

# 36<sup>th</sup> ANNUAL REPORT 2025



**RASHTRA DEEPIKA LTD**  
**CIN: U22122KL1989PLC005447**  
**KOTTAYAM-686001**

139 YEARS OF SERVICE TO THE NATION





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## BOARD OF DIRECTORS

- |                                       |                        |
|---------------------------------------|------------------------|
| 1. Dr. Francis Cleetus                | - Chairman             |
| 2. Mr. Devis Edukulathur Ittoop       | - Vice Chairman        |
| 3. Mr. Denny Thomas                   | - Vice Chairman        |
| 4. Rev. Fr. Michael Joseph            | - Managing Director    |
| 5. Rev. Fr. Rajan Thomas              | - Whole-time Director  |
| 6. Mr. George Jacob Mannamplackal     |                        |
| 7. Mr. Johnny Kuruvilla               |                        |
| 8. Mr. Jacob Joseph Kunju             |                        |
| 9. Mr. V.C. Sebastian                 |                        |
| 10. Mr. K.O. Ittoop                   |                        |
| 11. Mr. Benny Mathew                  |                        |
| 12. Mr. Mathew Joseph Vazhappillil    |                        |
| 13. Mr. Rajive Paul                   |                        |
| 14. Rev. Fr. Thomas Mathew            |                        |
| 15. Rev. Fr. Sebastian Elanjickal     |                        |
| 16. Rev. Fr. James Palackal Augustine |                        |
| 17. Rev. Dr. Abraham Vettiyankal Mani |                        |
| 18. Rev. Dr. Joseph Thadathil         |                        |
| 19. Rev. Fr. Sibi Palakuzhiyil        |                        |
| 20. Rev. Fr. Joyies Jacob             |                        |
| 21. Rev. Fr. Simon Pallupetta         |                        |
| 22. Rev. Fr. Boby Alex Mannamplackal  | - Alternative Director |

**AUDITOR:** Jameskutty Mathew, M/s.Jameskutty & Associates  
Chartered Accountants, Ettumanoor

**BANKERS:** South Indian Bank, Kottayam

**REGISTERED OFFICE:** Deepika Buildings, P.B. No. 7, College Road  
Kottayam - 686 001, Kerala, India



## NOTICE OF 36<sup>th</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 36th Annual General Meeting of the Members of Rashtra Deepika Limited will be held on Friday, 26th September, 2025 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in the place of Mr. Denny Thomas (DIN: 02214347), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in the place of Rev. Fr. Abraham Vettiyankal Mani (DIN: 10178980), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in the place of Rev. Fr. Sibi Palakuzhiyil Mathew (DIN: 09646692), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a director in the place of Rev. Fr. Joseph Thadathil Varkey (DIN: 10253992), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

#### 6. To regularize the appointment of Rev. Fr. Simon Pallupetta (DIN: 09701281) as Non-Executive Non-Independent Director of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), Rev. Fr. Simon Pallupetta (DIN: 09701281), who was appointed as an Additional Director (Non-Executive) of the Company with effect from 25th October, 2024 by the Board of Directors and who holds office upto the date of the ensuing Annual General Meeting of the Company pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company be and is hereby appointed as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation;

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

#### 7. To regularize the appointment of Mr. Rajive Paul (DIN: 02389560) as Non-Executive Non- Independent Director of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), Mr. Rajive Paul (DIN: 02389560), who was appointed as an Additional Director (Non- Executive) of the Company with effect from 23rd May, 2025 by the Board of Directors and who holds office upto the date of the ensuing Annual General Meeting of the Company pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company be and is hereby appointed as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation;

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

#### 8. To appoint Rev. Fr. Michael Joseph (DIN: 07966441) as Managing Director of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to the appointment of Rev. Fr. Michael Joseph (DIN: 07966441) as a Managing Director of the Company, for a period of 1 (one) year with effect from 11th February, 2025 at salary and allowances amounting to Rs. 20,000/- (Rupees Twenty Thousand Only) per month."



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

**9. To consider and approve the issue of equity shares on preferential basis to applicants**

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to Section 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and such others rules and regulations made thereunder (including any amendments, statutory modification(s) and/ or re-enactments thereof for the time being in force), and the Memorandum and Articles of Association of the Company, and subject to the approval of the members at the upcoming Annual General Meeting, consent of the Board be and is hereby accorded for offering, issuing and allotting 148000 (One lakh forty eight thousand) **Equity Shares of Rs.100/-** each for cash at a price as decided by the Board of Directors, on preferential basis to the persons as per list attached.

**RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted pursuant to this resolution be in dematerialised form and shall rank pari-passu with the existing equity shares of the Company in all respects.”

**“RESOLVED FURTHER THAT** the Board of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including to seek all necessary approvals to give effect to this Resolution, to sign and execute all deeds, agreements, contracts, applications, documents, papers, forms, and writings that may be required, for and on behalf of the Company, to settle all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such steps and decisions in this regard, and to delegate all or any of its powers conferred by this Resolution to any Director(s) or to any Committee(s) of the Board and/or any or Officer(s) and/or representatives of the Company as it may consider appropriate to give effect to this Resolution and for the matters connected therewith or incidental thereto, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**10. Sale of undertakings under Section 180 (1) (a) of the Companies Act, 2013:**

To consider and if thought fit, to pass the following as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (including any amendment or re-enactment made thereof, and subject to the approval of shareholders in the Annual General Meeting, consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter called “the Board” which term shall be deemed to include any Committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers, including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), to sell, lease or otherwise dispose of the whole or substantially whole of the fixed asset including land and building situated at Kollam and Thrissur for such consideration, and on such terms and conditions as the Board of Directors of the Company consider beneficial to the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee thereof, which the Board may have constituted or hereinafter constitute) to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons) be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto.”

By order of the Board of Directors of  
M/s. Rashtra Deepika Limited

Place: Kottayam  
Date: 22.08.2025

Fr. Michael Joseph  
Managing Director (DIN: 07966441)





## NOTES:

- [a] The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on August 22, 2025.
- [b] The information required to be provided under the Secretarial Standard-2 on General Meetings, regarding the Directors who are proposed to be appointed/ re-appointed and the related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of Special Business are annexed hereto.
- [c] **Meeting through VC/OAVM:** Ministry of Corporate Affairs ("MCA") vide its Circular No. 9/2024 dated September 19, 2024 (In continuation with the Circulars issued earlier in this regard) ("MCA Circulars") has allowed conducting Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members till September 30, 2025. In compliance with the applicable provisions of the Act and MCA Circulars, the 36th AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. Since this AGM is being held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company. No proxy form has been sent along with this Notice. No attendance slip/route map has been sent along with this Notice as the meeting is held through VC/ OAVM. Members who are shareholders as on Friday, September 19, 2025 ("Cut-off Date") can join the AGM, 30 minutes prior to the commencement of the AGM i.e. at 11:00 A.M. and till the time of the conclusion of the AGM by following the procedure mentioned in this Notice. The attendance through VC/OAVM is restricted and hence members will be allowed on first come first served basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first served basis. Members attending the AGM through VC/OAVM will be counted for the purposes of Quorum under Section 103 of the Act.
- [d] **Dispatch of AGM Notice and Integrated Annual Report through electronic mode:** In line with the MCA Circulars, this Notice along with the Annual Report for FY 2024-25 is being sent by electronic mode to those Members whose email addresses are registered with the company. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website [www.deepika.com](http://www.deepika.com), and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). Hard copy of the full Integrated Annual Report will be sent to shareholders upon request through e-mail at [cs@deepika.com](mailto:cs@deepika.com) or by post to Company Secretary, Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001. The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.
- [e] **Procedure for registration of email address by shareholders:** 1. Those Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below: a) Members holding shares in physical forms are requested to furnish Form ISR-1, Form ISR-2 and SH-13 along with the necessary attachments mentioned in the said Forms to Company Secretary, Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001. Members may also email the duly filled forms to [cs@deepika.com](mailto:cs@deepika.com). This will enable the shareholders to receive electronic copies of the Annual Report for FY 2024-25 and this Notice. b) Members holding shares in demat form may validate/update their email address and other details with their respective Depository Participants. 2. Members who have already registered their email addresses are requested to get their email addresses validated with their Depository Participants to enable servicing of notices / documents / Annual Reports electronically to their email address.
- [f] **Inspection of Documents:** The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection electronically by the members during evoting period and the AGM. All shareholders will be able to inspect all documents referred to in the Notice and the explanatory statement thereto electronically without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents may send an email request to [cs@deepika.com](mailto:cs@deepika.com).
- [g] **Detailed instructions for e-voting and also for attending the AGM are annexed.**
- Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC, but shall not be entitled to cast their vote again.
  - Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their Depository Participant ("DP") in case the shares are held in electronic form and to the Company in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document.
- [h] **THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**
- The voting period begins on 23-09-2025 AT 9 A.M and ends on 25-09-2025 AT 5 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 of Friday, 19th September 2025, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - Members who have already voted prior to the meeting date by remote E-voting may participate /attend the AGM through VC/OAVM but would not be entitled to vote at the AGM again.
  - Login method for e-Voting and joining



Type of shareholders	Login Method
Individual Shareholders Holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company.</p> <p>On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL

Login type	Helpdesk details
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on "Shareholders" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID
  - For NSDL: 8 Character DP ID followed by 8 Digit Client ID
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user, follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant, are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field (shareholders are requested to use the sequence number sent by Company/RTA or contact Company/RTA - MUFG Intime India Private Limited Phone: +91 422 2314792, Email: <a href="mailto:jayakumar.kandaswamy@in.mfpm.mufig.com">jayakumar.kandaswamy@in.mfpm.mufig.com</a>)</li> <li>In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters.</li> </ul>
Dividend Bank Details OR Date of Birth (DoB)	<p><b>Eg.</b> If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>



- g. After entering these details appropriately, click on "SUBMIT" tab.
  - (v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - h. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - i. Click on the EVSN for the Rashtra Deepika Limited resolution on which you choose to vote.
  - j. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same - the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - k. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - l. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
  - m. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - n. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
  - o. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - p. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@deepika.com](mailto:cs@deepika.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**[i] INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VIDEO CONFERENCING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. Shareholder will be provided with a facility to attend the AGM through VC (Zoom App) through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials.
3. The link for VC will be available in shareholder/members login where the EVSN of Company will be displayed after successful login as per the instruction mentioned above for e-voting.
4. Click on Live Streaming Link. Enter the following details:

**Meeting ID: 817 1031 8324**

**Passcode: 024416**

5. Shareholders to download the Zoom App by using the following method to attend the AGM:
  - i. Zoom software via mobile: you may type zoom cloud meeting in the play store tab in your Android/iOS mobile and you will get the app listed on it. You can install the same and tap on join meeting after installation.
  - ii. Zoom via desktop/laptop: download the zoom app by typing zoom video conferencing on your Google/Internet Explorer tab and you will be directed to download the app. Download the app by clicking the link. After downloading the Zoom App, please follow the process as per the instruction number 1 referred above.
6. Facility of joining the AGM through VC shall be open 30 minutes before the time scheduled for the AGM.
7. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
8. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
9. 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 a Stable Wi-Fi or LAN connection to mitigate any kind of the aforesaid glitches.





10. 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 atleast 5 days prior to the meeting, mentioning their name, demat account number/folio number, email id, mobile number at [cs@deepika.com](mailto:cs@deepika.com). The shareholders who do not wish to speak during the AGM, but have queries, may send their queries in advance 5 days prior to the meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@deepika.com](mailto:cs@deepika.com). These queries will be replied to by the company suitably, by email.
11. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

**[j] PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING ON THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- i. 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 [cs@deepika.com](mailto:cs@deepika.com).
- ii. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 [cs@deepika.com](mailto:cs@deepika.com)/ [jayakumar.kandaswamy@in.mpmc.mufg.com](mailto:jayakumar.kandaswamy@in.mpmc.mufg.com).

