

CISTRO TELELINK LIMITED

(L19201MP1992PLC006925)

Regd Office:206, Airen Heights, AB Road, Indore 452010,
Madhya Pradesh

Tel No.:0731-2555022; Fax No.:0731-2555722

Email [ID -cistrotelelink@gmail.com](mailto:ID-cistrotelelink@gmail.com)

Website: www.cistrotelelink.net

**31st Annual Report
2022-2023**

CORPORATE INFORMATION**BOARD OF DIRECTORS:**

Mr. Arun Kumar Sharma (DIN: 00369461)	Chairman and Non-Executive Director
Ms. Bandana Singh (DIN: 08008601) (upto 12 th July, 2023)	Non- Executive Independent Director
Ms. Renu Mahendra Singh (DIN: 00860777)	Non-Executive Independent Director
Mr. Ganesh Sahebrao Sengadani (DIN: 06647090)	Non-Executive Independent Director
Mr. Naresh Kumar Agarwal	Chief Executive Officer
Mr. Pyarelal Gulabchand Verma	Chief Financial Officer
Ms. Payal Sureshkumar Jeerawala	Company Secretary and Compliance Officer

AUDITORS**C.P. Jaria & Co**

Chartered Accountants
M-28, Super Tex Tower,
Opp. Kinnary Cinema, Ring Road,
Surat- 395002.

SECRETARIAL AUDITORS

HSPN & Associates LLP (Formerly known as
HS Associates), Practicing Company
Secretaries, Mumbai

BANKERS

The Financial Co-Op. Bank Ltd.

**REGISTRAR AND SHARE TRANSFER
AGENTS****Satellite Corporate Services Private
Limited**

A 106& 102 Dattani Plaza ,East West
Compound
Andheri Kurla Road, Safed Pool, Sakinaka
Mumbai-400072
Tel: 022-28520461, 022-28520462

REGISTERED OFFICE

206, Airen Heights,
AB Road, Indore,
Madhya Pradesh – 452010
Email id: -cistrotelelink@gmail.com
Tel.:0731-2555022
Fax No.:0731-2555722

SHARES LISTED AT

BSE Limited, Mumbai
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001.

ANNUAL GENERAL MEETING

Date: 4th September, 2023 through VC/ OAVM
Day: Monday
Time: 12.00 P.M.

Visit us at: <https://www.cistrotelelink.com/>

INDEX

Contents	Page No.
Notice	4-16
Directors' Report	17-23
Secretarial Audit Report & AOC-2	24-28
Management Discussion and Analysis Report	29-30
CEO/CFO Certification	31
Declaration on code of conduct	32
Auditors' Report	33-41
Balance Sheet, Profit& Loss A/c & Schedules	42-50
Notes to Accounts	51-55

31st ANNUAL GENERAL MEETING

Date : 04th September,2023

Day : Monday

Time: 12:00 P.M.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 31ST ANNUAL GENERAL MEETING OF THE MEMBERS OF CISTRO TELELINK LIMITED WILL BE HELD ON MONDAY, 04TH SEPTEMBER, 2023 AT 12.00 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS ("VC/OAVM") FACILITY TO TRANSACT FOLLOWING BUSINESS:

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 comprising of the Balance Sheet as on 31st March, 2023 and the Profit & Loss Account and Cash Flow for the year ended on that date, together with the reports of the Board of Directors and Auditors thereon.
2. To re-appoint Mr. Arun Kumar Sharma (DIN: 00369461) Non-Executive Director who retires by rotation and being eligible offers himself for re-appointment.

**By order of the Board of Directors of
Cistro Telelink Limited**

**Sd/-
Payal Sureshkumar Jeerawala
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMNO. ACS 44991**

**Place : Indore
Date : 31st July, 2023**

IMPORTANT NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its circulars dated May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 read with the circular dated April 8, 2020, April 13, 2020 and December 28, 2022 (collectively referred as “MCA circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as “SEBI Circulars”) permitted the holding of Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue till September 30, 2023. In compliance with the MCA circulars and SEBI circulars, the 31st AGM of the Members of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. As this AGM is being held through VC/OAVM and physical attendance of the Members has been dispensed with in line with the MCA Circulars and the SEBI Circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. In accordance with the aforesaid MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail addresses for receiving the Notice. Members who have not registered their e-mail addresses are requested to register the same as per the process mentioned in the Notes.
4. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and various MCA Circulars, the Company is pleased to provide its Members with the e-voting facility to exercise their right to vote on the proposed resolutions electronically. For this purpose, the Company has appointed Mr. Prakash Naringrekar, Company Secretary, having Membership No. ACS- 5941 & Certificate of Practice No. 18955, Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, as the Scrutinizer for conducting the e-voting process in affair and transparent Scanner.
5. The Company has engaged National Securities Depository Limited (“NSDL”) as the agency to provide the e-voting facility and the instructions for e-voting are provided as part of this Notice.
6. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-Off Date i.e., Monday , 28th August, 2023.
7. Corporate Members intending to authorise their representatives to attend the AGM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
8. The Members of the Company can join the AGM through VC/OAVM 15 minutes before and after the scheduled time of the commencement of the AGM. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 Members of the Company on first come first served basis. This will not include large Members (Members holding 2% or more shares of the Company), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of various

- Committees of the Company, Auditors etc. who are allowed to attend the AGM without any restriction.
9. The attendance of the Members at the AGM through VC/OAVM will be counted for the purpose of determining the quorum under Section 103 of the Act.
 10. The Register of Members and the Share Transfer Books of the Company will be closed from Monday, 29th August, 2023 to Friday 4th September, 2023 (both days inclusive).
 11. Members are requested to submit their queries/requests for clarification, if any, on the Annual Report via e-mail at cistrotelelink@gmail.com latest by Monday, 28th August, 2023, to enable the Company to furnish the replies at the AGM.
 12. Members are requested to notify any change in their address or bank mandate to: (a) their respective Depository Participants in case of shares held in electronic form; or (b) the Company's Registrar & Share Transfer Agent, Satellite Corporate Services Private Limited at A 106 and 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safed Pool Sakinaka, Mumbai- 400072 Tel:022-28520461/62 Email: info@satellitecorporate.com, in case of shares held in physical form.
 13. The Company's Equity Shares are listed on BSE Limited, P.J.Towers, Dalal Street, Mumbai – 400 001. The Company has paid the annual listing fees for the financial year 2022-2023.
 14. In terms of Section 72 of the Companies Act, 2013 and Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, every holder of securities of the Company may, at anytime, nominate, in the prescribed manner, a person to whom his/her securities of the Company shall vest in the event of his/her death. Members, who wish to avail of this facility, may fill in the prescribed Form No.SH-13 and forward the same to Satellite Corporate Services Private Limited.
 15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant('DP') and holdings should be Verified from time to time.
 16. Members who desire to take part in the Green Initiative of the Company, are requested to register their e-mail addresses with their Depository Participant(s) in case they hold shares in demat form and with the Company/ their RTA for the shares held in physical form by submitting the Investor Service Request Form - Form ISR1, ISR2 and Nomination form duly filed and signed, as per the specimen signatures registered against the folio, along with the supporting documents stated thereon. On registration, all the communications will be sent to the e-mail address of the Member registered with the Company.
 17. An electronic copy of the Annual Report 2022-2023 along with the Notice are being sent to all those Members whose e-mail addresses are registered with the Company/Depository Participant(s) and physical copy of the same is not being provided in line with the aforementioned circulars issued by the MCA and SEBI. Members may also note that the Notice of the 31st AGM and the Annual Report are available on the Company's website <http://cistrotelelink.com/>. The aforesaid documents can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL (agency for providing the e-voting facility) i.e. www.evoting.nsdl.com.

