GIR NATUREVIEW RESORTS LIMITED

Registered Office: F-104, First Floor, Moongipa Arcade, Opp Versova Police Station, D N Nagar, New Link Road, Andheri West, Mumbai, MH – 400053
CIN: L55101MH2009PLC238186
Tele/Fax: +91-22- 61064301/8976379298; **Email**: girresort@gmail.com; **Website**: www.girresort.net

Date: 06.09.2024

To,
Department of Corporate Services,
National Stock Exchange
Exchange Plaza, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

SCRIPT CODE: GIRRESORTS

Sub: Intimation under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") – Notice of convening the 15th Annual General Meeting ("AGM")of the Company and Annual Report for the Financial Year 2023-24

Dear Sir/ Madam,

In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Notice convening the 15th Annual General Meeting of the Company scheduled to be held on **MONDAY, 30 THSEPTEMBER, 2024 AT 10.00 A.M**. (IST) at Registered office F-104, First Floor, Moongipa Arcade, Opp Versova Police Station, D N Nagar, New Link Road, Andheri West, Mumbai, MH – 400053 and soft copy of the Annual Report which comprises of the Directors' Report, and other Annexures, Audited Standalone Financial Statements and Auditor's Reports thereon, for the Financial Year ended March 31, 2024.

In compliance with the Companies Act, 2013 and SEBI LODR Regulations and circulars issued by the Ministry of Corporate Affairs ("the MCA") from time to time, the **Notice of 15TH Annual General Meeting** and the Annual Report of the Company for the Financial Year 2023-24 have been sent through e-mail to all the Members whose e-mail addresses are registered with the Company/Depository Participants .

The said Notice of 15th AGM and Annual Report for the financial year ended 2023-24 is uploaded on the website of the Company.

Thanking You
Yours Faithfully,

For Gir Natureview Resorts Limited

Sanjay Dattaram Khanvilkar
Digitally signed by Sanjay Dattaram Khanvilkar
Date: 2024.09.06 18:39:58 +05'30'

SANJAY DATTARAM KHANVILKAR
Director
DIN: 09746349

15TH ANNUAL REPORT

15^{th} Annual General Meeting

Corporate Information

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Board of Directors

Mr. Dhaval V Shah (Independent Director)
Mr. Pratap D Shetty(Independent Director)
Mrs. Sadhvi Mane (Independent Director)
Mr. Sanjay Janardan Deokar(Independent Director)
Mr. Vijay Shankar Baraskar(Independent Director)
Mr. Vikas Babu Pawar (Executive Director)
Mr. Aniket Vijay Gangurde(Executive Director)

Chief Financial Officer

Mr. Gaurang Ajitbhai Shah

Company Secretary cum Compliance Officer

Pratibha Kumari Bharadia
*(resigned w.e.f. 30th April, 2024)

Auditors

Statutory Auditor

M/S Shailesh Pandey & Co.
Chartered Accountants

B-204 F Sumit Samarth ArcadeTatya Tope Nagar Aarey Road Goregaon West Mumbai - 400062, MH

FRN: 103185W

Secretarial Auditor

M/s. Brajesh Gupta & Co.
Practicing Company Secretary
Indore
Mem No. 33070
COP Number: 21306

Bankers

Kotak Mahindra Bank

Listing of Equity Shares

National Stock Exchange of India Limited (Institutional Trading Platform)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) - 400 051

Registrar & Share Transfer Agent

Adroit Corporate Services Pvt. Ltd.
19/20 Jaferbhoy Ind. Estate, 1st floor, Magana Road, Marol, Andheri (E), Mumbai, MH – 400059

Contact Us

GirNatureview Resorts Limited

F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, AndheriWest, Mumbai, MH - 400053

Tel: **022-61064301/+91-8976379298**

Email: **girresort@gmail.com**

Website: **www.girresort.net**

NOTICE OF 15TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GIR NATUREVIEW RESORTS LIMITED WILL BE HELD ON MONDAY, THE 30 THSEPTEMBER, 2024 AT 10.00 A.M. AT F-104, FIRST FLOOR, MOONGIPA ARCADE, D N NAGAR, NEW LINK ROAD, ANDHERI WEST, MUMBAI, MH -400053, TO TRANSACT THE FOLLOWING:

ORDINARY BUSINESS:

ITEM NO. 1 : ADOPTION OF FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

ITEM NO. 2: APPOINTMENT OF DIRECTOR WHO RETIRES BY ROTATION:

To appoint a director in place of Mr. Aniket Vijay Gangurde (DIN: 09573619) Director, who is retiring by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

ITEM NO. 3: AUTHORIZATION UNDER SECTION 186 OF COMPANIES ACT, 2013:

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

"**RESOLVED THAT** in supersession to all resolutions passed earlier, if any, pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) ; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 50.00 Crores (Rupees Fifty Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Executive Directors and Company Secretary of the Company, be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

ITEM NO. 4: AUTHORISATION UNDER SECTION 180 OF THE COMPANIES, ACT, 2013:

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

"**RESOLVED THAT** in supersession to all resolutions passed earlier pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 50.00 crores (Rupees Fifty Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

Place: Mumbai | **By order of the Board**
Date: 26th August , 2024 | **For Gir Natureview Resorts Limited**

Sd/-
Mr. Aniket Vijay Gangurde
Director
DIN-09573619

NOTES:

1. A member is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend vote instead of himself and the proxy need not be a member. A person can act as proxy on behalf of member's upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company. Further, member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person may not act as a proxy for any other person or member. Proxies, in order to be effective, must be received at the registered office of the company not less than 48 hours before the time of holding the meeting.

2. Pursuant to section 91 of the Companies Act, 2013, Register of Member and Share Transfer Book of the Company will remain closed from 24th September, 2024 to 30th September, 2024 (both day

inclusive).

3. Members are requested to notify immediately any change in their address to the Company's Registrar and Share Transfer Agents for shares held in Demat/ Physical Form at: Adroit Corporate Services Pvt. Ltd.,19/20 Jaferbhoy Ind. Estate, 1st floor, Magana Road, Marol, Andheri (E), Mumbai, MH – 400059

4. The Securities & Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Account. Members holding their shares in Physical Form can submit their PAN details to the share transfer agent (Adroit Corporate Services Pvt. Ltd.) of the Company.

5. Sections 101 and 136 of the Companies Act, 2013 read together with the rules made there under, permit the listed companies to send the notice of the annual general meeting and the annual report, including the Financial Statements, Boards' Report etc. by electronic mode. The Company is accordingly forwarding the soft copies of the above-mentioned documents to all those members who have registered their e-mail ids with their respective depository participants or with the share transfer agent of the Company.

6. All documents referred to in accompanying notice are open for inspection at the registered office of the Company on all working days, except Saturday between 11.00 A.M. to 1.00 P.M.

7. In all correspondence with the company members are requested to quote their folio number.

8. SEBI vide its notification dated 8 June 2018 as amended on 30 November 2018, has stipulated that w.e.f. 1 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form, Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

9. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folio together with the share certificate for consolidating their holding in one folio. The share certificate will be returned to the members after making requisite changes thereon

10. Members desires of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so the information required may be available at the Meeting.

11. As per the provisions of the Companies Act, 2013 facility for making nominations is available to Individuals holding shares in the Company. Therefore, the shareholders holding share certificate in physical form and willing to avail this facility may make nomination Form- SH 13, which may be sent on request.

PROCEDURE AND INSTRUCTIONS FOR VOTING

a) As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 , the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Voting through ballot paper will only be made available at the AGM.

b) The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting shall be able to exercise their right at the meeting through ballot paper. In case of any queries, Members may contact to the Company.

c) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s) through email.

d) The voting rights of members shall be in proportion to their shares of the paidup equity share capital of the Company as on the cut-off date of 23thSeptember, 2024.

e) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2024.will is eligible to vote in AGM.

f) **CS Brajesh Gupta**, Practicing Company Secretary (Membership No. ACS 33070) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the Ballot voting process in a fair and transparent manner.

g) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer/assistant of scrutinizer, by use of Ballot Paper for all those members who are present at the AGM.

h) The Scrutinizer/assistant of scrutinizer shall after the conclusion of voting at the General Meeting, will first count the votes cast at the meeting and not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.

Place: Mumbai **By order of the Board of Director**

Date: 26th August, 2024 **For Gir Natureview Resorts Limited**

Sd/-

Mr. Aniket Vijay Gangurde

Director

DIN-09573619

EXPLANATARY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES RELATED THERETO:

ITEM NO. 3

The Company has been making investments in, giving loans and guarantees to and providing securities in connection with loans to various persons and bodies corporate (including its subsidiary) from time to time, in compliance with the applicable provisions of the Act. The provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, with prior approval of Members by means of a Special Resolution is required to be passed by way of postal ballot.