**[h] INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:**

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system available during the AGM.
3. 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 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.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Niti Kunder (022-23058738) or Mr. Bhavesh Pimputkar (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(2) OF THE COMPANIES ACT 2013**

As required by Section 102 of the Companies Act, 2013, following Explanatory Statement sets out material facts relating to the special business under item(s) 6 to 10 of the accompanying Notice dated August 22, 2025.

**Item No: 6 of the Notice - Ordinary Resolution: To regularize the appointment of Rev. Fr. Simon Pallupetta (DIN: 09701281) as Non-Executive Non- Independent Director of the Company**

Rev. Fr. Simon Pallupetta (DIN: 09701281) was appointed as an Additional Director (Non – executive) of the Company, with effect from 25th October, 2024 in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company.

The Board is of the view that the appointment of Rev. Fr. Simon Pallupetta (DIN: 09701281) on the Company Board is desirable and would be beneficial to the Company. The Board on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the appointment of Rev. Fr. Simon Pallupetta (DIN: 09701281) as a Non-Executive Non- Independent Director of the Company, as set out in the Resolution relating to his appointment.

Rev. Fr. Simon Pallupetta (DIN: 09701281) is not disqualified from being appointed as Director of the Companies Act, 2013. None of the Directors/Key Managerial Personnel of the Company / their relatives except Rev. Fr. Simon Pallupetta (DIN: 09701281) himself, in any way concerned or interested, in the said resolution.

The Board recommends this Ordinary Resolution set out at Item No. 6 of the Notice for approval by the members.

**Item No: 7 of the Notice - Ordinary Resolution: To regularize the appointment of Mr. Rajive Paul (DIN: 02389560) as Non-Executive Non- Independent Director of the Company**

Mr. Rajive Paul (DIN: 02389560) was appointed as an Additional Director (Non – executive) of the Company, with effect from 23rd May, 2025 in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office



up to the date of ensuring Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Rajive Paul (DIN: 02389560) on the Company Board is desirable and would be beneficial to the Company. The Board on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the appointment of Mr. Rajive Paul (DIN: 02389560) as a Non-Executive Non- Independent Director of the Company, as set out in the Resolution relating to his appointment.

Mr. Rajive Paul (DIN: 02389560) is not disqualified from being appointed as Director of the Companies Act, 2013. None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Rajive Paul (DIN: 02389560) himself, in any way concerned or interested, in the said resolution.

The Board recommends this Ordinary Resolution set out at Item No. 7 of the Notice for approval by the members.

**Item No: 8 of the Notice - Ordinary Resolution: To appoint Rev. Fr. Michael Joseph (DIN: 07966441) as Managing Director of the Company**

The Board of Directors of the Company in their meeting held on 05th February, 2025, appointed Rev. Fr. Michael Joseph (DIN: 07966441) as the Managing Director of the Company, with effect from 11th February, 2025, for a period of one year.

Based on the recommendation of Nomination and Remuneration Committee that the appointment and presence of Rev. Fr. Michael Joseph (DIN: 07966441) on the Board as the Managing Director will be desirable, beneficial and in the best interest of the Company and in view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Act, recommends the Ordinary Resolution as set out in item no. 8 of the accompanying Notice for the approval of the members. Company has received consent from Rev. Fr. Michael Joseph (DIN: 07966441) to act as Managing Director. Now the appointment of Rev. Fr. Michael Joseph (DIN: 07966441) as Managing Director is placed for the approval of the Members by an Ordinary Resolution.

Except for Rev. Fr. Michael Joseph (DIN: 07966441), being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board commends the Ordinary Resolution set out at Item No. 8 of the Notice for approval by the members.

**Item No: 09 of the Notice – Special Resolution To consider and approve the issue of equity shares on preferential basis to applicants**

Your company's business is growing and growth requires capital. Further funds are required to augment its working capital, capital expenditure and for other corporate purposes.

The Board at its meeting dated 22.08.2025, subject to approval of the Company in the General Meeting and requisite statutory approvals, has approved the offer, issue and allotment of 148000 (One lakh fourty eight thousand) Equity Shares having face value of Rs. 100/- (Rupees One Hundred only) each, to the persons as per the list given below.

<b>LIST OF PERSONS PROPOSED FOR PREFERENTIAL ALLOTMENT</b>		
Sl No	Name	No. of Shares
1	Fr. Philip Thayil Changanacherry	10,000
2	Fr. Michael Vettickat, Kottayam	10,000
3	Fr. Siby Palakuzhy, Thalasserry	10,000
4	Fr. Joseph Thadathil, Pala	10,000
5	Fr. Gino Jose Kothamangalam	10,000
6	Fr. Geo Thekkiniyath Thrissur	10,000
7	Fr. Joyies Thamarasserry	10,000
8	Fr. Jeejo Palakkad	30,000
9	Fr. Joseph Kollakombil idukki	10,000
10	Fr. Justin Mathiyath Kanjirapally	10,000
11	Fr. Bobby Alex Mannamplackal Kanjirapally	10,000
12	Fr. Thomas Mattamundayil Kanjirapally	10,000
13	Fr. Vincent Joseph Kothamangalam	5,000
14	Mr. Arun Jacob Kothamangalam	3,000
	<b>Total</b>	<b>1,48,000</b>



Pursuant to Section 42 and 62 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), read with Rules made thereunder and the Memorandum and Articles of Association of the Company, the approval of the Members is required for making further issue of Equity shares on preferential basis by way of a Special Resolution.

Information pursuant to Rule 13 (2) (d) of the Companies (Share Capital and Debentures) Rules, 2014

SI No	Particulars	Information
1	Object of the issue	To expand the business activities
2	Total number of shares or other securities to be issued	148,000 Equity shares
3	Price at which the allotment is proposed	Rs. 100 /equity share
4	Basis on which the price has been arrived at	The price has been arrived at in terms of Valuation Report dated 14/08/2025 issued by Mr. Rajendran P.R, Registered Valuer. IBBI Registration no. IBBI/RV/06/2019/12555
5	Relevant date with reference to which the price has been arrived at	Valuation Date: 31.03.2025 Date of report: 14/08/2025
6	Class or classes of persons to whom the allotment is proposed to be made	The aforementioned allotment, if approved, is proposed to be made to Promoter & Non- Promoter Category of the Company.
7	Intention of promoters, Directors or key managerial personnel to subscribe to the offer	The Equity Shares shall be offered to the Proposed Allottee only, Fr. Michael Joseph, Fr. Siby Palakuzhy, Fr. Joyies Fr. Dr. Joseph Thadathil & Fr. Bobby Alex Mannamplackal, Directors intends to subscribe to the offer.
8	The proposed time within which the allotment shall be completed	Within a period of twelve months from the date of passing of the special resolution.
9	The name of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Percentage of post preferential offer Capital held by the allottees. 1. Promoters – 32.02% 2. Non-Promoters – 67.98%
10	The change in control, if any, in the company that would occur consequent to the preferential offer	There will no change in the control of the Company consequent to the preferential offer.
11.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	The Company has allotted shares to 1 person through preferential basis
12.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	The proposed issue of shares is for cash and hence this is not applicable.
13	The pre issue and post issue shareholding pattern of the company	



Sl. No:	Category	Pre-Issue		Post-Issue	
		No. of shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters' Holding:	1337951	32.02%	1347951	31.23%
	Non Promoters' Holding:	2829939	67.98%	2967939	68.77%
	GRAND TOTAL	4167890	100%	4315890	100%

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors, therefore, recommends the resolution for the consideration and approval by the shareholders of the Company by passing special resolution in the meeting.

Except Fr. Michael Joseph, Fr. Siby Palakuzhy, Fr. Joyies Fr. Dr. Joseph Thadathil & Fr. Bobby Alex Mannamplackal, Directors of the Company to the extent of shares that may be offered to them, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

**Item No: 10 of the Notice – Sale of undertakings under Section 180 (1) (a) of the Companies Act, 2013:**

The Company is presently engaged in the business of printing and publishing. The Board has undertaken a comprehensive review of the ongoing business operations and financial position of the Company. It has been observed that the Company continues to face severe financial stress, with a growing debt burden and significant operational challenges.

The business environment has become increasingly difficult due to multiple factors, including:

- ♦ Declining advertisement volumes and circulation;
- ♦ Readers' shift towards online platforms for news and publications;
- ♦ High bank interest charges and reduced borrowing capacity; and

These adverse factors have significantly impacted the performance of the Company. After detailed deliberations, the Board is of the view that raising funds through the sale of certain properties are necessary to reduce the debt burden and to restructure and stabilize the Company's financial position.

Accordingly, the Board of Directors proposes to seek members' approval for the sale, lease, or otherwise disposal of the whole or substantially the whole of the Company's fixed assets, including land and buildings situated at:

**Thrissur** – Survey No. 1038/1, 1038/10

**Kollam** – Survey No. 290/21

The proceeds from such transactions will help the Company partly overcome the current financial crisis and support future operational restructuring. Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, the approval of members by way of a **special resolution** is required for authorizing the Board of Directors to sell, lease, or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for approval of the Members as being in the best interests of the Company.

**Interest of Directors and KMP:**

None of the Directors, Key Managerial Personnel, and Managers of the Company or their relatives is concerned or interested, financially or otherwise, in this resolution, except Mr. Denny Thomas, who may be deemed to be interested.

**ADDITIONAL INFORMATION OF DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)**



ADDITIONAL INFORMATION OF DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)									
Name of Director	Rev. Fr. Denny Thomas	Rev. Fr. Abraham Vettiyankal Mani	Rev. Fr. Sibi Palakuzhiyil Mathew	Rev. Fr. Joseph Thadathil Varkey	Mr. Rajive Paul	Rev. Fr. Michael Joseph	Rev. Fr. Simon Pallupetta		
Director Identification Number (DIN)	02214347	10178980	09646692	10253992	02389560	07966441	09701281		
Age	52 years (DOB: 15/03/1973)	69 years (DOB: 16/12/1955)	57 years (DOB: 30/05/1968)	63 years (DOB: 10/11/1961)	55 years (DOB: 30/05/1970)	57 years (DOB: 31/05/1968)	56 years (DOB: 06/05/1969)		
Qualification	Post-Graduation	Post-Graduation	Post-Graduation	Post-Graduation	Post-Graduation	Post-Graduation	Post-Graduation		
Experience	Above 22 years	Above 30 years	Above 27 years	Above 30 years	Above 25 years	Above 27 years	Above 26 years		
Remuneration	NIL	NIL	NIL	NIL	NIL	Rs. 20,000/-	NIL		
Original Date of Appointment	08/08/2023	27/06/2023	08/08/2023	08/08/2023	23/05/2025	28/09/2017	25/10/2024		
Shareholding in the company as on 31-03-2025	1,80,000.00	NIL	NIL	NIL	NIL	42,500.00	NIL		
Relationship with other Directors, Manager and other Key Managerial Persons of the company	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
Number of Board Meetings attended during FY 2025	9	9	5	8	0	9	4		
Other Directorships (Excluding Rashtra Deepika Limited)	Annexure 1	NIL	Bio Mountain Farmers Producer Company Limited	NIL	1. Chungath Builders And Developers Private Limited 2. Chungath Sprise Motors Private Limited 3. Chungath Hospitality Private Limited 4. Sprise India Private Limited 5. Chungath Gold LLP	NIL	NIL		



**Annexure 1: List of Associated Companies & LLP – Mr. Denny Thomas**

Sr. No.	CIN/LLPIN	Company Name	Designation
1	U41001KA2024PTC188694	Salakya Education Private Limited	Director
2	U66190KL2025PTC095277	Santamonica Fintech Private Limited	Director
3	U85500KL2025PTC095107	Qqd Talent Minds Private Limited	Director
4	U68200KL2024PTC090613	Santa Monica Projects Private Limited	Director
5	U41001KL2024PTC089512	Asset Santa Monica Projects Private Limited	Director
6	U22122KL1989PLC005447	Rashtra Deepika Ltd	Director
7	U66220KL2016PTC058786	Santamonica Tours And Travels Private Limited	Managing Director
8	U22219KL2017PTC047791	Sreshta Publications Private Limited	Additional Director
9	U67100KL2022PTC074960	Santamonica Global Forex Private Limited	Director
10	U74909KA2011PTC059241	Santamonica Study Abroad Private Limited	Managing Director
11	ACL-5566	Avalon Retreat Convention Centre LLP	Designated Partner
12	ACH-5042	Avalon Inn Limited Liability Partnership	Designated Partner
13	ACE-0183	Avalon International Convention Centre LLP	Designated Partner
14	ACA-7768	Vedhik Academy Karnataka LLP	Designated Partner
15	AAZ-8781	Vedhik E Solutions LLP	Designated Partner
16	AAY-3659	Vedhik Academy LLP	Designated Partner
17	AAT-5677	Max Hill Formulas LLP	Designated Partner

By order of the Board of Directors of  
M/s. Rashtra Deepika Limited

Place: Kottayam  
Date: 22.08.2025

Fr. Michael Joseph  
Managing Director (DIN: 07966441)



## BOARD REPORT

To,  
The Members

The Directors of your Company are pleased to present the 36<sup>th</sup> Annual Report on the business and operations of the Rashtra Deepika Limited together with the Audited Financial Statements for the Financial Year ended 31st March, 2025.

