

HEAR MORE TECHLIFE PRIVATE LIMITED

CIN: U72200GJ2022PTC135907

Registered Office: Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith,

Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat - 380009

Phone No. 9512008188; **Email:** acc.hearmore@gmail.com

NOTICE OF THE 3RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the **THIRD (03RD) Annual General Meeting ("AGM")** of the members of **HEAR MORE TECHLIFE PRIVATE LIMITED ("the Company")** will be held on **Monday, 29th September, 2025 at 03:00 p.m.** at the Registered Office of the Company situated at Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith, Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat - 380009, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of Board of Directors and Auditor thereon:
2. To appoint a Director in place of Mr. Dharmendra Babubhai Patel (DIN: 09754924), who retires by rotation and being eligible, offers himself for re-appointment:

3. To re-appoint M/s. V C A N & Co., Chartered Accountants, as Statutory Auditors of the Company for the term of five consecutive years

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), the consent of Members of the Company be and is hereby accorded to re-appoint M/s. V C A N & Co., Chartered Accountants (FRN: 125172W), as the Statutory Auditors of the Company for the term of five consecutive years i.e. from the financial year 2025-26 to the financial year 2029-30, who shall hold office from the conclusion of this 03rd Annual General Meeting ("AGM") till the conclusion of the 08th AGM of the Company at such remuneration as may be fixed by the Board of Directors in consultation with the said Auditors plus applicable GST and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

4. To approve the material related party transactions with M/s. Jay Jalaram Enterprise LLP for the financial year 2025-26:

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and



its Powers) Rules 2014 as amended, approval of members be and is hereby accorded to the Board of Directors of the Company to enter into the contract(s)/arrangement(s)/transaction(s) with M/s. Jay Jalaram Enterprise LLP with respect to sale and purchase of mobile phones, its related accessories and audio-video devices or leasing of property of any kind, on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of ₹ 2000 Lakh for the financial year 2025-26 provided that the said contract(s) / arrangement(s) / transaction(s) be entered into by the Company with the said related party on market rate and arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary to give effect to this resolution."

5. To approve the material related party transactions with M/s. Jay Jalaram Enterprise for the financial year 2025-26:

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended, approval of members be and is hereby accorded to the Board of Directors of the Company to enter into the contract(s)/arrangement(s)/transaction(s) with M/s. Jay Jalaram Enterprise, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 with respect to sale and purchase of mobile phones, its related accessories and audio-video devices or leasing of property of any kind, on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of ₹ 2000 Lakh for the financial year 2025-26 provided that the said contract(s) / arrangement(s) / transaction(s) be entered into by the Company with the said related party on market rate and arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary to give effect to this resolution."

6. To approve the material related party transactions with M/s. Jay Jalaram Technologies Limited for the financial year 2025-26:

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended, approval of members be and is hereby accorded to the Board of Directors of the Company to enter into the contract(s)/arrangement(s)/transaction(s) with M/s. Jay Jalaram Technologies Limited, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 with respect to sale and purchase of mobile phones, its related accessories, consumer durable electronic goods and other electronics goods, leasing of property of any kind, availing or rendering of any services including the providing and/or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature, on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of ₹ 2000 Lakh



for the financial year 2025-26 provided that the said contract(s) / arrangement(s) / transaction(s) be entered into by the Company with the said related party on market rate and arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary to give effect to this resolution."

7. To approve the material related party transactions with M/s. Techgrind Solutions Private Limited for the financial year 2025-26:

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended, approval of members be and is hereby accorded to the Board of Directors of the Company to enter into the contract(s)/arrangement(s)/transaction(s) with M/s. Techgrind Solutions Private Limited, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services including the providing and/or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature and purchase of mobiles related softwares, availing services of updation & maintenance of website, online platforms for marketing of products, digital marketing services and payment gateways on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of ₹ 2000 Lakh for the financial year 2025-26 provided that the said contract(s) / arrangement(s) / transaction(s) be entered into by the Company with the said related party on market rate and arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary to give effect to this resolution."

8. To approve the material related party transactions with M/s. Pratham Bhagautee Technologies Private Limited for the financial year 2025-26

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014 as amended, approval of members be and is hereby accorded to the Board of Directors of the Company to enter into the contract(s)/arrangement(s)/transaction(s) with M/s. Pratham Bhagautee Technologies Private Limited, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 with respect to purchase and sale of mobile phones, its related accessories, purchase of softwares related to mobile phones and audio-video devices and availing website creation and maintenance services for the Company on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of ₹ 2000 Lakh for the financial



year 2025-26 provided that the said contract(s) / arrangement(s) / transaction(s) be entered into by the Company with the said related party on market rate and arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalize other terms and conditions and to do all such acts deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary to give effect to this resolution."

By Order of the Board of Directors
For Hear More Techlife Private Limited




Prakash Kriplani
Executive Director
DIN: 09754925

Place : Ahmedabad
Date : 28.08.2025

NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Ordinary / Special Business under Item Nos. 2 and 4 to 8 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. A PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding 50 in numbers and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights, as applicable. A member holding more than 10 percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Proxy Form and Attendance Slip are enclosed at the end of the Annual Report. Members / Proxies / Authorized Representatives should bring their Attendance Slip duly filled in for attending the meeting. Proxy holder shall carry his/her valid identity proof (Driving License, Voter ID Card, Passport, PAN Card) in order to prove his/her identity.

3. The Route map showing directions to reach at the venue of this Meeting is given at the end of the Annual Report.
4. Details, as required pursuant to Secretarial Standard-2 on General Meetings, in respect of the Directors seeking re-appointment at the ensuing 3rd Annual General Meeting are provided in Annexure-A to this Notice.



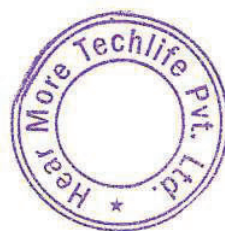


5. Corporate members are requested to send to the Company on the email id: acc.hearmore@gmail.com the certified true copy of Board Resolution pursuant to the provisions of Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote on their behalf at the meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of the names will be entitled to vote at the meeting.
7. Voting through Polling Papers/Ballot Papers shall be made available at the venue of the 3rd AGM.
8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant ("DP"). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
9. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the Securities Market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts.
10. As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available for the members in respect of the shares held by them. Members holding shares in electronic form may submit nomination details to their respective depository participant.
11. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the members at the Registered Office of the Company between 10:30 a.m. to 06:00 p.m. on all working days, except on holidays, up to and including the date of the 3rd AGM of the Company.
12. The Register of Directors and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be made available for inspection by the members at the 3rd AGM.
13. Members desirous of getting any information on the Annual Accounts of the Company at the 3rd Annual General Meeting ("AGM") of the Company, are requested to send an email to acc.hearmore@gmail.com at least 7 days before the date of 3rd AGM so as to enable the management to keep the information ready on the date of AGM.
14. The Annual Report alongwith the Notice of 3rd AGM, Attendance Slip and Proxy Form is being sent in electronic / physical mode, as applicable, to all the members of the Company.
15. To support the 'Green Initiative' of the Ministry of Corporate Affairs, the Members who have not registered their e-mail addresses are requested to contact your Depository Participant ("DP") and register your Email ID, Mobile No., PAN No., Bank Account details, and other details with your DP as per the process advised by your DP.



16. The Company has a designated Email ID: acc.hearmore@gmail.com for redressal of Shareholders'/Investors grievances. In case you have any queries/grievances, then kindly write to the abovementioned designated email address.
17. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date i.e. Monday, 22nd September, 2025**, shall be entitled to attend and vote at the meeting.
18. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the **Cut-off date i.e. Monday, 22nd September, 2025**.