In view of the above and considering the long-term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the said limits, subject to the approval of members the proposed to be increased in the limit up to Rs. 50 Crores for the company. Hence, the Special Resolution at Item No.3 of the Notice, notwithstanding the fact that the same exceeds the limits provided under Section 186 of the Act.

The Directors, therefore, recommend the Resolution as set out in item no. 3 for the approval of the Members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are in any way, financially or otherwise concerned or interested in this Resolution.

ITEM NO. 4

Keeping in view the existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits up to 50 crores for the Company. Pursuant to Section 180(1) (c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting. In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1) (a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting, which authorization is also proposed to be increased to Rs. 50 Crores for the Company.

The Directors, therefore, recommend the Resolution as set out in item no. 4 for the approval of the Members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are in any way, financially or otherwise concerned or interested in this Resolution.

Place: Mumbai
Date: 26th August , 2024

By order of the Board
For Gir Natureview Resorts Limited

Sd/-
Mr. Aniket Vijay Gangurde
Director
DIN-09573619

To,
The Members,
Gir Natureview Resorts Limited
Mumbai

Your Directors have pleasure in presenting their 15th Annual Report of the Company together with the Audited Statements of Accounts for the financial year ended **31st March, 2024:**

FINANCIAL SUMMARY

The Company's financial performance, for the year ended March 31st 2024 is summarized below:
The Board's Report is prepared based on the stand-alone financial statements of the company.

Amount in Rs.

Particulars	**Year ended 31/03/2024**	**Year ended 31/03/2023**
Income from Operations	6,18,76,512	12,54,600
Other Income	-	-
TOTAL INCOME	6,18,76,512	**12,54,600**
Total Expenditure (Excl. Dep. & Int.)	6,06,97,812	(9,81,64,910)
Profit and (Loss) before Depreciation and Tax	**5,07,150**	**(9,69,10,310)**
Less: Depreciation	8,42,925	(9,90,829)
Finance Cost	-	-
PROFIT BEFORE EXCEPTIONAL ITEMS	**3,35,775**	**(3,20,73,962)**
Less: Exceptional Items		
PROFIT BEFORE TAX	**3,35,775**	**(9,79,01,139)**
Less: Provision for Tax		-
- Current Tax	40,307	-
- Deferred Tax	29,591	14,523
- Excess provision of earlier year written back		-
- Adjustment of MAT		-
PROFIT AND (LOSS) AFTER TAX	**2,65,876**	**(9,79,15,662)**

State of Company's Affairs:

HIGHLIGHTS

During the year under review the Company has earned net revenue of Rs. 6,18,76,512/-as compared to net revenue of Rs. 12,54,600 /- in the previous year. Total expenses (excluding depreciation & amortization and finance costs) incurred during the year was at Rs. 6,06,97,812/- as compared to Rs. (9,81,64,910)/- in the previous year. The Profit and (Loss) after tax was at Rs. **2**,65,876/- as compared to Rs (9,79,15,662)/- reported in the previous year.

DIVIDEND

Your directors are constrained not to recommend any dividend for the year under report.

TRANSFER TO RESERVES

Your directors find it prudent not to transfer any amount to general reserve.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Act, on the basis of information placed before them, the Directors state that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- Appropriate accounting policies have been selected and applied consistently, and the judgments and estimates that have been made are reasonable and prudent as to give a true and fair view of the state of affairs of the Company as at 31stMarch, 2024 and of the Loss of the Company for the said period;
- Proper and sufficient care has been taken for the 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 fraud and other irregularities;
- The annual accounts have been prepared on a going concern basis;
- The internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SHARE CAPITAL

During the year under review, there was no change in the capital structure of the Company.

CHANGE OF THE REGISTERED OFFICE OF THE COMPANY

During the year company no change in registered office.

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in Form No. MGT- 9 of the Companies (Management and Administration) Rules, 2014 is appended as **ANNEXURE I** to this Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board is properly constituted as per the provisions of the Companies Act, 2013.

The Board at present comprises of:

Sr. No.	Name	Designation	Appointment /Cessation
1	Mr. Gaurang Ajitbhai Shah	Chief Financial Officer (CFO)	Mr. Gaurang Ajitbhai Shahhas been appointed as an Chief Financial Officer (CFO) of the Company w.e.f 13thMarch 2015.
2.	Mr. Dhaval V Shah	Independent Director	Mr. Dhaval V Shah has been appointed as an Independent Non-executive director of the Company w.e.f 14thDecember 2018.
3	Mr. Pratap Shetty	Independent Non-executive Director	Mr. Pratap Shetty (DIN:08721519) has been appointed as an Independent Non-executive director of the Company w.e.f 2nd September 2020.
4	Mrs. Sadhvi Mane	Independent Non-executive Director	Mrs. Sadhvi Mane has been appointed as an Independent Non-executive Director of the Company w.e.f 2nd September 2020
5	Mr. Sanjay Janardan Deokar	Independent Director	Mr. Sanjay Janardan Deokar has been appointed as an Independent Non-executive Director of the Company w.e. f23rdApril 2022
6	Mr. Vijay Shankar Baraskar	Independent Director	Mr. Vijay Shankar Baraskar has been appointed as an Independent Non-executive Director of the Company w.e.f 23rdApril 2022 .
7	Mr. Vikas Babu Pawar	executive Director	Mr. Vikas Babu Pawar has been appointed as an executive Director of the Company w.e.f 23rd May 2022.
8	Mr. Aniket Vijay Gangurde	executive Director	Mr. Aniket Vijay Gangurdehas been appointed as an executive Director of the Company w.e.f 23rd May 2022.

9	Ms. Pratibha Kumari Bharadia	Company Secretary	(resigned w.e.f. 30th April, 2024)

DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there was no application made or proceedings pending in the name of the Company under the Insolvency Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial Institutions.

NUMBER OF BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on the company's policies and strategy apart from other Board matters. The intervening gap between the two consecutive meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

During the year under reference, 3 (Three) Board meetings were dated 29th May, 2023, 05th September, 2023, and 11th November,2023.

HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The Company does not have any Holding/ Subsidiary/ Associate Company during the period under review.

REMUNERATION AND NOMINATION POLICY

The Board has framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details of this Policy are given in **ANNEXURE II** to this Report.

CHANGE IN THE NATURE OF BUSINESS

During the year under review, company have changed in the nature of Business. Company is doing Marketing business with food and accumulation business.

ANNUAL EVALUATION OF PEFORMANCE OF THE BOARD

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the directors individually, as well as the evaluation of the working of its committees. The Company has devised questionnaire to evaluate the performances of each of Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance of Board Meetings and Committee Meetings;
ii. Quality of contribution to Board deliberations;
iii. Strategic perspectives or inputs regarding future growth of the Company and its performance;
iv. Providing perspectives and feedback going beyond in form action provided by the management.

STATUTORY AUDITORS

The Statutory Auditors, M/s. Shailesh Pandey& Co, Chartered Accountants, Mumbai (Firm Reg. No 133595W), Mumbai, were appointed as the Statutory Auditors of the Company in the 12th Annual General Meeting held for the financial year ended 31st March, 2021 for a period of Consecutive Five(5) Years upto the conclusion of the 17th Annual General Meeting for the financial year ended 31st March, 2026. The Statutory Auditors have confirmed their eligibility pursuant to section 139 of the Companies Act 2013.

AUDITORS' REPORT

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. Shailesh Pandey & Co, Chartered Accountants, Mumbai (Firm Reg. No 133595W), Statutory Auditors, in their Report on the accounts of the Company for the year under reference. The observations made by them in their Report are self-explanatory and do not call for any further clarifications from the Board.

SECRETARIAL AUDITORS

Pursuant to the requirements of Section 204(1) of the Act, and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Brajesh Gupta & Co., Company Secretary in Practice, to conduct the Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report as received from Mr. Brajesh Gupta is appended to this Report as **Annexure III**.

COMMITTEES OF THE BOARD

During the year, in accordance with the Companies Act, 2013, There is no change in constituted of Committees. There are currently three Committees of the Board, as follows:

AUDIT COMMITTEE

The composition of the audit committee and the details of meetings attended by its members are given below, Meeting held on 29th May, 2023, 05th September, 2023, and 11th November,2023.

The Audit Committee consists of the following members:

Name of the Director	Status in Committee	Nature of Directorship

Mrs. Sadhvi Mane	Chairperson	Non- Executive Independent Director
Mr. Pratap Shetty	Member	Non- Executive Independent Director
Mr. Vikas Babu Pawar	Member	Executive Director

None of the recommendations made by the Audit Committee were rejected by the Board.

