



BE SWASTH HEALTHCARE LIMITED

CIN: L93000DL1985PLC021397

Date: 17th August, 2024

To,

The Head - Listing & Compliance

Metropolitan Stock Exchange of India Limited (MSEI)
Vibgyor Tower, 4th Floor,
Plot No. C-62, G - Block,
Opp. Trident Hotel
Bandra Kurla Complex
Mumbai-400098

ISIN - INE288U01011

Sub: Annual Report 2023-24

Dear Sir /Ma'am,

This has further to our communication dated August 08th, 2024 intimating the AGM of the Company to be held on Tuesday, September 10th, 2024. In compliance with Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year 2023-24 along with Notice of AGM. The same has also been sent to the members through electronic mode. The Annual Report including AGM Notice are also available on the Company's web-site www.be-swasth.in

Thanking you.

Yours Faithfully,

**For and on behalf of
Be Swasth Healthcare Limited**

**Sushma Jain
Managing Director & CFO
DIN:08545336**

Annual Report

2023-24



Be-Swasth Healthcare Limited

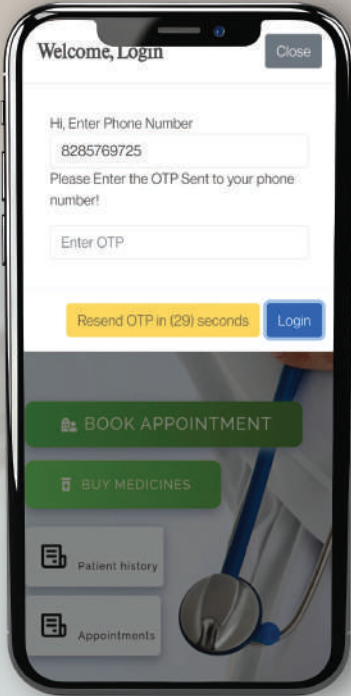




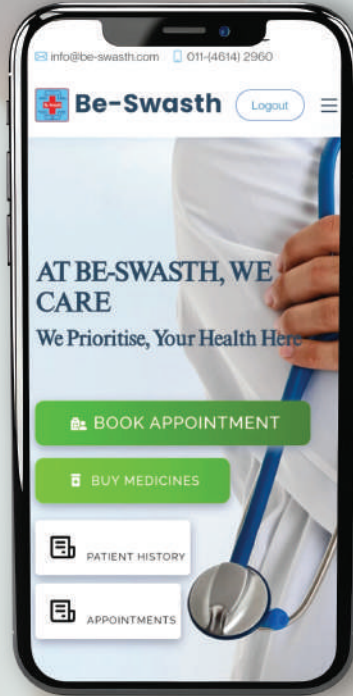
BE-SWASTH : HOW IT WORKS



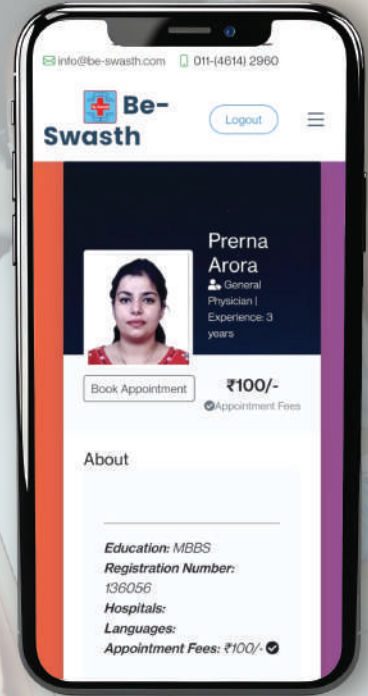
BOOK AN APPOINTMENT IN 5 EASY STEPS



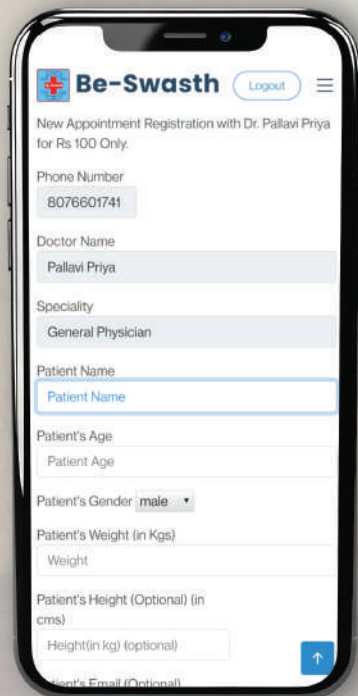
STEP-1
Choose to Signup



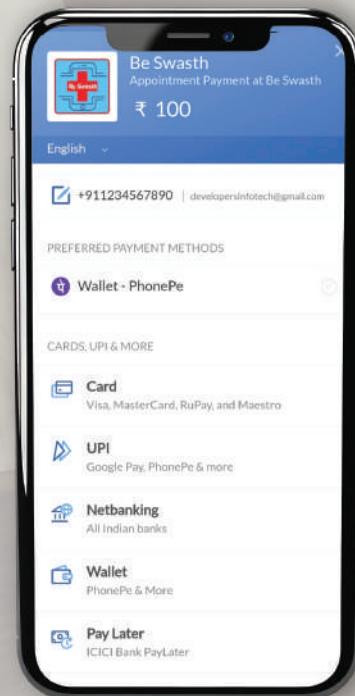
STEP-2
Click on book Appointment



STEP-3
Choose your Doctor



STEP-4
