
- The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 are not applicable to the Company. Hence, Disclosure of Composition of Audit Committee and Providing Vigil Mechanism not Applicable.

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- Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

25. ACKNOWLEDGEMENTS

Your Directors would like to place on record their sincere gratitude to the Members, Financial Institution, Bankers, Business Associates and Customers for their continued support and faith in the Company. Your Directors are also happy to place on record their appreciation for the wholehearted co-operation, commitment and contribution made by all the staff members and look forward to their continued support.

For and on behalf of the Board of Directors,
FOR, Oneiric Gaming Private Limited

Sd/-

Sd/-

Avneet Singh

Director

DIN:- 08208047

Charanjit Singh

Director

DIN:- 07567588

Signed at Mohali on 30th September, 2023

Annexure Index

| Annexure | Particulars |
|----------|--|
| I | Form MGT 9 - Extract of Annual Return |
| II | Form AOC 2 – Statement of Contracts or Arrangements with Related Parties |
| III | Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo |
| IV | Disclosure under Rule 5(2) of The Companies (Appointment And Remuneration of Managerial Personnel) Rules, 2014 |

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

(Figures in Lacs)

I. REGISTRATION & OTHER DETAILS:

| | | |
|---|--|--|
| 1 | CIN | U72900PB2020PTC051554 |
| 2 | Registration Date | 02.08.2020 |
| 3 | Name of the Company | ONEIRIC GAMING PRIVATE LIMITED |
| 4 | Category/Sub-category of the Company | Company limited by Shares Indian Non-govt company |
| 5 | Address of the Registered office & contact details | Plot No.C-203, Phase 8B, Industrial Area, Sector 74, Mohali, Chandigarh -160059, Punjab, India E-Mail: contact@oneiricgaming.com |
| 6 | Whether listed company | NO |
| 7 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | N.A. |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

| S. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|--------|--|---------------------------------|------------------------------------|
| 1 | NA | NA | NA |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| SN | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|----|---------------------------------|---------|--------------------------------|------------------|--------------------|
| 1 | N.A. | N.A. | N.A. | N.A | N.A |
| 2 | N.A. | N.A. | N.A. | N.A | N.A |

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year [As on 31-March-2022] | | | | No. of Shares held at the end of the year [As on 31-March-2023] | | | | % Change during the year |
|--------------------------|--|----------|--------|-------------------|--|----------|--------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | - | 10,000 | 10,000 | 100.00% | - | 10,000 | 10,000 | 100.00% | 0.00% |
| b) Central Govt | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| c) State Govt(s) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| d) Bodies Corp. | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| e) Banks / FI | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| f) Any other | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub Total (A) (1) | - | 10,000 | 10,000 | 100.00% | - | 10,000 | 10,000 | 100.00% | 0.00% |
| (2) Foreign | | | | | | | | | |
| a) NRI Individuals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| b) Other Individuals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| c) Bodies Corp. | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| d) Any other | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub Total (A) (2) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| TOTAL (A) | - | 10,000 | 10,000 | 100.00% | - | 10,000 | 10,000 | 100.00% | 0.00% |

| | | | | | | | | | |
|---|---|--------|--------|---------|---|--------|--------|---------|-------|
| B. Public | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| b) Banks / FI | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| c) Central Govt | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| d) State Govt(s) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| e) Venture Capital Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| f) Insurance | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| g) FII's | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| h) Foreign Venture Capital Funds | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| i) Others (specify) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub-total (B)(1):- | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| ii) Overseas | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| b) Individuals | - | - | - | | - | - | - | | |
| i) Individual shareholders holding nominal share capital | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| ii) Individual shareholders holding nominal share capital | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| c) Others (specify) | - | - | - | | - | - | - | | |
| Non Resident Indians | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Overseas Corporate | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Foreign Nationals | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Clearing Members | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Trusts | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Foreign Bodies - D R | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Sub-total (B)(2):- | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Total Public (B) | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | 0.00% | - | - | - | 0.00% | 0.00% |
| Grand Total (A+B+C) | - | 10,000 | 10,000 | 100.00% | - | 10,000 | 10,000 | 100.00% | 0.00% |

(ii) Shareholding of Promoter

| SN | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|----|--------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged/encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| 1 | Avneet Singh | 9,999 | 99.99% | | 9,999 | 99.99% | | 0.00% |
| 2 | Charanjit Singh | 1 | 0.01% | | 1 | 0.01% | | 0.00% |
| | TOTAL | 10,000 | 100.00% | | 10,000 | 100.00% | | 0.00% |

