Annual Report 2024-25
BINDAL SYNTHETICS PVT LTD
CIN: U17120MH1982PTC027738

Board of Directors and KMP: -

1.	Aditya Mayank Parekh*	: DIN: 11008553
2.	Ritesh Rajkumar Chokhani*	: DIN: 11083282
3	Mr. Anand Arya #	: DIN: 00084995
4	Mr. Aman Arya #	: DIN: 03369476

* Appointed with effect from July 8th, 2025.
\# Cesation with effect from July 8th 2025.

Statutory Auditors: -

P. C. Surana
Chartered Accountants
(FRN: 110631W)

Registered Office: -

JBF House, Old Post office Lane K D Road,
Mumbai- 400002, Maharashtra, India.

BINDAL SYNTHETICS PRIVATE LIMITED

Regd. Off: JBF House Old Post office Lane K D Rd, Mumbai, Maharashtra, India, 400002

CIN: U17120MH1982PTC027738

Email ID: blueblends.ho@gmail.com

Boards' Report

To
The Members,

Your Directors have pleasure in submitting the 43rd Annual Report of ***Bindal Synthetics Private Limited*** on the business and operations along with the audited financial statements for the financial year ended on March 31, 2025.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

The Company's financial performance as on March 31, 2025 is summarized as follows:

(Figures in "lakhs")

Particulars	**Standalone**	
	For the year ended on March 31, 2025	**For the year ended on March 31,2024**
Revenue from Operations	-	-
Other Income	0.42	1.80
Total Revenue	**0.42**	**1.80**
Total Expenses	**2.00**	**4.03**
Profit/Loss before exceptional and extra ordinary items and tax	**(1.58)**	**(2.23)**
Less: Exceptional items	-	-
Profit/Loss before extra-ordinary items and tax	**(1.58)**	**(2.23)**
Less: Extra ordinary items	-	-
Profit/Loss before tax	**(1.58)**	**(2.23)**
Less: Tax		
Current Tax	-	-
Deferred Tax	-	-
MAT Credit	-	-
(Reversal)/ expense for earlier years	-	-
Profit/(Loss) After Tax for the year	**(1.58)**	**(2.23)**

The Company has no Revenue from the operations. During the period, the Company has incurred loss of Rs.1,58,000/- as compared to loss of Rs. 2,23,000/- in the previous year.

2. STATE OF AFFAIRS / HIGHLIGHTS:

1. The Company is engaged in the business of manufacturing, ginning, preparing, combing, spinning, weaving, processing, purchasing, selling, distributing, importing, exporting and dealers in yarn man-made fiber and textiles.

2. There has been no change in the business of the Company during the financial year ended March 31, 2025.

3. WEB LINK OF THE ANNUAL RETURN:

The Company is not maintaining any website as on date. Hence, the web link to access annual return of the Company as required to be disclosed u/s 92(3) is not provided in the Board's Report.

4. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

For the financial year in review, the Board of Directors had 04 Board meetings which were in compliance with the relevant provisions of all the applicable laws and rules. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Secretarial Standard-1 of the ICSI. The dates of the Board Meetings were:

Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Number of directors attended	% of attendance
05/07/2024	02	02	100
04/09/2024	02	02	100
27/12/2024	02	02	100
25/03/2025	02	02	100

5. **DETAILS IN RESPECT OF FRAUD**:

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees under section 143(12) of the Companies Act, 2013.

6. **BOARD'S COMMENT ON THE AUDITORS' REPORT**:

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

7. **DIVIDEND:**

The Board of Directors of your company, do not declare any dividend for the current financial year due to loss incurred by the Company.

8. **MATERIAL CHANGES AND COMMITMENTS:**

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

9. **CHANGE IN DIRECTORSHIP:**

There has been no change in the constitution of the Board during the financial year under review i.e. the structure of the Board remains the same.