By Order of the Board of Directors
For Hear More Techlife Private Limited




Prakash Kriplani
Executive Director
DIN: 09754925

Place : Ahmedabad
Date : 28.08.2025

ANNEXURE TO THE NOTICE
Explanatory Statement
(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 4

Section 188 of the Companies Act 2013 and the applicable Rules framed thereunder provides that the related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Jay Jalaram Enterprise LLP is related parties with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013 and accordingly, transaction(s) entered with Jay Jalaram Enterprise LLP comes within the meaning of Related Party Transaction(s). The value of proposed aggregate transactions with Jay Jalaram Enterprise LLP is likely to exceed the threshold limit provided under Section 188 of the Companies Act 2013 during the financial year 2025-26.

Hence, approval of shareholders is being sought by way of Ordinary Resolution for the said Related Party Transaction(s) proposed to be entered by the Company with Jay Jalaram Enterprise LLP during the financial year 2025-26. The said transactions with related party are in the ordinary course of business and at the arm's length basis.



Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014, particulars of the transactions with Jay Jalaram Enterprise LLP are as follows:

Sl. No	Particulars	Details
1.	Name of Related Parties	Jay Jalaram Enterprise LLP
2.	Name of the Director or KMP who is related	Mr. Prakash Devidas Kriplani, Executive Director of the Company
3.	Nature of Relationship	Mr. Prakash Devidas Kriplani is a Designated Partner of Jay Jalaram Enterprise LLP and holds capital contribution of 90% in Jay Jalaram Enterprise LLP.
4.	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 2000 Lakhs during the F.Y. 2025-26 with Jay Jalaram Enterprise LLP.
5.	Nature, materials terms and particulars of the Contracts/ arrangements	Sale and purchase of mobile phones, its related accessories and audio-video devices or leasing of property of any kind
6.	Any advance received for the contracts / arrangements	Nil
7.	Tenure of contracts/ arrangement	F.Y. 2025-26
8.	Any other information relevant or important for the members to take a decision on the proposed resolution.	NIL

Item No. 5

Section 188 of the Companies Act, 2013 and the applicable Rules framed thereunder provides that the related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Jay Jalaram Enterprise is related parties with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013 and accordingly, transaction(s) entered with Jay Jalaram Enterprise comes within the meaning of Related Party Transaction(s). The value of proposed aggregate transactions with Jay Jalaram Enterprise is likely to exceed the threshold limit provided under Section 188 of the Companies Act 2013 during the financial year 2025-26.

Hence, approval of shareholders is being sought by way of Ordinary Resolution for the said Related Party Transaction(s) proposed to be entered by the Company with Jay Jalaram Enterprise during the financial year 2025-26. The said transactions with related party are in the ordinary course of business and at the arm's length basis.



Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014, particulars of the transactions with Jay Jalaram Enterprise are as follows:

Sl. No	Particulars	Details
1.	Name of Related Parties	Jay Jalaram Enterprise
2.	Name of the Director or KMP who is related	Mr. Vipul Varjivandas Thakkar, Executive Director of the Company
3.	Nature of Relationship	Mr. Vipul Varjivandas Thakkar is a Brother of Mr. Kamlesh Varjivandas Thakkar and Mr. Kamlesh Varjivandas Thakkar is a Sole Proprietor of Jay Jalaram Enterprise.
4.	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 2000 Lakhs during the F.Y. 2025-26 with Jay Jalaram Enterprise.
5.	Nature, materials terms and particulars of the Contracts/ arrangements	Sale and purchase of mobile phones, its related accessories and audio-video devices or leasing of property of any kind
6.	Any advance paid or received for the contracts/arrangements	NIL
7.	Tenure of contracts/ arrangement	F.Y. 2025-26
8.	Any other information relevant or important for the members to take a decision on the proposed resolution.	NIL

Item No. 6

Section 188 of the Companies Act, 2013 and the applicable Rules framed thereunder provides that the related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Jay Jalaram Technologies Limited is related parties with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013 and accordingly, transaction(s) entered with Jay Jalaram Technologies Limited comes within the meaning of Related Party Transaction(s). The value of proposed aggregate transactions with Jay Jalaram Technologies Limited is likely to exceed the threshold limit provided under Section 188 of the Companies Act 2013 during the financial year 2025-26.

Hence, approval of shareholders is being sought by way of Ordinary Resolution for the said Related Party Transaction(s) proposed to be entered by the Company with Jay Jalaram Technologies Limited during the financial year 2025-26. The said transactions with related party are in the ordinary course of business and at the arm's length basis.



Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014, particulars of the transactions with Jay Jalaram Technologies Limited are as follows:

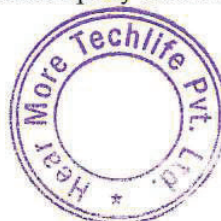
Sl. No	Particulars	Details
1.	Name of Related Parties	Jay Jalaram Technologies Limited
2.	Name of the Director or KMP who is related	Mr. Vipul Varjivandas Thakkar, Executive Director of the Company
3.	Nature of Relationship	Mr. Vipul Varjivandas Thakkar is a Non-Executive Director of Jay Jalaram Technologies Limited. Mr. Kamlesh Varjivandas Thakkar, Brother of Mr. Vipul Varjivandas Thakkar is a Chairman & Managing Director of Jay Jalaram Technologies Limited.
4.	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 2000 Lakhs during F.Y. 2025-26 with Jay Jalaram Technologies Limited.
5.	Nature, materials terms and particulars of the Contracts/ arrangements	Sale and purchase of mobile phones, its related accessories, consumer durable electronic goods and other electronics goods and leasing of property.
6.	Any advance paid or received for the contracts/arrangements	NIL
7.	Tenure of contracts/ arrangement	F.Y. 2025-26
8.	Any other information relevant or important for the members to take a decision on the proposed resolution.	NIL

Item No. 7

Section 188 of the Companies Act, 2013 and the applicable Rules framed thereunder provides that the related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Techgrind Solutions Private Limited is related parties with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013 and accordingly, transaction(s) entered with Techgrind Solutions Private Limited comes within the meaning of Related Party Transaction(s). The value of proposed aggregate transactions with Techgrind Solutions Private Limited is likely to exceed the threshold limit provided under Section 188 of the Companies Act 2013 during the financial year 2025-26.

Hence, approval of shareholders is being sought by way of Ordinary Resolution for the said Related Party Transaction(s) proposed to be entered by the Company with Techgrind Solutions Private Limited during the financial year 2025-26. The said transactions with related party are in the ordinary course of business and at the arm's length basis.



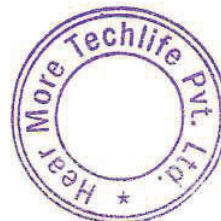
Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014, particulars of the transactions with Techgrind Solutions Private Limited are as follows:

Sl. No	Particulars	Details
1.	Name of Related Parties	Techgrind Solutions Private Limited
2.	Name of the Director or KMP who is related	Mr. Vipul Varjivandas Thakkar and Mr. Dharmendra Babubhai Patel, Executive Directors of the Company
3.	Nature of Relationship	Mr. Vipul Varjivandas Thakkar and Mr. Dharmendra Babubhai Patel are Directors of Hear More Techlife Private Limited as well as Directors of Techgrind Solutions Private Limited.
4.	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 2000 Lakhs during F.Y. 2025-26 with Techgrind Solutions Private Limited.
5.	Nature, materials terms and particulars of the Contracts/ arrangements	Sale, purchase or supply of goods or materials, purchase of mobiles related softwares, availing services of updation & maintenance of website, online platforms for marketing of products, digital marketing services, payment gateways and also availing other e-commerce activities by the Company on Market rate and arm's length basis.
6.	Any advance paid or received for the contracts/arrangements	NIL
7.	Tenure of contracts / arrangement	F.Y. 2025-26
8.	Any other information relevant or important for the members to take a decision on the proposed resolution.	NIL

Item No. 8

Section 188 of the Companies Act, 2013 and the applicable Rules framed thereunder provides that the related party transaction will require prior approval of shareholders through ordinary resolution if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Pratham Bhagautee Technologies Private Limited is related parties with reference to the Company within the meaning of Clause (76) of section 2 of the Companies Act 2013 and accordingly, transaction(s) entered with Pratham Bhagautee Technologies Private Limited comes within the meaning of Related Party Transaction(s). The value of proposed aggregate transactions with Pratham Bhagautee Technologies Private Limited is likely to exceed the threshold limit provided under Section 188 of the Companies Act 2013 during the financial year 2025-26.