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

| SN | Particulars | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----------|------------------------------|------|--------|---|-------------------|---|-------------------|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | Avneet Singh | | | | | | |
| | At the beginning of the year | | | 9,999 | 99.99% | 9,999 | 99.99% |
| | Changes during the year | | | - | 0.00% | - | 0.00% |
| | At the end of the year | | | 9,999 | 99.99% | 9,999 | 99.99% |
| 2 | Charanjit Singh | | | | | | |
| | At the beginning of the year | | | 1 | 0.01% | 1 | 0.01% |
| | Changes during the year | | | - | 0.00% | - | 0.00% |
| | At the end of the year | | | 1 | 0.01% | 1 | 0.01% |

(iv) Shareholding Pattern of top ten Shareholders*(Other than Directors, Promoters and Holders of GDRs and ADRs):***NOT APPLICABLE**

| SN | For each of the Top 10 shareholders | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----------|-------------------------------------|------|--------|---|-------------------|---|-------------------|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | Name of Shareholders | | | | | | |
| | At the beginning of the year | | | | | | |
| | Changes during the year | | | | | | |
| | At the end of the year | | | | | | |

NILL

(v) Shareholding of Directors and Key Managerial Personnel:

| SN | Shareholding of each Directors and each Key Managerial Personnel | Date | Reason | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|----------|--|------|--------|---|-------------------|---|-------------------|
| | | | | No. of shares | % of total shares | No. of shares | % of total shares |
| 1 | Avneet Singh | | | | | | |
| | At the beginning of the year | | | 9,999 | 99.99% | 9,999 | 99.99% |
| | Changes during the year | | | | 0.00% | | 0.00% |
| | At the end of the year | | | 9,999 | 99.99% | 9,999 | 99.99% |
| 2 | Charanjit Singh | | | | | | |
| | At the beginning of the year | | | 1 | 0.01% | 1 | 0.01% |
| | Changes during the year | | | | 0.00% | | 0.00% |
| | At the end of the year | | | 1 | 0.01% | 1 | 0.01% |

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs. In lakhs)

| Particulars | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | - | 0.09 | - | 0.09 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | 0.09 | - | 0.09 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | - | - | - | - |
| * Reduction | - | - | - | - |
| Net Change | - | - | - | - |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | 0.09 | - | 0.09 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | - | 0.09 | - | 0.09 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-----|---|-------------------------|--------------|
| | Name | - | (Rs) |
| | Designation | Director | |
| 1 | Gross salary | - | - |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - |
| 2 | Stock Option | - | - |
| 3 | Sweat Equity | - | - |
| 4 | Commission | - | - |
| | - as % of profit | - | - |
| | - others, specify | - | - |
| 5 | Others, please specify | - | - |
| | Total (A) | - | - |
| | Ceiling as per the Act | | NA |

B. Remuneration to other Directors
NOT APPLICABLE

| SN. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|-----|--|-------------------|---|---|--------------|
| | | | | | (Rs) |
| 1 | Independent Directors | | | | |
| | Fee for attending board committee meetings | - | - | - | - |
| | Commission | - | - | - | - |
| | Others, please specify | - | - | - | - |
| | Total (1) | - | - | - | - |
| 2 | Other Non-Executive Directors | | | | |
| | Fee for attending board committee meetings | - | - | - | - |
| | Commission | - | - | - | - |
| | Others, please specify | - | - | - | - |
| | Total (2) | - | - | - | - |
| | Total (B)=(1+2) | - | - | - | - |
| | Total Managerial Remuneration | - | - | - | - |
| | Overall Ceiling as per the Act | - | - | - | - |

C. Remuneration to Directors
NOT APPLICABLE

| SN. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|-----|---|-------------------|---|---|--------------|
| | Name | | | | (Rs) |
| | Designation | | | | |
| 1 | Gross salary | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | - | - | - | - |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | - | - | - | - |
| 2 | Stock Option | - | - | - | - |
| 3 | Sweat Equity | - | - | - | - |
| 4 | Commission | - | - | - | - |
| | - as % of profit | - | - | - | - |
| | - others, specify | - | - | - | - |
| 5 | Others, please specify (House Rent Allowance) | - | - | - | - |
| | Total | - | - | - | - |

| VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: | | | | | NOT APPLICABLE |
|---|------------------------------|-------------------|---|------------------------------|------------------------------------|
| Type | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT/ COURT] | Appeal made, if any (give Details) |
| A. COMPANY | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| B. DIRECTORS | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |

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 arms length transactions under third proviso thereto

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

There were no contracts or arrangements or transactions entered in to during the year ended 31st March, 2023, which were not arm's length basis.