18. The documents referred to in the Notice of the AGM are available for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to cistrotelelink@gmail.com.
19. As per Regulation 40 of the Listing Regulations, securities of the listed companies can only be transferred in demat form with effect from 1st April 2019, except in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or Satellite Corporate Services Private Limited (RTA) for assistance in this regard.
20. Members may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased Member(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares.
21. Further, the Members are requested to kindly note that as per SEBI circular bearing no SEBI/HO/MIRSSD_RTAMB/PCIR/2021/655 dated 3rd November, 2021, it is mandatory for Members holding shares in physical form to register their PAN, KYC details, Bank particulars and Nomination against their folio no. PAN is also required to be linked to Aadhar No. by the Members to be considered as valid PAN.
22. Members holding shares in physical form are requested to provide Form ISR1, ISR2 and Nomination Form duly filled and signed along with the hardcopy of the following self-attested documents to Satellite Corporate Services Private Limited for registration against their respective folio(s):
- Identity Proof: Copy of PAN card/Aadhar Card
 - Address Proof: Copy of Aadhar Card/ Passport/ client Master List/ Utility Bill not over 3 months old
 - Bank Details: Copy of the cancelled cheque stating the name of the Member as account holder
 - Contact Details: Mobile no., e-mail id
 - Nomination: Please provide Form SH13 duly filled and signed.
 - In the absence of any of the above information registered against your folio no, your folio no. will be frozen for any updation/dividend payment in accordance with the aforesaid Circular.
 - Form ISR1, ISR2 and Nomination forms are available on the website of Company <http://cistrotelelink.com/> and on the website of our Registrar and Transfer Agent at <http://www.satellitecorporate.com/>
23. In order to increase the efficiency of the e-voting process, SEBI vide its circular SEBI/ HO/ CFD/ CMD/ CIR/ P/ 2020/ 242 dated 9th December, 2020, had enabled e-voting to all the demat account holders by way of a single login credential through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

24. Members holding shares under multiple folios are requested to submit their applications to cistrotelelink@gmail.com for consolidation of folios into a single folio.
25. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- i) The voting period begins on Friday, 1st September, 2023 at 9.00 a.m. and ends on Sunday, 3rd September, 2023 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e, Monday, 28th August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-

	Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to prakash@hspnassociates.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cistrotelelink@gmail.com. The same will be replied by the company suitably.
6. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.
7. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
8. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
9. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 15 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at cistrotelelink@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance

15dayspriortomeetingmentioningtheirname,demataccountnumber/folionumber,emailid,mobilenumbreratcistrotelelink@gmail.com.These queries will be replied to by the Company suitably by email.

10. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
11. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
12. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
13. Information of Director seeking re-appointment at the ensuing Meeting, as required under Regulation 36(3) of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, is as follows:

Name of Director	Arun Kumar Sharma											
Director Identification Number	00369461											
Date of Birth	08/06/1964											
Date of Appointment	14/02/2019											
Qualification	Bcom (Hons), F.C.A., LLB											
Period	NA											
Directorships in other Indian Listed companies	1. Sagar Soya Products Limited 2. Cistro Telelink Limited <table><tr><th>Company</th><th>Membership</th><th>Chairmanship</th></tr><tr><td>Sagar Soya Products Limited</td><td></td><td>Audit Committee, Stakeholders Relationship Committee</td></tr><tr><td>Blue Pearl Texspin Limited</td><td></td><td>Audit Committee, Stakeholders Relationship Committee</td></tr></table> Only Audit Committee and Stakeholders Relationship Committee have been considered			Company	Membership	Chairmanship	Sagar Soya Products Limited		Audit Committee, Stakeholders Relationship Committee	Blue Pearl Texspin Limited		Audit Committee, Stakeholders Relationship Committee
Company	Membership	Chairmanship										
Sagar Soya Products Limited		Audit Committee, Stakeholders Relationship Committee										
Blue Pearl Texspin Limited		Audit Committee, Stakeholders Relationship Committee										
Years of experience	30 plus years of experience in the field of Corporate Finance											

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- b. For Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP)

- c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- d. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43. All grievances connected with the facility for voting by electronic means may be addressed to National Securities Depository Limited (NSDL).
- e. Mr. Prakash Naringrekar, Company Secretary (ACS No 5941 and COP No. 18955) and Designated Partner of M/s. HSPN & Associates LLP, Company Secretaries Mumbai, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the e-voting system during the AGM in a fair and transparent manner.
- f. The Scrutinizer shall immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than two working days of conclusion of the AGM, issue a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same.

**By order of the Board of Directors of
Cistro Telelink Limited**

**Sd/-
Payal Sureshkumar Jeerawala
COMPANY SECRETARY & COMPLIANCE OFFICER
MEM NO. ACS 44991**

**Place : Indore
Date : 31st July, 2023**

DIRECTOR'S REPORT

**To,
The Members,
CISTRO TELELINK LIMITED**

Your Directors have great pleasure in presenting 30thAnnual Report along with the Audited Balance Sheet and Profit and Loss Account, for the year ended 31st March, 2023.

1. FINANCIAL RESULTS:

	Standalone	
	(Rs)	
Particulars	Year ended	
	2022-23	2021-22
Total Income (including Other Income)	21316.98	28,561.24
Gross Profit (before Interest, Depreciation and tax)	(2,955.15)	(1,672.69)
Less: Interest	NIL	NIL
: Depreciation	NIL	NIL
: Provision for taxation	NIL	NIL
- Current		
- Deferred	NIL	NIL
Net Profit after tax	(2,955.15)	(1,672.69)
Less: Other Comprehensive Income	NIL	NIL
Total Comprehensive Income for the period	(2,955.15)	(1,672.69)

2. DIVIDEND AND TRANSFER TO RESERVES:

In order to conserve resources, your directors do not recommend dividend for the year ended 31st March, 2023 with a view to conserve resources.

No amount is being transferred to reserves during the year under review.

3. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY;

During the year there is no change in the nature of business of the Company.

4. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of the report.

5. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During period under review, Mr, Naresh Kumar Agarwal from the position of Chief Executive Officer (CEO) cum Director of the company with effect from November 16th,2022 due to personal reasons. Subsequent to his resignation as CEO, he will also cease to be a Key Managerial Personnel ("KMP") under the provisions of Section 203 of Companies Act, 2013.

Mr. Naresh Kumar Agarwal, has also confirmed that there is no other material reason for the

resignation, other than, as stated above, and the same was noted by the Board.

6. NUMBER OF BOARD MEETINGS:

During the financial year, the Board had met Six (6) times. The details are as below:

Sr. No	Date of Board Meeting
1	27.05.2022
2	12.08.2022
3	20.08.2022
4	14.11.2022
5	16.11.2022
6	14.02.2023

7. DECLARATION OF INDEPENDENT DIRECTORS:

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

8. MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors met once during the year on 14th February, 2023 to review the working of the Company, its Board and Committees. The meeting decided on the process of evaluation of the Board and Audit Committee. It designed the questionnaire on limited parameters and completed the evaluation of the Board by Non-Executive Directors and of the Audit committee by other members of the Board. The same was compiled by Independent authority and informed to the members.