Hence, approval of shareholders is being sought by way of Ordinary Resolution for the said Related Party Transaction(s) proposed to be entered by the Company with Pratham Bhagautee Technologies Private Limited during the financial year 2025-26. The said transactions with related party are in the ordinary course of business and at the arm's length basis.

Pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules 2014, particulars of the transactions with Pratham Bhagautee Technologies Private Limited are as follows:

Sl. No	Particulars	Details
1.	Name of Related Parties	Pratham Bhagautee Technologies Private Limited
2.	Name of the Director or KMP who is related	Mr. Vipul Varjivandas Thakkar, Executive Director of the Company
3.	Nature of Relationship	Mr. Vipul Varjivandas Thakkar is Director of Hear More Techlife Private Limited as well as Director of Pratham Bhagautee Technologies Private Limited.
4.	Monetary Value	The estimated aggregate value of contracts/arrangements value for the matters proposed in the resolution shall not exceed ₹ 2000 Lakhs during F.Y. 2025-26 with Pratham Bhagautee Technologies Private Limited.
5.	Nature, materials terms and particulars of the Contracts/ arrangements	Sale and purchase of mobile phones, its related accessories and audio-video devices.
6.	Any advance paid or received for the contracts/arrangements	NIL
7.	Tenure of contracts / arrangement	F.Y. 2025-26
8.	Any other information relevant or important for the members to take a decision on the proposed resolution.	NIL

**By Order of the Board of Directors
For Hear More Techlife Private Limited**



Prakash Kriplani
Executive Director
DIN: 09754925

Place : Ahmedabad
Date : 28.08.2025

ANNEXURE TO THE NOTICE**Explanatory Statement****(Pursuant to the provisions of Section 102 of the Companies Act, 2013)****Details of Directors pursuant to the requirements of Secretarial Standard on General Meetings]**

Name of Director	Mr. Dharmendra Babubhai Patel
Designation	Executive Director
DIN	09754924
Date of Birth	26/02/1984
Age	40 Years
Nationality	Indian
Experience	More than 10 years
Original Date of Appointment	03/10/2022
Brief profile including expertise and experience	Mr. Dharmendra Babubhai Patel is having more than 10 years of experience of retail trading of audio devices & its related accessories, other electronic components and mobiles. Presently, he is entrusted with the responsibilities to look after general administration, branding, sales and marketing activities of the Company
Brief terms and conditions of appointment & remuneration	Retire by Rotation
No. of Board Meetings attended during the financial year 2024-25	4
Details of Directorship held in other Companies	1.) Techgrind Solutions Private Limited
Details of Membership/ Chairmanship of Board Committees of other Companies	NIL
Details of Membership/ Chairmanship of Board Committees of the Company	NIL
Shareholding in the Company (No. of Shares)	190
Relationship with other Directors and Key Managerial Personnel of the Company	NIL

By Order of the Board of Directors
For Hear More Techlife Private Limited



Prakash Kriplani
Executive Director
DIN: 09754925

Place : Ahmedabad
Date : 28.08.2025

BOARD'S REPORT

To,
The Members,

Your Directors take pleasure in presenting the 3rd Annual Report on the operational and financial performance of **Hear More Techlife Private Limited**, ("the Company") together with the Audited Financial Statements for the financial year ended 31st March, 2025.

1. FINANCIAL SUMMARY AND HIGHLIGHTS:

The financial performance of our Company for the financial year ended 31st March, 2025 is summarized as below:

(₹ in Lakhs)		
Particulars	FY 2024-25	FY 2023-24
Revenue from Operations	100.57	716.61
Other Income	0.00	3.70
Total Income	100.57	720.31
Total Expenses excluding Finance Cost and Depreciation	126.30	734.28
Profit / (Loss) before Interest, Depreciation & Tax (EBIDTA)	(25.72)	(13.97)
Less: Finance Cost	26.78	50.64
Less: Depreciation and Amortization Expenses	0.81	0.26
Profit / (Loss) Before Tax	(53.31)	(64.87)
Less: Provisions for Taxation including Deferred Tax	(0.08)	0.08
Net Profit / (Loss) for the year	(53.23)	(64.96)

The Audited Financial Statements for the financial year ended 31st March, 2025, forming part of this Annual Report, have been prepared in accordance with the applicable Accounting Standards as notified by the Ministry of Corporate Affairs.

2. STATE OF COMPANY'S AFFAIRS:

During the financial year 2024-25, the Company achieved total Operating Revenue of ₹ 100.57 Lakhs against ₹ 716.61 Lakhs in the previous financial year and incurred Net Loss After Tax of ₹ 53.23 Lakhs against ₹ 64.96 Lakhs in the previous financial year.

3. MATERIAL CHANGES AND COMMITMENTS:

There are no material changes and commitments, affecting the financial position of the Company which occurred between the end of financial year to which the financial statements relate and the date of this Board's Report.



4. CHANGE IN NATURE OF BUSINESS:

There was no change in the nature of business carried on by the Company during the year under review.

5. DIVIDEND:

With a view to conserve the resources for future prospect and growth of the Company, the Board of Directors of the Company have not recommended any dividend on equity shares for the financial year ended 31st March, 2025.

6. TRANSFER TO RESERVES:

During the year under review, no amount has been transferred to any reserve.

7. DEPOSITS:

During the year under review, the Company has neither accepted nor renewed any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) from the public or the members and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

8. DEMATERIALISATION OF EQUITY SHARES:

As on 31st March, 2025, all the equity shares of the Company are in dematerialized form.

9. SHARE CAPITAL:

AUTHORIZED SHARE CAPITAL

As on 31st March, 2025, the Authorised Equity Share Capital of the Company stands at ₹ 1,00,000/- divided into 10,000 Equity Shares of ₹ 10/- each.

ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

The Issued, Subscribed and Paid-Up Equity Share Capital of the Company as on 31st March, 2025 stands at ₹ 1,00,000/- divided into 10,000 Equity Shares of ₹ 10/- each.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31st March, 2025, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

CHANGES IN SHARE CAPITAL DURING THE YEAR:

During the year under review, there is no change in share capital of the Company.

10. DETAILS ABOUT HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES / JOINT VENTURES:

M/s. Jay Jalaram Technologies Limited is the holding company of the Company. As on 31st March, 2025, the Company does not have any subsidiary & associate companies and has not entered into any joint venture with any other company.

11. ANNUAL RETURN:

As on 31st March, 2025, the Company does not have website so the web address is not given here.



12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All the transactions/contacts/arrangements made with related parties are placed before the Board of Directors for review and approval.

During the financial year 2024-25, all the related party transactions entered into by the Company with related parties were in the ordinary course of business and were at arm's length basis and no materially related party transactions were entered into by the Company with related parties. Accordingly, the disclosure in Form AOC-2 is not applicable to the Company. All the transactions entered into by the Company with related parties were in compliance with the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder. The details of related party transactions as per Accounting Standards are disclosed in Notes to the Financial Statements.