Entre patient Details



STEP-5
Complete the Payment

CHECK OUT OUR SOCIAL MEDIA LINKS



<https://www.facebook.com/BeSwasthApp>



<https://www.instagram.com/beswasthapp/>



<https://twitter.com/SwasthBe>

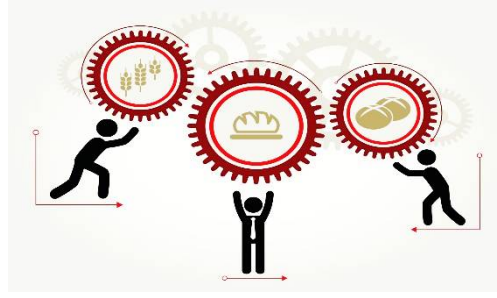


<http://www.linkedin.com/in/be-swasth-194327207>



MARKETING CAMPAIGN





Our Operations Team

S.No.	Name	Designation
1.	Mrs. Sushma Jain	Managing Director & CFO
2.	Ms. Sonali Gupta	Director
3.	Mr. Amit Bhardwaj	Company Secretary

Doctors Associated with Be Swasth



(Dr. Pallavi Priya)
(MBBS)



(Dr. Purna Arora)
(MBBS)



(Dr. Srihita Shiri)
(MBBS)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mrs. Sushma Jain (DIN:08545336)
(Managing Director & CFO)

Non-Executive Directors

Mr. Ganesh Ray (DIN:00463635)

Mr. Virender Kumar Jain (DIN:00036894)

Ms. Nirmal Jain (DIN:00036929)

Ms. Sonali Gupta (DIN: 09277676)

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Karan Jindal (Resigned on 26.12.2023)

Mr. Amit Kumar (Appointed on 12.07.2024)

REGISTERED OFFICE

812, Aggarwal Cyber Plaza-1, Netaji
Subhash Place, Pitampura, Delhi-110034

Tel: 011-46142960

Email: cs@be-swasth.com

Website: www.be-swasth.in

STATUTORY AUDITORS

M/S PVR-N & Co., Chartered Accountants
Mr. Pradeep Kumar Jindal

6772/2, Block 10B, Dev Nagar, D B Gupta
Road, Opposite Bali Nursing Home, New
Delhi 110005