### 1. FINANCIAL RESULTS

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Indian Accounting Standards and the relevant provisions of the Companies Act, 2013 ("2013 Act"). The summary of the Company's financial performance for the FY 2024-25, as compared to the previous FY 2023-24 is given below:

*Amount in Rupee Lakhs*

PARTICULARS	Amount	
	FY 2024-25 (Rs.)	FY 2023-24 (Rs.)
Revenue from operations	47,22,28,785	50,19,04,560
Other Income	2,88,05,457	2,61,64,764
<b>Total Income</b>	<b>50,10,34,242</b>	<b>52,80,69,324</b>
<b>Expenses</b>		
Other expenditure	48,79,50,384	51,00,50,130
Depreciation and amortization expenses	1,23,73,151	1,27,69,193
<b>Total expenses</b>	<b>50,03,23,535</b>	<b>52,28,19,323</b>
Profit before tax (PBT) & Extra ordinary items	7,10,707	52,50,001
Extra ordinary items	NIL	NIL
<b>Tax expenses</b>		
Income Tax	1,10,870	8,19,000
<b>Profit/ Loss for the year</b>	<b>5,99,837</b>	<b>44,31,001</b>

### 2. STATE OF COMPANY'S AFFAIRS

The Company continued to be engaged in the business of printing and publishing newspapers and periodicals. During FY 2024-25, the Company recorded revenue of Rs. 47,22,28,785 as compared to Rs. 50,19,04,560 in the previous year. The Profit After Tax for the year stood at Rs. 5,99,837 as against Rs. 44,31,001 in FY 2023-24.

During the reporting financial year, your Directors regret to inform that there was a notable decrease in the overall turnover, primarily due to the adverse global economic scenario. However, the Company was able to manage operations prudently and mitigate the impact to a considerable extent. Your Directors remain confident that, with the opportunities ahead and the Company's capabilities, revenue and profitability can improve in the coming years.

### 3. DIVIDEND

Due to non-availability of distributable profits in the current year, dividend was not recommended by the Board.

### 4. TRANSFER TO RESERVES

In view of the provisions of the Companies Act, 2013 read with applicable Accounting Standards, the entire Profit After Tax has been retained under the head 'Reserve & Surplus'. Accordingly, no amount is proposed to be separately transferred to General Reserves.

### 5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of Section 125(2) of the Companies Act, 2013, no unclaimed or unpaid Dividend relating to the financial year is due for remittance to the Investor Education and Protection Fund established by the Central Government.

### 6. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company has no Subsidiary, Joint Venture, or Associate Company as on March 31, 2025.



## 7. MATERIAL CHANGES & COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY, OCCURRING BETWEEN THE END OF THE FINANCIAL YEAR AND THE BOARDS' REPORT DATE

In terms of Section 134(3)(l) of the Companies Act, 2013, except as disclosed elsewhere in this report, no material changes and commitments are perceived to affect the Company's financial position which have occurred between the end of the financial year of the Company to which the financial statements relate and date of the report.

## 8. CHANGE IN THE NATURE OF BUSINESS, IF ANY

The Company has neither changed its line of business activity nor expanded the scope of its operations during the year under review. Accordingly, there has been no variation in the nature of business.

## 9. DETAILS OF BOARD MEETINGS

During the financial year 2024-25, ten meetings of the Board of Directors were held. The Company has complied with the provisions of Section 173 of the Companies Act, 2013 and the Secretarial Standards with respect to Board Meetings. The maximum time gap between two Board Meetings was not more than one hundred and twenty (120) days. The details of date and attendance of the Directors at the Board Meeting are given below;

**Attendance**

Date of Meeting	Total Number of directors as on the date of meeting	Number of directors attended	% of attendance
24.05.2024	20	15	75%
16.08.2024	21	17	81%
30.08.2024	21	15	72%
20.09.2024	21	16	76%
27.09.2024	21	17	81%
25.10.2024	21	11	52%
29.11.2024	22	14	64%
05.02.2025	21	15	68%
05.03.2025	20	10	50%
26.03.2025	20	12	60%

## 10. CAPITAL STRUCTURE

The paid-up Share Capital of the Company, as on March 31, 2025, is Rs. 416,789,000/- divided into 4167890 equity shares of Rs. 100/- each. The Company has issued 74000 Equity Shares during the year under private placement basis. No Sweat Equity Shares and employee Stock options are issued and not called for any buyback of Shares during the current financial year.

Dematerialization of Shares is provided to the shareholders. The shares of the Company are under dematerialization ("Demat") category and are available for demat on Central Depository Limited (CDSL) in India. The International Securities Identification Number (ISIN) allotted to the Company's shares is INE0D9301011.

## 11. PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the Financial Statements provided in this Annual Report.

## 12. EXTRACTS OF ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the web-link: [www.deepika.com](http://www.deepika.com).

**13. DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and ability, confirm in respect of the Audited Annual Accounts for the year ended 31st March, 2025 that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed and that there were no material departures;
- b) the Directors had, in consultation with the Statutory Auditors, 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 for the year ended 31st March, 2025 and profit of the Company for that period;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down proper internal financial controls to be followed and that such internal financial controls were adequate and were operating effectively; and
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**14. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The composition of the Board is in accordance with the provisions of Section 149 of the Act, with an appropriate combination of Executive Directors, Non-Executive Directors and Independent Directors. Following changes occurred in the board of the Company during the year under review:

- i. Mr. Konuparamban Ouseph Ittoop (DIN: 00531506), Mr. Kuruvilla Johny Padickamyilil (DIN: 03123823), Mr. George Jacob (DIN: 00023811) and Mr. Mathew Joseph Vazhappillil (DIN: 09752317) retired by rotation at the 35th Annual General Meeting held in 2024, being eligible, were re-appointed.
- ii. Rev. Fr. Joyies Jacob (DIN: 10368899) was appointed as an Additional Director of the Company w.e.f. May 24, 2024 and reappointed as Director at the 35th Annual General Meeting held in 2024.
- iii. Rev. Fr. Rajan Thomas (DIN: 10087598) reappointed as Whole-time Director of the Company, for a period of 2 (two) year with effect from 11th February, 2024 at the 35th Annual General Meeting held in 2024.
- iv. Rev. Fr. Thomas Mathew (DIN: 08443389), reappointed as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company commencing from May 28th, 2024 upto May 27th, 2029 at the 35th Annual General Meeting held in 2024.
- v. Rev. Fr. Simon Pallupetta (DIN: 09701281) was appointed as an Additional Director of the Company w.e.f. October 25, 2024.
- vi. Rev. Fr. Michael Joseph (DIN: 07966441) was appointed as Managing Director of the Company for a period of 1 year commencing from February 11, 2025 to February 10, 2026.
- vii. Mr. Paul Pavunny Chungath ceased to be a Director of the Company due to his sad demise on January 19, 2025.
- viii. Dr. Thomas Kurian Kochukoycal (DIN: 01350328) resigned on 16th May, 2024 from the board due to personal reasons.
- ix. Rev. Fr. Benny Mundanatte ceased to be the Managing Director of the Company with effect from February 11, 2025, upon completion of his term of appointment.
- x. Mr. Rajive Paul (DIN: 02389560) was appointed as an Additional Director of the Company w.e.f. May 23, 2025.

Accordingly, resolutions seeking for the appointment/re-appointment of all the directors are given in the notice of the 36th annual general meeting.

Section 152 of the Act provides that unless the Articles of Association provide for retirement of all directors at every AGM, not less than two-thirds of the total number of directors of a public company (excluding the Independent Directors) shall be persons whose period of office is liable to determination by retirement of directors by rotation, of which one-third are liable to retire by rotation. Accordingly, Directors Mr. Denny Thomas (DIN: 02214347), Rev. Fr. Abraham Vettiyanal Mani (DIN: 10178980), Rev. Fr. Sibi Palakuzhiyil Mathew (DIN: 09646692) and Rev. Fr. Joseph Thadathil Varkey (DIN: 10253992) will retire by rotation at the ensuing AGM and being eligible, have offered themselves for re-appointment.

**Key Managerial Personnel**

Name	Designation	Date of appointment
Rev. Fr. Michael Joseph	Managing Director	05/02/2025
Rev. Fr. Rajan Thomas	Whole-time director	11/02/2023
CS Sophia Joseph	Company Secretary	16/08/2024
CA Muppathiyil Mathai George	CFO	22/12/2015



### 15. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The Independent Directors of your Company have confirmed that (a) they meet the criteria of Independence as prescribed under Section 149 of the Act and (b) they are not aware of any circumstance or situation, which could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence.

Further, in the opinion of the Board, the Independent Directors fulfill the conditions prescribed under the Companies Act, 2013 and are independent of the management of the Company. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct.

During the year under review no Independent Director retired from the Directorship of the company.

### 16. AUDIT COMMITTEE:

Pursuant to the provisions of Section 177(1) of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board & Its Powers) Rules, 2014 your Company has constituted an Audit Committee of the Board of Directors, comprising of the following Directors as on March 31, 2025:

- a. Mr. Jacob Joseph Kunju (Director) [Designation: Chairman]
- b. Fr. Dr. Thomas Pothanamuzhi (Independent Director) [Designation: Member]
- c. Fr. Dr. James Palackal (Independent Director) [Designation: Member]

The Audit Committee met 4(Four) times during the year. The Board accepted the recommendations of the Audit Committee whenever made by the Committee during the year.

### 17. NOMINATION AND REMUNERATION COMMITTEE

Pursuant to the provisions of Section 178 of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board & Its Powers) Rules, 2014, your Company has constituted a Nomination and Remuneration Committee of the Board of Directors, comprising of the following Directors as on March 31, 2025:

- a. Mr. V.C. Sebastian- [Designation: Chairman]
- b. Fr. Dr. James Palackal [Designation: Member]
- c. Rev. Fr. Thomas Mathew Pothanamuzhi [Designation: Member]

The Nomination and Remuneration Committee met 2 (Two) times during the year.

### 18. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 your Company has constituted a Stakeholders' Relationship Committee of the Board of Directors, comprising of the following Directors as on March 31, 2025:

- a. Mr. V C Sebastian
- b. Fr. Dr. James Palackal
- c. Rev. Fr. Thomas Mathew Pothanamuzhi

There was 1 (One) Meeting of the Stakeholders' Relationship Committee held during the Financial Year 2024-25 where all members of the committee attended.

### 19. MEETING OF INDEPENDENT DIRECTORS

Pursuant to Schedule IV of the Companies Act, 2013, the Rules made there under and the Secretarial Standards, a separate meeting of the Independent Directors of the Company was held on 10th March, 2025 without the presence of the Non-Independent Directors and Management. Independent Directors have been apprised that they shall endeavour to hold at least one meeting in a financial year.