13. PARTICULARS OF EMPLOYEES:

The provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 were not applicable to your Company for the financial year ended 31st March, 2025.

14. PARTICULARS OF LOANS, GUARANTEES, SECURITIES OR INVESTMENTS MADE BY THE COMPANY:

During the year under review, the Company has neither granted any loans nor given any guarantees nor provided any securities nor made any investments under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.

15. UNSECURED LOANS:

During the year under review, the Company has not availed and/or repaid unsecured loans. Further, as on 31st March, 2025, there is total outstanding towards the above loans is ₹ 1,78,94,099/- including interest.

16. BOARD OF DIRECTORS:

Composition of the Board:

The following is the Board Composition as on 31st March, 2025:

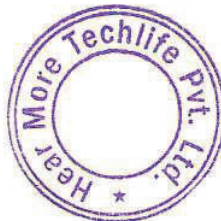
DIN	Name of Directors	Designation
07702963	Mr. Vipul Varjivandas Thakkar	Executive Director
09754924	Mr. Dharmendra Babubhai Patel	Executive Director
09754925	Mr. Prakash Devidas Kriplani	Executive Director

Directors appointed/resigned during the financial year 2024-25:

During the year under review, no changes have been taken place in the composition of Board of Directors of the Company:

Retirement by rotation and subsequent re-appointment:

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)



and the Articles of Association of the Company, Mr. Dharmendra Babubhai Patel (DIN: 09754924), Executive Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, offers himself for re-appointment. The Board recommends his re-appointment as such.

17. BOARD MEETINGS HELD DURING THE YEAR UNDER REVIEW:

During the Financial Year ended 31st March, 2025, the Board of Directors of the Company met Four (04) times i.e. on 22.05.2024, 06.07.2024, 29.10.2024 and 22.02.2025. The maximum gap between two meetings was not more than 120 days. The requisite quorum was present at all the Meetings.

18. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company confirms that-

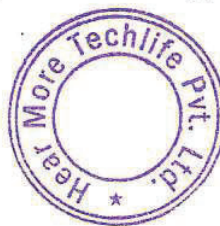
- a) In the preparation of annual accounts for the financial year ended 31st March, 2025 the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025 and of the profit and loss of the Company for financial year ended 31st March, 2025;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) 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.

19. STATUTORY AUDITORS AND AUDIT REPORT:

M/s. V C A N & Co., Chartered Accountants, (FRN: 125172W), are the Statutory Auditors of the Company. They were appointed as the Statutory Auditors of the Company for the financial year 2024-25 in casual vacancy from the conclusion of the 02nd Annual General Meeting ("AGM") until the conclusion of this 03rd AGM.

Further, the Board of Directors of the Company at their meeting held on 22nd May, 2025, has recommended to the members of the Company the re-appointment of M/s. V C A N & Co., Chartered Accountants (FRN: 125172W), as the Statutory Auditors of the Company for the term of five consecutive years i.e. from the financial year 2025-26 to financial year 2029-30 who shall hold the office from the conclusion of the 03rd AGM till the conclusion of 08th AGM of the Company, subject to the compliance of various applicable provisions of the Companies Act, 2013.

The Statutory Auditors have confirmed their eligibility and qualifications required under Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).



The Auditors' Report for the financial year ended 31st March, 2025 does not contain any qualification, reservations or adverse remark. As regards the comments made in the Auditors' Report, the Board is of the opinion that they are self-explanatory and does not require further clarification.

20. INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS:

The Statutory Auditors of the Company have not reported any instances of fraud to the Board of Directors of the Company under Section 143(12) of the Companies Act, 2013 including rules made thereunder.

21. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder are not applicable to our Company for the financial year ended 31st March, 2025.

22. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

There is no details regarding conservation of energy, technology absorption and foreign exchange earnings and outgo for the financial year 2024-25 as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

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

There have been no significant and material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status of the Company and its future operations.

24. INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has an adequate internal financial control system commensurate with the nature of its business and the size and complexity of its operations and is operating effectively with no material weakness.

During the year under review, no material or serious observation has been received from the Statutory Auditors of the Company on the inefficiency or inadequacy of the said internal financial control system.

25. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (the 'Act') and Rules made thereunder, the Board of Directors of Company has not received any complaints with allegations of sexual harassment in the Company and the Company is committed to provide a safe and conducive work environment to its women employees during the year under review. As on 31.03.2025, there are two female employee on the payroll of the Company.



26. MAINTENANCE OF COST RECORDS:

The Company is not required to maintain Cost Records as specified under Section 148(1) of the Companies Act, 2013 and therefore, the appointment of Cost Auditor for undertaking audit of cost records of the Company is not applicable. However, the Company is generally maintaining cost records of its business activities.

27. RISK MANAGEMENT POLICY:

The Company has a Risk Management Plan and Procedures for identification, assessment, management, minimization & monitoring of risks and also laid down the procedure to inform the Board members about the risk assessment and minimization procedures. It has identified various potential risks including but not limited to business dynamics, operations, liquidity, market/industry, human resource etc.

28. OTHER DISCLOSURES:

- a.) The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on the Meetings of Board of Directors including Committee Meetings and General Meetings.
- b.) There was no application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year under review.
- c.) There was no instance of onetime settlement with any Bank or Financial Institution.

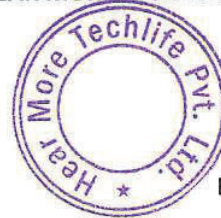
29. APPRECIATION:

The Board of Directors of the Company place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year under review and also conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, business associates, regulatory and government authorities for their continued support.

By Order of the Board of Directors
For HEAR MORE TECHLIFE PRIVATE LIMITED



Prakash Kriplani
Executive Director
DIN: 09754925



Vipul Thakkar
Executive Director
DIN: 07702963

Place : Ahmedabad
Date : 22nd May, 2025

INDEPENDENT AUDITORS' REPORT

To,

The Members of Hear More Techlife Private Limited

Report on the audit report of the financial statement

Opinion

We have audited the accompanying financial statements of **Hear More Techlife Private Limited**, which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended (from 1st April 2024 to 31st March 2025), Cash Flow Statement for the year ended 31st March, 2025 and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit (or Loss) for the year ended on that date (from 1st April 2024 to 31st March 2025).

Basis for opinion

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Information other than the financial statements and auditors' 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 the Board's Report including Annexures to Board's Report, Business Responsibility 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 standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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



Auditor's responsibilities for the audit of the financial statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report.

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



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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

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

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 financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31, 2025, taken on record by the board of directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.



(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 its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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 its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.



- v. During the year, the company has not declared or paid any dividend reporting under rule 11 (f) of the Act is not applicable.
- vi. Based on our examination which included test checks, the Company has used Accounting Software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility. The audit trail functionality was enabled and operated in respect of one set of books, and we did not come across any instance of the audit trail feature being tampered with during the course of our audit and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For, V C A N & CO
Chartered Accountants
FRN: 125172W



CA Saurabh Jain
Partner

UDIN: 25175015BMIBED9137

Mem. No.: 175015

Place: Ahmedabad

Date: 22/05/2025



Annexure 'A' to the independent auditor's report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Financial Statements of the Company for the year ended 31st March, 2025:

- (i)(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and Equipment.
- (i)(a)(B) The Company does not own any intangibles assets during the year ended 31 March 2025 therefore, the requirement to report on clause (i)(a)(B) of the Order is not applicable to the Company.
- (i)(b) The Property, Plant and Equipment, have been physically verified by the management at the end of the year; and no material discrepancies has been noticed on such verification. Accordingly, the requirement to report on clause 3(i) (b) of the Order is not applicable to the Company.
- (i)(c) There is no immovable property held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (i)(d) The Company has not revalued its Property, Plant and Equipment during the year ended March 31, 2025. Accordingly, the requirement to report on clause 3 (i)(d) of the Order is not applicable to the Company.
- (i)(e) There are no proceedings initiated or are pending against the Company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly, the requirement to report on clause 3(i)(e) of the Order is not applicable to the Company.
- (ii)(a) As explained to us, physical verification of inventory is being conducted at regular intervals by the management and no discrepancies were found during verification.
- (ii)(b) The Company has not been sanctioned any working capital limits in excess of five crores in aggregate from bank during the year on the basis of security of current assets of the Company. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.