NOMINATION AND REMUNERATION COMMITTEE

The composition of the Nomination and Remuneration committee and the details of meetings attended by it members are given below: meeting held on 05th September, 2023

The Nomination and Remuneration Committee consists of the following members:

Name of the Director	Status in Committee	Nature of Directorship
Dhaval Shah	Chairperson	Non-Executive Independent Director
Mrs. Sadhvi Mane	Member	Non-Executive Independent Director
Mr. Pratap Shetty	Member	Non-Executive Independent Director

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee met twice during the financial year 2023-2024 as on 05th September, 2023, and 11th November,2023

The Stakeholders Relationship Committee consists of the following members:

Name of the Director	Status in Committee	Nature of Directorship
Mr. Sanjay Janardan Deokar	Member	Non-Executive Independent Director
Mrs. Sadhvi Mane	Member	Non-Executive Independent Director
Mr. Pratap Shetty	Chairperson	Non-Executive Independent Director

DECLARATION BY INDEPENDENT DIRECTORS

The terms and conditions of appointment of Independent Directors are as per Schedule IV of the Act. Mr. Dhaval V Shah, Mr. Pratap D Shetty, Mrs. Sadhvi Mane , Mr. Sanjay Janardan Deokar and Mr. Vijay Shankar Baraskar have submitted a declaration that all of them meet the criteria of Independence.

The Independent Directors of your Company have confirmed and declared that they are not disqualified to act as an Independent Director in compliance with the provisions of Section 149(7) of the Companies Act, 2013 as well as under regulation 16(1)(b) of SEBI (LODR) Regulation, 2015 and the Board is also of the opinion that the Independent Directors fulfill all the conditions specified in the Companies Act, 2013 making them eligible to act as Independent Directors.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of Loans given, Investments made and guarantees given and securities provided under the Section 186 of the Companies Act, 2013 have been provided in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC - 2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as **Annexure IV**.

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

Your Company has not carried out any business activities warranting conservation of the energy and technology absorption in accordance with Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014. Since the company is not engage in any manufacturing activity, issues relating to technology absorption are not quite relevant to its functioning.

During the year under consideration the Company has spent/incurred foreign exchange equivalent to Rs. Nil. There are no foreign exchange earnings during the year.

RISKS MANAGEMENT POLICY AND AREA OF CONCERN

The Company has laid down a well-defined Risk Management Policy covering the risk mapping, trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitoring of both business and non-business risk. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

Although, market conditions are likely to remain competitive, future success will depend upon offering improved products through technology innovation and productivity. The Company continues to invest in these areas.

The Company has the risk management and internal control framework in place commensurate with the size of the Company. However, Company is trying to strengthen the same. The details of the risks faced by the Company and the mitigation thereof are discussed in detail in the Management Discussion and Analysis Report that forms part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

The provisions contained in section 135 of the Companies Act, 2013, as well as the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to your Company for the year under reference.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATECOMPANIES

The Company does not have any Subsidiary, Joint Venture, Associate Company or LLPs during the year under review.

DETAILS RELATING TO DEPOSITS, COVERED UNDER CHAPTER V OF THE COMPANIES ACT2013

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

DETAILS RELATING TO DEPOSITS, WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS UNDER CHAPTER V OF THE COMPANIES ACT2013

During the year under review your Company has not accepted Deposits which are not in compliance with the requirements under Chapter V of Companies Act, 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

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

INTERNAL FINANCIAL CONTROL SYSTEM

Your Company has an Internal Financial Control System commensurate with the size, scale and complexity of its operations. The Audit Committee has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. The Audit Committee has a process for timely check for compliance with the operating systems, accounting procedures and policies. Major risks identified by the businesses and functions are systematically addressed through mitigating action on continuing basis.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM/CODE OFCONDUCT

The Company has a Whistle Blower Policy in line with the provisions of the Section 177 of the Companies Act, 2013. This policy establishes a vigil mechanism for directors and employees to report their genuine concerns actual or suspected fraud or violation of the Company's code of conduct. The said mechanism also provides for adequate safeguards against victimization of the persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee. We confirm that during the financial year 2023-2024, no employee of the Company was denied access to the Audit Committee. The Policy provides that the Company investigates such incidents, when reported, in an impartial manner and takes appropriate action to ensure that the requisite standards of professional and ethical conduct are always upheld.

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings /behaviors of any form and the Board has laid down the directives to counter such acts.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION &REDRESSAL)ACT2013

Your Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation and intimidation. Accordingly, the Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) was set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, temporary, trainees) are covered under this policy.

POSTALBALLOT:

No Postal ballot was conducted by the company during the year 2023-24.

REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS

As per the Guideline and direction of the SEBI & Stock Exchange accordingly the company has been adhering to the directions and guideline, as required and if applicable on the Companies size and type as per Regulations 15 of SEBI (LODR), Regulation,2015 the Corporate Governance is not applicable on SME Listed Companies..

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION:

The Chief Executive Officer and Chief Financial Officer Certification as required under Regulation 17(8) read with Part B of Schedule II of the SEBI(LODR) Regulation, 2015 have been appended to this report.

PARTICULARS OF EMPLOYEES AND RELATED INFORMATION:

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement containing the disclosures pertaining to remuneration and other details as required under the Act and the above Rules are provided in the Annual Report.

The disclosures as specified under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2023-24, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company, have been appended to this Report as **Annexure-V**.

ACKNOWLEDGEMENT:

Your directors wish to place on record their appreciation and sincere thanks to the State Governments, Government agencies, Banks & Financial Institutions, customers, shareholders,

vendors and other related organizations, who through their continued support and co-operation have helped, as partners in your Company’s progress. Your directors, also acknowledge the hard work, dedication and commitment of the employees.

The Directors would also like to thank National Stock Exchange of India Ltd. and our Registrar and Share Transfer Agent Adroit Corporate Services Private Limited for **their** co-operation.

For & on behalf of the Board
Gir Natureview Resorts Limited
Sd/- **Sd/-**

Aniket Vijay Gangurde	**Vikas Babu Pawar**
Director	**Director**
DIN- 09573619	**09572053**

Place: Mumbai
Date: 26th August, 2024

ANNEXURE-I

FORM NO.MGT-9

Extract of Annual Return as on the Financial Year Ended on 31st March, 2024

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rule, 2014]

I. REGISTRATION AND OTHERDETAILS:

i.	CIN	L72100MH2009PLC238186
ii.	Registration Date	12/01/2009
iii.	Name of the Company	Gir Natureview Resorts Limited
iv.	Category/Sub-Category of the Company	Company Limited By Shares / Indian Non-Government Company
v.	Address of the Registered office and contact details	F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai, MH 400053 Email :girresort@gmail.com Website: www.girnatureviewresortsltd.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Adroit Corporate Services Pvt. Ltd, 1stFloor, 9/20 Jaferbhoy Ind. Estate, 1stfloorMakwana Road, Marol Andheri (E), Mumbai – 400 059 Tel : 022 – 42270400 Email :info@adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OFTHECOMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated as under:

Sr. No.	Name and Description of main product services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other professional, technical and business services	9983	**100**

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATECOMPANIES:

Sr. No.	Name And Address The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares	Applicable Section
1.	**NIL**				

V. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity:

I CATEGORY-WISESHAREHOLDING:

Category of Shareholders	No. of Shares held at the beginning of the year as on 31.03.2023				No. of Shares held at the end of the year as on 31.03.2024				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1180000	0	1180000	6.62	1180000	0	1180000	6.62	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	1440000	0	1440000	8.09	1440000	0	1440000	8.09	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other.	2140000	0	2140000	12.02	2140000	0	2140000	12.02	0.00
Sub-total (A) (1):-	**4760000**	**0**	**4760000**	**26.74**	**4760000**	**0**	**4760000**	**26.74**	**0.00**
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**4760000**	**0**	**4760000**	**26.74**	**4760000**	**0**	**4760000**	**26.74**	**0.00**
B. Public shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0.00	0.00
b) Banks/FI	125000	0	125000	0.70	125000	0	125000	0.70	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00

f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h)Foreign Portfolio- Corp.	0	0	0	0.00	0	0	0	0.00	0.00
i) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
ii) Qualified Foreign Investor (corporate)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	**125000**	**0**	**125000**	**0.70**	**125000**	**0**	**125000**	**0.70**	**100**
2. Central Government /State Government(s)/ President of India	0	0	0	0	0	0	0	0	0
Sub Total (B) (2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
3 Non-Institutions									
a) Bodies Corp.									
i) Indian	5626200	0	5626200	31.61	4913720	0	4913720	27.61	-4.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital uptoRs. 2 lakhfor Current year (Previous Year upto 1 lakh)	1220350	0	1220350	6.86	1509287	0	1509287	8.48	1.62
ii) Individual shareholders holding nominal share capital in excess of Rs2 lakh for Current year (Previous Year upto 1lakh)	6033100	0	6033100	33.89	6486643	0	6486643	36.44	2.55
c) Others (specify)									
Non Resident Indians	0	0	0	0	0	0	0	0.00	-0.86
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	35000	0	35000	0.20	5000	0	5000	0.03	-0.17
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies	0	0	0	0.00	0	0	0	0.00	0.00