INTERNAL AUDITORS

Chandni Singla & Associates,
Chartered Accountants

SECRETARIAL AUDITORS

M/s Apoorv & Associates,
Practicing Company Secretary

Mr. Apoorv Srivastava, Auditor

BANKERS

HDFC Bank, New Delhi

REGISTRAR AND TRANSFER AGENT

**Beetal Financial & Computer
Services (P) Limited**

Beetal House, 3rd Floor, 99
Madangir, Behind Local Shopping
Centre, Near Dada Harsukhdas
Mandir, New Delhi-110062

CORPORATE IDENTITY NUMBER

L93000DL1985PLC021397

STOCK EXCHANGE

Metropolitan Stock Exchange of
India (MSEI)



NOTICE

NOTICE is hereby given that the **38th Annual General Meeting** of the members of **Be Swasth Healthcare Limited** will be held **Tuesday, the 10th day of September, 2024 at 01.00 P.M.** at **Maharaja Banquets Monarch Residency, A-1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063** to transact the following Business:-

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 along with the reports of Independent Auditors and Directors thereon.
2. To consider the re-appointment of Mrs. Nirmal Jain (DIN: 00036929), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

**For and On Behalf of
Be Swasth Healthcare Limited**

**Sd/-
Amit Kumar**

Date: August 08, 2024

Place: New Delhi

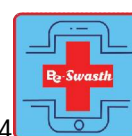
**Company Secretary
(M. No. 32378)**

NOTES: -

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED, STAMPED AND SIGNED NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
2. As there is no special business to be transacted at the 38th Annual General Meeting, therefore there is no requirement to annex Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013.
3. The details of Director/ Manager seeking re-appointment, in terms of the Companies Act, 2013 (including Secretarial Standard-2) are annexed hereto and forms part of this notice.

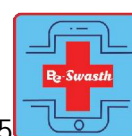


4. Relevant documents, if any and statutory registers will be open for inspection, in physical form, at the Registered Office of the Company on all working days up to the date of the AGM and will also be available for inspection at the AGM. Members seeking inspection of such documents can send an e-mail to cs@be-swasth.com
5. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting alongwith the Specimen Signature of representative authorised under said resolution to attend & vote on behalf of the meeting.
6. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
7. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
8. Pursuant to Section 105 of Companies Act, 2013, a person shall act as proxy of not more than 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights. Member holding more than 10 percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member. A Proxy Form is annexed to this Report in Form MGT-11.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
10. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, all requests for transfer of securities shall be processed only if the securities are held in dematerialized form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation since physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. Members can contact Company's RTA at beetalrta@gmail.com. in for assistance in this regard.
11. Members may please note that SEBI vide its Circular dated January 25, 2022 has mandated Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4.
12. The attendance of the Members attending the AGM through Physically or through proxy/Authorised representative shall be counted for the purpose of reckoning the quorum

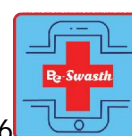


under Section 103 of the Companies Act, 2013. Such person should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.

13. The route map showing directions to reach the venue of the 38th AGM is annexed.
14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
15. The Notice calling the AGM has been uploaded on the website of the Company at www.be-swasth.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI Limited at www.msei.in. AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com
16. Institutional shareholders (i.e. other than individuals, Hindu Undivided Family, Non-resident Indians etc.) are required to send a scanned copy (PDF/ JPG Format) of their board resolution/ authority letter/ power of attorney etc., authorizing their representatives to attend/ participate in the AGM through VC/ OAVM on their behalf and to vote through remote e-voting. The said resolution/ authority letter/ power of attorney etc. shall be sent to the Scrutinizer by e-mail through their registered e-mail address at apoorvandassociates@gmail.com with a copy to evoting@nsdl.co.in
17. The Integrated Annual Report including the Notice of the AGM for the FY 2023-24 is being sent to all the Members whose e-mail addresses are registered with the Company / Depository Participants ('DPs') unless any Member has requested for a physical copy of the same. The Company shall send a physical copy of the Integrated Annual Report to those Members who request the same at cs@be-swasth.com mentioning their Folio No. / DP ID and Client ID. The Notice convening the 38th AGM has been uploaded on the website of the Company at www.be-swasth.in and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. at www.msei.in. The AGM Notice is also available on the website of NSDL at www.evoting.nsdl.com.
18. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Company's RTA, i.e. Beetal Financial & Computer Services (P) Limited.
19. The cut-off date, i.e. Tuesday, 3rd September 2024, shall be considered for determining shareholders entitled to avail the facility of remote e-voting/ voting at the AGM.