(iii)(a)(A) The company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability.

(iii)(a)(B) Company has not provided any advances in the nature of loans to various parties other than its subsidiaries, joint ventures and associates.; accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(iii)(b) No, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest; accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(iii)(c) No, the loans and advances provided in the nature of loans, doesn't have any schedule of repayment of principal, accordingly the requirement to report on clause 3(iii)(c) of the Order is not applicable to the company.

(iii)(d) No amount is overdue for more than ninety days. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

(iii)(e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(iii)(f) There was no loan which were granted during the year to promoters/related parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) The Company does not have any Loan, Investment, Guarantees and Security therefore the provisions of Section 185 & 186 are not applicable to the company. Accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.



- (vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.
- (vii)(a) The company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs and any other statutory dues with the appropriate authorities. No undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs and any other statutory dues were outstanding at the year end, for a period of more than six months from the dates they become payable. Accordingly, the requirement to report on clause 3 (vii) (a) of the Order is not applicable to the Company.
- (vii)(b) There are no dues of goods and services tax, provident fund, income tax, cess, goods and service tax and other statutory dues which have not been deposited on account of any dispute, therefore the requirement to report on clause 3(vii)(b) of the Order is not applicable to the Company
- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix)(a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. Accordingly, the requirement to report on clause 3(ix)(a) of the Order is not applicable to the Company.
- (ix)(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority. Accordingly, the requirement to report on clause 3(ix)(b) of the Order is not applicable to the Company.
- (ix)(c) The Company did not have any term loans outstanding during the year therefore, the requirement to report on clause 3 (ix)(c) of the Order is not applicable to the Company.



- (ix)(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company. Accordingly, the requirement to report on clause 3(ix)(d) of the Order is not applicable to the Company.
- (ix)(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (ix)(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies., the requirement to report on clause 3 (ix)(f) of the Order is not applicable to the Company.
- (x)(a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments), the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (x)(b) The Company has not made any preferential allotment or private placement of shares / fully or partially or optionally convertible debentures during the year under audit and therefore requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi)(a) According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit, therefore, the requirement to report on clause 3 (xi)(a) of the Order is not applicable to the Company.
- (xi)(b) Provisions of sub-section (12) of section 143 of the Companies Act, 2013 are not applicable to the Company, therefore, the requirement to report on clause 3(xi)(b) of the Order is not applicable to the Company.
- (xi)(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year, therefore, the requirement to report on clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013, therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.



- (xiii) According to the information and explanation given to us, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013 and details of these transactions are disclosed by the Company in the Note 29 to the standalone financial statement, as required by the applicable accounting standards.
- (xiv) Provisions of Section 138 of the Companies Act, 2013 are not applicable to the company, therefore, the requirement to report on clause 3(xiv)(a) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and on an overall examination of the records of the company, we report that the company has not entered into any non-cash transaction with directors or persons connected with them as referred to in section 192 of the Companies Act 2013, therefore, the requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi)(a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (xvi)(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (xvi)(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvi)(d) There is no Core Investment Company as a part of the Group, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) The Company has incurred cash losses in the current year to the extent of ₹ 52.43 Thousand's.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.



- (xix) On the basis of the financial ratios disclosed in Note 28 to the financial statements, 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 date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) During the year, section 135 regarding Corporate Social Responsibility of the Act is not applicable to the company, accordingly, the requirements to report on clause 3(xx)(a) and (b) of the Order are not applicable to the Company.

For, V C A N & CO
Chartered Accountants
FRN: 125172W


CA Saurabh Jain
Partner



UDIN: 25175015BMIBED9137
M.No.: 175015
Place: Ahmedabad
Date: 22/05/2025

Annexure 'B' to the Independent Auditor's Report

Referred to in Paragraph 2 (F) under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the Members of Hear More Techlife Private Limited on the Standalone Financial Statements for the year ended 31st March, 2025

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

We have audited the Internal financial controls over financial reporting of Hear More Techlife Private Limited ("the Company") as of 31st March, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibilities for Internal Financial Controls

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

Auditor's Responsibilities

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone financial statements 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 Act, 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 ICAI. Those Standards and the Guidance Note required that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the internal financial controls with reference to financial statements 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 standalone 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 with reference to Standalone Financial Statements

A Company's internal financial control over financial reporting with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting with reference to these standalone financial statements includes those policies and procedures that:

1. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone 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 standalone financial statements.

Inherent limitations of Internal Financial Controls with reference to Standalone Financial Statements

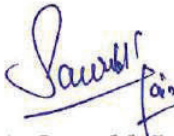
Because of the Inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected.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



Opinion

In our opinion , the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such in internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at 31st March, 2025 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

For, V C A N & Co.
Chartered Accountants
FRN:125172W



CA. Saurabh Jain
Partner,
Membership No. 175015
UDIN: 25175015BMIBED9137
Place: Ahmedabad
Date: 22/05/2025



HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907
BALANCE SHEET AS AT 31ST MARCH 2025

(₹ in Lakhs)

Particulars	Note No.	As at 31/03/2025	As at 31/03/2024
I. EQUITY AND LIABILITIES			
A Shareholders' funds			
(a) Share capital	2	1.00	1.00
(b) Reserves and surplus	3	-178.79	-125.56
Total Shareholders' Funds		-177.79	-124.56
B Non-current liabilities			
(a) Long-term borrowings	4	178.94	178.94
(b) Deferred tax liabilities (Net)	5	0.06	0.14
Total Non-Current Liabilities		179.00	179.08
C Current liabilities			
(a) Short-term borrowings	6	218.93	298.17
(b) Trade payables	7	37.64	5.80
(c) Other current liabilities	8	43.12	73.54
(d) Short-term provisions	9	0.36	0.35
Total Current Liabilities		300.05	377.86
TOTAL		301.26	432.38
II. ASSETS			
A Non-current assets			
Property, Plant and Equipment and Intangible Assets			
(a) Property, Plant and Equipment	10	3.04	3.85
Total Non-Current Assets		3.04	3.85
B Current assets			
(a) Inventories	11	213.88	317.85
(b) Trade receivables	12	45.47	55.25
(c) Cash and Bank Balances	13	0.98	1.06
(d) Short-term loans and advances	14	37.70	54.37
(e) Other Current Assets	15	0.18	-
Total Current Assets		298.21	428.52
Accounting Policies and Notes on Accounts	1		
TOTAL		301.26	432.38
Significant Accounting Policies and Notes forming part of the Financial Statements	1 to 31		

In terms of our attached report of even date
For, M/s V C A N & Co.
Chartered Accountants
FRN : 125172W