HUF	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(3):-	**13039650**	**0**	**13039650**	**73.27**	**13039650**	**0**	**13039650**	**73.27**	**0.00**
Total Public Shareholding (B)= (B)(1) +(B)(2)+(B)(3)	**13039650**	**0**	**13039650**	**73.27**	**13039650**	**0**	**13039650**	**73.27**	**0.00**
TOTAL (A)+(B)	**17799650**	**0**	**17799650**	**100**	**17799650**	**0**	**17799650**	**100**	**0.00**
C Shares held by Custodian and against which Depository Receipts have been issued	0	0	0	0.00	0	0	0	0.00	0.00
Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
Public									
GRAND TOTAL (A)+(B)+(C)	**17799650**	**0**	**17799650**	**100**	**17799650**	**0**	**17799650**	**100**	**0.00**

I. SHAREHOLDING OF PROMOTERS:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Ashish Pravinbhai shah	170000	0.96	0	170000	0.96	0	0
2.	Avani Gaurang shah	180000	1.01	0	180000	1.01	0	0
3.	Harshi lPankaj kumar Shah	335000	1.88	0	335000	1.88	0	0
4.	Jimit Kirtilal Shah	325000	1.83	0	325000	1.83	0	0
5.	Kokilaben Jitendrakumar Shah	170000	0.96	0	170000	0.96	0	0
6.	Atherstone Properties Ltd	1440000	8.09	0	1440000	8.09	0	0
7.	Shah Ankit A	1710000	9.61	0	1710000	9.61	0	0
8.	Vaibhav C Vora	430000	2.42	0	430000	2.42	0	0
	Total	**47,60,000**	**26.76**	**0**	**47,60,000**	**26.76**	**0**	**0**

III. Change in Promoters' Shareholding (Please specify, if there is no change): No Change

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No.of shares	% of total shares of the company
1	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	**NIL**	**NIL**	**NIL**	**NIL**
	At the end of the year				

IV. ShareholdingPatternofTopTenShareholders(OtherthanDirector,PromotersandHolders of GDRs and ADRs):

Sr.No.	Name	No. of Shares at the end of the year (31-03-2023)	% of total Shares of the company	Period of transaction	Increasing/ (Decreasing) in shareholding	Reason	No. Shares held	% of change of total Shares of the company
1	Kaynet Capital Ltd	495200	2.78	Opening	-	-	-	--
		495200	2.78	Closing	Nil	-	-	0.00
2	Globe Capital Market Limited	322500	1.81	Opening	0			
		322500	1.81	Closing	Nil	-	-	0.00
3	Jagannath International Pvt Ltd	339400	1.91	Opening		-	-	--
		339400	1.91	Closing	Nil	-	-	0.00
4	Nityasa Electricals & Engineers	276400	1.55	Opening	0			100
		276400	1.55	Closing	Nil	-	-	0.00
5	Best Investogain Pvt Ltd	417400	2.34	Opening		-	- -	--
		417400	2.34	Closing	Nil	-	-	0.00
6	Sade Traders Pvt Ltd	367000	2.06	Opening		-	- -	--
		367000	2.06	Closing	Nil	-	-	0.00
7	Amrapali Aadya Investment & Trading Pvt ltd	290000	1.63	Opening	0	-	- -	0.00
		290000	1.63	Closing	Nil	-	-	0.00
8	Pisces Global Pvt Ltd	320000	1.80	Opening		-	- -	--

		320000	1.80	Closing	Nil	-	-	0.00
9	Kamlesh Vardhilal Shah	286600	1.61	Opening	0	-	-	0--
		286600	1.61	Closing	0	-	-	100
10	Archit Kamal Jajoo	250000	1.40	Opening				
		250000	1.40	Closing	Nil	-	-	0.00
11	Break Through International Pvt Ltd	285000	1.60	Opening	0	-	- -	0
		285000	1.60	Closing	Nil	-	-	0.00
12	Ritu Minocha	610000	3.43	Opening				
		610000	3.43	Closing	Nil	-	-	0.00
13	Upright Exim Pvt Ltd	526800	2.96	Opening				
		526800	2.96	Closing	Nil	-	-	0.00
	Total	**36,65,100**	**20.59**			-	-	-

V. Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	2140000	12.02%	2140000	12.02%
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
At the end of the year	2140000	12.02%	2140000	12.02%

VI. Distribution of Shareholding and Shareholding Pattern as on 31st March, 2024:

(1) **Distribution of Share holding as on 31st March,2024:**

Share Holding of Nominal Value of Shares		Share Holders		Share Amount	
Rs.	Rs.	Number	% of Total Nos.	In Rs.	% of Total Amount
	(1)	(2)	(3)	(4)	(5)
Up to	100	2	0.50	1240	0
101	500	38	9.41	98730	0.06
501	1000	16	3.96	136210	0.08
1001	2000	14	3.47	247500	0.14
2001	3000	19	4.70	434000	0.24
3001	4000	25	6.19	898000	0.50
4001	5000	36	8.91	1241000	0.70
5001	10000	53	13.12	3292000	1.85
10001	20000	58	14.36	7418000	4.17
20001	50000	82	20.30	27675000	15.55
50001	&above	61	15.10	136562030	76.72

Total		404	100	177996500	100.00

(2) **Share Holding Pattern as on31stMarch, 2024:**

Category	No. of Shares held	% to Total Shares
Promoter Group	4760000	26.74
Mutual Funds and UTI	0	0
Banks & Financial institutions & Insurance Companies etc.	125000	0.70
Venture Capital Funds	0	0
Corporate Bodies	4913720	27.61
General Public	7995930	44.92
NRIs / OCBs	0	0
HUF	**0**	0
Clearing Members	**5000**	0.03
TOTAL	**17799650**	**100.00**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	**0**	**0**	**0**	**0**
Change in Indebtedness during the financial year	0	0	0	0
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	**0**	**0**	**0**	**0**
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	**0**	**0**	**0**	**0**

VIII. REMUNERATION OF DIRECTORS AND KEY MANAGERIALPERSONNEL

A Remuneration to Managing Director, Whole-time Directors and / or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1	**Gross salary (per month)**	-	-	-	-	-

	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission - As % of profit - others, specify..	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B Remuneration to the Directors:

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

C Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD:

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary		2,40,000	2,40,000	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income- tax Act, 1961	-	-	-	-

	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify…	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	2,40,000	2,40,000	-

XI. PENALTIES / PUNISHMENT/COMPOUNDING OF OFFENCES : Not Applicable

Type	**Section of the Companies Act**	**Brief Description**	**Details of Penalty/ Punishment/ Compounding fees imposed**	**Authority[RD/ NCLT/COURT]**	**Appeal made, if any (give Details)**
A. COMPANY					
Penalty	**Nil**	-	-	-	-
Punishment	**Nil**	-	-	-	-
Compounding	**Nil**	-	-	-	-
B. DIRECTORS					
Penalty	**Nil**	-	-	-	-
Punishment	**Nil**	-	-	-	-
Compounding	**Nil**	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	**Nil**	-	-	-	-
Punishment	**Nil**	-	-	-	-
Compounding	**Nil**	-	-	-	-

For & on behalf of the Board
Gir Natureview Resorts Limited

Sd/-	**Sd/-**
Aniket Vijay Gangurde	**Vikas Babu Pawar**
Director	**Director**
DIN- 09573619	**09572053**

Place: Mumbai
Date: 26th August, 2024`

FORM AOC – 2

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

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

1. Detailsofmaterialcontractsorarrangementsortransactionsnotatarm'slengthbasis:

All contracts/arrangements/transactions entered into during the year ended March 31, 2023 were at arm's length basis.

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ Transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangement or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of Approval by the Board, if any.	Amount paid as advances, if any.	Date on which the special resolution under first proviso to section 188
NA	NA	NA	NA	NA	NA	NA	NA

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ Transactions	Duration of the contracts / arrangements / transactions	Nature of Relationship	Date(s) of Approval by the Board, if any.	Amount paid as advances, if any.
NA	NA	NA	NA	NA	NA

For & on behalf of the Board
Gir Natureview Resorts Limited

Sd/-	**Sd/-**
Aniket Vijay Gangurde	**Vikas Babu Pawar**
Director	**Director**
DIN- 09573619	**09572053**

Place: Mumbai
Date: 26th August, 2024`

SECRETARIAL AUDIT REPORT-MR-3

For the financial year ended 31st March 2024

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

To,
The Members,
Gir NatureView Resorts Limited
F-104, First Floor, Moongipa Arcade, D N Nagar,
New Link Road, Andheri West Mumbai MH 400053

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Gir Natureview Resorts Limited (CIN: L72100MH2009PLC238186)** (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **Gir Nature view Resorts Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31 March, 2024** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made here in after:

I have examined the books, papers, minute books, forms and returns filed and other record maintained by **Gir Natureview Resorts Limited** for the financial year ended on **31st March, 2024** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made here under;

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made here under;

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed here under;