Subsequent to the conclusion of the financial year, the incumbent directors tendered their resignations. Thereafter, Mr. Aditya Mayank Parekh (DIN: 11008553) and Mr. Ritesh Rajkumar Chokhani (DIN: 11083282) were appointed as directors, effective July 08, 2025

10. **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

11. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions entered into during the financial year ended March 31, 2025, were in the ordinary course of business and on an arm's length basis; accordingly, the provisions of Section 188 of the Companies Act, 2013, were not applicable.

However, during the same period, the Company had material transactions with its Holding Company, which were also in the ordinary course of business and on an arm's length basis. Details of these transactions are provided in Form AOC-2, which is annexed to this Report as **Annexure-1**.

12. COMPLIANCE WITH SECRETARIAL STANDARD:

The Company has Complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and Meeting of Shareholders (EGM/AGM) i.e. SS-1 and SS-2 issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

13. PARTICULARS OF LOANS AND INVESTMENT:

The Company has not made any Investment, given guarantee and securities during the financial year under review. There for no need to comply provisions of section 186 of Companies Act, 2013.

The details of all prior investments are given in **Note 06** of the financial statements.

14. TRANSFER TO RESERVES:

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the financial year under review.

15. 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, dg event, financial, human, environment and statutory compliance.

16. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The Company is Wholly Owned Subsidiary of Blue Blends (India) Limited. Company doesn't have any Subsidiary & Joint Venture and Associate Companies at the end of the year.

17. AUDITORS:

a) Statutory Auditors (Appointment)

The Company at its Annual General Meeting held on September 30, 2024 had appointed P. C. Surana, Chartered Accountants, (Firm Registration No. 110631W) as the Statutory Auditors of the Company to hold office for a period of 2 (Two) years (FY 2024-25 to 2025-26) i.e. up to the conclusion of the subsequent 44th Annual General Meeting of the Company under the provisions of Section 139 of the Companies Act, 2013.

b) Cost Auditors:

As per the provisions of Section 148 of the Companies Act, 2013, the Company is not required to carry out a cost audit.

c) Secretarial Auditors:

As per the provisions of Section 204 of the Companies Act, 2013, the Company is not required to carry out a Secretarial audit.

d) Internal Auditors:

As per the provisions of Section 138 of the Companies Act, 2013, the Company is not required to carry out an Internal audit.

18. REPLY TO AUDITORS QUALIFICATION OR REMARKS OR OBSERVATIONS:

a) By the Statutory Auditor in his Report:

The Auditors' Report does not contain any qualifications, reservations or adverse remarks.

19. DETAILS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has an internal financial control system commensurate with the size and scale of its operations and the same has been operating effectively.

20. SHARE CAPITAL:

A. Authorised Share Capital:

During the year under review, there was no change in the Authorized Share Capital of the Company as compared to previous financial year ended March 31, 2024.

As on the financial year ended March 31, 2025, the Company's Authorised Share Capital was Rs.2,00,00,000/- (Rupees Two Crores only) divided into 20,00,000 (Twenty Lakh) equity shares of Rs. 10/- each.

B. Paid-up Share Capital:

As on the financial year ended March 31, 2025, the Company's Paid-up Share Capital was Rs. 70,00,000/- (Rupees Seventy Lakhs only) divided into 7,00,000 (Seven Lakh) equity shares of Rs. 10/- each.

a) Issue of equity shares with differential rights:

During the financial year ended on March 31, 2025, no equity shares with differential voting rights were issued.

b) Issue of sweat equity shares:

During the financial year ended on March 31, 2025, no sweat equity shares were issued.

c) **Issue of employee stock options:**

During the financial year ended on March 31, 2025, no Employee Stock Options were issued.

d) **Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees:**

The above-mentioned provision is not applicable to your Company and hence no disclosure has been made in that regard.

e) **Issue of Equity Shares:**

During the financial year ended on March 31, 2025, no equity shares were issued.