CA Saurabh Jain
Partner
Mem. No. : 175015
UDIN: 25175015BMIBED9137

Place: Ahmedabad
Date : 22/05/2025



For, on Behalf of Board of Directors of
Hear More Techlife Private Limited



Prakash Kriplani
Director
DIN : 09754925

Vipul Thakkar
Director
DIN : 07702963

Place: Ahmedabad
Date : 22/05/2025

HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2025

(₹ in Lakhs)				
Sr. No.	Particulars	Note No.	Year Ended 31/03/2025	Year Ended 31/03/2024
	Income			
I	Revenue from operations	16	100.57	716.61
II	Other Income	17	0.00	3.70
III	Total Income		100.57	720.31
	Expenses			
	(a) Cost of materials consumed	18	3.76	624.18
	(b) Changes in inventories of finished goods	19	103.97	44.62
	(c) work-in-progress and Stock-in-Trade			
	(d) Employee benefits expense	20	12.20	23.43
	(e) Finance costs	21	26.78	50.64
	(f) Depreciation and amortization expense	22	0.81	0.26
	(g) Other expenses	23	6.38	42.05
	Total Expenses (IV)		153.89	785.18
V	Profit/(Loss) before exceptional and extraordinary items and tax (III-IV)		(53.31)	(64.87)
VI	Less : Exceptional Item		-	-
VII	Profit/(Loss) before extraordinary items and tax (V-VI)		(53.31)	(64.87)
VIII	Extraordinary items		-	-
IX	Profit/(loss) before tax (VII-VIII)		(53.31)	(64.87)
X	Tax Expenses	24		
	Current Tax		-	-
	Deferred Tax		(0.08)	0.08
	Tax Adjustment Of Earlier Years		-	-
XI	Profit/(Loss) for the year from continuing operations (IX-X)		(53.23)	(64.95)
XII	Profit/ (Loss) for the year from discontinuing operations		-	-
XIII	Tax Expense of Discontinuing Operations		-	-
XIV	Profit/(Loss) for the year from discontinuing operations (after tax) (XII-XIII)		-	-
XV	Profit / (Loss) for the year (XI+XIV)		(53.23)	(64.95)
XVI	Basic and Diluted Earnings per equity share (in ₹):	25		
	Basic Earnings Per Share		(532.32)	(649.58)
	Diluted Earnings Per Share		(532.32)	(649.58)
Significant Accounting Policies and Notes forming part of the Financial Statements		1 to 31		

In terms of our attached report of even date
For, M/s V C A N & Co.
Chartered Accountants
FRN : 125172W

CA Saurabh Jain
Partner
M. NO. : 175015
UDIN: 25175015BMIBED9137

For, on Behalf of Board of Directors of
Hear More Techlife Private Limited



Prakash Kriplani
Director
DIN : 09754925

Vipul Thakkar
Director
DIN : 07702963

Place: Ahmedabad
Date : 22/05/2025



Place: Ahmedabad
Date : 22/05/2025

HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2025

(₹ in Lakhs)

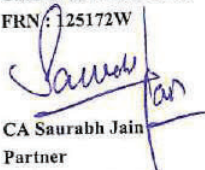
Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
A Cash Flow from operating activities		
Profit / (Loss) before tax	-53.31	-64.87
Adjustment for		
Depreciation /Amortisation	0.81	0.26
Finance Charges	26.78	50.64
Sundry Balance written off	-	-
Sundry Balance written Back	-	-
Interest Income	-	-0.02
Rent Income	-	-
Provision for Gratuity and leave encashment / (written back)	-	-
Operating Profit before Working Capital changes	-25.73	-13.99
Decrease/(Increase) in inventory	103.97	44.62
Decrease/(Increase) in trade & other receivable	9.78	-14.63
Decrease/(Increase) in short term loans & advances	16.67	49.24
Decrease/(Increase) In Other Current Assets	-0.18	-
(Decrease)/Increase in trade payables	31.84	-35.25
(Decrease)/Increase in other liabilities	-30.41	71.48
(Decrease)/Increase in short term provisions	0.01	-7.25
Cash generated from operations	105.94	94.22
Extra Ordinary Items	-	-
Income taxes paid (net)	-	-
Net Cash Flow from Operating Activities (A)	105.94	94.22
B Cash Flow from investing activities		
Rent Income	-	-
Interest Income	-	0.02
Purchase of Fixed Asset	-	-0.15
Net Cash Flow from Investing Activities (B)	-	-0.13
C Cash Flow from financing activities		
(Decrease)/Increase in short term borrowings	-79.24	-75.60
Increase/(Decrease) in Long Term Borrowings	-	33.01
Finance Charges	-26.78	-50.64
Net Cash Flow from Financing Activities (C)	-106.02	-93.24
Net (decrease) / Increase In Cash and Cash Equivalents (A+B+C)	-0.08	0.85
Cash and Cash Equivalents at the beginning of period	1.06	0.21
Cash and Cash Equivalents at the Closing of period	0.98	1.06

In terms of our attached report of even date

For, M/s V C A N & Co.

Chartered Accountants

FRN: 125172W


CA Saurabh Jain
Partner

Mem. No. : 175015

UDIN: 25175015BMIBED9137

Place: Ahmedabad

Date : 22/05/2025



Hear More Techlife Private Limited


Brakash Kriplani
Director

DIN : 09754925


Vipul Thakkar
Director

DIN : 07702963

Place: Ahmedabad

Date : 22/05/2025

HEAR MORE TECHLIFE PRIVATE LIMITED

CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 2 : Share Capital

(₹ in Lakhs)

Sr. No.	Particulars	As at 31st March, 2025	As at 31st March, 2024
a)	Authorised Share Capital 10,000 (10,000) Equity Shares of ₹ 10/- Par Value	1.00	1.00
b)	Issued Share Capital 10,000 (10,000) Equity Shares of ₹ 10/- Par Value	1.00	1.00
c)	Subscribed Share Capital 10,000 (10,000) Equity Shares of ₹ 10/- Par Value	1.00	1.00
d)	Paidup Share Capital 10,000 (10,000) Equity Shares of ₹ 10/- Par Value Fully Paidup	1.00	1.00
Total		1.00	1.00

e) Share Held by Holding Co.

Particulars	As at 31st March, 2025	As at 31st March, 2024
JAY JALARAM TECHNOLOGIES LIMITED	5,900	5,900
	5,900	5,900

f) Holding More Than 5%

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	Number of Share	% Held	Number of Share	% Held
JAY JALARAM TECHNOLOGIES LIMITED	5900	59.00	5,900.00	59.00
MAHENDRA JANGIR	2820	28.20	2,820.00	28.20

g) Shareholding of Promoters

Shares held by promoter as on 31st March 2025

SN	Promoters Name	No. of Shares	% of total shares	% change during the year
1	JAY JALARAM TECHNOLOGIES LIMITED	5,900	59.00%	-
2	MAHENDRA JANGIR	2,820	28.20%	-
3	PRAKAS DEVIDAS KRIPLANI	290	2.90%	52.63%
4	DHARMENDRA BABULAL PATEL	190	1.90%	-
5	VIPUL THAKKAR	100	1.00%	-
6	KAMLESH THAKKAR	100	1.00%	-

i) Shares held by promoter as on 31st March 2024

SN	Promoters Name	No. of Shares	% of total shares	% change during the year
1	JAY JALARAM TECHNOLOGIES LIMITED	5,900.00	59.00%	59.00
2	MAHENDRA JANGIR	2,820.00	28.20%	(1.80)
3	VIPUL THAKKAR	100.00	1.00%	(14.00)
4	DHARMENDRA BABULAL PATEL	190.00	1.90%	(13.10)
5	PRAKAS DEVIDAS KRIPLANI	190.00	1.90%	(13.10)
6	KAMLESH LALWANI	100.00	1.00%	(11.50)
7	KAMLESH THAKKAR	100.00	1.00%	(11.50)



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HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 3 : Reserve and Surplus

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Surplus / (Deficit) in the Statement of Profit & Loss		
Balance as per last Balance Sheet	(125.56)	(60.60)
Amount Transferred From Statement of P&L	(53.23)	(64.96)
Total	(178.79)	(125.56)

Note 4 : Long Term Borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Unsecured Loan from Directors	178.94	178.94
Total	178.94	178.94

(i) The loan from directors outstanding as on 31st March, 2025 is ₹178.94 Lakhs (outstanding as on 31st March, 2025 of ₹178.94 Lakhs). The directors have waived their interest on loan given by them to company.