4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - (During the period under review, the Company has not entered into any transaction requiring compliances with the Foreign Exchange Management Act, 1999 and rules made hereunder)

5.The following Regulations and Guidelines prescribed under the Securities and Exchange Board of IndiaAct,1992('SEBI Act'):-

(a)The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b)The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(c)The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d)The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **during the financial year under review, the Company has not issued any capital and has not raised any fund through public. Hence the Provisions of the said regulation are not applicable to the Company.**

(e)The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; - **during the financial year under review, the Company has not issued any shares/options to directors/employees under the (ESOP) said guidelines / regulations. Hence the provisions of the said regulation are not applicable to the company.**

(f)The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; - **the company has not issued any debt securities during the period under review the provisions of the said regulation are not applicable to the company;**

(g)The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - **the said regulation are not applicable to the company, as the Company is not registered as Registrar to Issue and Share Transfer Agent;**

(h)The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **the equity shares of the company are neither delisted nor proposed to be delisted. Hence the provision of said regulation not applicable to the company;**

(i)The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **During the period under review the company have not bought back any securities. Hence the said regulation is not applicable to the company;**

1.Having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the following laws are also applicable on company;

I have also examined compliance with the applicable clauses of the following:

- Secretarial Standards with respect to Meeting of Board of Director(SS-1), General Meeting (SS-2)and Dividend (SS-3) issued by The Institute of Company Secretaries of India related to Board meetings, General Meeting and Dividend;

- The Listing Regulations Issued by the SEBI i.e. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to following observations:

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

Proper notice is given to all Directors to schedule the Board meetings in compliance with the provisions of Section 173(3) of the Companies Act, 2013, agenda and detailed notes on agenda were sent at least seven days in advance and where the same were given at shorter notice than 7 (seven) days, proper consent thereof were obtained and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

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

I further Inform/report that during the audit period, there were no instances of:

i. Rights/Preferential issue of Shares/debentures/ sweat equity.
ii. Redemption/buy-back of securities.
iii. Merger/ amalgamation/ reconstruction etc.
iv. Foreign technical collaborations.

For Brajesh Gupta
Practicing Company Secretary
CP No.: 21306

SD/-
Brajesh Gupta
Mem. No.: FCS 33070
UDIN – A033070F001055344
Date: 26/08/2024
Place: Indore

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

Annexure A Part of the Secretarial Audit Report 2023-24

To,
The Members,
Gir NatureView Resorts Limited
F-104, First Floor, Moongipa Arcade, D N Nagar,
New Link Road, Andheri West Mumbai MH 400053

Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility:

1.It is the responsibility of Management of the Company to maintain Secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility:

1.We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
2.We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
3.Wherever required, required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
4.The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
5.The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Brajesh Gupta
Practicing Company Secretary
CP No.: 21306
SD/-
Brajesh Gupta
Mem. No.: FCS 33070
UDIN – A033070F001055344

Date: 26/08/2024
Place: Indore

ANNEXURE V

Disclosures Pursuant to Section 197(12) Of the Companies Act, 2013 Read with Rule 5(1) Of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No	Disclosure Requirement	Disclosure Details		
		Director	Designation	Ratio
1	**The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2022-23**	Mr. Dhaval V Shah	Independent Director	NA
		Mr. Pratap D Shetty	Independent Director	NA
		Mrs. Sadhvi Mane	Independent Director	NA
		Mr. Sanjay Janardan Deokar	Independent Director	NA
		Mr. Vijay Shankar Baraskar	Independent Director	NA
		Mr. Aniket Vijay	Executive Director	NA
		Mr. Vikas Babu Pawar	Executive Director	NA
2	**The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year**	**Directors and other Key Managerial Personnel**	**Designation**	**% increase in remuneration**
		Gaurang Ajitbhai Shah	CFO(KMP)	NA
		Pratibha Kumari Bharadia/ Shubhika Modi	Company Secretary	NIL
		Recommendation for increase in remuneration is based on the following factors: • Compensation trends based on industry benchmarking • Compensation positioning vis-à-vis market trend • Alignment between risks and remuneration		

		Applicable regulatory guidelines		
		NIL		
		N.A.		
3	**The percentage increase or Decrees in the median remuneration of employees in the financial year**	N.A		
4	**The number of permanent employees on the rolls of Company**	8		
5	**The explanation on the relationship between average increase in remuneration and Company performance**	• N.A.		
6	**Comparison of the remuneration of the key Managerial Personnel against the performance of the Company**	N.A.		
7	**Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its**	The Company is in compliance with its compensation policy.		
8	**Comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerialRemuneration**			

9	**Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company**	
10	**Key parameters for any variable component of remuneration availed by the directors**	
11	**Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year**	
12	**It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial personnel and Senior Management**	

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your directors are pleased to present the Management Discussion and Analysis Report for the year ended 31stMarch, 2024. The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward-looking statements that involve risk and uncertainties including those risks which are in here ninth Company's growth and strategy. The company under takes no obligation o publicly update or revise any of the opinions or forward-looking statements expressed in this report consequent to new information or developments, events or otherwise.

The management of the company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

Indian Capital Market:

The Indian capital market also witnessed a phenomenal rebound in the current fiscal, factoring in quick resumption of economic activity and future growth prospects. Like its global peers, India too witnessed a strong rebound from the pandemic lows with the key indices reaching an all-time high by the fourth quarter on the back of continued and strong recovery in economic activities in the second half of FY 2023-24 and record FPI flows. India's market capitalization to GDP ratio now stands at approximately 105 Percent for the first time in a decade in March 2024 up from approximately 56 Percent in March 2023.

Overview:

During the financial year under review the revenue from operations has increased from Rs. 12,54,600 to Rs. 6,18,76,512.

Global Economic Outlook:

A tentative recovery in 2023 has been followed by increasingly gloomy developments in 2024 as risks began to materialize. Global output contracted in the second quarter of this year, owing to downturns in China and Russia, while US consumer spending undershot expectations. Several shocks have hit a world economy already weakened by the pandemic: higher-than-expected inflation worldwide––especially in the United States and major European economies––triggering tighter financial conditions; a worse-than-anticipated slowdown in China, reflecting COVID- 19 outbreaks and lockdowns; and further negative spillovers from the war in Ukraine.

Risk and Concerns:

Risk is an inherent part of any business. There are various types of risks that threaten the existence of a company like Credit Risk, Market Risk, Operational Risk, Liquidity Risk, Interest Rate Risk, Strategic Risk, Regulation Risk etc. Your Company aims between risk & returns. There is the risk of loss from inadequate or failed systems, processes or procedures. Your company has in place suitable mechanisms to effectively reduce such risks. All these risks are continuously analyzed and reviewed at various levels of management through an effective information system.

Internal Control Systems and their Adequacy:

An Audit Committee of the Board of Directors of the Company has been constituted as per provisions of Section 292A of the Companies Act, 1956 and corporate governance requirements specified by Listing Agreements with the Stock Exchanges.

The Internal Audit Function is looked after internally by the finance and accounts department, and reviewed by the audit committee and the management at the regular intervals.

The Internal Auditors Reports dealing with Internal Control Systems are considered by the Audit Committee and appropriate actions are taken, whichever necessary.

Analysis of Financial Conditions and Results of Operations:

The Financial Statements have been prepared in accordance with the requirements of the Act, Indian Generally Accepted Principles (Indian GAAP) and the Accounting Standards as prescribed by the Institute of Chartered Accountants of India.

The Management believes that it has been objective and prudent in making estimates and judgments relating to the Financial Statements and confirms that these Financial Statements are a true and fair representation of the Company's Operations for the period under review.

Development on Human Resource Front:

Our human resources are critical to our success and carrying forward our mission. With their sustained, determined and able work efforts we were able to cruise smoothly through the hard time of the economic volatility and rapidly changing market conditions.

The requirement of the markets given the economic scenario has made this even more challenging. Attracting newer talent with the drive, training and upgrading existing skill sets and getting all to move in a unified direction will definitely be task in the company.

Plans to execute the mandate on this count are already underway and we should see it impacting the results from the third quarter of the next financial year.

By creating conducive environment for career growth, company is trying to achieve the maximum utilization of employee's skills in the most possible way.

There is need and the company is focused on retaining and bringing in talent keeping in mind the ambitious plans despite the market and industry scenario.

The company also believes in recognizing and rewarding employees to boost their morale and enable to achieve their maximum potential. The need to have a change in the management style of the company is one of the key focus areas this year

Industrial Relations:

Industrial Relations throughout the year continued to remain very cordial and satisfactory.

Cautionary Statement:

Statement in the Management Discussion and Analysis describing the Company's objectives exceptions or predications may be forwards looking within the meaning of applicable securities, laws and regulations.

Actual results may differ materially from those expressed in the statement. Several factors could make significant difference to the company's operation. These include climatic conditions and economic conditions affecting demand and supply, Government regulations and taxation, natural calamities etc. over which the company does not have any control.