All the Independent Directors were present at aforementioned meeting and participated in the discussions. In the said meeting, the Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors and the Board as a whole, Chairman of the Company, taking into account views of the Executive Directors and Non-Executive Directors. They also assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board. The Management, as always, accepted & implemented further suggestions given by the Independent Directors.

### 20. PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

The Board of Directors have evaluated the performance of all Independent Directors, Non-Independent Directors and its Committees. The Board deliberated on various evaluation attributes for all directors and after due deliberations made an objective assessment and evaluated that all the directors in the Board have adequate expertise drawn from diverse industries and business and bring specific competencies relevant to the Company's business and operations. The Board found that the performance of all the Directors was quite satisfactory.





The Board also noted that the term of reference and composition of the Committees was clearly defined. The Committee performed their duties diligently and contributed effectively to the decisions of the Board.

The functioning of the Board and its committees were quite effective. The Board evaluated its performance as a whole and was satisfied with its performance and composition of Independent and Non-Independent Directors.

## **21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013**

All contracts/arrangement/transactions entered into by the Company during FY 2024-2025 with related parties were in compliance with the applicable provisions of the Act. Prior omnibus approval of the audit committee is obtained for all related party transactions, which are foreseen and of repetitive nature. Pursuant to the said omnibus approval, details of transactions entered into are also reviewed by the audit committee on a quarterly basis.

All related party transactions entered into during FY 2024-2025 were on an arm's length basis and in the ordinary course of business of the Company under the Act. None of the transactions required members' prior approval under the Act.

Details of transactions with related parties during FY 2024-2025 are provided in the notes to the financial statements. There were no transactions requiring disclosure under section 134(3) of the Act. Hence, the prescribed Form AOC-2 does not form a part of this report.

## **22. DEPOSITS**

During the year under review, the Company has not accepted any fixed deposits within the meaning of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014.

## **23. INTERNAL FINANCIAL CONTROL**

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

## **24. AUDITOR**

### **i. STATUTORY AUDITORS**

Upon recommendation by the Audit Committee, the Board of Directors of the Company, at its Meeting held on 19th August, 2022, had recommended to the Shareholders the appointment of Jameskutty & Associates (Firm Registration No.08224S), Chartered Accountants, as the "Statutory Auditors" of the Company, for a term of 5 (Five) years, to hold office from the conclusion of the 33rd Annual General Meeting ("AGM") till the conclusion of the 38th AGM.

The Shareholders of the company at its 33rd AGM held on 23rd September, 2022 had approved the appointment of Jameskutty & Associates, Chartered Accountants (Firm Registration No. 008224S) as the "Statutory Auditors" of the Company, pursuant to Sections 139 to 144 of the Companies Act, 2013 and Rules 3 to 6 of the Companies (Audit and Auditors) Rules, 2014, to hold office for a term of 5 (Five) years, i.e., from the conclusion of the from the conclusion of 33rd annual general meeting till the conclusion of 38th AGM.

The Statutory Auditors' Report for FY 2024-25 on the financial statement of the Company forms part of this Annual Report.

### **ii. COST AUDITORS.**

Cost Audit is not applicable to the Company. The Central Government has not specified maintenance of cost records for the Company under sub - section (1) of section 148 of the Companies Act 2013. Therefore, there is no requirement for appointment of Cost Auditors.

### **iii. SECRETARIAL AUDITORS**

The provisions relating to Secretarial Audit under Section 204 of the Companies Act, 2013 are not applicable to the Company.

## **25. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, or adverse remark. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

## **26. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT S. 134(3) (ca).**

The Statutory Auditors of the Company have confirmed that during the year under review, no instance of fraud by the officers or employees of the Company has been reported under Section 143(12) of the Companies Act, 2013.



## 27. SEXUAL HARASSMENT POLICY

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee ("ICC") has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the year, 1 (one) complaint of sexual harassment was received and disposed of as per law. No case was pending beyond 90 days as on 31st March, 2025.

## 28. RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, financial, human, environment and statutory compliance.

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

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo; as required under Section 134 (3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in Annexure 1 and is attached to this report.

## 30. CORPORATE SOCIAL RESPONSIBILITY (CSR) U/S 135 OF THE COMPANIES ACT 2013

The provisions relating to the constitution of Corporate Social Responsibility (CSR) Committee under Section 135 of the Companies Act, 2013 are not applicable to the Company.

## 31. REPORT ON VIGIL MECHANISM

The provisions relating to establishment of a Vigil Mechanism under Section 177 of the Companies Act, 2013 are not applicable to the Company.

## 32. MANAGERIAL REMUNERATION:

There are no employees who are in receipt of remuneration equal to or exceeding the limits prescribed under Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2025.

## 33. COMPLIANCE OF SECRETARIAL STANDARDS

The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

## 34. ACKNOWLEDGEMENTS

Your Directors wish to place on record their deep sense of gratitude to the Company's Bankers, Business Associates, Suppliers, Consultants, Readers, and the various Government and Regulatory Authorities for their valuable guidance, consistent support and cooperation extended to the Company.

The Board also records its sincere appreciation of the dedicated efforts and commitment of the employees at all levels, which have contributed significantly to the growth and success of the Company. Further, your Directors are profoundly grateful to the Shareholders for their continued trust, encouragement and confidence reposed in the Company, which remain a constant source of strength and inspiration for the Board to pursue the vision and objectives of the Company with renewed determination.

The Board looks forward to the continued guidance and support of all stakeholders in the Company's journey towards sustainable growth in the years to come.

For & Behalf of Board of Directors of,  
Rashtra Deepika Limited

Chairman  
Dr. Cleetus Francis  
(DIN: 01803799)

Managing Director  
Fr. Michael Joseph  
(DIN: 07966441)

Place: Kottayam  
Date: 22.08.2025



## ANNEXURE-1

(A)	(i)	<b>CONSERVATION OF ENERGY</b> the steps taken or impact on conservation of energy;	Employees, customers are educated to save electricity by switching off the same at idle times.
	(ii)	the steps taken by the company for utilizing alternate sources of energy;	Steps are being taken to keep energy consumption at optimum levels.
	(iii)	the capital investment on energy conservation equipments;	NIL
(B)	(i)	<b>TECHNOLOGY ABSORPTION</b> the efforts made towards technology absorption;	The company does not use any foreign technology.
	(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution;	N.A
	(iii)	in case of imported technology (imported during the last three years, reckoned from the beginning of the financial year)- (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A N.A N.A
	(iv)	the expenditure incurred on Research and Development.	N.A
		<b>FOREIGN EXCHANGE EARNINGS AND OUTGO</b> The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Inflow: Rs NIL Out flow: Rs NIL

For & Behalf of Board of Directors of,  
Rashtra Deepika Limited

Chairman  
Dr. Cleetus Francis  
(DIN: 01803799)

Managing Director  
Fr. Michael Joseph  
(DIN: 07966441)

Place: Kottayam  
Date: 22.08.2025



## INDEPENDENT AUDITORS' REPORT

### To the Members of Rashtra Deepika Limited

#### Report on the Audit of the Financial Statements Opinion

I have audited the financial statements of Rashtra Deepika Limited (the "Company"), which comprise the Balance Sheet as at 31st March 2025, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and, a summary of the significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid 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 31st March 2025, its profit, and its cash flows for the year ended on that date.

#### Basis for Opinion

I conducted my audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. My responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am 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 my audit of the financial statements under the provisions of the Act and the rules there under, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the Code of Ethics. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

#### Other Information

The Company's management and Board of Directors is responsible for the preparation and presentation of its report (herein after called as "Board Report") which comprises various information required under section 134(3) of the Companies Act 2013 but does not include the financial statements and our auditor's report thereon.

My opinion on the financial statements does not cover the Board Report and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I am required reporting that fact. I have nothing to report in this regard.

#### Management's Responsibility

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for establishing and maintaining adequate and effective controls in respect of use of accounting software that entails the requisite features as specified by the Companies (Accounts) Rules, 2014, as amended from time to time, including an evaluation and assessment of the adequacy and effectiveness of the company's accounting software in terms of recording and maintaining audit trail (edit log) of each and every transaction and ensuring that the audit trail cannot be disabled and has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

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

#### Auditor's Responsibilities for the Audit of the Financial Statements

My objectives is 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement



resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- ♦ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- ♦ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ♦ Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements, or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ♦ Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

#### Other Matter

The company has no branches to be included in the consolidated financial statements, which has been audited by other person other than me.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143(11) of the Act, I give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, I report that:
  - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
  - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
  - c) The Balance Sheet, the statement of profit and loss and statement of cash flow dealt with by this Report are in agreement with the books of account.
  - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) In my opinion and according to the information and explanations given to me, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act read with schedule V to the act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statement –refer note 13 to financial statement
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

For Jameskutty & Associates

Ettumanoor  
23/08/2025

Jameskutty Mathew  
Chartered Accountant  
M.No: 205093  
UDIN:25205093BMFXIK2402





## **Annexure A to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika Limited**

The Annexure referred to in the Independent Auditor's Report to the members of Rashtra Deepika Limited (the "Company") on the financial statements for the year ended 31st March 2025, I report that:

i.(a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property plant and equipment.

(B) The Company has maintained proper record showing full particulars of intangible assets

(b) Property plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The title deeds of all the immovable properties are held in the name of the Company.

(d) The Company has not revalued its property plant and equipment or intangible assets during the year ended March 31st 2025

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act 1988 and rules made thereunder.

ii.(a) The inventory has been physically verified by the management during the year. In our opinion the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification and confirmation.

(b) The Company has been sanctioned working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets; 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;

iii. The Company has during the year, not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable.

iv. According to the information and explanation given to us, the Company has no loans, investments, guarantees or security where provisions of section 185 and 186 of the Companies Act, 2013 are to be complied with

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

vi. I have broadly reviewed the books of account maintained by the company pursuant to the rules prescribed by the central Government for maintenance of cost records under section 148(1) of the Act related to the products manufactured by the company and are of the opinion that, prima facie, the specified accounts and records have been made and maintained. We have not however made a detailed Examination of the same.

vii. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

viii. The Company has not surrendered or disclosed any transaction previously unrecorded in the books of account in the tax assessments under the Income Tax Act 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix.(a) The Company has not defaulted in repayment of loans and borrowings or in payment of interest thereon to any lender during the year except interest due on Debenture holders amounting to Rs.20,56,400/-

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the accompanying standalone financial statements of the Company no funds raised on short term basis have been used for long-term purposes by the Company

(e) On an overall examination of the accompanying standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further the Company does not have any associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further the Company does not have any associates or joint ventures.

x.(a) The Company has not raised any money during the year by way of initial public offer or further public offer (including



- debt instruments) hence the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company
- (b) The Company has made Preferential Allotment of shares under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and according to information and explanations given to us, the amount raised have been used for the purposes for which the fund was raised
- xi. (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.  
(b) During the year no report under sub-section (12) of section 143 of the Act has been filed by cost auditor or by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.  
(c) As represented to us by the management there are no whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company as per the provisions of the Act. Therefore, the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- xiii. Transactions with the related parties are in compliance with section 177 and 188 of the Act, and all the details have been disclosed in the notes to the accompanying standalone financial statements as required by the applicable accounting standards.
- xiv. (a) The Company has an internal audit system commensurate with the size and nature of its business.  
(b) The internal audit reports of the Company issued till the date of the audit report for the period under audit have been considered by us.
- xv. Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except in respect of maintenance of property, plant and equipment records wherein the accounting software did not have the audit trail feature enabled throughout the year. Further, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. [Since proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is applicable for the financial year ended March 31st, 2025.]
- xvi. The Company has not entered into any non-cash transactions with directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvii. (a) The provisions of section 45-IA Of the Reserve bank of India act 1934(2 of 1934) are not applicable to the company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.  
(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.  
(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.  
(d) There is no Core Investment Company as a part of the Group hence the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- xviii. The Company has not incurred cash losses in the current year and has not incurred cash losses in the immediately preceding financial year respectively.
- xix. There has been no resignation of the statutory auditors during the year. Accordingly, the requirement to report on clause 3(xviii)(a) of the Order is not applicable to the Company.
- xx. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xxi. The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the requirement to report on clause 3(xx) of the Order is not applicable to the Company

For Jameskutty & Associates

Ettumanoor  
23-08-2025

Jameskutty Mathew  
Chartered Accountant  
M.No: 205093  
UDIN:25205093BMFXIK2402



## **Annexure - B to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika Limited**

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

I have audited the internal financial controls over financial reporting Rashtra Deepika Limited (the "Company") as of 31st March 2025 in conjunction with my audit of the financial statements of the Company for the year ended on that date.