Note 5 : Deferred Tax Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Related to Property, Plant & Equipment and Intangible Asset and Gratuity	0.06	0.14
Total	0.06	0.14

Note 6 : Short Term Borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Secured From Bank	218.93	298.17
Total	218.93	298.17

(i) Working capital loan from Indian Bank outstanding as on 31st March 2025 is ₹ 218.93 Lakhs (Sanction Amount of ₹ 225.00 Lakhs) (outstanding as on 31st March, 2024 of ₹ 298.17 Lakhs having Sanction Amount of ₹ 300.00 Lakhs) carries interest rate at 11.65% (11.90% as of 31st March, 2024).

Note 7 : Trade Payables

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Payables due to Micro and Small Enterprises Others	37.64	7.74
Total	37.64	7.74

(The Trade Payable Ageing Schedule is attached in Note 26 of the Notes to the Financial Statements)



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HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 8 : Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance Received From Debtors	41.73	71.41
Payable To Employees	1.02	-
Creditor For Expenses	0.09	-
Statutory Dues Payable	0.29	0.18
Total	43.12	71.59

Note 9 : Short Term Provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Expense	0.36	0.35
Total	0.36	0.35



Vipul

HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 10 : Property, Plant and Equipment and Intangible Assets

(₹ in Lakhs)

Particulars	Gross Block				Depreciation / Amortization				Net Block	
	As at 01.04.2024	Additions during the year	Deletion During the year	As at 31.03.2025	As at 01.04.2024	Additions during the year	Deletion During the year	As at 31.03.2025	As at 31.03.2025	As at 31.03.2024
Property, Plant and Equipment										
(i) Office Equipment	0.22	-	-	0.22	0.01	0.11	-	0.12	0.10	0.21
(ii) Plant and Machinery	3.99	-	-	3.99	0.35	0.70	-	1.05	2.94	3.64
Total	4.21	-	-	4.21	0.36	0.81	-	1.17	3.04	3.85
Previous Year	4.06	0.15	-	4.21	0.10	0.26	-	0.36	3.85	3.97



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Vipul

HEAR MORE TECHLIFE PRIVATE LIMITED

CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 11 : Inventories

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Finished Goods	213.88	317.85
Total	213.88	317.85

Note 12 : Trade receivables

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Payables due to		
Micro and Small Enterprises	45.47	55.25
Others		
Total	45.47	55.25

(The Trade Receivables Ageing Schedule is attached in Note 27 : Trade Receivable Ageing Summary in the Notes to the Financial Statements)

Note 13 : Cash and Bank Balances

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash in Hand	0.03	0.00
Balances With Banks	0.95	1.06
Balance With Scheduled Banks		
Current Account		
State Bank Of India - 8175	-	1.00
HDFC Bank - 0303	0.95	0.06
Total	0.98	1.06

Note 14 : Short-term loans and advances

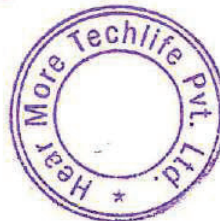
(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Balances With Revenue Authorities	37.23	53.46
Advance To Suppliers	0.47	-
Advances to Others, Unsecured, considered good	-	0.91
Total	37.70	54.37

Note 15 : Other Current Assets

(₹ in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Security Deposits	0.16	-
Prepaid Insurance exp	0.02	-
Total	0.18	-



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V. K. Paul

HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 16 : Revenue from operations

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Sale of Products Manufactures Goods	100.57	716.61
Total	100.57	716.61

Note 17 : Other income

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Interest on Income Tax refund	-	0.02
Miscellaneous Income	0.00	3.68
Total	0.00	3.70

Note 18 : Cost of materials consumed

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Raw Material Purchase	3.76	622.22
Packing Material Purchase	-	1.96
Total	3.76	624.18

Note 19 : Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Opening Stock Finished Goods	317.85	362.46
Closing Stock Finished Goods	213.88	317.85
Increase/Decrease Finished Goods	103.97	44.62
Total	103.97	44.62



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HEAR MORE TECHLIFE PRIVATE LIMITED

CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 20 : Employee benefits expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Salary, Wages & Bonus		
Salary Expenses	12.20	20.95
Salary To Director	-	2.48
Total	12.20	23.43

Note 21 : Finance costs

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Interest Expenses	26.78	48.80
Other Finance Cost	-	1.84
Total	26.78	50.64

Note 22 : Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Depreciation Tangible Assets		
Depreciation Expenses	0.81	0.26
Total	0.81	0.26

Note 23 : Other expenses

(₹ in Lakhs)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Manufacturing Service Costs Expenses		
Freight And Forwarding Charges	-	6.70
Administrative and General Expenses.	4.16	6.94
Other Administrative And General Expenses	-	7.67
Selling Distribution Expenses		
Advertising Promotional Expenses	-	3.83
Sales Incentive	-	0.31
Other Expenses	2.21	16.58
Total	6.38	42.05



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HEAR MORE TECHLIFE PRIVATE LIMITED

CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

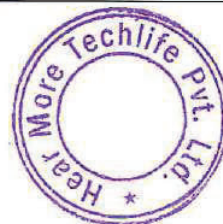
Note 28 : Accounting Ratios

Particular	31st March, 2025	31st March, 2024	% Change	Reason for Movement
a) Current Ratio	0.99	1.13	12.37%	Not Applicable
b) Debt-Equity Ratio	-2.24	-3.83	41.58%	This ratio is decreased due to increase in Net loss during the year
c) Debt Service Coverage Ratio	-0.10	-0.04	100.00%	This ratio is decreased due to increase in Net loss during the year
d) Return on Equity Ratio	35.21%	70.54%	50.09%	This ratio is decreased due to increase in Net loss during the year
e) Inventory Turnover Ratio	0.38	2.11	82.04%	This ratio has decreased due to decrease in sales during the year.
f) Trade Receivables Turnover Ratio	2.00	14.95	86.64%	This ratio has decreased due to decrease in sales during the year.
g) Trade Payables Turnover Ratio	0.17	215.41	99.92%	This ratio has decreased due to decrease in purchases during the year.
h) Net Capital Turnover Ratio	4.12	8.51	51.59%	This ratio has decreased due to decrease in average working capital and decrease in sales during the year.
i) Net Profit Ratio	-52.93%	-9.06%	-483.93%	This ratio is decreased due to increase in Net loss during the year.
j) Return on Capital employed	-12.06%	-4.04%	-198.69%	This ratio is decreased due to increase in Net loss during the year.
k) Return on Investment	0.00%	0.00%	NA	NA

Particulars	Numerator	Denominator
Current Ratio	Current Assets	Current Liabilities
Debt-Equity Ratio	Total Debt	Shareholder's Equity
Debt Service Coverage Ratio	Earning available for debt service	Total Debt Service
Return On Equity Ratio	Net Profit After Tax	Average Shareholder Equity
Inventory Turnover Ratio	Net sales	Average Inventory
Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables
Trade Payables Turnover Ratio	Net Credit Purchase	Average Trade Payables
Net Capital Turnover Ratio	Turnover	Average Working Capital
Net Profit Ratio	Profit After Tax	Net Sales
Return On Capital Employed	Earning before Interest & Tax	Total Capital Employed
Return On Investment	Interest Income	Average Cost of Investment



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HEAR MORE TECHLIFE PRIVATE LIMITED

CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 29 : Related Party Transactions

a) List of Related Parties & Relationship

(i) Key Management Personnel & their Relatives

Name of the Management Personnel	Nature of Relationship
Prakash Kriplani	Director
Dharmendra Babulal Patel	Director
Kamlesh Thakkar	Director
Vipul Thakkar	Director
Sheelaben Kriplani	Relative of Director
Radhika Kriplani	Relative of Director

(ii) Name of the parent company

Name of the Entities	Nature of Relationship
Jay Jalaram Technologies Limited	59% Holding Company

(iii) Entities controlled by Directors and/or their relatives

Name of the Entities	Nature of Relationship
Jay Jalaram Enterprise	Entity Controlled by Relative of Director

b) Transactions with related parties

Person's/ Party's Name	Relationship	Nature of transactions	(₹ in Lakhs) March 31, 2025
Prakash Kriplani	Director	Sale of Goods	0.03
		Reimbursement of Expenses	0.28
Sheelaben Kriplani	Relative of Director	Salary	5.98
Radhika Kriplani	Relative of Director	Salary	5.98
Jay Jalaram Technologies Limited	59% Holding Company	Sale of Goods	91.38
Jay Jalaram Enterprise (Prop. Kamlesh Thakkar)	Entity Controlled by Relative of Director	Sale Return of Goods	0.02
		Rent Paid	8.20

Person's/ Party's Name	Relationship	Nature of transactions	(₹ in Lakhs) March 31, 2024
Prakash Kriplani	Director	Interest on unsecured loan	3.00
		Sale of Goods	0.34
		Reimbursement of Expenses	0.19
Dharmendra B Patel	Director	Interest on unsecured loan	1.40
		Sale of Goods	0.63
Vipul Thakkar	Director	Interest on unsecured loan	5.79
		Remuneration	2.48
Mahendra Jangir (Resigned as on 15/11/2023)	Director	Reimbursement of Expenses	1.93
		Sale of Goods	0.27
		Balances written off	0.51
Sheelaben Kriplani	Director's Relative	Remuneration	2.99
N.V. Communication (Prop. Mahendra Jangir) (Resigned as on 15/11/2023)	Controlled by Director	Sale of Goods	124.18
		Purchase of Goods	1.33
Jay Jalaram Enterprise (Prop. Kamlesh Thakkar)	Controlled by Director's Relative	Sale of Goods	-0.71
		Interest on unsecured loan	2.24
		Sale of Goods	4.30
		Rent Paid	0.80
Jay Jalaram Enterprise LLP	Controlled by Director	Delay Payment Interest on non fulfillment of Contract	4.09
Jay Jalaram Technologies Limited	59% Holding Company	Sale of Goods	158.38



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HEAR MORE TECHLIFE PRIVATE LIMITED
CIN : U72200GJ2022PTC135907

Notes forming part of the Financial Statement for the Year ended 31st March, 2025

Note 30: Other Statutory Disclosures

The Company does not have any immovable property with respect to Land or Building.

The Company does not have any investment property.

Company is having only one segment of business and thus no segment reporting is required to be reported.

No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

There are no charges or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2024.

The Balance of the Trade Receivables and Trade Payables are subject to confirmation. Any adjustment if required, will be made on receipt of the same.

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

The company doesn't have any subsidiary as on the Balance sheet date and accordingly no consolidation to the Financials Statements are require to be prepared.

The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.

The provisions of Corporate Social Responsibility (Section 135 of the Companies Act, 2013) are not applicable to the Company during the year ended 31st March 2024.

The Company has not incurred Cash Loss of ₹ 54.12 Lakhs during the year. (Previous year - ₹ 28.32 Lakhs)

There is no material subsequent event occurring after the end of the Financial year which require additional disclosure.

Note 31: Regrouping

All values are rounded off to the nearest rupees in Lakhs, except where otherwise indicated. The Figures for the corresponding previous year have been regrouped /reclassified wherever necessary to make them comparable.

In terms of our attached report of even date

For, M/s V C A N & Co.
Chartered Accountants
FRN : 125172W

CA Saurabh Jain
Partner
Mem. No. : 175015
UDIN: 25175015BMIBED9137

Place: Ahmedabad
Date : 22/05/2025



For, on Behalf of Board of Directors of
Hear More Techlife Private Limited

Prakash Kriplani
Director
DIN : 09754925

Place: Ahmedabad
Date : 22/05/2025

Vipul Thakkar
Director
DIN : 07702963

HEAR MORE TECHLIFE PRIVATE LIMITED

CIN: U72200GJ2022PTC135907

Registered Office: Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith,
Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat – 380009

Phone No. 9512008188; **Email:** acc.hearmore@gmail.com

ATTENDANCE SLIP

03rd Annual General Meeting held on Monday, the 29th day of September, 2025 at 03:00 P. M.

DP ID-Client ID: _____

No. of shares held: _____

Name & Address of the Shareholder: _____

Name of the Proxy, if any _____

I/We hereby record my/our presence at the 03rd Annual General Meeting of the Company held on **Monday, the 29th day of September, 2025 at 03:00 P. M.** at the registered office of the Company situated at Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith, Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat – 380009.

Member's/ Proxy's Signature

Notes:

1. Please fill this attendance slip and hand it over at the entrance of the meeting hall.
2. Members/Proxy Holders are requested to show their Photo ID Proof for attending the meeting.

HEAR MORE TECHLIFE PRIVATE LIMITED

CIN: U72200GJ2022PTC135907

Registered Office: Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith,
Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat – 380009

Phone No. 9512008188; **Email:** acc.hearmore@gmail.com

Form No. 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]*

CIN : U72200GJ2022PTC135907
Name of the Company : HEAR MORE TECHLIFE PRIVATE LIMITED
Registered Office : Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith,
Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat –
380009
Name of the Member(s) :
Registered Address :
E-mail Id :
Client Id :
DP ID :

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

1. Name:..... Address:
E-mail Id: Signature: or failing him/her
2. Name..... Address:
E-mail Id: Signature: or failing him/her
3. Name:..... Address:
E-mail Id: Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 03rd Annual General Meeting of the Company, to be held on **Monday, the 29th day of September, 2025 at 03:00 P. M.** at Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith, Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat – 380009 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description of Resolution
Ordinary Business:	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2025 and the Reports of

	Board of Directors and Auditors thereon
2.	To appoint a Director in place of Mr. Dharmendra Babubhai Patel (DIN: 09754924), who retires by rotation and being eligible, offers himself for re-appointment S
3.	To re-appoint M/s. V C A N & Co., Chartered Accountants, as Statutory Auditors of the Company for the term of five consecutive years
Special Business:	
4.	To approve the material related party transactions with M/s. Jay Jalaram Enterprise LLP for the financial year 2025-26
5.	To approve the material related party transactions with M/s. Jay Jalaram Enterprise for the financial year 2025-26
6.	To approve the material related party transactions with M/s. Jay Jalaram Technologies Limited for the financial year 2025-26
7.	To approve the material related party transactions with M/s. Techgrind Solutions Private Limited for the financial year 2025-26
8.	To approve the material related party transactions with M/s. Pratham Bhagautee Technologies Private Limited for the financial year 2025-26

Signed this _____ day of _____, 2025
Signature of Shareholder _____
Signature of Proxy holder(s) _____

Affix Re. 1
Revenue
Stamp

Note: 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.

ROUTE MAP TO REACH AT THE VENUE OF THE 03RD ANNUAL GENERAL MEETING OF HEAR MORE TECHLIFE PRIVATE LIMITED TO BE HELD ON MONDAY, THE 29TH DAY OF SEPTEMBER, 2025 AT 03:00 P. M.

VENUE: HEAR MORE TECHLIFE PRIVATE LIMITED, Showroom No. 5, Videocon Arizona, Opp. Gujarat Vidhyapith, Near Nav Gujarat College, Ashram Road, Ahmedabad, Gujarat – 380009