9. DIRECTORS RESPONSIBILITY STATEMENT:

The Board of Directors hereby confirms:

That in the preparation of the annual accounts, the applicable accounting standard had been followed along with proper explanation relating to material departures.

That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Loss of the Company for that period.

That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

That the Directors have prepared the Annual accounts on a going concern basis.

That 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.

That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating.

10. SUBSIDIARIES AND ASSOCIATE COMPANY'S:

As on 31st March, 2023, Company has no subsidiaries and associate companies.

11. DEPOSITS:

Your Company did not accept any deposits from the public during the year. There are no deposits which have not been claimed by depositors or paid by the company after the date on which the deposit became due for repayment or renewal, as the case may be, according to the contract with the depositors & there are no total amounts due to the depositors & remaining unclaimed or unpaid.

12. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS

As required under Regulation 34 Cash Flow is a part of Annual Report. Consolidated Financial Statements is not applicable to the Company.

13. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

14. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The familiarization program aims to provide Independent Directors with the industry scenario in which the Company is operational, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, significant developments so as to enable them to take well informed decisions in a timely manner. The familiarization program also seeks to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes. The policy on Company's familiarization program for Independent Directors is posted on Company's website www.cistrotelelink.com

15. INTERNAL AUDITOR

As per section 138 of the Companies Act, 2013, the Company has appointed M/s. Phophalia S & Associates, internal auditors for the year to 2022-2023 to conduct the internal audit and to ensure adequacy of the Internal controls, adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit.

16. STATUTORY AUDITORS:

At the Twenty Fifth Annual General Meeting of the Company M/s C. P. Jaria & Co. re-appointed as the Statutory Auditor of the Company for a period of five consecutive years from the conclusion of Twenty Fifth Annual General Meeting to the conclusion of Thirtieth Annual General Meeting. Further M/s C. P. Jaria & Co retires from their office from this Annual General Meeting.

Pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. B. Choradia & Co., Chartered Accountants, Mumbai, with Firm Registration number 121089W were appointed as the Statutory Auditors of the Company, to hold office of from conclusion of Thirtieth Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting of the Company to be held in the year 2027, subject to approval of their appointment at the Annual General Meeting. Members are requested to approve their appointment.

17. STATUTORY AUDITOR'S REPORT AND QUALIFICATION:

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. C.P.Jaria & Co, Statutory Auditors, in their report. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

18. COST AUDITORS:

As per Section 148 read with Companies (Audit & Auditors) Rules, applicable to cost auditors, the company was not liable to appoint Cost auditors for the financial year 2022-23.

19. SECRETARIAL AUDITOR & REPORT

The Board has appointed M/s HSPN & Associates LLP (formerly know as HS Associates), Practicing Company Secretaries, Mumbai as the Secretarial Auditor of the Company for the financial year 2022-2023. Also annexed herewith secretarial Audit report (MR-3), in **Annexure-A** as provided by M/s. HSPN & Associates LLP, for the secretarial audit conducted by them for the period 2022-2023.

20. QUALIFICATION IN SECRETARIAL AUDIT REPORT AND BOARD'S REPLY

The Company is yet to comply with the provisions of Regulation 39(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as regards to physical shares.

Board Reply: As informed by the management, due to weak financial position of the company, it is yet to comply with the said provision of Regulation 39(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

21. ANNUAL RETURN:

The Annual Return pursuant to the provisions of Section 92(3) read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished on the website of the Company at <http://cistrotelelink.com/>

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There are no related party transactions during the year.

The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC - 2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as Annexure B to Director's Report.

The Related Party Transactions Policy as approved by the Board is uploaded on the Company's website at <http://cistrotelelink.com/>

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

The particulars of investment made under Section 186 of the Companies Act, 2013 have been disclosed in the financial statements in Schedule 13 of the Balance Sheet.

24. CONSERVATION OF ENERGY, TECHNOLOGY & FOREIGN EXCHANGE:

Since the Company is not a manufacturing unit provision of Section 134(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption is not applicable.

Further there is no Foreign Exchange Income and Expenditure.

25. PARTICULARS OF EMPLOYEES:

No details as required under section 197 (12) of the Companies Act 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, have been provided as there are no employees in the Company during the Year and the Directors of the Company do not draw any Remuneration. The Nomination and Remuneration Committee of the Company has affirmed at its meeting that the Directors of the Company do not draw any Remuneration. The Policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178 is available on Company's website.

26. CORPORATE SOCIAL RESPONSIBILITY

The provision of Section 135 of the Companies Act, 2013 are not applicable to the Company for the year under review.

27. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, is annexed to this report as **Annexure C**.

28. RISK MANAGEMENT POLICY:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives and thus in pursuance of the same it has formulated a Risk Management Policy to ensure compliance with regulation 17 of SEBI (LODR) 2015. Major risks identified by the businesses and functions are systematically addressed and also discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

29. INTERNAL CONTROL SYSTEMS

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. Significant audit observations and follow up actions thereon are reported to the Audit Committee and the risk management policy is available on the website of the company: <http://cistrotelelink.com/>

30. POLICY ON DIRECTORS APPOINTMENT, REMUNERATION & BOARDS PERFORMANCE:

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

31. CORPORATE GOVERNANCE REPORT

The company falls under the criteria 15(2) (a) of the Listing Obligations & Disclosure requirements (LODR) Regulations, 2015 as the Paid-up capital of the company was below Rs. 10 Crores and net worth was below Rs. 25 Crores as on the last day of the previous financial year.

32. DISCLOSURE OF COMPOSITION OF COMMITTEES:

- Audit Committee comprises of following Members**

Ms. Renu Singh	:	Chairman & Independent Non-Executive Director
Mr. Arun Kumar Sharma	:	Member & Independent Non-Executive Director
Mr. Ganesh Saindane	:	Member & Independent Non-Executive Director

- Nomination and Remuneration Committee comprises of following Members**

Ms. Renu Singh	:	Chairman & Independent Non-Executive Director
Mr. Arun Kumar Sharma	:	Member & Independent Non-Executive Director
Mr. Ganesh Saindane	:	Member & Independent Non-Executive Director

- Stakeholders' Relationship Committee comprises of following Members**

Ms. Renu Singh	:	Chairman & Independent Non-Executive Director
Mr. Arun Kumar Sharma	:	Member & Independent Non-Executive Director
Mr. Ganesh Saindane	:	Member & Independent Non-Executive Director

33. MEETING OF COMMITTEES OF BOARD:

During the year there were in total 6 Audit Committee Meetings, 1 Nomination & Remuneration Committee and 1 Stakeholders Relationship Committee were held.

Further one meeting of the Independent Directors was held on 14th February, 2023.

34. WHISTLE BLOWER POLICY/VIGIL MECHANISM:

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns.

The Vigil Mechanism Policy is available at the website of the company: <http://cistrotelelink.com/>

35. DISCLOSURE UNDER SEXUAL HARASSMENT ACT:

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and it redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the employees of the Company.

36. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

Your Directors hereby confirm that the Company has complied with the necessary provisions of the revised Secretarial Standard 1 and Secretarial Standard 2 to the extent applicable to the Company.

37. OTHER DISCLOSURES:

The company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable.

No application has been made under Insolvency and Bankruptcy Code: hence requirement to disclose the details of application made or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the Financial Year is not applicable to the Company.

The requirement to disclose the details of difference between amount of valuation done at the time of onetime settlement and valuation done while taking loan from the Banks and Financial Institutions along with the reasons thereof is also not applicable.

38. ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the support which the Company has received from its promoters, lenders, business associates including distributors, vendors and customers, the press and the employees of the Company.

**BY ORDER OF THE BOARD OF
CISTRO TELELINK LIMITED**

SD/-

**ARUN KUMAR SHARMA
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 00369461**

DATE: 03rd August, 2023

PLACE: INDORE

Annexure - I
Secretarial Audit Report
Form No. MR-3

FOR FINANCIAL YEAR ENDED ON 31ST MARCH 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
CISTRO TELELINK LTD.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CISTRO TELELINK LTD** (hereinafter called "The Company "). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company , its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on **31st March, 2023**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, Forms and returns filed and other records maintained by **CISTRO TELELINK LTD** ("The Company"), for the year ended on 31st March, 2023 to the extent applicable to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;
- II. The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- VI. The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company as given below: Company being into trading business, the management informed us that no specific industrial law is applicable to the Company. Accordingly we have not covered any industry specific laws in our report.

We have also examined compliances with the applicable clauses of the following:

- a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.
- b) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (with effect from 1st December, 2015);

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned elsewhere in this report subject to the following observations:

- 1. The Company is yet to comply with the provisions of Regulation 39(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as regards to physical shares.

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period:

- 2. Pursuant to Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, out of total Capital of 5,13,43,000, there are 4,21,14,000 (Four Crore Twenty One Lac Fourteen Thousand) Equity Shares of Rs. 10 each which constitutes 82.02% held in Public category and are in physical form and are yet to be dematerialized.

3. During the year, the company has provided short term Trade Deposit to a private Limited Company of Rs. 50,00,000/- (Fifty Lac. As informed by the Company, the board is in the process of recalling the same.

**For HSPN &ASSOCIATES LLP
Company Secretaries**

**Date: 03rd August, 2023
Place: Mumbai.
ICSI UDIN: A005941E000735439
PEER REVIEW NO:2507/2022**

**Prakash D. Naringrekar
Designated Partner
ACS No.: 5941
COP No.: 18955**

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms as integral part of this report.

Annexure A

To,

The Members,
G. G. AUTOMOTIVE GEARS LIMITED.
105/106, Ground Floor, Dream Square,
Dalia Industrial Estate, Off New Link Road,
Andheri West, Mumbai – 400053.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts, and related documents of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events, etc.
5. The Compliance of the provisions of applicable laws, rules, regulations, standards is the responsibility of Management. Any fraud, error, misstatements arising, if any would be the responsibility of the Board and Management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For HSPN &ASSOCIATES LLP
Company Secretaries

Date: 03rd August, 2023
Place: Mumbai.
ICSI UDIN: A005941E000735439
PEER REVIEW NO:2507/2022

Prakash D. Naringrekar
Designated Partner
ACS No.: 5941
COP No.: 18955

Annexure- B
FORM NO. AOC – 2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies(Accounts) Rules, 2014]

Form for disclosure of particulars of contracts / arrangements entered into by CistroTelelink Limited with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.

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

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

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

(a) Name(s) of the related party and nature of relationship	NIL
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Date(s) of approval by the Board, if any:	
(f) Amount paid as advances, if any	

**BY ORDER OF THE BOARD OF
CISTRO TELELINK LIMITED**

**SD/-
ARUN KUMAR SHARMA
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 00369461**

DATE: 03rd August, 2023

PLACE: INDORE

Annexure-C
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A) INDUSTRY STRUCTURE AND DEVELOPMENT:

In India, there are various kinds of telecom services licenses, including access licenses i.e. basic/fixed service, cellular, Unified Access (basic + cellular) service, carrier licenses i.e. national long distance and international long distance, licenses for internet services, VSAT licenses, IP-1 registration for passive infrastructure (towers, ducts, fibre) and IP2 licenses for bandwidth. The Indian Telecom Services Sector has witnessed tremendous growth in the recent past, primarily driven by intense competition, fallings tariffs and reforms in the regulatory set-up. Major Indian business houses have invested substantially in this sector. The Company is also at present in the business of trading of goods and textile business.

B) SEGMENTWISE PERFORMANCE:

As on date of this report, the Company has no segment, hence not applicable to the Company.

C) OPPORTUNITIES / OUTLOOK:

The Company is taking maximum efforts to capitalize on business opportunities & further expect a better outlook/ better profits in the coming years.

D) THREATS:

The threat for the Company is the unrestricted competition which is allowed in all the categories under the telecom services.

E) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Your Company has been maintaining an adequate internal control system commensurate with the size & nature of its business. The Internal control system is improved and modified continuously to meet the changes in business conditions, statutory and accounting requirements.

F) HUMAN RESOURCES POLICIES:

Your company considers its human resources as its most valuable assets, among all other assets of the Company.

The Company has formulated sound policies for employee motivations and retentions. Also required training was given to the employees.

G) CAUTIONARY STATEMENT:

Due to unfavourable market conditions, your Company is facing profitability problems. However, your management is making optimum efforts to minimize the overheads & cost reduction.

H) RISKS AND CONCERN:

Your Company will take adequate majors to safeguard against Risks & Concerns as and when business will commence.

I) Ratio Analysis:

Particulars	2022-23	2021-22	Change
Debtors Turnover Ratio	4.70	0.00	-8.91
Inventory Turnover Ratio	0.00	0.00	0.00
Interest coverage Ratio	0.00	0.00	0.00
Current Ratio	8.60	8.73	-0.13
Debt Equity Ratio	0.10	0.09	0.01
Operating Profit Margin Ratio (%)	(14.61)	(5.85)	-8.82
Net Profit Margin Ratio (%)	(13.86)	(5.85)	-8.01
Return on Net worth (%)	(0.67)	(0.37)	(0.30)

**BY ORDER OF THE BOARD OF
CISTRO TELELINK LIMITED**

SD/-

**ARUN KUMAR SHARMA
CHAIRMAN & NON EXECUTIVE DIRECTOR
DIN: 00369461**

DATE: 03rd August, 2023

PLACE: INDORE

CEO/CFO CERTIFICATION

To,
The Board of Directors,
CISTRO TELELINK LIMITED
206, Airen Heights, AB Road,
Indore MP 452010.

I, Pyarelal Verma, Chief Financial Officer of the Company do hereby certify that:

1. We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2023 and that do the best of our knowledge and belief:
 - a. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - b. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee:
 - a. Significant changes, if any, in internal control over financial reporting during the year;
 - b. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c. Instances of significant fraud, if any, of which we have become aware and the involvement therein, if any, of management or an employee having a significant role in the Company's internal control system over financial reporting.