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

There were no contracts or arrangements or transactions entered in to during the year ended 31st March, 2023, which were arm's length basis.

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

(a) Conservation of energy

| | | |
|----|---|--|
| 1. | The steps taken or impact on conservation of energy | - Installation of energy meter at all high energy consuming equipment - The conventional tube-light have been changed to LED tubes / bulb |
| 2. | The steps taken by the company for utilizing alternate sources of energy. | NIL |
| 3. | The capital investment on energy conservation equipment's | NIL |

(b) Technology absorption

| | | |
|----|--|-----|
| 1. | The efforts made towards technology absorption | NIL |
| 2. | The benefits derived like product improvement, cost reduction, product development or import substitution | NIL |
| 3. | In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | NIL |
| | (a) the details of technology imported | NIL |
| | (b) the year of import; | NIL |
| | (c) whether the technology been fully absorbed | NIL |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | NIL |
| 4. | The expenditure incurred on Research and Development | NIL |

(c) Foreign exchange earnings and Outgo

Particulars with regard to foreign exchange earnings and outgo are furnished below:

| Particular | 31 st March, 2023 | 31 st March, 2022 |
|--------------------------------|------------------------------|------------------------------|
| Foreign Exchange Earnings: Rs. | 0.00 | 0.00 |
| Foreign Exchange Outgo: Rs. | 0.00 | 0.00 |

DISCLOSURE UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

(a) The names of the top ten employees in terms of remuneration drawn:

| Sr. No | Name, Age, Qualification & No. of Shares held in the company | Designation / Nature of Duties | Remuneration (Rs.) | Date of Joining and experience | Particulars of last Employment | Relative of any director or manager of the company, if so specify the name |
|----------------|--|--------------------------------|--------------------|--------------------------------|--------------------------------|--|
| NOT APPLICABLE | | | | | | |

(b) The name of every employee(s) who was employed throughout the year ended March 31, 2023 who were in receipt of remuneration for that year which, in the aggregate is not less than Rs. 1,02,00,000- per annum in terms of the said Rule- **N.A.**

(c) Name of the Employee(s) employed for part of the financial year 2022-23, and was in receipt of remuneration for that part of the year, at a rate which, in the aggregate, was not less than Rs. 8,50,000/- per month in terms of the said Rule.- **N.A.**

NOTES:

1. Remuneration includes Salary, Commission, Medical Expenses, Club Fees, Contribution to Provident Fund and the monetary value of perquisites calculated as per the Income Tax Act,1961 and the Rules made therein, as applicable.
2. Employment is on contractual basis, which can be terminated by either party by giving three months' notice in writing.



Maharishi & Co.

Chartered Accountants

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INDEPENDENT AUDITORS' REPORT

**To the Members of
ONEIRIC GAMING PRIVATE LIMITED**

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **ONEIRIC GAMING PRIVATE LIMITED** ("The Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2023;
- b. In the case of the Statement of Profit and Loss, of Profit for the year ended on that date.

Basis for Opinion

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation and presentation of those financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including Accounting Standards specified u/s 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

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

Information Other than the 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 information included in Board's Report including Annexure to Board's Report, but does not include the financial statements and our auditor's report thereon.

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

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

Auditors' Responsibility

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

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

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



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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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) Planning the scope of our audit work and in evaluating the results of our work; and
- (ii) To evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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 purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the aforesaid Financial Statement comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, in our opinion the provisions of