### **Management's responsibility for internal financial controls**

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

### **Auditor's responsibility**

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that I 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.

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

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 dispositions 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 the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In my 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 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Jameskutty & Associates

Ettumanoor  
23-08-2025

Jameskutty Mathew  
Chartered Accountant  
M.No: 205093  
UDIN:25205093BMFXIK2402



**RASHTRA DEEPIKA LIMITED**  
**P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM**

**BALANCE SHEET AS AT 31-03-2025**

**I. EQUITY AND LIABILITIES**

Particulars	Notes	Current Year	Previous Year
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	416,789,000	409,389,000
(b) Reserves and Surplus	4	(162,395,467)	(162,995,304)
<b>(2) Non-Current Liabilities</b>			
(a) Long term borrowings	5	110,384,182	133,799,239
(b) Long term provisions	6	72,071,923	67,891,337
<b>(3) Current Liabilities</b>			
(a) Short Term Borrowings	7	161,509,793	126,117,812
(b) Trade payables	8	34,271,499	48,276,160
(c) Other current liabilities		147,873,228	193,835,844
(d) Short-term provisions	10	360,000	540,000
<b>Total</b>		<b>780,864,158</b>	<b>816,854,088</b>

**II.Assets**

<b>(1) Non-Current Assets</b>			
(a) Fixed Asset			
(i) Property, Plant & Equipments	11	475,403,677	486,604,255
(ii) Intangible Assets	12	1,010,684	276,564
(b) Non Current Investments	13	18,500	18,500
(c) Long term loans and advances	14	19,930,275	19,928,275
(d) Other Non -Current Assets	15	7,821,322	7,630,806
<b>(2) Current assets</b>			
(a) Inventories	16	16,896,970	13,907,004
(b) Trade receivables	17	253,004,176	282,935,711
(c) Cash and cash equivalents	18	3,636,119	1,826,960
(d) Short-term loans and advances	19	1,802,629	1,931,397
(e) Other current assets	20	1,339,806	1,794,616
<b>Total</b>		<b>780,864,158</b>	<b>816,854,088</b>

Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Fr. Michael Joseph  
Managing Director  
DIN: 07966441

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Jameskutty Mathew  
Proprietor, M. No:205093

Sophia Joseph  
Company Secretary  
M.No. A67533

M.M. George  
C.F.O

Place : Kottayam  
Date : 22-08-2025



## RASHTRA DEEPIKA LIMITED

P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM

### Profit and Loss Statement for the year ended 31-03-2025

Particulars	Notes	Current Year	Previous Year
I. Revenue from operations	21	472,228,785	501,904,560
II. Other Income	22	28,805,457	26,164,764
<b>III. Total Revenue (I +II)</b>		<b>501,034,242</b>	<b>528,069,324</b>
IV. Expenses:			
Cost of materials consumed	23	120,419,852	125,127,266
Employee Benefits	24	135,556,303	138,551,425
Financial costs	25	38,159,237	53,762,621
Depreciation and amortization expenses	11	12,373,151	12,769,193
Other expenses	26	193,814,992	192,608,818
<b>Total Expenses</b>		<b>500,323,535</b>	<b>522,819,323</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	710,707	5,250,001
VI. Exceptional items		Nil	Nil
VII. Profit/(Loss) before Extraordinary Items and Tax		710,707	5,250,001
VIII. Extra Ordinary Items			
Profit on sale of Assets		-	
IX. Profit/(Loss) before tax	(V - VI)	710,707	5,250,001
X. Tax expense:		110,870	819,000
<b>Total Tax Expense</b>		<b>110,870</b>	<b>819,000</b>
XI. Profit(Loss) for the year from continuing operations		<b>599,837</b>	<b>4,431,001</b>
XII. Profit/(Loss) for the period		<b>599,837</b>	<b>4,431,001</b>
XIII. Earning Per Share : Basic		0.15	1.15

Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Fr. Michael Joseph  
Managing Director  
DIN: 07966441

As per my report of even  
date attached  
For M/s. Jameskutty &  
Associates  
Chartered Accountants  
Firm No: 008224S  
Jameskutty Mathew  
Proprietor, M. No: 205093

Sophia Joseph  
Company Secretary  
M.No. A67533

M.M. George  
C.F.O

Place : Kottayam  
Date : 22-08-2025



**RASHTRA DEEPIKA LIMITED**

P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM

**Cash Flow Statement****For the Year Ended 31-03-2025**

	Current Year	Previous Year
<b>A Cash flows from operating activities</b>		
Profit after taxation	599,837	4,431,001
Adjustments for:		
Depreciation	12,373,151	12,769,193
Finance cost	38,159,237	53,762,621
<b>Working capital changes:</b>		
(Increase)/Decrease in trade receivables	29,931,535	(3,08,62,736)
(Increase)/Decrease in inventories	(2,989,966)	7,805,655
(Increase)/ Decrease in Other current assets	4,54,810	1,88,203
Decrease in Short-term loans and advances	128,768	395,216
(Increase)/ Decrease in Long term loans and advances	(2000)	(800)
(Increase)/ Decrease in other non current Assets	(190,516)	(1,61,931)
Decrease in trade payables	(14,004,661)	(8,210,161)
Increase/(Decrease) in Other current liabilities	(4,59,62,616)	16,019,656
Increase in Long term provision	4,180,586	(7,651,717)
Increase in Short term provision	(180,000)	180,000
<b>Cash generated from operations</b>	<b>22,498,165</b>	<b>48,664,200</b>
<b>Net cash from operating activities- (A)</b>	<b>22,498,165</b>	<b>48,664,200</b>
<b>B Cash flows from investing activities</b>		
Purchase of Assets	(1,906,694)	(1,022,128)
<b>Net cash used in investing activities - (B)</b>	<b>(1,906,694)</b>	<b>(1,022,128)</b>
<b>C Cash flows from financing activities</b>		
Issue of shares	7,400,000	32,580,000
Decrease in long-term borrowings	(23,415,057)	(25,817,448)
Increase/( Decrease) in Short- Term borrowings	35,391,981	(1,475,805)
Finance cost	(38,159,237)	(53,762,621)
<b>Net cash from financing activities- (.C)</b>	<b>(18,782,313)</b>	<b>(48,475,874)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>1,809,159</b>	<b>(833,801)</b>
<b>Cash and Bank Balances at beginning of period</b>	<b>1,826,960</b>	<b>2,660,761</b>
<b>Cash and Bank Balances at end of period</b>	<b>3,636,119</b>	<b>1,826,960</b>
<b>Closing Cash &amp; Bank Balances Includes:</b>		
Cash & Cash equivalents	376,193	159,922
Bank Balances	3,259,926	1,667,038
	<b>3,636,119</b>	<b>1,826,960</b>

Dr. Francis Cleetus  
Chairman  
DIN:01803799

Fr. Michael Joseph  
Managing Director  
DIN:07966441

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Jameskutty Mathew  
Proprietor, M. No:205093

Sophia Joseph  
Company Secretary  
M.No. A67533

M.M. George  
C.F.O

Place : Kottayam  
Date : 22-08-2025



## NOTES TO FINANCIAL STATEMENTS

### 1. ACTIVITIES

The RASHTRA DEEPIKA Limited was incorporated on 14/08/1989. The company is primarily engaged in the business of Printing and Publishing.

### 2. ACCOUNTING POLICIES

#### Significant Accounting Policies

The significant Accounting Policies followed by the company are as stated below:

#### General

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

#### A) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

#### b) Property, plant and equipment

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the fixed assets as a replacement if the recognition criteria are satisfied.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Property, plant and equipment held for sale is valued at lower of their carrying amount and net realizable value. Any write - down is recognized in the statement of profit and loss.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

#### c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Intangible assets are amortized on a straight line basis over the estimated useful economic life.

#### Depreciation

Depreciation on property, plant and equipment has been provided on fixed assets under Straight Line Method at the rates and in the manner given under Schedule II to The Companies Act, 2013.

#### Inventories and Tools & Spares

Raw materials, packing materials, consumables and stores and spares are valued at lower of cost and net realizable value.. Cost of raw materials, packing materials, consumables and stores and spares is determined on a weighted average basis. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

#### Employee Benefits

a. Short term employee benefits such as salaries, wages, bonus and incentives which fall due within 12 months of the period in which the employee renders the related services which entitles him to avail such benefits are recognised on an undiscounted basis and charged to the profit and loss account.

b. Defined Contribution Plans -Contributions made to the Recognised Provident Fund & Employee State Insurance Corporation are expensed to the Profit & Loss Account. The Company's obligation is limited to the amount contributed by it.

c. Defined Benefit Plans - The Company has made adequate provision for Gratuity to eligible employees. The liability or gratuity is accounted on the basis of actuarial valuation done by Sri. Khushwant PahwaProprietor and Consulting ActuaryFellow ofInstitute of Actuaries of India(Membership Number 04446) KOLKATA - 700 001, WEST BENGAL INDIA,

#### Taxes on Income

Taxes on Income are accounted under the Tax Effect Method in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India. Income tax expense comprises current tax and deferred tax charge or credit. The current tax is determined as the amount of the tax payable in respect of the estimated taxable income of the period. The deferred tax credit or charge is recognised using prevailing enacted or substantively enacted tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax asset is recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent that there is reasonable certainty



of realisation in the future. Deferred tax assets are reviewed at each Balance of Sheet date based on the developments during the year and available case laws, to reassess realisation/ liabilities.

#### Borrowing Costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

#### Borrowing cost capitalised during the year

Qualifying asset	- Nil
Borrowing cost capitalized	- Nil

#### Sale of goods & Space

Revenue from sale of goods and space are recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, net of returns and trade discounts. The Company collects goods and service tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue

Revenue from job work is recognised at the completion of the agreed services

#### Impairment of Assets

The carrying amount of assets is reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss will be recognised wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the assets net selling price and value in use. In assessing the value in use; the estimated future cash flows are discounted to the present value using the weighted average cost of capital.