- 20.** Members who are holding shares in physical form in identical names in more than one folio are requested to write to RTA enclosing their Share Certificate(s) to enable the Company to consolidate their holding into one folio.
- 21.** The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 3rd September 2024 to Tuesday, the 10th September, 2024 (both days inclusive).
- 22.** In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/her death. Shareholders desirous of availing this facility may submit nomination in SH-13.
- 23.** Members are also requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registration of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at www.be-swasth.in in case the shares are held in physical form, in the prescribed form. Changes intimated to the DP will then be automatically reflected in the Company's records.
- 24.** The Equity Shares of the Company are listed with the MSEI Ltd.
- 25.** For remote e-voting at AGM, shareholders who have not yet registered their email address and in consequence the e-voting notice cannot be serviced may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Private Limited by sending a mail at beetalrta@gmail.com.
- 26.** It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings, with the Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada HarsukhDass Mandir, New Delhi-110062 India by following due procedure.
- 27.** The Company has appointed Mr. Apoorv Srivastava, Company Secretary in practice of M/s Apoorv & Associates (Membership No.-F12734; C.P. No.-21063) as Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- 28.** The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and there after unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working 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 any other person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
- 29.** The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.be-swasth.in and on the website of NSDL www.evoting.nsdl.com



immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the concerned stock exchanges.

30. Queries on the Annual Report and operations of the Company, if any, may please be sent to the Company at least Seven days prior to the date of the AGM so that answers may be provided at the Meeting.

31. Members are requested to notify any change in their address, if any to the Registrar & Share Transfer Agent of the Company at the following address:-

M/s Beetal Financial & Computer Services (P) Limited,
Beetal House, 3rd Floor, 99 Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi-110062
Phone: 91-11-29961281-83
Fax: 91-11-2996 1284

[Email- beetal@beetalfinancial.com](mailto:beetal@beetalfinancial.com)

In all correspondence, please quote your DP ID & Client ID or Folio Number.



THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 07th September, 2024 at 09:00 A.M. and ends on 09th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 3rd September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 3rd September, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com . Select " Register Online for IDeAS Portal " or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp



2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.



	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911



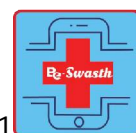
B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the

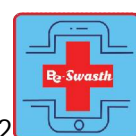


- system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open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

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to apoorvandassociates@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Abhishek Mishra at evoting@nsdl.com

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

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



**For and On Behalf of
Be-Swasth Healthcare Limited**

**Sd/-
Amit Kumar
(M. No. 32378)**

**Date: August 8, 2024
Place: New Delhi**



DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT

[In pursuance of Secretarial Standard on General Meetings (SS-2) & Regulation 36(3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mrs. Nirmal Jain
DIN	00036929
Father's Name	Mr. Hukum Chand Jain
Date of Birth	02.01.1960
Age	64 years
Nationality	Indian
Date of first appointment on the Board	10.05.2006
Qualification	She is Graduated from Delhi University
Experience & Expertise in specific functional area	She is having knowledge in Managerial Skills.
Terms & Conditions for appointment/reappointment	As per the Companies Act, 2013
Details of Remuneration	Nil
Remuneration last drawn	Nil
Shareholding in the Company (No. & %)	Nil
Relationship with Directors, Manager and other KMP of the Company	Ms. Nirmal Jain being wife of Mr. Virender Kumar Jain, Director, is related to her. She is not related to any other Director and KMP of the Company
Number of Shares held in the Company	Nil
Directorship held in other companies	<ul style="list-style-type: none">• Kadimi Sweets Private Limited• Padma Properties Private Limited
Chairman/Member of the Committees of the Boards of Directors	Member of Audit and NRC Committee.