For & on behalf of the Board
Gir Natureview Resorts Limited

Sd/-	**Sd/-**
Aniket Vijay Gangurde	**Vikas Babu Pawar**
Director	**Director**
DIN- 09573619	**09572053**

Place: Mumbai
Date: 26th August, 2024`

CEO/ CFO CERTIFICATION

(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

To
The Members of
Gir Natureview Resorts Limited

I, Gaurang Ajitbhai Shah, CFO of Gir Natureview Resorts Limited ("company") hereby certify that

1. I have reviewed Financial Statements and Cash Flow Statements for the year ended 31st March, 2024 and that to the best of my knowledge and belief:

a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

b)These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. No transaction is entered into by the company during the year which is fraudulent, illegal or violative of the Company's Code of Conduct.

3. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.

4. I have indicated to the auditors and the Audit Committee:

a) Significant changes in internal control over financial reporting during the year.

b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

c) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For & on behalf of the Board
Gir Natureview Resorts Limited

Sd/-
Gaurang Ajitbhai Shah
CFO
Place: Mumbai
Date: 26th August, 2024

DECLARATION ON CODE OF CONDUCT

COMPLIANCE OF CODE OF CONDUCT BY BOARD MEMBERS AND SENIOR MANAGEMENT

To,
The Members of
Gir Natureview Resorts Limited

I, Vikas Babu Pawar, Director of the Company, hereby confirm that, as per the provisions Regulation 26 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the "Code of Conduct for the Board of Directors and the Senior Management Personnel", for the financial year 2023-24.

By order of the Board
For Gir Nature view Resorts Limited

Sd/-
Vikas Babu Pawar
Director
DIN-09572053

Place: Mumbai
Date: 26th August, 2024`

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(PURSUANT TO REGULATION 34(3) AND SCHEDULE V PARA C CLAUSE (10)(i) OF THE SEBI (LISTINGOBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

To,
The Members,
GirNatureView Resorts Limited
F-104, First Floor, Moongipa Arcade, D N Nagar,
New Link Road, Andheri West Mumbai MH 400053

Based on our verification of the declarations provided to Gir Nature View Resorts Limited ('the Company') by its Directors and the documents, information, Forms and Returns available on the website of the Ministry of Corporate Affairs, national Stock Exchange of India Limited and in the public domain as on the date of issue of this certificate, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year as on March 31, 2024 have been debarred or disqualified for being appointed or continuing as a director of a Company, by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of the Directors	DIN	Status of Director
1.	Mr. Dhaval Vipulbhai Shah	08284718	Deactivated
2.	Mr. Pratap Shetty	08721519	Deactivated
3.	Mr. Sadhvi Shashikant Mane	08846609	Deactivated
4.	Mr. Sanjay Janardan Deokar	09562591	Deactivated
5.	Mr. Vijay Shankar Baraskar	09562730	Deactivated
6.	Mr. Vikas Babu Pawar	09572053	Active
7.	Mr. Aniket Vijay Gangurde	09573619	Active

We further hereby inform that, ensuring the eligibility for the appointment / continuity of Director on the Board is the responsibility of the Company. Our responsibility is to issue this certificate based on verification of documents and information available in the public domain. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Brajesh Gupta
Practicing Company Secretary
CP No.: 21306

Brajesh Gupta
Mem. No.: FCS 33070
UDIN – A033070F001055366

Date:26/08/2024
Place: Indore

INSERT THE FINANCIALS

(To be handed over at the entrance of the meeting hall)

GIR NATUREVIEW RESORTSLIMITED

CIN: L72100MH2009PLC238186

Registered Office: E-104, First Floor, Moongipa Arcade, D.N.Nagar, New Link Road, Andheri West

Full name of the members attending____
(In block capitals)

Ledger Folio No./Client ID No. _____________________No. of shares held: _________________

Name of Proxy____

ATTENDANCE SLIP

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 15th Annual General Meeting of the Gir Natureview Resorts Limited at F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai, MH- 400053, on Monday , the 30th, September 2024 at 11:00 A.M.

____

(Member's /Proxy's Signature)

Note:

1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.

2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.

3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Form No. MGT-11

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

Proxy From

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

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14th Annual General Meeting of the company, to be held on Monday , the 30th, September 2024 at 11:00 A.M at F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai, Mumbai, MH- 400053 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(S)	I /we assent to the Resolution (FOR)	I /we dissent tothe Resolution (AGAINST)
1.	To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2024 and the Profit and Loss Account for the year ended on that date together with the Reports of Auditors and Directors thereon.		
2.	To appoint a director in place of Mr. Aniket Vijay Gangurde (DIN: 09573619) Director, who is retiring by rotation and being eligible, offers himself for re-appointment.		
3	Authorization Under Section 186 Of Companies Act, 2013		
4	Authorisation Under Section 180 Of The Companies, Act, 2013		

*** Applicable for investors holding shares in Electronic form.**

Affix Revenue Stamps

Signed this_day of____2024

Signature of Shareholder/Signature of Proxyholder

Note: This form of proxy in order to be effective should be duly completed and deposited at Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Form No. MGT-12

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: GIR NATUREVIEW RESORTS LIMITED **Registered Office**: F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai, Mumbai, MH- 400053 **CIN:** L72100MH2009PLC238186 **Website:** www.girresort.net **| Email:** girresort@gmail.com**|Tel:** 022-61064301		
15th Annual General Meeting, Monday, the 30th, September 2024 at 11:00 A.M		
POLLING/ BALLOT PAPER		
S. No.	**Particulars**	**Details**
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

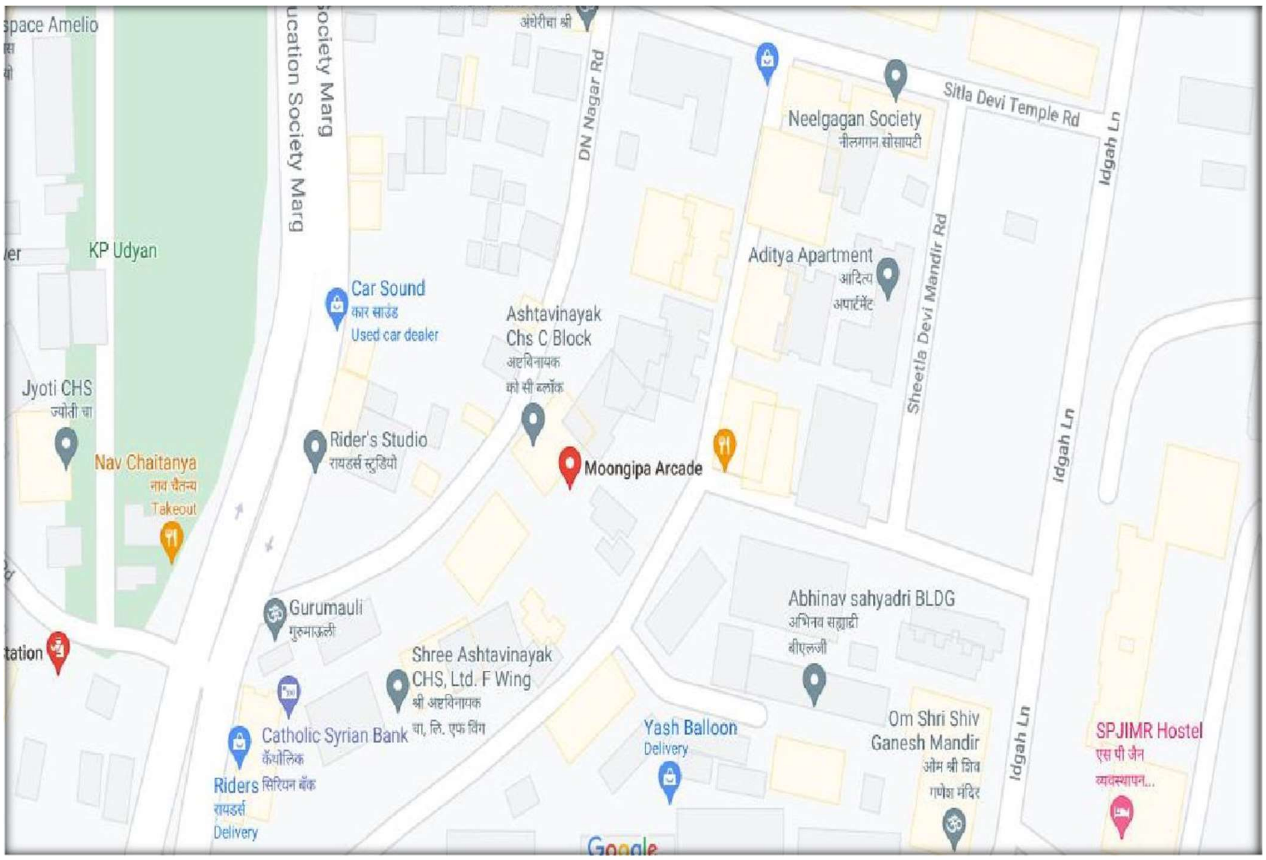
I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