#### Revaluation of Land

Company has revalued entire land at Rs.26,58,05,105/-

#### Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

### 3.SHARE CAPITAL

#### A. Authorised

5000000 Equity shares of Rs. 100 each  
(P Y: 5000000 Equity shares of Rs.100/- each)

Current Year	Previous Year
31-03-2025	31-03-2024

<b>500,000,000</b>	<b>500,000,000</b>
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#### B. Issued, Subscribed and Paid-up

##### Paid up Capital

4167890 Equity shares of Rs. 100/- each fully paid-up  
(Previous Year 4093890 Equity Shares of Rs.100/- each)

416,789,000	409,389,000
-------------	-------------

<b>416,789,000</b>	<b>409,389,000</b>
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Reconciliation		
Details	31-03-2025	31-03-2024
No.Equity Shares at opening	4,093,890	3,768,090
Shares issue during the period	74,000	325,800
No.Equity Shares at closing	4,167,890	4,093,890

#### Shareholding of Promoters

Promoters	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in share holding during the year
	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	
1. Dr. Francis Cleetus	414,686.00	10.13%	414,686.00	9.95%	0.18%
2.Mr. George Jacob	100,755.00	2.46%	100,755.00	2.42%	0.04%
3. Mr. Paul Pavunny Chungath	100,010.00	2.44%	100,010.00	2.40%	0.04%
3.Mr. Jacob Joseph Kunju	100,000.00	2.44%	100,000.00	2.40%	0.04%
5.Mr. Devis Edakulathur Ittoop	100,000.00	2.44%	100,000.00	2.40%	0.04%
6.Fr. Michael Joseph	42,500.00	1.04%	42,500.00	1.02%	0.02%
7.Mr. Johny Kuruvilla	100,000.00	2.44%	100,000.00	2.40%	0.04%
8.Mr.Mathew Joseph	100,000.00	2.44%	100,000.00	2.40%	0.04%
9. Mr.Denny Thomas	180,000.00	4.40%	180,000.00	4.32%	0.08%
10.Mr.Benny Mathew	100,000.00	2.44%	100,000.00	2.40%	0.04%
<b>Total</b>	<b>1,337,951.00</b>		<b>1,337,951.00</b>		


**Shares held by shareholders holding more than 5% shares**  
**Equity Share Capital**

Particulars	Current Year Number of shares	% of share holding	Previous Year Number of shares	% of share holding
List of significant share holders (>5%)				
Rev.Fr.MATHEWPULIMOOTTIL	645,000	15.48%	645,000	15.76%
Dr.FRANCISCLEETUS	414,686	9.95%	414,686	10.13%
Rev.Fr.JOSEPHKURINJIPARAMBIL	323,078	7.75%	323,078	7.89%

**4. RESERVES & SURPLUS**

	Current Year	Previous Year
Debit Balance in Profit and Loss		
Opening Balance	(428,800,409)	(433,231,410)
Less: Current Year Profit/(Loss)	599,837	4,431,001
	(428,200,572)	(428,800,409)
Land Revaluation Reverse (Not for Distribution as Dividend)	265,805,105	265,805,105
Closing Balance	(162,395,467)	(162,995,304)

**5. LONG-TERM BORROWINGS**

Debentures	28,870,000	30,370,000
Term Loans from Banks	81,514,182	103,429,239
	<b>110,384,182</b>	<b>133,799,239</b>

**6. LONG TERM PROVISIONS**

Provision for employee benefits	72,071,923	67,891,337
	<b>72,071,923</b>	<b>67,891,337</b>

**7. SHORT TERM BORROWINGS**

1. Loans Repayable on Demand From Banks	74,925,834	78,748,957
2. Current Maturities of Long term Debt	22,979,223	23,708,681
3. Loans and advances from related parties		
Directors advance	39,000,000	Nil
4. Other Loans & Advances:		
a. Staff ,agent and other Securities	20,348,822	19,943,724
b. Agents & Staff Welfare Fund	4,255,914	3,716,450
	<b>161,509,793</b>	<b>126,117,812</b>

**8. TRADE PAYABLES**

Sundry Creditors:		
- For Purchases	19,767,082	26,976,286
- For Expenses	14,504,417	21,299,874
	<b>34,271,499</b>	<b>48,276,160</b>

**Trade payables due for payment 2024-25**

The following ageing schedule shall be given for Trade payable due for payment. 2024-25

**Trade payables ageing Schedule**

Particulars	Outstanding for following periods from due date of Payments				
	less than year	1-2 Year	2-3 Year	More than 3 year	Total
i.MSME	46,73,556	2,71,862	-	-	49,45,418
ii. Others	2,35,45,631	7,28,151	4,04,363	41,87,503	2,88,65,648
iv. Disputed dues Other	-	-	-	4,60,433	4,60,433
Total	2,82,19,187	10,00,013	4,04,363	46,47,936	3,42,71,499

**Trade payables due for payment 2023-24**

The following ageing schedule shall be given for Trade payable due for payment.

**Trade payables ageing Schedule**

Particulars	Outstanding for following periods from due date of Payments				
	less than year	1-2 Year	2-3 Year	More than 3 year	Total
i.MSME	17,84,419	-	-	-	17,84,419
ii. Others	4,05,35,900	28,72,823	-	30,83,018	4,64,91,741
iv. Disputed dues Other	-	-	-	-	-
Total	4,23,20,319	28,72,823	-	30,83,018	4,82,76,160

**9. OTHER CURRENT LIABILITIES**

1. Interest Accrued and due on borrowings	15,354,028	13,309,628
2. Annual Subscription Received in Advance	54,872,999	86,071,692
3. Other Liabilities	76,342,069	92,491,743
4. TDS Payable	798,061	922,555
5. GST Payable	506,071	1,040,226
	<b>1,47,873,228</b>	<b>193,835,844</b>

**10. SHORT TERM PROVISIONS**

Audit Fee Payable		
Statutory Audit	360,000	360,000
Internal Audit	-	180,000
	<b>360,000</b>	<b>540,000</b>

**11. FIXED ASSET REGISTER FOR THE PERIOD : 2024-25****PROPERTY, PLANT, & EQUIPMENTS**

	Gross Block			DEPRECIATION				Net Block	
	Opening as on 01-Apr-2024	Additions 2024-25	DELETIONS	Gross Block as on 31-Mar-2025	up to 31-Mar-2024	For the year 2024-25	Up to 2024-25	As on 31-Mar-2025	As on 31-Mar-2024
LAND	28,286,733	-	-	28,286,733	-	-	-	28,286,733	28,286,733
LAND REVALUED	265,805,105	-	-	265,805,105	-	-	-	265,805,105	265,805,105
BUILDING	81,543,462	1,551,577	-	83,095,039	16,565,395	1,698,695	18,264,090	64,830,949	64,978,067
BUILDING WORK PROGRESS	1,803,440	-	1,803,440	-	-	-	-	-	1,803,440
PLANT & MACHINERY	255,657,108	1,063,386	-	256,720,494	136,270,728	8,411,689	144,682,417	112,038,077	119,386,380
OFFICE EQUIPMENTS	13,080,364	168,329	-	13,248,693	11,403,017	646,781	12,049,797	1,198,895	1,677,347
FURNITURE	19,325,083	125,134	-	19,450,217	16,869,153	1,105,057	17,974,209	1,476,008	2,455,931
LIBRARY	2,260,032	-	-	2,260,032	695,313	69,724	765,038	1,494,994	1,564,719
VEHICLE	10,878,736	-	-	10,878,736	10,232,203	373,617	10,605,820	272,916	646,533
<b>Total :</b>	<b>678,640,063</b>	<b>2,908,426</b>	<b>1,803,440</b>	<b>679,745,049</b>	<b>192,035,809</b>	<b>12,305,563</b>	<b>204,341,371</b>	<b>475,403,677</b>	<b>486,604,255</b>
<b>12. INTANGIBLE ASSET</b>									
DEEPIKA.COM	5,942,071	801,708	-	6,743,779	5,665,507	67,588	5,733,095	1,010,684	276,564
<b>Grand Total :</b>	<b>684,582,134</b>	<b>3,710,134</b>	<b>1,803,440</b>	<b>686,488,828</b>	<b>197,701,316</b>	<b>12,373,151</b>	<b>210,074,466</b>	<b>476,414,361</b>	<b>486,880,819</b>

**13. NON-CURRENT INVESTMENTS**

Investment in Equity Instruments	5,000	5,000
Investment in Government or Trust Securities	13,500	13,500
	<b>18,500</b>	<b>18,500</b>

**14. LONG TERM LOANS AND ADVANCES**

1. Advance to Carmel Litho Printers (P) Ltd	12,204,432	12,202,432
2. Other Receivables	7,725,843	7,725,843
	<b>19,930,275</b>	<b>19,928,275</b>

**15. OTHER NON CURRENT ASSETS**

Security Deposits with Government & Others	7,821,322	7,630,806
	<b>7,821,322</b>	<b>7,630,806</b>

**16. INVENTORIES: (As taken, valued and certified by the management)**

Raw Materials	11,149,101	8,896,839
Stores & Spares	2,943,272	3,331,973
RD Books	2,804,597	1,678,192
	<b>16,896,970</b>	<b>13,907,004</b>

**17. TRADE RECEIVABLES**

Long Term Trade Receivables	101,829,367	101,229,605
Outstanding for a period not exceeding six months	110,097,809	136,122,768
Outstanding for a period not exceeding One year	41,077,000	45,583,338
	<b>253,004,176</b>	<b>282,935,711</b>

**Trade Receivables 2024-25**

For trade receivables outstanding, the following ageing schedules shall be given

Particulars	Outstanding for following periods from due date of Payments					
	Less than 6 months	6 months- 1 year	1-2 Year	2-3 Year	More than 3 year	Total
i. Undisputed Trade Receivables-considered good	10,99,90,809	4,04,71,000	2,71,11,000	1,54,92,000	4,64,47,367	23,95,12,176
ii. Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
iii. Disputed Trade Receivables-considered good	1,07,000	6,06,000	36,000	1,04,000	81,39,000	89,92,000
iv. Disputed Trade Receivables-considered doubtful	-	-	-	-	45,00,000	45,00,000
<b>Total</b>	<b>11,00,97,809</b>	<b>4,10,77,000</b>	<b>2,71,47,000</b>	<b>1,55,96,000</b>	<b>5,90,86,367</b>	<b>25,30,04,176</b>

**Trade Receivables 2023-24**

For trade receivables outstanding, the following ageing schedules shall be given

Particulars	Outstanding for following periods from due date of Payments					
	Less than 6 months	6 months- 1 year	1-2 Year	2-3 Year	More than 3 year	Total
i. Undisputed Trade Receivables-considered good	13,59,26,768	4,53,79,338	2,20,07,000	64,96,000	6,21,09,605	27,19,18,711
ii. Undisputed Trade Receivables-considered doubtful	-	-	-	-	-	-
iii. Disputed Trade Receivables-considered good	1,96,000	2,04,000	1,35,000	3,89,000	78,93,000	88,17,000
iv. Disputed Trade Receivables-considered doubtful	-	-	-	-	22,00,000	22,00,000
<b>Total</b>	<b>13,61,22,768</b>	<b>4,55,83,338</b>	<b>2,21,42,000</b>	<b>68,85,000</b>	<b>7,22,02,605</b>	<b>28,29,35,711</b>

**18. CASH AND CASH EQUIVALENTS**

Balances with Banks	3,259,926	1,667,038
Cash on Hand	376,193	159,922
	<b>3,636,119</b>	<b>1,826,960</b>

**19. SHORT TERM LOANS AND ADVANCES**

1. Suppliers/contracts	91,628	832,847
2. Advance to staff	1,711,001	1,098,550
	<b>1,802,629</b>	<b>1,931,397</b>

**20. OTHER CURRENT ASSETS**

1. TCS	502	530
2. TDS	1,331,062	1,761,720
3. GST Inputs Credit	8,242	32,366
	<b>1,339,806</b>	<b>1,794,616</b>

**21. REVENUE FROM OPERATIONS****SALE OF PUBLICATIONS**

1. Deepika Daily	137,721,807	134,997,879
2. RD Evening Daily	9,044,286	10,456,764
3. Karshakan	1,422,000	1,359,015
4. Kuttikalutte Deepika	2,581,230	1,414,530
5. Sale Of Childrens Digest	17,203,800	17,180,490
6. Annual Special & R D Books	9,029,167	12,688,762
7. Sale of E- Paper	432,573	182,309
	<b>177,434,863</b>	<b>178,279,749</b>

Advertisement Income	294,793,922	323,624,811
	<b>472,228,785</b>	<b>501,904,560</b>

**22. OTHER INCOME**

Sale of Waste	4,458,516	4,526,048
Sale of Aluminium Plate Waste	4,198,487	3,868,075
Job Work	11,279,542	10,312,275
Calendar	2,459,784	2,363,283
COLORINDIACUL.EDU.SERVICE	6,183,649	4,596,699
Rent Received	-	338,984
Interest Received	225,479	159,400
	<b>28,805,457</b>	<b>26,164,764</b>

**23. COST OF RAW MATERIALS CONSUMED**

Opening Stock of Newsprint	8,896,839	9,160,932
Add : Purchases	98,979,088	102,363,219
Less : Closing Stock	11,149,101	8,896,839
	<b>96,726,826</b>	<b>102,627,312</b>
Opening Stock of Ink	2,034,466	2,539,292
Add : Purchases	6,713,623	5,376,130
Less : Closing Stock	1,640,378	2,034,466
	<b>7,107,711</b>	<b>5,880,956</b>