FOR CISTRO TELELINK LIMITED

S/d-
MR. PYARELAL GULABCHAN VERMA
CHIEF FINANCIAL OFFICER

DATE: 03RD AUGUST, 2023
PLACE: INDORE

DECLARATION

I, Naresh Agarwal, CEO of the Company hereby declare that all Board members and Senior Management personnel have affirmed compliance with the code on an annual basis.

FOR CISTRO TELELINK LIMITED

**S/d-
MR. PYARELAL GULABCHAN VERMA
CHIEF FINANCIAL OFFICER**

**DATE: 03RD AUGUST, 2023
PLACE: INDORE**

INDEPENDENT AUDITOR'S REPORT

To
The Members of Cistro Telelink Ltd

Opinion

We have audited the standalone financial statements of **Cistro Telelink Ltd** ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and loss, (changes in equity) and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity)ⁱ and cash flows of the Company in accordance with¹ 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 implementation and maintenance of 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. Those 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on financial Statements.

Report on Other Legal and regulatory Requirements

1. As required by required by the Companies (Auditor's Report) Order,2020 ("the Order") issued by Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in paragraph 3 & 4 of the Order.
2. As required by section 143(3) of the Act, we further report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our Audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss Account, Cash Flow Statement and Statement of changes in Equity dealt with this report are in agreement with the books of Accounts;
 - (d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder as amended;
 - (e) On the basis of written representation received from the directors as on March 31, 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as the directors in terms of Section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";
 - (g) According to information and explanations given to us and based on our examination of the records of the Company, the Company had not paid/provided managerial remuneration hence requisite approvals mandated by the provisions of Sec 197 of the Act is not applicable;
 - (h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014:
 1. The Company does not have any pending litigation which would impact its financial position.
 2. The company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

3. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education & Protection Fund. The question of delay in transferring such sums does not arise.

**For B Chordia & Co.
Chartered Accountants**

Sd/-

M.No. 158536

F.No.121083W

PLACE: Indore

DATE : 29/05/2023

UDIN No: 23158536BGWOJS9807

ANNEXURE "A" TO THE AUDITOR'S REPORT

On the basis of such checks as we considered appropriate and accordingly to the information and explanations given to us during the course of our audit, we report that:

S. No.	Particulars						Auditors Remark
(i)	(a) (A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;						Yes
	(B) whether the company is maintaining proper records showing full particulars of intangible assets;						Not Applicable
	(b) whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;						Yes
	(c) whether the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, if not, provide the details thereof in the format below:-						Not Applicable
	Description of property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in name of company*	
	-	--	-	-	-	*also indicate if in dispute	
	(d) whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets						Not Applicable
	(e) whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so, whether the company has appropriately disclosed the details in its financial statements						Not Applicable
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;						Yes
	(b) whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details;						Not Applicable
(iii)	whether during the year the company has made 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 Partnerships or any other parties, if so,-						Yes
	(a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-						yes

	(A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;	Not Applicable
	(B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;	Annex-1
	(b) whether 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;	No
	(c) in respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	Not Applicable
	(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	Not Applicable
	(e) whether any 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 overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans];	Not Applicable
	(f) whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;	No
(iv)	in respect of loans, investments, guarantees, and security, whether provisions of sections 185 and 186 of the Companies Act have been complied with, if not, provide the details thereof	Yes
(v)	in respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder, where applicable, have been complied with, if not, the nature of such contraventions be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not;	Not Applicable
(vi)	whether maintenance of cost records has been specified by the Central Government under sub- section (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained;	Not Applicable
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated	Yes
	(b) where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (a mere representation to the concerned Department shall not be treated as a dispute);	NA
(viii)	whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year	No

(ix)	(a) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if yes, the period and the amount of default to be reported as per the format below					No	
	Nature of borrowing, including debt securities	Name of lender*	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any	
		*lender wise details to be provided in case of defaults to banks, financial institutions and Government.					
	(b) whether the company is a declared wilful defaulter by any bank or financial institution or other lender;					No	
	(c) whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported;					No	
	(d) whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated					No	
	(e) whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case;					No	
	(f) whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;					No	
(x)	(a) whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;					Not Applicable	
	(b) whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance;					Not Applicable	
(xi)	(a) whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated;					No	
	(b) whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;					No	
	(c) whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;					Not Applicable	
(xii)	(a) whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability;					Not Applicable	
	(b) whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;					Not Applicable	
	(c) whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof;					Not Applicable	
(xiii)	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards					Yes	
(xiv)	(a) whether the company has an internal audit system commensurate with the size and nature of its business;					Yes	

	(b) whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor;	Yes
(xv)	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;	No
(xvi)	(a) whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and if so, whether the registration has been obtained;	Not Applicable
	(b) whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934	Not Applicable
	(c) whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfil the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria;	Not Applicable
	(d) whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group;	Not Applicable
(xvii)	whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses	Yes CY 295515/- PY 167269/-
(xviii)	whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	No
(xix)	on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is 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;	Yes
(xx)	(a) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;	Not Applicable
	(b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;	Not Applicable
(xxi)	whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks.	Not Applicable

Annex-1

Name	Amount
Shanta Synthetics	500000
Mindpower Corporation	2500000
Zensar Enterprises	66978
Mellisa Sales Agency	1400000
Gajanand Enterprises	2500
Alka Kumar	250000
GG Industries	2200000
Advance to Staff	71783
Sinecure Infrastructure (P) Ltd	5000000
Total	11991261

ANNEXURE-B TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **M/S Cistro Telelink Ltd** ("the Company") as on 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the Company. (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (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 financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future

periods are subject to the risk that internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion ,the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, 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 B Chordia & Co.
Chartered Accountants**

Sd/-

M.No. 158536

F.No.121083W

PLACE: Indore

DATE : 29/05/2023

UDIN No: 23158536BGWOJS9807

Cistro Telelink Limited 31st Annual Report 2022- 2023

CISTRO TELELINK LIMITED
BALANCE SHEET AS AT 31.3.2023

		Amt in Hundreds	
PARTICULRAS	NOTE	CURRENT YEAR	PRE. YEAR
ASSETS			
Non-Current Assets			
Property, Plant & Equipments	1	8,276.01	8,276.01
Capital Work in Progress		0.00	0.00
Intangible Assets		0.00	0.00
Instangible Assets under Development		0.00	0.00
Financial Assets			
Investments	2	16,000.00	66,780.77
Loans & Advances	3	1,19,912.61	69,912.61
Other Financial Assets	4	3,117.53	3,000.00
Other Non-current Assets	5	49,050.90	49,050.90
Total Non-current Assets		1,96,357.05	1,97,020.29
Current Assets			
Inventories		0.00	0.00
Financial Assets			
Investments		0.00	0.00
Trade Receivables	6	4,376.82	4,196.74
Cash & Cash Equivalents	7	2,81,709.45	2,83,922.94
Loans		0.00	0.00
Other Financial Assets		0.00	0.00
Other Current Assets		0.00	0.00
Total Current Assets		2,86,086.27	2,88,119.68
Total Assets		4,82,443.32	4,85,139.97
EQUITY AND LIABILITIES			
Equity			
Equity Capital	8	5,13,430.00	5,13,430.00
Other Equity	9	-73,434.11	-70,478.96
Total Equity		4,39,995.89	4,42,951.04
Liabilities			
Non-current Liabilities			
Financial Liabilities			
Lease Liabilities		0.00	0.00
Borrowings	10	9,198.44	9,198.44
Provisions		0.00	0.00
Deferred Tax Liabilities (Net)		0.00	0.00
Other Non-Current Liabilities		0.00	0.00
Toal Non-current Liabilities		9,198.44	9,198.44
Current Liabilities			
Financial Liabilities			
Lease Liabilities		0.00	0.00
Borrowings		0.00	0.00
Trade Payables			
Total Outstanding dues of Micro & Small Ent	11	0.00	0.00
Total Outstanding dues other the above		9,524.37	9,815.87
Other Financial Liabilities		0.00	0.00
Other Current Liabilities	12	23,724.62	23,174.62
Total Current Liabilities		33,248.99	32,990.49
Total Liabilities		42,447.43	42,188.93
Total Equity and Liabilities		4,82,443.32	4,85,139.97