S. No.	Item No.	Type of Resolution	No. of Shares held by me	I assent to the resolution	I dissent from resolution
1.	To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2024 and the Profit and Loss Account for the year ended on that date together with the Reports of Auditors and Directors thereon.				
2.	To appoint a director in place of Mr. Aniket Vijay Gangurde (DIN: 09573619) Director, who is retiring by rotation and being eligible, offers himself for re-appointment.				
3.	Authorization Under Section 186 Of Companies Act, 2013				
4.	Authorisation Under Section 180 Of The Companies, Act, 2013				

Place: Mumbai **Date:** **(Signature of the shareholder)**	

AGM ROUTE MAP

AGM venue: F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai MH 400053



By Courier

If undelivered please return to:

Registered Office: F-104, First Floor, Moongipa Arcade, D N Nagar, New Link Road, Andheri West Mumbai, Mumbai, MH- 400053

Email: girresort@gmail.com

Website: www.girnatureviewresortsltd.com

GIR NATUREVIEW RESORTS LIMITED
Balance Sheet as at March 31, 2024

Particulars	Note	March 31, 2024 Rupees	March 31, 2024 Rupees	March 31, 2023 Rupees	March 31, 2023 Rupees
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share capital	**3**	17,79,96,500		17,79,96,500	
(b) Reserves and surplus	**4**	(17,02,43,606)	**77,52,894**	(17,05,09,482)	**74,87,018**
(2) Share application money pending allotment	**5**	-	**-**	-	**-**
(3) Non-current liabilities					
(a) Long-term borrowings		1,89,70,000		1,89,70,000	
(b) Deferred tax liabilities (Net)		-	**1,89,70,000**	-	**1,89,70,000**
(4) Current liabilities					
(a) Trade payables	**6**	61,66,754		1,18,29,959	
(b) Other current liabilities	**7**	9,88,823		26,12,500	
(c) Short-term provisions	**8**	17,77,329	**89,32,906**	48,69,200	**1,93,11,659**
Total			**3,56,55,800**		**4,57,68,677**
II. ASSETS					
(1) Non-current assets					
(a) Fixed Assets					
(i) Tangible assets	**9**	40,33,896		48,76,821	
(ii) Intangible assets		-	**40,33,896**	-	**48,76,821**
(b) Non-current investments	**10**	-	**-**	1,88,64,324	**1,88,64,324**
(c) Deferred tax assets (net)	**11**				**9,44,992**
(d) Long-term loans and advances	**12**		1,89,70,000		1,89,70,000
(e) Other non-current assets			-		-
(2) Current Assets					
(a) Trade receivables		67,22,340		10,86,530	
(b) Cash and cash equivalents	**13**	14,16,657		10,26,010	
(c) other current assets		45,12,908		-	
(d) Short-term loans and advances	**12**		**1.26.51.905**		**21.12.540**
Total			**3,56,55,801**		**4,57,68,677**
			0		**(0)**
Summary of significant accounting policy	**2**				

The accompanying notes are an integral part of the financial statements

For Shailesh Pandey & Co
Firm Registration No 133595W
Chartered Accountants

For and on behalf of the Board **For and on behalf of the Board**

Shailesh Pandey
Proprietor
UDIN: 24145701BKBZRT3322
Membership No. : 145701
Date: 29-05-2024

Director Director

Place: Mumbai

GIR NATUREVIEW RESORTS LIMITED
Statement for Profit and Loss for the Period ended March 31, 2024

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023 Rupees
REVENUE:			
Revenue	**14**	**6,18,76,512**	12,54,600
Total Revenue		6,18,76,512	**12,54,600**
EXPENSES:			
Operating Expenses	**16**	**5,82,00,000**	9,68,67,900
Employee cost	**17**	**18,85,350**	8,97,120
Finance costs	**18**		-
Depreciation and amortization expenses	**9**	**8,42,925**	9,90,829
Other Expenses	**19**	**6,12,462**	3,99,890
Total Expenses		**6,15,40,737**	**9,91,55,739**
Profit before exceptional items		**3,35,775**	**(9,79,01,139)**
Exceptional Items	**20**		**-**
Profit before tax		**3,35,775**	**(9,79,01,139)**
Tax Expenses			
Current Tax		**40,307**	-
Deferred Tax	**21**	**29,591**	14,523
		69,899	**14,523**
		0	**-0.01%**
Profit for the year		**2,65,876**	**(9,79,15,662)**
XII. Profit (Loss) for the period from discontinuing operations			**-**
XIII. Tax expense of discontinuing operations			**-**
XIV. Profit (Loss) for the period from discontinuing operations (after tax) (XII -XIII)			**-**
XV. Profit (Loss) for the period (XI + XIV)		2,65,876	**(9,79,15,662)**
XVI. Earnings Per equity share (nominal value of shares Rs 10):	**22**		
(1) Basic			-
(2) Diluted			-
Summary of significant accounting policy	**2**		

The accompanying notes are an integral part of the financial statements

For Shailesh Pandey & Co
Firm Registration No 133595W
Chartered Accountants

For and on behalf of the Board

Director

Director

Shailesh Pandey
Proprietor
UDIN: 24145701BKBZRT3322
Membership No. : 145701
Date: 29-05-2024

Place: Mumbai

GIR NATUREVIEW RESORTS LIMITED

Statement of Audited Cash Flow For The Year Ended March 31 2024

(₹ in Lakhs)

	Particulars	For the year ended March 31, 2024		For the year ended March 31, 2023	
		₹	₹	₹	₹
A.	A) CASH FLOW FROM OPERATING ACTIVITIES :				
	1 Profit before Tax	3.36		(979.16)	
	Add / (Less) : Adjustment for				
	Depreciation and amortisation	8.43		9.91	
	Prior Period Items				
	Finance Costs				
	##				
		11.79	11.79	(969.25)	(969.25)
	2 Operating Profit before working capital changes		11.79		(969.25)
	Changes in Working Capital :				
	(b) Adjustment for (increase)/decrease in operating assets:				
	Inventories				
	Trade Receivables		(56.36)	69.78	
	Long Term Loans and Advances		-	485.92	
	Short Term Loans and Advances		-	-	
	Other Current Assets		(45.13)	-	
	Other adjustments		-10.88		
	Adjustment for increase/(decrease) in operating Liabilities:				
	Trade Payables		56.63	(129.44)	
	Short-term provisions		30.92	4.91	
	Other Current Liabilities		16.24	(19.22)	
	Net Changes in Working Capital		3.21		(969.25)
	3 Cash generated from operations				
	Income Tax Paid (Net) / Reund		0.70		-
	Net Cash flow from Operating Activities		3.91		(969.25)
B	B) CASH FLOW FROM INVESTING ACTIVITIES				
	Purchase of Property, Plant & Equipment				
	Purchase of Intangible Asset under Development				
	Interest received on Fixed Deposits		-		-
	Net Cash flow used in Investing Activities		-		-
C	C) CASH FLOW FROM FINANCING ACTIVITIES				
	Proceeds from issue of equity shares				
	Proceeds/(Repayment) of Borrowings				
	Finance Cost Paid				
	Net Cash flow from Financing Activities		-		-
	Net increase /(decrease) in Cash and cash equivalents (A+B+C)		3.91		(969.25)
	Cash and cash equivalents at the beginning of the year		10.26		2.13
	Less: Transferred on Demerger		-		-
	Effect of exchange differences on restatement of foreign currency		-		-
	Cash and cash equivalents as at the end of the year		14.17		(967.12)
	Cash and Cash Equivalents consists of :-				
	(i) Cash-in-hand		1.82		2.40
	(ii) Balance with Banks in Current Accounts		12.35		7.86
	Total		14.17		10.26
	Note:		0.00		-

The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (AS-3) "Cash Flow Statements"

The accompanying notes are an integral part of the financial statements

For Shailesh Pandey & Co
Firm Registration No 133595W
Chartered Accountants

For and on behalf of the Board

Director   Director

Shailesh Pandey
Proprietor
UDIN: 24145701BKBZRT3322
Membership No. : 145701
Date: 29-05-2024

Place: Mumbai

GIR NATUREVIEW RESORTS LIMITED

Notes forming part of the financial statements

Note	Particulars
1	**Corporate information** Gir Nature View Resorts Limited is a public company domiciled in India and incorporated under The Companies Act, 1956. The company is engaged in the business of providing support services to Hospitality sector.
2	**Significant accounting policies**
2.1	**Basis of accounting and preparation of financial statements** 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 Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. This is the first year of business of the company.
2.2	**Depreciation and amortisation** Depreciation has been provided on the WDV method as per the rates prescribed in Schedule XIV to the Companies Act, 1956
2.3	**Revenue recognition** The Company follows accrual method of accounting for all significant items of expenses and income.
2.4	**Tangible fixed assets** Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.
2.5	**Foreign currency transactions and translations** Foreign currency translation in respect of revenue items are stated at actual rates transacted and in respect of balance sheet items converted at relevant rates as at the end of the accounting year followed.
2.6	**Earnings per share** Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share.