Opening Stock Other stores	1,297,507	988,651
Add : Purchases	16,590,702	16,927,854
Less : Closing Stock	1,302,894	1,297,507
	<b>16,585,315</b>	<b>16,618,998</b>
	<b>120,419,852</b>	<b>125,127,266</b>

**24. EMPLOYEE BENEFITS EXPENSES**

1. Salaries & Allowances	115,591,542	115,999,052
2. Contribution to PF& Other funds	10,654,534	10,867,438
3. Current Year Gratuity Provision	9,310,227	11,684,935
	<b>135,556,303</b>	<b>138,551,425</b>

**25. FINANCIAL COSTS**

1. Interest on Other Bank Borrowings (OD)	8,321,163	10,055,341
2. Bank charges	555,442	700,694
3. Other Interests (Term Loan)	11,654,932	16,445,581
4. Interest on Debentures	2,627,700	2,268,832
5. Other Interests (PF, GST, CUSTOMS)	15,000,000	24,292,173
	<b>38,159,237</b>	<b>53,762,621</b>

**26. OTHER EXPENSES**

A. Payments to the Auditor as		
Statutory Audit	426,167	428,548
Internal Audit	-	200,000
	<b>426,167</b>	<b>628,548</b>

**B. PRODUCTION EXPENSES**

1. Power , Fuel & Water	8,488,305	7,934,657
2. Printing Charges	10,222,376	9,989,030
3. Reporting Expenses	16,784,171	16,103,601
4. Sub-Office Expenses	2,606,783	3,553,794
5. Telephone, Internet & Fax Expenses	1,182,574	1,151,673
6. Repairs & Maintenance of Machinery	2,560,051	2,297,839





7. Production Expenses of Publications	17,509,366	20,499,341
8. Leased Line Charges	770,005	696,385
9. Tools & Spares consumed	259,599	108,195
10. Software Expenses	989,748	643,363
11. Web Site Maintenance	1,969,081	1,636,532
	<b>63,342,059</b>	<b>64,614,410</b>

**C. ADMINISTRATIVE EXPENSES**

1. Rates and Taxes	906,085	2,223,600
2. Insurance	149,661	249,761
3. Printing & Stationary	1,244,501	1,429,295
4. Repairs & Maintenance	995,585	904,892
5. Maintenance of Vehicles	2,907,760	2,414,040
6. Travelling Expenses	844,166	661,236
7. Rent	3,358,385	1,979,219
8. Subscription Charges	376,943	966,964
9. Postage	899,277	1,087,626
10. Legal & Professional Charges	2,388,384	876,608
11. General Expenses	1,088,315	1,164,118
12. Administrative Expenses	37,632,464	36,331,077
	<b>52,791,526</b>	<b>50,288,436</b>

**D. SELLING & DISTRIBUTION EXPENSES**

1. Business Development Expenses	64,279	197,040
2. Cost of Daily given to Advance Subscribers	4,550,198	425,530
3. Distribution Expenses	27,089,252	29,437,331
4. Circulation & related expenses	13,081,417	10,322,067
5. Advertisement & related expenses	25,285,774	30,782,366
6. Bad debts written off	7,184,320	5,913,090
	<b>77,255,240</b>	<b>77,077,424</b>

**193,814,992****192,608,818**

27. In the opinion of the management, the current assets, loans and advances shall realise the value as shown in the balance sheet, if realised in the normal course of business.

28. Balance of sundry debtors, creditors, loans and advances are subject to confirmation/reconciliation.

**29. RELATED PARTY DISCLOSURES**

1. The Company had no Wholly Owned Subsidiary.

a. Deepika Childrens League- It is a Trust, where the Managing Director of the Company is the Managing Trustee Transactions with related parties as per the books of account during the year ended

	31-3-2025	31-3-2024
Amount Receivable as at	(4,42,062)	32,69,219

Total value of transactions is Rs. 2,38,49,957/- (Previous year Rs. 2,90,68,371)

The related party is at rust engaged in education and personality development programs for students.

**30. DISCLOSURE IN ACCORDANCE WITH AS 15 ON EMPLOYEE BENEFITS**

Following are the Principal Actuarial Assumptions used at the balance sheet date:

Particulars	31.03.2025	31.03.2024
Discount Rate	6.47% p.a.	6.97% p.a.
Rate of increase of Salary	7.00% p.a.	7.00% p.a.

31. Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Basic and Diluted Earnings Per Share (EPS), of face value Rs.100/- has been calculated as under:-

	Current Year	Previous Year
a. Profit as per P&L A/c.	5,99,837	44,31,001
b. Weighted Average of No. of Shares	4114095	38,57,922
c. Basic and diluted earnings per share (a/b)	0.15	1.15

32. The details of Provisions as per AS 29 are given below:

	<b>Opening Balance</b>	<b>Additions/Reversals</b>	<b>CLOSING BALANCE</b>
<b>Provision for Gratuity</b>	<b>6,78,91,337</b>	<b>41,80,586</b>	<b>7,20,71,923</b>



33. The management has initiated the process of identifying enterprises which have provided goods and services to the company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. The company has received intimation from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006. Further in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

#### 34. Notes Forming Part of the Accounts

##### 1. QUANTITATIVE DETAILS REGARDING SALE:

	No. Of Copies 2024-2025	No. Of Copies 2023-2024
1. Daily Publications	26,245,259	2,68,51,385
2. Fortnightly	188,788	1,16,395
3. Monthly Publications	708,117	7,06,609
4. Annual Publications	94,307	1,03,509

##### 2. PURCHASE, CONSUMPTION AND CLOSING STOCK OF RAW MATERIALS

Stock Level	News Print & White Paper		Printing Ink		Other Stores	
Period	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
<b>Opening Stock</b>						
Quantity MTs	133.722	122.327	9.891	14.965		
Value Rs.	88,96,839	91,60,932	20,34,466	25,39,292	12,97,507	9,88,651
<b>Purchases</b>						
Quantity MTs	1,676.425	1,573.129	37.435	32.796		
Value Rs.	9,89,79,088	10,23,63,219	67,13,623	53,76,130	1,65,90,702	1,69,27,854
<b>Consumption</b>						
Quantity MTs	1,623.439	1,561.729	38.210	37.870		
Value Rs.	9,67,26,826	10,26,27,312	71,07,711	58,80,956	1,65,85,315	1,66,18,998
<b>Closing Stock</b>						
Quantity MTs	186.712	133.722	9.116	9.891		
Value Rs.	1,11,49,101	88,96,839	16,40,378	20,34,466	13,02,894	12,97,507

##### 3. IMPORTED & INDIGENOUS RAW MATERIALS & STORES CONSUMED AND THEIR PERCENTAGE TO TOTAL CONSUMPTION

2024-25				2023-24		
Item	Qty in MTS	Value in Rs.	%	Qty in MTS	Value in Rs.	%
<b>Imported</b>						
a) Newsprint	1,502.876	8,82,32,750	91.00	1,403.461	9,11,04,855	89
b) Other stores	Nil	Nil	Nil	Nil	Nil	Nil
<b>Indigenous</b>						
a) Newsprint	120.560	84,94,076	9.00	158.268	1,15,22,457	11
b) Ink	38.210	71,07,711	100	37.870	58,80,956	100
c) Other stores	Nil	1,65,85,315	100	Nil	1,66,18,998	100

Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Fr. Michael Joseph  
Managing Director  
DIN: 07966441

As per my report of even  
date attached  
For M/s. Jameskutty &  
Associates  
Chartered Accountants  
Firm No: 008224S  
Jameskutty Mathew  
Proprietor, M. No: 205093

Sophia Joseph  
Company Secretary  
M.No. A67533

M.M. George  
C.F.O

Place : Kottayam  
Date : 22-08-2025

4. Depreciation has been provided in accounts on straight line method at the rates prescribed under schedule 2 of the Companies act 2013
5. The asset register rewritten unit wise and location wise based on physically verified balance as on 31.03.2025 has been updated.
6. The provision for redemption of debentures has not been made, as there is no sufficient fund flow and profit as per profit & loss account.
7. The yearly salary and allowances include the remuneration to Managing Director is Rs.2,40,000/- and a whole time Director is Rs.2,00,000/-, this is in accordance with the provision of Section 197 of the Act read with Schedule V.
8. Facilities with South Indian bank are secured by stock, debtors and equitable mortgage of 30 cents of land at of land at Kottayam, and 73 cents of land at Thrissur and Collateral security on entire fixed assets of the Company. Term loan from South Indian Bank Kottayam is secured by mortgage of 32.75 cents of land in Kannur and 1.13 acre of land, building and Press at Vadavathore.
9. The small scale industries to which the company owes monies outstanding for more than one year as at the balance sheet date is nil. The information regarding SSI has been determined to the extent such parties have been identified on the basis of information available with the company.
10. In compliance with A.S.22 issued by the Institute of Chartered Accountants of India, the net deferred tax asset is not recognised as there is no virtual certainty supported by convincing evidence that significant future taxable income will be available against which such deferred tax asset can be realised.
11. Details of the cases/legal proceedings against the Company are as follows.

#### STATUS OF CASES RELATING TO COMPANY MATTERS AS ON 22/08/2025

##### (A) BEFORE THE HON'BLE SUPREME COURT OF INDIA.

SPL (CrI) No. 16657-2024: A Special leave petition is being filed before the Hon'ble Supreme Court of India, New Delhi against the decision of Hon'ble High Court of Kerala in the Police case against Chief Editor Fr. Bobby Mannamplackal and Printer & Publisher of Rashtra Deepika LTD, Fr. Joseph Kuzhinjalil for the crime Under Section 228A (1) (3) of IPC. The appeal filed before the Hon'ble High Court of Kerala for quashing the FIR had been rejected and now we have approached the Hon'ble Supreme Court of India and filed a Special Leave Petition. The petition before the Hon'ble Supreme Court has been filed by the Advocate on Roll, Adv. SHWETA GARG (1513) and the Sr. Lawyer who appeared and headed for the Company is Adv. S. NAGAMUTHU, who is a Retired Judge & Adv. Wills Mathews. The Case is stayed till the next posting on 12/08/2025.

##### (B) BEFORE THE HON'BLE HIGH COURT OF KERALA

1. RSA 717/2012 before the Hon'ble High Court of Kerala. Appeal filed by Chacko Devasia Malayil against RDL opposing the approval of his removal as Director Marketing of the Company by the Dist. Court, Kottayam - Case Pending. Company's Advocate: Jomy George, Ernakulam.
2. RSA 79/2017 -- Before the Hon'ble High Court of Kerala. This is an appeal filed by Sunil Joseph Koozhampala and Chacko Devasia Malayil against the disposal order of District Court, Ernakulam in AS 167/14 dismissing the appeal petition of the OS 167/12 of Munsiff Court, Ernakulam. Case pending. Company's advocate - Jomy George, Ernakulam

##### (C) IN OTHER COURTS IN THE STATE:

1. ST 382/2008 -- Before the Additional Chief Judicial Magistrate (Economic Offences), Ernakulam, filed by Registrar of Companies, Kerala against Sunil Joseph Koozhampala, MD of the Company for non-filing of Trading and Profit & Loss Account for the period ending 30th March 2007. Case pending. Company's Advocate - Jomy George, Ernakulam.
2. ST 383/2008 -- Before the Additional Chief Judicial Magistrate (Economic Offences), Ernakulam, filed by Registrar of Companies, Kerala against Sunil Joseph Koozhampala, MD of the Company for non-filing of Annual Financial Statement for the period ending 30th March 2007. Case pending. Company's Advocate - Jomy George, Ernakulam.
3. CC1576/18: Before the Judicial First Class Magistrate Court, Angamaly,. The criminal case filed by Nedumbassery Police against Chief Editor and Printer & Publisher of Rashtra Deepika for a crime Under Section 228A (1) (3) IPC. The appeal filed before the Hon'ble High Court for quashing the FIR has been rejected and we have filed a Special Leave petition before the Hon'ble Supreme Court of India. The Special Leave petition given for this case in the Supreme Court as cited above. Case is pending. Advocate - Jomy George, Ernakulam

##### (D) Before the Judicial First Class Magistrate Court (III), Kottayam.

- (1) CC 937/16 - against Sri Paul P. Varghese, former DTP Operator who attacked the Senior Officers of the Company



in the Cabin of Deputy Managing Director. The case is posted on 05-08-2025. Advocate - APP (Govt. Pleader).  
(2) S.T. No. 9/19 - Counter case filed by Paul P. Varghese, the former DTP Operator against CFO, GM - Marketing, Ex-DGM - Circulation, DGM - HR & AGM IT. The hearing of the case continues and posted on 05/08/2025. Company Advocate - Adv. Sooraj M Kartha.