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- section 197 read with Schedule V to the Companies Act relating to payment of managerial remuneration are applicable to public limited company;
- 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, in our opinion and to the best of our information and according to the explanation given to us;
- i. The company has disclosed the impact, if any, of pending litigations on its financial position in its financial statements refer note 1 to the financial statements.
 - ii. The company does not have any long-term contracts including derivative contracts; hence the question of any material foreseeable losses does not arise;
 - iii. The company does not declare dividend during the year, hence no amounts were required to be transferred, to the Investor Education and Protection Fund by the company.
2. As required under Rule 11(e) of the Companies (Audit and Auditors) Rule, 2014, we report that
- a. The management has represented that, other than as disclosed in the notes to the accounts,
 - i. The reporting entity has not used an intermediary or
 - ii. The reporting entity has not acted as an intermediary for advancing / loaning to / investing funds in ultimate beneficiary / ultimate beneficiary / ultimate beneficiary identified by the funding party or has not provided any guarantee / security or the like on behalf of the ultimate beneficiary / funding party
 - b. We have performed audit procedures and examined the appropriateness of such representation given by the management as per the requirement of Rule 11(e)(i) and (ii). Based on such examination, we report that nothing come to our notice that has caused us to believe that the above mentioned representation contains any material misstatement.
3. The Company has not been declared and paid any dividend during the financial year hence provision prescribed under section 123 of The Companies Act, 2013 read with Rule 11(f) of the Companies (Audit and Auditors) Rule, 2014 does not applicable.

For, Maharishi & Co.

Chartered Accountants

Firm Registration No. 124872W

Sd/-

Kapil Sanghvi

Partner

Membership No. 141168

UDIN: 23141168BGVSBP9083

Signed at Jamnagar on 30.09.2023

ONEIRIC GAMING PRIVATE LIMITED
Balance Sheet as at 31st March, 2023

(Figures in Lacs)

| Sr. No. | Particulars | Note No. | Amount Rs. 2023 | Amount Rs. 2022 |
|-----------|---|----------|-----------------|-----------------|
| A. | EQUITY : | | | |
| | Equity & Liabilities: | | | |
| | (a) Shareholders' Funds | 2 | 1.00 | 1.00 |
| | (b) Reserves & Surplus | 3 | (13.68) | (1.56) |
| | (c) Money Received Against Share Warrants | | - | - |
| | Sub-Total (1) | | (12.68) | (0.56) |
| B. | LIABILITIES: | | | |
| | Non Current Liabilities: | | | |
| | (a) Long Term Borrowings | | - | - |
| | (b) Deferred Tax Liabilities (Net) | | - | - |
| | Sub-Total (2) | | - | - |
| C. | Current Liabilities: | | | |
| | (a) Short Term Borrowings | 4 | 0.09 | 0.09 |
| | (b) Trade Payables | | | |
| | Total outstanding dues of Micro Enterprises & Small Enterprise | | | |
| | Total outstanding dues of creditors other than Micro Enterprises & Small Enterprise | 5 | 15.13 | 0.89 |
| | (c) Other Current Liabilities | | - | - |
| | Sub-Total (3) | | 15.22 | 0.98 |
| | TOTAL LIABILITIES (1+2+3) | | 2.54 | 0.42 |
| D. | ASSETS : | | | |
| | Non Current Assets | | | |
| | (a) Property, Plant and Equipment | | | |
| | I. Tangible Assets | | - | - |
| | II. Intangible Assets | | - | - |
| | (b) Non Current Investments | | - | - |
| | (c) Deferred Tax Assets (Net) | | - | - |
| | Sub-Total (4) | | - | - |
| E. | Current Assets | | | |
| | (a) Current Investment | | - | - |
| | (b) Inventories | | - | - |
| | (c) Trade Receivables | | - | - |
| | (d) Cash and Bank Balances | 6 | 0.30 | 0.30 |
| | (e) Other Current Assets | 7 | 2.24 | 0.12 |
| | Sub-Total (5) | | 2.54 | 0.42 |
| | TOTAL ASSETS (4+5) | | 2.54 | 0.42 |

Note:- The above Statement Should be read with notes on Financial Statement, material regroupings, significant accounting policies and note 1 appearing herewith.

As per our report of even date

For Maharishi & Co

Chartered Accountants

ICAI Firm Registration No.124872W

sd/-

Kapil Sanghvi

Partner

Membership No. 141168

For and on behalf of the Board Directors

Oneiric Gaming Private Limited

sd/-

Avneet Singh

Director

DIN: 08208047

sd/-

Charanjit Singh

Director

DIN: 07567588

Place: Jamnagar

Date : 30/09/2023

UDIN : 23141168BGVSBP9083

ONEIRIC GAMING PRIVATE LIMITED**Statement of Profit and Loss for period ended 31st March, 2023**