GIR NATUREVIEW RESORTS LIMITED
Notes forming part of the financial statements

Note 2 Significant accounting policies (contd.)

Note	Particulars
2.7	**Taxes on income** a) In the current Period, provision for Income Tax of Rs.24,668/- is made. b) The break-up of net deferred tax asset on account of timing difference as at 31st March, 2015 is shown in note 11
2.8	**Provisions and contingencies** Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed on the basis of information available with the Company.
2.9	**Insurance claims** Insurance Claims are accounted for on the basis of actual loss assessed, as and when finally settled and received.
2.10	**Balances with third parties** Balances of Sundry Debtors, Creditors, Loans, Deposits, Advances are subject to confirmation reconciliation and adjustments, if any.
2.11	The Revised Schedule VI has become effective from 1 April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

GIR NATUREVIEW RESORTS LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2024
(All amount in Rupees, unless otherwise mentioned)

Note 3: Share Capital

	March 31, 2024	March 31, 2023
Authorized Shares		
21,000,000 (PY: 21,000,000) equity shares of Rs. 10/- each	21,00,00,000	21,00,00,000
	21,00,00,000	**21,00,00,000**
Issued, Subscribed and fully paid-up shares		
17,67,46,500 (PY : 17,67,46,500) equity shares of Rs. 10/- each	17,79,96,500	17,79,96,500
Total issued, subscribed and fully paid-up share capital	**17,79,96,500**	**17,79,96,500**

a) **Reconciliation of shares outstanding at**

Equity Shares	March 31, 2024		March 31, 2023	
	No.of Shares	Amount	No.of Shares	Amount
At the beginning of the period	1,77,99,650	17,79,96,500	1,77,99,650	17,79,96,500
Issued during the period - Preferential	-	-	-	-
Outstanding at the end of the period	**1,77,99,650**	**17,79,96,500**	**1,77,99,650**	**17,79,96,500**

b) **Details of Shareholders holding more than 5% shares in the Company**

	March 31, 2024		March 31, 2023	
	No.of Shares	% holding in the class	No.of Shares	% holding in the class
Equity shares of Rs. 10 each fully paid				

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

Note 4: Reserves and Surplus

		March 31, 2024		March 31, 2023
Profit and Loss Account				
Opening Balance	(17,42,59,482)		(7,63,43,819)	
Transferred from Statement of Profit and Loss	2,65,876		(9,79,15,662)	
Reval reserve				
		(17,39,93,606)		(17,42,59,482)
Securities Premium Account	37,50,000	37,50,000		37,50,000
TOTAL		**(17,02,43,606)**		**(17,05,09,482)**

Note 5: Share application money pending allotment

As at 31 March 2024, the Company doesnt have any share application money towards equity shares of the Company (As at PY Nil)

Note 6: Trade Payables

	March 31, 2024	March 31, 2023
Dues for Service	61,66,754	1,18,29,959
TOTAL	**61,66,754**	**1,18,29,959**

Note 7: Other current Liabilities

	March 31, 2024	Particulars
Other liabilities	9,88,823	26,12,500
TOTAL	**9,88,823**	**26,12,500**

GIR NATUREVIEW RESORTS LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2024
(All amount in Rupees, unless otherwise mentioned)

Note 8: Short Term Provisions

	March 31, 2024	Particulars
	17,77,329	48,69,200
TOTAL	**17,77,329**	**48,69,200**

Note 10: Non-current Investments

	March 31, 2024	Particulars
Trade Investments (valued at cost)		
Unquoted equity instruments		
	-	**1,88,64,324**
Aggregate amount of unquoted investments	-	1,88,64,324

Note 11: Deferred Tax Assets / (Liabilities)

	March 31, 2024	Particulars
Opening Balance		
On account of disllaowances- Preliminary Expenses		
TOTAL		
Trade Receivables	67,22,340	10,86,530

Note 12: Loans and Advances

	Non Current		Non Current	
	March 31, 2024	September 30, 2023	Particulars	September 30, 2022
Business advances	1,89,70,000	1,89,70,000	1,89,70,000	4,87,12,390
	-	-	-	-
Total	**1,89,70,000**	1,89,70,000	**1,89,70,000**	4,87,12,390

Loans and advances due by directors or other officers,etc.

	Non - current		Non - current	
	March 31, 2024	September 30, 2023	Particulars	September 30, 2022
Business Advances include				
Dues from Others				
Dues from relatives of Directors				

Note 13: Cash and bank balances

		0		-0.165273413
	current		current	
	March 31, 2024	September 30, 2023	Particulars	September 30, 2022
Cash and cash equivalents				
Balances with banks:				
On current accounts	12,34,512	7,62,134	7,86,120	7,62,134
		-		-
Cash on hand	1,82,145	1,50,000	2,39,890	1,50,000
Total	**14,16,657**	**9,12,134**	**10,26,010**	**9,12,134**

Note 14: Revenue from Operations

	March 31, 2024	Particulars
Income	6,00,00,000	12,54,600
TOTAL	**6,00,00,000**	**12,54,600**

Note 15: Other Income

	March 31, 2024	Particulars
Other Income	-	-
TOTAL	**-**	**-**

GIR NATUREVIEW RESORTS LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2024
(All amount in Rupees, unless otherwise mentioned)

Note 16: Operating Expenses

	March 31, 2024	Particulars
Expenses	5,82,00,000	9,68,67,900
TOTAL	**5,82,00,000**	**9,68,67,900**

Note 17: Employee costs

	March 31, 2024	Particulars
Salary	9,88,230	8,97,120
TOTAL	**9,88,230**	**8,97,120**

Note 18: Finance Costs

	March 31, 2024	Particulars
Bank Charges	-	-
TOTAL	**-**	**-**

Note 19 : Other Expenses

	March 31, 2024	Particulars
Conveyance & travelling expenses	2,26,712	2,26,712
Demat/RTA Expenses	2,50,000	2,50,000
Telephone and internet expenses	1,12,300	1,12,300
Payment to Auditors:		
As auditors- Statutory Audit	35,000	35,000
Legal & professional charges	-	-
Miscellaneous expenses	12,52,488	12,52,488
TOTAL	**3,44,562**	**3,99,890**

Note 20: Exceptional Items

	March 31, 2024	Particulars
Pre incorporation Expenses- ROC Charges	-	-
TOTAL	**-**	**-**

Note 21: Deferred Tax Assets / (Liabilities)

	March 31, 2024	Particulars
On account of dislaowances		
TOTAL	**-**	**-**

Note 22: Earnings Per Equity Share

	March 31, 2024	Particulars
Net Profit available for equity shareholders (Numerator used for calculation)	2,65,876	(9,79,15,662)
Weighted Average No. of equity shares (Used as denominator for calculating EPS)	1,77,99,650	1,77,99,650
Basic and Diluted Earnings per share (Rs.) (Equity Share of face value of Rs. 10 each)	0.01	(5.50)

GIR NATUREVIEW RESORTS LIMITED

Schedule 9
Fixed assets
FY 2023-24

FY24

As per WDV Method									
Asset	**Date Of Purchase Of Asset**	**Carring Cost as on**	**Addition this year**	**Deletion this year**	**Estimated useful life (in years)**	**Days used in year**	**Rate of Dep.**	**Dep. Amount**	**Net block**
		1-Apr-2023							**31-Mar-2024**
Computers	1-Apr-12	-						-	-
Computers	1-Apr-13	-						-	-
Computers	1-Apr-14	-						-	-
Computers	1-Apr-15	1,21,920			15	365	18.10%	21,073	1,00,847
software	30-Jun-17	9,51,031			15	365	18.10%	1,64,379	7,86,652
software		12,54,943	-		15	365	18.10%	2,16,908	10,38,035
	15-Mar-20	13,05,756			15	365	18.10%	2,25,690	10,80,065
Total		36,33,650	-	-				6,28,050	30,05,599
		-						-	-
Plant & Machinery	1-Apr-10	7,162	-		15	365	18.10%	1,240	5,922
Plant & Machinery	1-Apr-12	53,111			15	365	18.10%	9,180	43,931
Plant & Machinery	1-Apr-13	7,369			15	365	18.10%	1,274	6,095
Plant & Machinery	1-Apr-14	4,66,576			15	365	18.10%	80,644	3,85,932
Plant & Machinery	1-Apr-15	4,51,354			15	365	18.10%	78,013	3,73,340
Plant & Machinery	1-Apr-15	2,57,599			15	365	18.10%	44,524	2,13,075
		-						-	-
TOTAL		12,43,172	-	-				2,14,875	10,28,296
		-							-
TOTAL		48,76,821	-	-				**8,42,925**	40,33,896