**(E) DEFAMATION CASES AGAINST THE COMPANY:**

There are two pending defamation cases against the company regarding publishing of certain news in daily.

**(F) EXECUTION PETITION FILED BY THE COMPANY**

EP 33/24 - Filed an Execution Petition before the Sub-Court, Alappuzha by the Company against M. Jayachandran, Mattoor, Nedumudy P.O, Alappuzha for the recovery of Advance paid. Procedures are being started for recovering the amount through RR from M. Jayachandran. The Company's Advocate: Sajeevu Mathew, Kottayam. Case is pending.

**(G) STATUS OF LABOUR / INDUSTRIAL CASES OF COMPANY**

There are five pending EPFO cases, five labour cases, against the company.

12. The Company has recognised the impairment effect of its assets as per AS.28 issued by the Institute of Chartered Accountants of India.
13. Other Expenses include remuneration to statutory auditors, comprising of Statutory Audit- Rs. 4,26,167/- (Previous year Rs. 4,28,548/-)
14. Fee for auditor is not more than 15% of his total receipts during the year.
15. The company's net worth had eroded. However, financial support was from its promoters and further revaluation was implemented. Accordingly, the financial statements have been prepared under the assumption that the company is a going concern and that no adjustments are necessary to the carrying value of its assets and liabilities.
16. Long-term trade receivables have now been regrouped under trade receivables from other non-current assets. This change has been implemented due to the completion of their credit period, which means they are now anticipated to be received at any time.
17. MAT-Related Notes

We have closely monitored the MAT credit carried forward, as well as its utilization throughout this fiscal period. It is imperative to note that the MAT paid during the period has been documented, and we have treated it in accordance with the prevailing accounting standards.

Additionally, I would like to disclose the recognition of a deferred tax asset concerning our MAT credit entitlement; however, please be informed that this asset has not been represented within the financial statements. Enclosed are the precise details and calculations for your assessment.

2025	1,10,870
2024	8,19,000
2023	7,60,407
TOTAL	16,90,277

18. Previous Year figures have been regrouped, wherever necessary, to suit to the current classification adopted in this year.

Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Fr. Michael Joseph  
Managing Director  
DIN: 07966441

As per my report of even  
date attached  
For M/s. Jameskutty &  
Associates  
Chartered Accountants  
Firm No: 008224S  
Jameskutty Mathew  
Proprietor, M. No: 205093

Sophia Joseph  
Company Secretary  
M.No. A67533

M.M. George  
C.F.O

Place : Kottayam  
Date : 22-08-2025



## RASHTRA DEEPIKA LIMITED, KOTTAYAM

**രാഷ്ട്രദീപിക ലിമിറ്റഡ് കമ്പനിയുടെ 36-ാമത് വാർഷിക പൊതുയോഗവും**

### **ഇ-വോട്ടിംഗും (E-Voting) സംബന്ധിച്ച്**

1. കമ്പനിയുടെ 36-ാമത് വാർഷിക പൊതുയോഗം 2025 സെപ്റ്റംബർ 26- ന് രാവിലെ 11-ന് വീഡിയോ കോൺഫറൻസിംഗ് (Video Conferencing) മുഖാന്തിരം നടത്തപ്പെടുന്നതാണ്. കേന്ദ്ര കമ്പനികാര്യ മന്ത്രാലയത്തിന്റെ (MCA) സർക്കുലർ നമ്പർ 09/2023 dated 25-09-2023, 10/2022 dated 28 December 2022, 20/2020 dated May 05, 2020, General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 9/2024 dated September 19/2024 പ്രകാരം കമ്പനികളെ ഏതെങ്കിലും ഒരു പൊതുസ്ഥലത്ത് അംഗങ്ങളുടെ നേരിട്ടുള്ള സാന്നിധ്യം ഒഴിവാക്കി വാർഷിക പൊതുയോഗങ്ങൾ വീഡിയോ കോൺഫറൻസിംഗ് VC/OAVM മുഖാന്തിരം നടത്തുന്നതിലേക്ക് അധികാരപ്പെടുത്തിയിട്ടുള്ളതാകുന്നു. അപ്രകാരം രാഷ്ട്രദീപിക ലിമിറ്റഡിന്റെ വാർഷിക പൊതുയോഗം VC മുഖാന്തിരം നോട്ടീസിൽ ക്രമപ്പെടുത്തിയിരിക്കുന്ന വിഷയങ്ങളും തീർപ്പിലേക്കായി നടത്തപ്പെടുന്നതായിരിക്കും.
2. സർക്കുലറുകളിൽ പറഞ്ഞിരിക്കുന്ന പ്രകാരം പ്രസ്തുത വാർഷിക പൊതുയോഗത്തിന്റെ നോട്ടീസിന്റെ electronics പതിപ്പും 2024-25ലെ വാർഷിക റിപ്പോർട്ടും E-mail ID മുഖാന്തിരം കമ്പനിവശമോ Depository participate (DP) വശമോ ഇമെയിൽ അഡ്രസ് രജിസ്റ്റർ ചെയ്തിട്ടുള്ള അംഗങ്ങൾക്ക് ഇമെയിൽ മുഖാന്തിരം അയച്ചിട്ടുള്ളതാകുന്നു. പ്രസ്തുത പ്രമാണങ്ങൾ കമ്പനിയുടെ ഔദ്യോഗിക website ആയ [www.deepika.com](http://www.deepika.com) ലും ഉണ്ടായിരിക്കുന്നതാണ്. പ്രിന്റ് ചെയ്ത വാർഷിക റിപ്പോർട്ട് ആവശ്യമുള്ളവർ [cs@deepika.com](mailto:cs@deepika.com) എന്ന ഇമെയിലിലോ 0481 2566706 എന്ന ഫോൺ നമ്പറിലോ ബന്ധപ്പെടേണ്ടതാണ്.
3. ഇമെയിൽ അഡ്രസ് ഇതിനോടകം തന്നെ രജിസ്റ്റർ ചെയ്തിട്ടില്ലാത്ത അംഗങ്ങൾക്ക് വാർഷിക പൊതുയോഗ നോട്ടീസും റിപ്പോർട്ടും ലഭിക്കുന്നതിലേക്ക് [cs@deepika.com](mailto:cs@deepika.com) എന്ന ഇമെയിലിൽ താഴെ പറയുന്ന details കൂടി മെയിൽ അയക്കേണ്ടതാണ്.
  - a. ഓഹരി ഉടമയുടെ പേര്.
  - b. സ്കാൻ ചെയ്ത ഷെയർ സർട്ടിഫിക്കറ്റിന്റെ പകർപ്പ്.
  - c. സ്കാൻ ചെയ്ത PAN Card/ആധാർ കാർഡ് എന്നിവയുടെ പകർപ്പ്.
4. സർട്ടിഫിക്കറ്റ് മുഖാന്തിരമോ demat മുഖാന്തിരമോ 2025 സെപ്റ്റംബർ 19 ൽ (cut off date) ഷെയറുകൾ കൈവശമുള്ള അംഗങ്ങൾ, വാർഷിക പൊതുയോഗ നോട്ടീസിൽ ക്രമപ്പെടുത്തിയിരിക്കുന്ന വിഷയങ്ങൾക്കുമേൽ വോട്ട് ഇലക്ട്രോണിക് മാധ്യമങ്ങളിലൂടെ രേഖപ്പെടുത്താവുന്നതാണ്.

### **വോട്ട് രേഖപ്പെടുത്തുന്നതിനുള്ള നിർദ്ദേശങ്ങൾ**

- i). Remote e-voting മുഖാന്തിരവും വോട്ടു രേഖപ്പെടുത്താവുന്നതാണ്. Remote e-voting 23-09-2025 രാവിലെ 9 am മുതൽ 25-09-2025, 5 pm വരെ ഉണ്ടായിരിക്കുന്നതാണ്.
- ii). പൊതുയോഗത്തിൽ വോട്ടിംഗ് സൗകര്യം ഉണ്ടായിരിക്കുന്നതാണ്. VC വഴി പൊതുയോഗത്തിൽ പങ്കെടുക്കുന്നവർക്ക് പൊതുയോഗത്തിനിടയ്ക്കും പൊതുയോഗം കഴിഞ്ഞ് 15 മിനിറ്റും വോട്ട് ചെയ്യാനുള്ള സൗകര്യം ഉണ്ടായിരിക്കുന്നതാണ്.
- iii). Remote e-voting മുഖാന്തിരവും e-voting മുഖാന്തിരവും വോട്ട് രേഖപ്പെടുത്തുന്നതിന് [www.evotingindia.com](http://www.evotingindia.com) എന്ന website login ചെയ്യുക.
- iv). അവിടെ share holders/members എന്ന moduleൽ ക്ലിക്ക് ചെയ്യുക.
- v). തുറന്നു വരുന്ന windowയിൽ user id (share holderന്റെ folio number) അടിച്ചു കൊടുക്കുക. കൂടെ captcha verification കൊടുക്കുക.
- iv). പിന്നീട് തുറന്നു വരുന്ന windowയിൽ password കൊടുക്കുക. കമ്പനി അയച്ചു തന്ന sequence നമ്പർ ആയിരിക്കും password. Sequence നമ്പർ ഇല്ലാത്തവർ താഴെ പറയുന്ന mail addressൽ ബന്ധപ്പെടുക.

**Mail ID : [cs@deepika.com](mailto:cs@deepika.com)**

**Contact Number : 0481 2566706**

- vii). പിന്നീട് തുറന്നു വരുന്ന windowയിൽ രാഷ്ട്രദീപിക ലിമിറ്റഡിന്റെ EVSNയിൽ ക്ലിക്ക് ചെയ്യുക.
  - viii). അപ്പോൾ തുറന്നു വരുന്ന windowയിൽ വാർഷിക പൊതുയോഗ നോട്ടീസിൽ പ്രതിപാദിച്ചിരിക്കുന്ന resolutions tabular formൽ വരുന്നതാണ്. അവിടെ വരുന്ന ചെറിയ ബോക്സുകളിൽ ഓരോ resolutionsനും favour ആയിട്ടോ against ആയിട്ടോ വോട്ട് രേഖപ്പെടുത്തുക. അതിനുശേഷം submit button ൽ ക്ലിക്ക് ചെയ്യുക.
  - ix). ഒരിക്കൽ submit button കൊടുത്ത് വോട്ട് രേഖപ്പെടുത്തിയാൽ അതിന് മാറ്റം വരുത്താൻ സാധിക്കുന്നതല്ല.
5. പൊതുയോഗത്തിന് മുമ്പ് remote e-voting വഴി വോട്ട് രേഖപ്പെടുത്തിയിട്ടുള്ളവർ യോഗത്തിനുശേഷം വീണ്ടും വോട്ടു ചെയ്യേണ്ടതില്ല.
  6. മേൽ വിവരിച്ച voting സംബന്ധമായ കാര്യങ്ങളെപ്പറ്റി സംശയനിവൃത്തിക്കായി [www.evotingindia.com](http://www.evotingindia.com) എന്ന വെബ്സൈറ്റിലോ [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), [cs@deepika.com](mailto:cs@deepika.com) എന്ന ഇമെയിലിലോ 0481 2566706 എന്ന ഫോൺ നമ്പറിലോ ബന്ധപ്പെടാവുന്നതാണ്.

## BOOK POST



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