Number of Board Meetings attended during the year

Six (6)

**For and On Behalf of
Be-Swasth Healthcare Limited**

**Sd/-
Amit Kumar
(M. No. 32378)**

**Date: August 08, 2024
Place: New Delhi**



DIRECTORS' REPORT

To,
The Members
Be Swasth Healthcare Limited

Your Directors have pleasure in presenting the 38th Annual Report together with Audited Financial Statements for the financial year ended on March 31, 2024.

1. FINANCIAL HIGHLIGHTS

Financial Summary and performance Highlights of your Company, for the financial year ended March 31, 2024 are as follows:

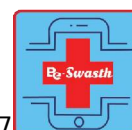
		Amt in (₹)	
Particulars		31.03.2024	31.03.2023
	Total Revenue	29,97,600	25,10,753
Less:	Total Expenditure	22,89,056	28,23,707
	Net Profit/(Loss) before Tax (PBT)	7,08,544	(3,12,954)
Less:	Provision for Income Tax-Current	1,78,341	-
	Provision for Deferred Tax	17,868	(1,00,056)
	Profit/(Loss) After Tax	5,12,335	(4,13,010)

WORKING TOWARDS NEW VISION

The Company is continuously working towards transforming and improving healthcare facilities by providing convenient mode to access qualified doctors at very economical rates. For this, the Company launched an online platform through which Medical Consultation are being provided to the patients at only Rs. 100 (Rupees Hundred Only). The Company wants to contribute to society by making doctors available at their very door step. The Company also arranges medical camps frequently to make people aware about wellbeing and necessity of healthcare.

2. COMPANY'S STATE OF AFFAIRS AND OPERATIONS

Be Swasth Healthcare Limited (the Company) is a Public Limited Company situated in India and Incorporated under the provisions of the Companies Act, 1956. The Shares of the Company are listed on the Metropolitan Stock Exchange of India Limited. The name of the Company was "Ujala Commercials Ltd." originally which was later on changed to "Be-Swasth Healthcare Ltd." based on objective of providing healthcare facilities.



We established a Tele Health platform which offers a complete healthcare solution for patient that can be availed from the comfort of home, office, or anywhere else.

FINANCIALS

The Profit of the Company is Rs. 5,12,335 (Rupees Five lakhs twelve thousand three hundred and thirty five) in the Financial Year 2023-24 as Compare to the loss Rs. 4,13,010 (Rupees Four lakhs thirteen thousand and ten) in the previous year.

3. DIVIDEND AND TRANSFER TO RESERVES

The Board of Directors has not recommended any dividend for the financial year 2023-24 and there has been no transfer to General Reserve.

4. CAPITAL STRUCTURE

Authorised Share Capital

The Authorised Share Capital of the Company as at March 31, 2024 was Rs. 5,00,00,000.

Paid up Share Capital

The Paid-up share capital as at March 31, 2024 stands at 1,11,90,000 comprising of 11,19,000 equity shares of Rs. 10/- each fully paid up.

5. CHANGE IN NATURE OF BUSINESS

The Company had changed its nature of business to diversify it into Healthcare Sector in the year 2021.

6. MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitment affecting the financial position of the Company occurring between March 31, 2024 and the date of Board Report.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In compliance with the provisions of Section 152 of the Companies Act, 2013 and rules made thereunder, the following are the Directors of the Company designated as follows;



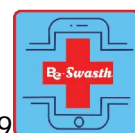
Sr. No.	Name of Director/KMP	Designation	Date of Appointment	Date of Cessation
1.	Mr. Ganesh Ray	Chairman, Independent Director	February 10, 2016	
2.	Mr. Virender Kumar Jain	Non-Executive Director	March 05, 1999	
3.	Ms. Nirmal Jain	Non-Executive Director	May 10, 2006	
4.	Mrs. Sushma Jain	Managing Director & CFO	February 10, 2024	
5.	Mr. Karan Jindal	Company Secretary	August 7, 2023	December 26, 2023
6.	Mr. Pranshu Poddar	Whole Time Director	June 15, 2021	September 1, 2023
7.	Ms. Sonali Gupta	Non Executive Director	August 11, 2021	
8.	Mr. Amit Kumar	Company Secretary	July 12, 2024	

Appointment, Re-appointment and Resignation of Directors

- Mr. Pranshu Poddar, Wholetime Director of the Company resigned w.e.f. 1st September, 2023.
- Mr. Karan Jindal, Compliance Officer and Company Secretary of the Company resigned w.e.f. 26th December, 2023.
- Mrs. Sushma Jain appointed as Managing Director & CFO of the Company w.e.f. 10th February, 2024.
- Mr. Amit Kumar appointed as Compliance Officer and Company Secretary of the Company w.e.f. 12th July, 2024.
- Designation of Ms. Sonali Gupta changed from executive director to non executive director w.e.f. 11th December, 2024

8. DECLARATION BY THE INDEPENDENT DIRECTORS

All Independent Directors have given declaration that they meet the criteria of Independence as provided in the Section 149 and Regulation 16(1) (b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's code of conduct.



9.DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Directors of the Company state that:

- In the preparation of the annual accounts for the financial year ended March 31, 2024, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit and loss of the Company for that period;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The Directors had prepared the annual accounts on a going concern basis;
- The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10.COMPANY'S POLICY ON DIRECTORS' APPOINTMENT, REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Company has adopted a Nomination and Remuneration Policy on Director's Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters as provided under Section 178(3) of the Companies Act, 2013. The Policy is enclosed in Annexure-2 as a part of this report.

11.PARTICULARS OF LOANS, GURANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The details of the Loan gave by the Company, if any, are mentioned in Note No. 3 of the Audited Financial Statements. The Company has not given any Guarantee to any person and made any investment during the year under review.

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



There were no Related Party Transaction entered during the financial year 2023-2024, except payment of remuneration to Director and KMP's, by the Company as defined in the Policy on RPTs. Accordingly, the disclosure of RPTs as required under Section 134(3)(h) of the Act in Form AOC-2 is enclosed as **Annexure -3**.

13. AUDITORS' AND AUDIT REPORTS

(i) Statutory Auditors

In terms of the provisions of Section 139 of the Act, **M/s PVR-N & Co., Chartered Accountants, (Firm Registration No. 004062N)** were appointed as Company's Statutory Auditors by the shareholders at their 33rd AGM held on September 27, 2019 for a period of Five Years i.e. till the conclusion of 38th Annual General Meeting.

The requirement for the annual ratification of the auditor's appointment at the AGM has been omitted pursuant to Companies (amendment) Act, 2017 notified on May 7, 2018.

(ii) Auditors Report

There were no frauds reported by the statutory auditor to the audit committee or the board under section 143 of the act. The observations made in the auditor's report read together with relevant notes thereon are self-explanatory and hence do not call for any further comments from the Directors under section 134(3)(f) of the Companies Act, 2013.

(iii) Secretarial Auditor

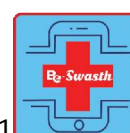
In terms of the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company had appointed **M/s Apoorv & Associates**, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Secretarial Auditors have submitted their report, confirming compliance by the Company of all the provisions of applicable corporate laws. The Report does contain three qualification, the views of management on that is mentioned in this Board Report. The Secretarial Audit Report is annexed as "**Annexure-4**" to this report.