AS PER OUR REPORT OF EVEN DATE
FOR B CHORDADIA & CO CHARTERED ACCOUNTANTS

FOR CISTRO TELEINK LTD
DIRECTOR-CFO-PYARELAL VERMA

DIN:01691381

(VIKAS CHORADIA)PARTNER
M.NO 158536
FRN.121083W
PLACE : INDORE
DATE :29/05/2023

DIRECTOR-Arun Sharma
DIN: 00369461

Cistro Telelink Limited 31st Annual Report 2022- 2023

CISTRO TELELINK LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31/3/2023

PARTICULARS	NOTE	Amt in Hundred	
		CURRENT YEAR	PRE YEAR
INCOME			
Value of sales	13	20,141.64	28,561.24
Revenue from operations		20,141.64	28,561.24
Other Income	14	1,175.34	0.00
Total Income		21,316.98	28,561.24
EXPENSES			
Cost of Material Consumed		0.00	0.00
Purchase of Stock-in-trade		14,655.23	20,776.84
Changes in inventories of FG, WIP, Stock		0.00	0.00
Excise Duty & Service Tax		0.00	0.00
Employee benefit Expenses	15	3,520.00	2,840.00
Finance costs		0.00	0.00
Depreciation		0.00	0.00
Other expenses	16	6,096.90	6,617.09
Total Expenses		24,272.13	30,233.93
Profit Before Tax		-2,955.15	-1,672.69
Tax Expenses			
(1) Current Tax		0.00	0.00
(2) Deferred Tax		0.00	0.00
Profit for the year		-2,955.15	-1,672.69
Other Comprehensive Income			
Item that will not be re-classified to Profit & Loss		0.00	0.00
Income Tax related to above		0.00	0.00
Item that will be re-classified to Profit & Loss		0.00	0.00
Total Other Compressive income for the year (net)		0.00	0.00
Total Compressive income for the year		-2,955.15	-1,672.69
Earning per equity share			
(1) Basic		-0.01	-0.00
(2) Diluted		-0.01	-0.00

AS PER OUR REPORT OF EVEN DATE
FOR B CHORDADIA & CO CHARTERED ACCOUNTANTS

FOR CISTRO TELEINK LTD
DIRECTOR-CFO-PYARELAL VERMA

DIN:01691381

(VIKAS CHORADIA)PARTNER
M.NO 158536
FRN.121083W
PLACE : INDORE
DATE :29/05/2023

DIRECTOR-Arun Sharma
DIN: 00369461

Cistro Telelink Limited 31st Annual Report 2022- 2023

CISTRO TELELINK LIMITED NOTES TO BALANCE SHEET & PROFIT & LOSS STATEMENT

PARTICULRAS		CURRENT YEAR	PRE YEAR		
NOTE-1					
<u>FIXED ASSETS</u>					
Factory Building (Building Materials etc)		5,713.01	5,713.01		
Car		2,563.00	2,563.00		
		8,276.01	8,276.01		
NOTE-2					
<u>INVESTMENTS</u>					
Unquoted Fully Paid-up Equity Share of R 10/- each					
160000 Eq Shares Of Brahma Capital & Sec Ltd		16,000.00	16,000.00		
Quoted fully paid equity shares od Rs.5/-each					
201600 Eq shares of KDML		0.00	50,780.77		
		16,000.00	66,780.77		
NOTE-3					
<u>LOANS</u>					
Loans & Advances		1,19,912.61	69,912.61		
		1,19,912.61	69,912.61		
NOTE-4					
<u>OTHER FINANCIAL ASSETS</u>					
TDS		117.53	0.00		
Deposit With MPSE		3,000.00	3,000.00		
		3,117.53	3,000.00		
NOTE-5					
<u>OTHER NON-CURRENT ASSETS</u>					
Pre-operative Expenses					
Public Issue Expenses		19,575.06	19,575.06		
		29,475.84	29,475.84		
		49,050.90	49,050.90		
NOTE-6					
<u>TRADE RECEIVABLE</u>					
Sundry Debtors		4,376.82	4,196.74		
		4,376.82	4,196.74		
<u>Trade receivable ageing Schedule 31.03.2023</u>					
	>1 year	1-2 years	2-3 years	< 3 years	Total
Undisputed Trade recevables-Considered God	3,354.31	1,022.51	0	0.00	4,376.82
Undisputed Trade recevables-Significant risk	0	0	0	0.00	0.00
Undisputed Trade recevables-Credit impaires	0	0	0	0.00	0.00
Disputed Trade recevables-Considered God	0	0	0	0.00	0.00
Disputed Trade recevables-Significant risk	0	0	0	0.00	0.00
Disputed Trade recevables-Credit impaires	0	0	0	0.00	0.00
Total	3,354.31	1,022.51	0	0.00	4,376.82
	>1 year	1-2 years	2-3 years	< 3 years	Total
<u>Trade receivable ageing Schedule 31.03.2022</u>					0.00
Undisputed Trade recevables-Considered God	4,196.74	0	0	0.00	4,196.74
Undisputed Trade recevables-Significant risk	0	0	0	0.00	0.00
Undisputed Trade recevables-Credit impaires	0	0	0	0.00	0.00
Disputed Trade recevables-Considered God	0	0	0	0.00	0.00
Disputed Trade recevables-Significant risk	0	0	0	0.00	0.00
Disputed Trade recevables-Credit impaires	0	0	0	0.00	0.00
Total	4,196.74	0	0	0.00	4,196.74
NOTE-7					
<u>CASH & CASH EQUIVALENTS</u>					
Cash on Hand					
Fixed Deposit with Bank				6,935.36	1,943.53
Balance with Bank in Current A/c				211057.81	0.00
				63,716.28	2,81,979.41
				2,81,709.45	2,83,922.94

NOTE-8

EQUITY

AUTHORISED SHARE CAPITAL

56000000 Equity shares of Rs.1/- Each

5,60,000.00

5,60,000.00

5,60,000.00

5,60,000.00

ISSUED, SUBSCRIBED & PAIDUP SHARE CAPITAL

5,13,430.00

5,13,430.00

51343000 equity Shares Of Rs1/-Each

5,13,430.00

5,13,430.00

Cistro Telelink Limited 31st Annual Report 2022- 2023

RECONCILAITION OF SHARES OUTSTANDING		EQUITY)	EQUITY (OF RS 1/- (OF RS 1/-)
SHARES OUTSTANDING AT THE BEGGINNING OF YEAR		5,13,43,000	5,13,43,000
SHARES ISSUED DURING THE YEAR		0	0
SHARES BOUGHT BACK DURING THE YEAR		0	0
SHARES OUTSTANDING AT THE END OF YEAR		5,13,43,000	5,13,43,000

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company		% Held CY	% Held PY	NO OF SHARES	NO OF SHARES
Shrikrishna Pandey		15.19	15.19	78,00,000	78,00,000
Gobind Nihlani		6.62	6.62	34,00,000	34,00,000
Savita Bhaliya		9.59	9.59	49,22,000	49,22,000

THE COMPANY HAS ONE CLASS OF EQUITY SHARES HAVING PAR VALUE OF RS.1/- EACH.