(Figures in Lacs)

| Sr. No. | Particulars | Note No. | Amount Rs. 2023 | Amount Rs. 2022 |
|-----------|---|----------|-----------------|-----------------|
| A. | Income | | | |
| | Revenue From Operations | | - | - |
| | Other Income | | - | - |
| | Total Revenue | | - | - |
| B. | Expenses | | | |
| | Employee benefits expense | 8 | - | - |
| | Depreciation and Amortisation Expenses | | - | - |
| | Finance Costs | | | |
| | Other Expenses | 9 | 12.12 | 0.55 |
| | Total Expenses | | 12.12 | 0.55 |
| | Profit Before Exceptional Items | | (12.12) | (0.55) |
| C. | Less Exceptional Items | | | |
| | Profit Before Extra Ordinary Items | | (12.12) | (0.55) |
| D. | Less Extra Ordinary Items | | | |
| | Profit Before Tax | | (12.12) | (0.55) |
| E. | Tax Expense/(Income) : | | | |
| | Current tax | | - | - |
| | Deferred tax Charge/(Credit) | | - | - |
| | Total tax expense | | - | - |
| | Profit / (Loss) for the Period / Year Carried Forward to Summary Statement of Assets and Liabilities | | (12.12) | (0.55) |
| | Earning Per Share: | | (12.12) | (0.00) |

Note:- The above Statement Should be read with notes on Financial Statement, Material regroupings, Significant Accounting Policies and note 1 Appearing herewith.

For and on behalf of the Board Directors

Oneiric Gaming Private Limited

As per our report of even date

For Maharishi & Co

Chartered Accountants

ICAI Firm Registration No.124872W

sd/-

Kapil Sanghvi

Partner

Membership No. 141168

For and on behalf of the Board Directors

Oneiric Gaming Private Limited

sd/-

Avneet Singh

Director

DIN: 08208047

sd/-

Charanjit Singh

Director

DIN: 07567588

Place: Jamnagar

Date : 30/09/2023

UDIN : 23141168BGVSBP9083

ONEIRIC GAMING PRIVATE LIMITED**Note No. 2 Share Capital:**

(Figures in Lacs except no. of shares)

| Particulars | As at 31st March 2023 | | As at 31st March 2022 | |
|--|-----------------------|-------------|-----------------------|-------------|
| | Number | Amount Rs. | Number | Amount Rs. |
| <u>Authorized Share Capital</u> | | | | |
| Equity Shares of Rs. 10 each | 10,000.00 | 1.00 | 10,000.00 | 1.00 |
| <u>Issued, Subscribed and Fully Paid up Shares</u> | | | | |
| Equity shares of Rs. 10 each | 10,000.00 | 1.00 | 10,000.00 | 1.00 |
| TOTAL SHARE CAPITAL | 10,000.00 | 1.00 | 10,000.00 | 1.00 |

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period - Equity Shares

| | | | | |
|--|------------------|-------------------|------------------|-------------------|
| Equity shares outstanding at the beginning of the year | | | | |
| Add : Shares issued during the year | 10,000.00 | 100,000.00 | 10,000.00 | 100,000.00 |
| Add : Right shares issued during the year | - | - | - | - |
| Less : Shares bought back during the year | - | - | - | - |
| Outstanding at the end of the period | 10,000.00 | 100,000.00 | 10,000.00 | 100,000.00 |

Terms/Rights attached to Equity Shares

The company has only one class of equity shares having a per share value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% shares in the company

| Particulars | | | No. | % of total holding |
|-----------------|------------------|----------------|------------------|--------------------|
| CHARANJIT SINGH | 1.00 | 0.01% | 1.00 | 0.01% |
| AVNEET SINGH | 9,999.00 | 99.99% | 9,999.00 | 99.99% |
| TOTAL | 10,000.00 | 100.00% | 10,000.00 | 100.00% |

As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

NOTE 2A. SHARES HELD BY PROMOTORS

(Figures in Lacs except no. of equity shares)

| Current Reporting Period as on March 31, 2023 | | | | |
|---|-----------------|------------------|-------------------|--------------------------|
| Type | Promotor's Name | No of shares | % of total shares | % Change during the year |
| Equity | AVNEET SINGH | 9,999.00 | 99.99% | 0.00% |
| Equity | CHARANJIT SINGH | 1.00 | 0.01% | 0.00% |
| TOTAL | | 10,000.00 | 100.00% | 0.00% |

| Previous reporting Period as on March 31, 2022 | | | | |
|--|-----------------|------------------|-------------------|--------------------------|
| Type | Promotor's Name | No of shares | % of total shares | % Change during the year |
| Equity | AVNEET SINGH | 9,999.00 | 99.99% | 0.00% |
| Equity | CHARANJIT SINGH | 1.00 | 0.01% | 0.00% |
| TOTAL | | 10,000.00 | 100.00% | 0.00% |