(iv) Internal Auditor

The Company has appointed M/s Chandni Singla & Associates, Chartered Accountants as internal auditors of the company pursuant to section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014.

14.DETAILS & NUMBER OF BOARD MEETINGS AND COMMITTEE MEETINGS CONDUCTED DURING THE YEAR

The Board comprises of five directors including 2 woman directors, Out of five directors, one is Managing Director and four are Non-Executive Directors.



During the year, the Board met Six (6) times. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013, Secretarial Standard-1 and Listing Regulations.

Meetings of the Board are held at the registered office of the Company. During the financial year 2023-24, the Board met six times as per the details mentioned below:-

S.No.	Date of Board Meeting
1.	May 29,2023
2.	August 7,2023
3.	August 24,2023
4.	November 8,2023
5.	December 11, 2023
6.	February 10, 2024

Composition of the Board of Directors as on March 31, 2024 and attendance at the Board meetings held during the Financial Year ended March 31, 2024 and at the last Annual General Meeting ('AGM') are given in table below:

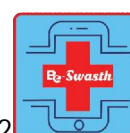
NameoftheDirector	Category	Attendance at the Meetings	
		Board Meeting	Last AGM
		Attended	Attended
Mr. Virender Kumar Jain (DIN: 00036894)	Non-Executive Director	6/6	No
Ms. Nirmal Jain (DIN:00036929)	Non-Executive Director	6/6	No
Mr.Ganesh Ray (DIN:00463635)	Independent Director	6/6	Yes
Mr. Pranshu Poddar (DIN:09203812)	Whole Time Director (resigned w.e.f. 01/09/2023)	3/3	N.A.
Mrs. Sushma Jain (DIN:08545336)	Managing Director & CFO	6/6	No
Ms. Sonali Gupta (DIN: 09277676)	Non-Executive Director	6/6	Yes

Relationship between Directors

Mr. Virender Kumar Jain and Ms. Nirmal Jain are related as husband and wife. No other Director is related to any other Director.

Independent Directors Meeting

Independent Directors met (through Video conferencing) on February 10, 2024, without the attendance of Non-Independent Directors and members of the management of the



Company. The Independent Directors, inter alia evaluated performance of the Non-Independent Directors, Chairman of the Company and the Board of Directors as a whole, for the Financial Year ended March 31, 2024. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Familiarisation Programme for Independent Directors

In Compliance with the Regulation 25 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarises its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, Legal updates, etc. In this regard, the Company follows a structured familiarisation programme for the Independent Directors. The details related thereto are displayed on the Company's website (www.be-swasth.in).

COMMITTEES OF THE BOARD

The Board has constituted several Committees of Directors namely Audit Committee, Nomination & Remuneration Committee with specific terms of reference. The Committees operate as empowered agents of the Board as per their terms of reference that set forth the purposes, goals and responsibilities. Committee members are appointed by the Board with the consent of individual Directors. The Committees meet as often as required or as statutorily required. The minutes of the meetings of all Committees of the Board are placed at Board meetings for noting.

a) Audit Committee

The Audit Committee primarily constitutes a formal and transparent arrangement for accurate financial reporting and strong internal controls. The Committee through regular interaction with external and internal auditors and review of financial statements ensures that the interests of stakeholders are properly protected.

All members of the Audit Committee are financially literate and a majority has accounting or financial management expertise.