21. DIRECTORS AND KMPs:

a) **The composition of Board of Directors and KMP of the Company as on March 31, 2025 is as follows:**

Sr. No.	Name of Director	DIN/PAN	Date of Appointment	Designation
1.	Mr. Anand Arya	00084995	December 12, 2022	Director
2.	Mr. Aman Arya	03369476	June 09, 2018	Director

b) **Changes in the composition of Directors and Key Managerial Personnel:**

There were no changes in the constitution of the Board of Directors of the Company during the financial year under review.

Subsequent to the conclusion of the financial year, the incumbent directors tendered their resignations. Thereafter, Mr. Aditya Mayank Parekh (DIN:11008553) and Mr. Ritesh Rajkumar Chokhani (DIN: 11083282)were appointed as directors, effective July 08, 2025

22. BOARD COMMITTEES:

a. Audit Committee:

Since, the Company is Private Limited Company, it doesn't fall under the criteria of Section 177 of the Companies Act 2013 and hence it doesn't require to form an audit Committee.

b. Nomination and Remuneration Committee:

Since, the Company is Private Limited Company, it doesn't fall under the criteria of Section 178 of the Companies Act 2013 and hence it doesn't require to form a Nomination and Remuneration Committee.

c. CSR Committee:

Since, the Company doesn't fall under the criteria of Section 135 of the Companies Act 2013, hence it doesn't require to form an CSR Committee.

23. DECLARATIONS BY INDEPENDENT DIRECTORS AND RE-APPOINTMENT, IF ANY:

The Company being a Private Limited Company, is not required to appoint an independent director on its Board of directors as per the Companies Act, 2013. Hence, this clause is not applicable to the Company.

24. OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR:

The Company being a Private Limited Company, is not required to appoint an independent director on its Board of directors as per the Companies Act, 2013. Hence, this clause is not applicable to the Company.

25. FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Not Applicable, since the Company is a Private Limited Company.

26. POLICY ON APPOINTMENT OF DIRECTORS AND REMUNERATION:

Since, the Company is Private Limited Company, it doesn't fall under the criteria of Section 178 of the Companies Act 2013 and hence it doesn't require to frame a policy on appointment of Director and Remuneration by Nomination and Remuneration Committee.

27. COST RECORD:

As per section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, your Company is not required to maintain cost records.

28. DEPOSITS:

The company has not accepted any deposits under Section 73 of the Companies Act, 2013 during the financial year under review.

29. LOANS FROM DIRECTORS AND DIRECTOR'S RELATIVES:

The Company has not accepted any loan from its directors or directors' relatives during the year.

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

A. Conservation of Energy, Technology Absorption Section 134(3)(m) read with Rule 8(3)(A and B) of Companies (Account) Rules, 2014 (Point 23(a and b) of e-Director's report)

Conservation of energy is of utmost significance to the Company. Operations of the Company are not energy intensive. However, every effort is made to ensure optimum use of energy by using energy- efficient computers, processes and other office equipment. Constant efforts are made through regular/ preventive maintenance and upkeep of existing electrical equipment to minimize breakdowns and loss of energy.

The Company is continuously making efforts for induction of innovative technologies and techniques required for the business activities.

- Steps taken by company for utilizing alternate sources of energy: **NIL**
- Capital investment on energy conservation equipment's: **NIL**

B. Foreign Exchange Earnings and Outgo:

Particulars	**Year Ended March 31, 2025**	**Year Ended March 31, 2024**
EARNINGS Trade and Other Receivables	-	-
OUTGO Trade and Other Payables	-	-
Net Exposure	-	-

31. PARTICULARS OF EMPLOYEES, DIRECTORS AND KEY MANAGERIAL PERSON:

Disclosures required in respect of employees of the Company, in terms of provisions of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 are not applicable to the Company as none of the employee was in receipt of remuneration for the year under review in excess of the remuneration mentioned in the said rule.