NOTE- 3B. STATEMENTS OF CHANGES IN EQUITY

| Current Reporting Period as on March 31, 2023 | | | | |
|--|---|--|---|--|
| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period error | Related Balance at the beginning of the current reporting period | Changes in Equity Share Capital during the current year | Balance at the end of the current reporting period |
| 1.00 | - | - | - | 1.00 |

| Previous reporting Period as on March 31, 2022 | | | | |
|---|---|---|--|---|
| Balance at the beginning of the previous reporting period | Changes in Equity Share Capital due to prior period error | Related Balance at the beginning of the previous reporting period | Changes in Equity Share Capital during the previous year | Balance at the end of the previous reporting period |
| 1.00 | - | - | - | 1.00 |

ONEIRIC GAMING PRIVATE LIMITED**Note No. 3 Reserves & Surplus:**

(Figures in Lacs)

| Particulars | As At | As At |
|--|-----------------|-----------------|
| | 31st March 2023 | 31st March 2022 |
| Securities Premium | | |
| Add: Premium received on shares issued during the year | - | - |
| Closing Balance | - | - |
| Surplus in Profit & Loss | | |
| Opening Balance | (1.56) | (1.01) |
| Add: Profit/(Loss) for the period | (12.12) | (0.55) |
| Closing Balance | (13.68) | (1.56) |
| Total (A +B+C) | -13.68 | -1.56 |

Note No. 4 Short Term Borrowings

| Particulars | As At | As At |
|--------------|-----------------|-----------------|
| | 31st March 2023 | 31st March 2022 |
| Avneet singh | 0.09 | 0.09 |
| Total | 0.09 | 0.09 |

Note No. 5 Trade Payables :

| Particulars | As At | As At |
|--|-----------------|-----------------|
| | 31st March 2023 | 31st March 2022 |
| Trade Payable as defined under The Micro Small and Medium Enterprise Act, 2006 | - | - |
| Others | 15.13 | 0.89 |
| Total | 15.13 | 0.89 |

Note No. 6 Cash and Bank Balances:

| Particulars | As At | As At |
|----------------------------|-----------------|-----------------|
| | 31st March 2023 | 31st March 2022 |
| Cash on Hand | - | - |
| <u>Balances with banks</u> | | |
| Current Account | 0.30 | 0.30 |
| Sub Total | 0.30 | 0.30 |
| Total | 0.30 | 0.30 |

Note No. 7 Other Current Assets

| Particulars | As At | As At |
|-------------------------------------|-----------------|-----------------|
| | 31st March 2023 | 31st March 2022 |
| Balance with Government Authorities | 2.24 | 0.12 |
| Total | 2.24 | 0.12 |

ONEIRIC GAMING PRIVATE LIMITED**Note No. 8 Employee Benefit Expenses:**

(Figures in Lacs)

| Particulars | For the period ended | For the period ended |
|--|----------------------|----------------------|
| | 31/03/2023 | 31/03/2022 |
| Remuneration Director | - | - |
| Total Employee Benefit Expenses | - | - |

Note No. 9 Other Expenses :

| Particulars | For the period ended | For the period ended |
|-----------------------------|----------------------|----------------------|
| | 31/03/2023 | 31/03/2022 |
| Bank Charges | 0.00 | - |
| Advertising Expense | 12.10 | |
| Legal and Professional Fees | 0.03 | 0.37 |
| | - | 0.18 |
| Total Other Expenses | 12.12 | 0.55 |

ONEIRIC GAMING PRIVATE LIMITED
Additional Regulatory Information

I Title deeds of immovable Property not held in name of the Company: Not Applicable

II Where the Company has revalued its Property, Plant and Equipment, the company shall disclose 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: Not Applicable

III where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment
Not Applicable

IV Capital Work In Progress (CWIP): Not Applicable

V Intangible assets under development: Not Applicable

VI Details of Benami Property held - Not Applicable

VII Where the Company has borrowings from banks or financial institutions on the basis of current assets - Not Applicable