EACH SHAREHOLDER IS ELIGIBLE FOR ONE VOTE PER SHARE HELD.

NO SHARES WERE ALLOTTED OTHER THAN CASH, BONUS FOR LAST FIVE YEARS

NO SHARES WERE BOUGHT BACK FOR LAST FIVE YEARS

Cistro Telelink Limited 31st Annual Report 2022- 2023

	Change	% Held CY	% Held PY	NO OF SHARES	NO OF SHARES
Details of shares held by promoters holding					
Arun Malothra	0.00	0.10	0.10	50,000	50,000
Sanjeev Arora	0.00	0.68	0.68	3,50,000	3,50,000

NOTE-9

OTHER EQUITY

A. PROFIT & LOSS A/C

OPENING BALANCE	-70,478.96	-68,806.27
ADD:CURRENT YEAR PROFIT/(LOSS)	-2,955.15	-1,672.69
LESS: ADJUSTMENTS OF EARLIER YEARS	0.00	0.00
CLOSING BALANCE	-73,434.11	-70,478.96

NOTE-10

LONG TERM BORROWINGS

Ives Leasing & Finance Ltd	5,000.00	5,000.00
Sonic Fiscal Services Ltd	4,198.44	4,198.44
	9,198.44	9,198.44

NOTE-11

TRADE PAYABLE

Sundry Creditors For Supplies & Services	9,524.37	9,815.87
	9,524.37	9,815.87

Trade Payable ageing Schedule 31.03.2023

	>1 year	1-2 years	2-3 years	< 3 years	Total
MSME	0	0	0	0.00	0.00
Other	0.00	0	0	0.00	0.00
Disputes Dues-MSME	0.00	0	0	9,524.37	9,524.37
Disputes Dues-Others	0.00	0	0	0.00	0.00
	0.00	0	0	9,524.37	9,524.37

Total	>1 year	1-2 years	2-3 years	< 3 years	Total
					0.00

Trade Payable ageing Schedule 31.03.2022

	>1 year	1-2 years	2-3 years	< 3 years	Total
MSME	0	0	0	0.00	0.00
Other	0.00	0	0	0.00	0.00
Disputes Dues-MSME	291.50	0	0	9,524.37	9,815.87
Disputes Dues-Others	0.00	0	0	0.00	0.00
	291.50	0	0	9,524.37	9,815.87

Total

NOTE 12

OTHER CURRENT LIABILITIES

Other Current Liabilities	23,724.62	23,174.62
	23,724.62	23,174.62

NOTE-13

VALUE OF SALES

SALES & OTHER OPERATING INCOME	20,141.64	28,561.24
	20,141.64	28,561.24

NOTE-14

OTHER INCOME

INTEREST RECEIVED	1,175.34	0.00
	1,175.34	0.00

NOTE-15

EMPLOYEE BENEFIT EXPENSES

SALARIES	3,520.00	2,840.00
	3,520.00	2,840.00

Cistro Telelink Limited 31st Annual Report 2022- 2023

NOTE-16

OTHER EXPENSES

AUDIT FEES	250.00	100.00
PROFESSIONAL FEES	295.00	295.00
BSE LISTING FEES	3,540.00	3,540.00
CDSL/NSDL	663.50	895.30
RTA EXPS	516.90	513.30
LOSS ON SALE OF INVESTMENTS	249.96	0.00
PRINTING & STATIONERY	314.50	1,015.15
BANK CHARGES	7.60	7.10
POSTAGE & GENERAL EXPS	259.44	251.24
	<u>6,096.90</u>	<u>6,617.09</u>

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.23

PARTICULARS	NOTE	Amt in Hundreds	
		CURRENT YEAR	PRE YEAR
A. EQUITY SHARE CAPITAL			
Balance at the beginning		5,13,430.00	5,13,430.00
Changes during the year		0.00	0.00
Balance at the end of reporting period		<u>5,13,430.00</u>	<u>5,13,430.00</u>
B. OTHER EQUITY			
RESERVES & SURPLUS			
B. RETAINED EARNING Balance at the beginning		-70,478.96	-68,806.27
Changes during the year		-2,955.15	-1,672.69
Balance at the end of reporting period		<u>-73,434.11</u>	<u>-70,478.96</u>
		<u>4,39,995.89</u>	<u>4,42,951.04</u>

AS PER OUR REPORT OF EVEN DATE

FOR CISTRO TELEINK LTD

FOR B CHORDADIA & CO CHARTERED
ACCOUNTANTS

(VIKAS CHORADIA)
PARTNER M.NO 158536
FRN.121083W
PLACE: INDORE
DATE :29/05/2023

DIRECTOR-CFO-PYARELAL VERMA
DIN:01691381

DIRECTOR-Arun Sharma.
DIN: 00369461

Cistro Telelink Limited 31st Annual Report 2022- 2023

CISTRO TELELINK LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH 2023			
		Amt in Hundred	
Particulars		Year Ended	
		31.03.2023	31.03.2022
A. CASH FLOW FROM OPERATING ACTIVITY	-		
Profit before Taxation	-	(2955.15)	(1672.69)
Adjustment for:			
Depreciation		0.00	0.00
Operating Profit before working capital changes		(2955.15)	(1672.69)
Changes in working capital :-	-		
Increase/(Decrease) in trade payables		(291.50)	(797.14)
Increase/(Decrease) in other current liabilities		550.00	0.00
Increase/(Decrease) in short term provision		0.00	0.00
Increase/(Decrease) in other Long-term borrowings		0.00	0.00
Increase/(Decrease) in other short-term borrowings		0.00	0.00
(Increase)/Decrease in trade receivables		(180.08)	(4196.74)
(Increase)/Decrease in inventories		0.00	0.00
(Increase)/Decrease in Financial Assets		(117.53)	0.00
(Increase)/Decrease in Long Term loans and advances		(50000.00)	287843.69
(Increase)/Decrease in Short Term loans and advances		0.00	0.00
Increase/(Decrease) in Deffered tax		0.00	0.00
Increase/(Decrease) in last year provision		0.00	0.00
		(50039.11)	282849.81
Cash generated from Operations		(52994.26)	281177.12
Less:- Taxes paid (For previous year)		0.00	0.00
Net Cash generated from operations before extraordinary items		(52994.26)	281177.12
Extraordinary items		0.00	0.00
Net Cash generated from operating activities	(A)	(52994.26)	281177.12
B. CASH FLOW FROM INVESTING ACTIVITY	-		
Fixed Asset Purchased		0.00	0.00
Net Cash generated from Investing activities	(B)	0.00	0.00
C. CASH FLOW FROM FINANCING ACTIVITY	-		
Increase/(Decrease) in Investments		50780.77	0.00
Increase/(Decrease) in Share capital		0.00	0.00
Net Cash generated from Financing activities	(C)	50780.77	0.00
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)		(2213.49)	281177.12
CASH & CASH EQUIVALENTS, AT THE BEGINNING OF YEAR		283922.94	2745.82