32. CORPORATE SOCIAL RESPONSIBILITY:

Since, the Company doesn't fall under the criteria of Section 135 of the Companies Act 2013, the provision of CSR is not applicable.

33. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

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 financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

(a) Number of complaints of Sexual Harassment received in the year: Nil
(c) Number of complaints disposed of during the year: Nil
(d) Number of cases pending for more than 90 (Ninety) days: Nil

34. ESTABLISHMENT OF VIGIL MECHANSIM/ WHISTLE BLOWER POLICY:

As the Company has accepted public deposits and also its borrowing from Bank / Public Financial Institution is not exceeding Rs. 50 Crores, therefore, it is not required to establish vigil mechanism Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 during the year under review.

35. CORPORATE GOVERNANCE:

The Company has adopted best corporate practices and is committed to conducting its business in accordance with the applicable laws, rules and regulations. The Company's Corporate Governance practices are driven by effective and strong Board oversight, timely disclosures, transparent accounting policies and high level of Integrity in decision making.

36. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

The Company has not made any applications or initiated any proceedings under the Insolvency and Bankruptcy Code, 2016 during the financial year under review.

37. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

38. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their Knowledge and ability, confirm that:

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

39. MATERNITY BENEFIT:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

40. ACKNOWLEDGEMENTS:

Your directors place on the record their appreciation of the Contribution made by employees, consultants at all levels, who with their competence, diligence, solidarity, co-operation and support have enabled the Company to achieve the desired results.

BINDAL SYNTHETICS PRIVATE LIMITED

Regd. Off: JBF House Old Post office Lane K D Rd, Mumbai, Maharashtra, India, 400002
CIN: U17120MH1982PTC027738
Email ID: blueblends.ho@gmail.com

The board of Directors gratefully acknowledge the assistance and co-operation received from the Central and State Governments Departments, Shareholders and Stakeholders.

Registered Office:

JBF House,
Old Post office Lane,
K D Rd, Mumbai,
Maharashtra,
India, 400002

For & on behalf of Board

Bindal Synthetics Pvt Ltd

BINDAL SYNTHETICS PVT. LTD.

Aditya Mayank Parekh
Director
DIN: 11008553

Date:02/09/2025
Place: Mumbai.

Ritesh Rajkumar Chokhani
Director
DIN: 11083282

Date: 02/09/2025
Place: Mumbai.

BINDAL SYNTHETICS PRIVATE LIMITED

Regd. Off: 701 JBF House Old Post office Lane K D Rd, Mumbai, Maharashtra, India, 400002
CIN: U17120MH1982PTC027738
Email ID: blueblends.ho@gmail.com

Annexure – I

FORM NO. AOC-2 - PARTICULARS OF CONTRACTS/ARRANGEMENTS MADE WITH RELATED PARTIES

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

(Pursuant to Section 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2025, which were not at arm's length basis.

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

Particulars	**RPT – 1**
Name(s) of the related party and nature of relationship	Blue Blends (India) Limited (Holding company)
Nature of contracts/ arrangements/ transactions	Rent Received
Duration of the contracts / arrangements/ transactions	F.Y. 2024-25
Salient terms of the contracts or arrangements or transactions including the value, if any	Total Rent received of INR 0.42 Lacs for F.Y.2024-25
Date(s) of approval by the Board	05-07-2024
Amount paid as advances, if any	-

Registered Office:

JBF House,
Old Post office Lane,
K D Rd, Mumbai,
Maharashtra,
India, 400002

For & on behalf of Board
Bindal Synthetics Pvt Ltd

BINDAL SYNTHETICS PVT. LTD.

Aparekh

Aditya Mayank Parekh
Director
DIN: 11008553

Date:02/09/2025
Place: Mumbai.

Ritesh Rajkumar Chokhani
Director
DIN: 11083282

Date: 02/09/2025
Place: Mumbai.