VIII Wilful Defaulter - Not Applicable

IX Relationship with Struck off Companies - Not Applicable

X Registration of charges or satisfaction with Registrar of Companies - Not Applicable

XI Compliance with number of layers of companies - Not Applicable

XI Ratios

| Ratios and Justifications | Numerator | Denominator | Current Reporting Period | Previous reporting period | % of Change |
|--|--|------------------------------|--------------------------|---------------------------|-------------|
| Current Ratio (Justification: Due to decrease in the receivables) | Current Assets | Current Liabilities | 0.17 | 0.43 | 61.21% |
| Debt Equity Ratio (Justification: Due to Recude in the | Debt Capital | | 0.09 | 0.09 | 0.00% |
| Debt Service coverage ratio (Justification: Due to Reduce in the debts) | EBITDA-CAPEX | Debt Service (Int+Principal) | -134.72 | -6.09 | -2112.54% |
| Return on Equity Ratio (Justification: Due to reduce in the loss against previous year) | Profit for the year | Average Shareholder's Equity | (12.12) | (0.55) | -2112.54% |
| Inventory Turnover Ratio | COGS | Average Inventory | NA | NA | NA |
| Trade Receivables turnover ratio | Net Sales | Average trade receivables | NA | NA | NA |
| Trade payables turnover ratio (Justification: Due to increase in Payables and Expenses) | Total Purchases (Fuel Cost + Other Expenses+Closing Inventory-Opening Inventory) | Closing Trade Payables | 0.80 | 0.62 | -30.04% |
| Net capital turnover ratio (Justification: Due to Increase in the Revenue) | Sales | Working capital (CA-CL) | NA | NA | NA |
| Net profit ratio (Justification: Due to increase in sales | Net Profit | Sales | NA | NA | NA |
| Return on Capital employed (Justification: Due to recudein the profit against previous year) | Earnings before interest and tax | Capital Employed | 0.96 | 0.98 | 2.62% |
| Return on investment | Net Profit | Investment | NA | NA | NA |

XII Compliance with approved Scheme(s) of Arrangements - Not Applicable

XIII Utilisation of Borrowed funds and share premium: Not Applicable

ONEIRIC GAMING PRIVATE LIMITED**F.Y. 2022-23**

| 9 RELATED PARTY DISCLOSURE | | | | |
|-----------------------------------|---|---------------------------------|-------------------------------|--------------------------|
| (a) | <u>Name of Related Parties</u> | | | |
| | Key Management Personnel | Charanjit Singh Avneet Singh | Director Director | |
| (b) | <u>Transaction with Related Parties</u> | <u>Name</u> | <u>Nature of Transactions</u> | 2022-23 2021-22 |
| | | | | - - |
| | | Total | | - - |

Oneiric Gaming Private Limited

CIN: U72900PB2020PTC051554

Registered Office: Plot No.C-203, Phase 8B, Industrial Area,
Mohali, Chandigarh -160071, Punjab, India

E-Mail:- contact@oneiricgaming.com

FORM MGT 11

Proxy form

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

| | |
|------------------------|--|
| Name of the Member(s): | |
| Registered Address: | |
| E-mail ID: | |
| Folio No /Client ID: | |
| DP ID: | |

I/We, being the member(s) of _____ shares of the Oneiric Gaming Private Limited hereby appoint:

| | |
|----------------------------|--|
| Name | |
| Address: | |
| E-mail ID: | |
| Signature , or failing him | |

| | |
|----------------------------|--|
| Name | |
| Address: | |
| E-mail ID: | |
| Signature , or failing him | |

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 3rd Annual General Meeting of the company held on September 30, 2023 at 12.00 P.M. at the registered office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sr. No. | Resolutions | For | Against |
|--------------------------|--|-----|---------|
| Ordinary Business | | | |
| 1. | Adoption of Audited Financial Statements for the financial year ended 31 st March, 2023 | | |

Oneiric Gaming Private Limited

CIN: U72900PB2020PTC051554

Registered Office: Plot No.C-203, Phase 8B, Industrial Area,
Mohali, Chandigarh -160071, Punjab, India

E-Mail:- contact@oneiricgaming.com

Signed this ____ day of _____ 20____

Signature of Shareholder

Affix
Revenue
Stamp

Signature of Proxy holder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company.
3. This is only optional, please put a "X" in the appropriate column against the resolutions indicated in the Box,. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.