Cistro Telelink Limited 31st Annual Report 2022- 2023

CASH & CASH EQUIVALENTS, AT THE END OF YEAR		281709.45	283922.94
Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (AS) - 3 on "Cash Flow Statements". As per out report of even date attached For CHORADIA & CO Chartered Accountants Vikas Choradia Partner M.No 58536 FRN:121083W Place:Indore Date: 29/05/2023 Director/CFO Pyarelal Verma DIN: 01691381 Director Arun Sharma DIN:00369461			

Notes to Accounts:

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

1. GENERAL

The Financial Statements have generally been prepared on the historical cost convention. Accounting policies not specifically referred to otherwise are in consonance with generally accepted accounting principals.

2. BASIS OF ACCOUNTING

The company follows the mercantile system of accounting generally except otherwise stated herein below, if so.

3. FIXED ASSETS

Fixed assets are stated at cost of less accumulated depreciation. No Depreciation has been provided during the year under consideration.

4. INVESTMENTS

Investments are stated at cost.

5. INVENTORIES

Inventory is valued at cost or net realizable value whichever is less.

6. REVENUE AND EXPENDITURE RECOGNITION

Revenue is recognized and expenditure is accounted for on their accrual except insurance claim, claims in respect of material purchased and sold which are accounted for on cash basis.

7. MISCELLANEOUS EXPENDITURE

Miscellaneous Expenditure such as preliminary expenditure are amortized over a period of 5 years.

8. DEFER TAX

The Deferred tax is recognized for all temporary differences subject to the consideration of prudence and at currently available rates. Deferred Tax assets are recognized only if there is virtual certainty that they will be realized.

9. FOREIGN CURRENCY TRANSACTION

There is no such transaction during the year.

10. CONTINGENT LIABILITIES

There is no any contingent liability.

11. TRADE RECEIVABLE AND PAYABLE

Balances of trade payable and receivable are subject to confirmation, reconciliation and consequential adjustments, if any.

12. RELATED PARTY TRANSACTIONS

There were no transaction between related concern/parties.

13. Employees Benefit Expenses

Particulars	Current Year	Previous Year
Salary Paid	352000	284000

14. Details of Payment to Auditors

Particulars	Current Year	Previous Year
As Auditor	25000	10000

15. The amount due to Micro & Small Enterprises are based on the information available with the company.

16. Where the company has not used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date, the company shall disclose the details of where they have been used :- Not Applicable

17. If, in the opinion of the Board, any of the assets other than Property, Plant and Equipment, Intangible Assets and non-current investments do not have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated :- Not Applicable

18. Where the Company has revalued its Property, Plant and Equipment, the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017:- Not Applicable

19. No Immovable Properties are held by the company.

20. Loans & Advances to Promoters, Directors, KMP & Related parties.

Type Of Borrowers	Amount of Loan in the nature of Loan Outstanding	% to the total Loans & Advances
Promoters	-	-
Directors	-	-
KMPS	-	-
Related Parties	-	-

21. CWIP Ageing : Not Applicable

22. CWIP Completion Schedule : Not Applicable

23. Intangible Tangible Assets under Development : Not Applicable.

24. The Company does not have any benami property, and no proceeding has been initiated against the Company for holding any benami property.

25. The Company does not have borrowings on the basis of security of Current Assets: Not Applicable.

26. The Company is not a declared wilful defaulter by any bank/ financial Institution/ other lender.

27. Relationship with Struck off Companies :- Not Applicable

28. Charges / Satisfaction yet to be registered with ROC beyond the statutory period along with details and reasons thereof: Not Applicable

29. The Company has complied with number of layers prescribed under Section 2(87) of the Act, the name & CIN of such layer of companies along with relationship / extent of holding

30. Ratios

S.NO	TYPE OF RATIO	FORMULA	CY	PY	CHANGE	Remarks
1	Current Ratio	Current Assets/ Current Liabilities	8.60	8.73	1.50%	-

Cistro Telelink Limited 31st Annual Report 2022- 2023

2	Debt Equity Ratio	Total Debts/ Total Equity Shareholders	0.09	0.09	-	-
3	Debt Service Coverage Ratio	Earning available to Debt Service/ Debt Service	-	-	-	-
4	Return on Equity Ratio	Net Income/Shareholders Equity	-0006	-0.003	100.00%	A
5	Inventory Turnover Ratio	Sales/Average Inventory	-	-	-	-
6	Trade Receivables Turnover Ratio	Net sales/Average accounts receivables	4.69	13.61	65.54%	-
7	Trade Payables Turnover Ratio	Net Credit Purchase /Average Trade Payable	-	-	--	-
8	Net Capital Turnover ratio	Net annual sales/ Avg working capital	0.07	0.25	72%	A
9	Net Profit Ratio	Profit after tax/ Net Sales *100	-14.67%	-5.85%	150.76	A
10	Return On Capital Employed	EBIT/Capital Employed*100	-0.67%	-0.37%	81.08	A
11	Return on Investment	Profit after tax/Share Capital*100	-0.57%	-0.32%	78.12%	A

	A: Decrease in Profitability/Sales

31. Any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this regard shall be explained :- Not Applicable

32. Company has Advanced/ Loaned/ Invested to any other person or entity, incl. foreign entities with the understanding (recorded or otherwise) that the Intermediary shall Lend or invest in Ultimate Beneficiaries Provide Guarantee/ Security/ etc. on behalf of Ultimate Beneficiaries :- Not Applicable

33. Company has Received from any other person or entity, incl. foreign entities with the understanding (recorded or otherwise) that the Company shall Lend or invest in Ultimate Beneficiaries Provide Guarantee/ Security/ etc. on behalf of Ultimate Beneficiaries. Not Applicable

34. Details of any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme:- Not Applicable

35. The company not covered under section 135 of the companies act

36. The company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

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

**Form No. SH-13
Nomination Form**

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To
Name of the company:
Address of the company:
I/We the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S —

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR-

- (a) Date of birth:
- (b) Date of attaining majority
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of the Security Holder (s)

Signature Witness with name and address

Form No. SH-14

Cancellation or Variation of Nomination

[Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debentures) Rules 2014]

Name of the company:

I/We hereby cancel the nomination(s) made by me/us in favor of.....(name and address of the nominee) in respect of the below mentioned securities.

or

I/We hereby nominate the following person in place of as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled / varied)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.

(2) (a) PARTICULARS OF THE NEW NOMINEE:

i. Name:

ii. Date of Birth:

iii. Father's/Mother's/Spouse's name:

iv. Nationality:

v. Address:

vi. E-mail id:

vii. Relationship with the Security holder:

(b) IN CASE NEW NOMINEE IS A MINOR:

i. Date of Birth:

ii. Date of attaining majority

iii. Name of guardian:

iv. Address of guardian:

Signature

Name of the Security Holder (s)

Witness with name and address