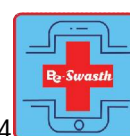
(i) Terms of Reference:

The Audit Committee functions according to its terms of reference that define its composition, authority, responsibility and reporting function in accordance with the provisions of the Companies Act, 2013 and Regulation 18 of Listing Regulations which, inter-alia, include the following:

- 1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;**
- 2. Recommendation for the appointment, remuneration and terms of appointment of auditors.**



3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any related party transactions.
 - g) Draft Auditors Report including qualifications, if any.
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing with the management, the statement of uses/ application of funds raised through an issue/ public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take steps in this matter;
7. Reviewing and monitoring with the management, independence and performance of statutory and internal auditors, adequacy of the internal control systems, and effectiveness of the audit processes;
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
9. Discussion with internal auditors on any significant findings and follow up thereon;
10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature, and reporting the matter to the Board;
11. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors;
13. To review the functioning of the Whistle Blower Policy (Vigil Mechanism);



14. Approval of appointment of CFO (i.e., the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
15. Approval or any subsequent modification of transactions of the Company with related parties;
16. Scrutiny of inter-corporate loans and investments;
17. Valuation of undertakings or assets of the Company, wherever it is necessary;
18. Evaluation of internal financial controls and risk management system;
19. Review of Management discussion and analysis of financial condition and results of operations;
20. Review of Management letters / letters of internal control weaknesses issued by the statutory auditors;
21. Review of Internal audit reports relating to internal control weaknesses;
22. Review of Financial statement, in particular, investments made by the subsidiary company(s);
23. Review of appointment, removal and terms of reference of Chief Internal Auditor;
24. Recommend appointment and remuneration of Cost Auditors;
25. Any other role as prescribed by the Companies Act, 2013 and the Listing Regulations.

ii) Composition and Attendance at the meeting:

The Audit Committee presently consists of three Non-Executive Directors. The Audit Committee meets at least four times in a year with a gap of not more than 120 days between two meetings. During the year the Committee met five times i.e. on May 29, 2023, August 07, 2023, August 24, 2023, November 8, 2023 and February 10, 2024. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is greater with atleast two Independent Directors.

The details of composition of Audit Committee, meetings held during the year and attendance of the members are as under:

S. No.	Name of Director	Position in the Audit Committee	No. of Meetings attended out of Five
1.	Mr. Ganesh Ray	Chairman	5
2.	Ms. Nirmal Jain	Member	5
3.	Mrs. Sushma Jain (ceased to be a member w.e.f. 10/02/2024)	Member	5



4.	Mr. Virender Kumar Jain (member w.e.f. 10/02/2024)	Member	1
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Invitees:

Statutory Auditors, Internal Audit firm's representatives, and other executives, as desired by the Committee, attend the meetings as invitees.

b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee, constituted under Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015, functions according to its terms of reference that define its composition, authority, responsibility and reporting functions which, inter alia, include the following:

(i) Terms of Reference:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a Director;
2. To formulate and recommend to the Board of Directors a policy relating to the remuneration for:
 - Directors;
 - Key Managerial Personnel; and
 - Other employees of the Company
3. To formulate criteria for performance evaluation of independent Directors and the Board and to carry out evaluation of every Director's performance;
4. To devise a policy on diversity of board of Directors;
5. To identify persons who are qualified to become Director in accordance with the criteria laid down and recommend to the Board, their appointment/removal;
6. To identify persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board, their appointment /removal;
7. To extend or continue the term of appointment of the independent Director, on the basis of the report of performance evaluation of independent Directors;
8. Any other role as may be prescribed by law, fromtime to time.

(ii) Composition and Attendance at the meeting:

The Nomination and Remuneration Committee presently consists of three non-executive Directors. The Committee meets as often as required. During the year the Committee met one time i.e. May 29, 2023. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is greater including at least one independent Director in attendance.



The details of composition of Nomination and Remuneration Committee, meetings held during the year and attendance of the members are as under:

S. No.	Name of Director	Position in the Committee	No. of Meetings attended
1.	Mr. Virender Kumar Jain	Chairman (w.e.f. 10/02/2024)	0
2.	Ms. Nirmal Jain	Member	1
3.	Mrs. Sushma Jain	Chairman (ceased w.e.f. 10/02/2024)	1
4.	Mr. Ganesh Ray	Member	1

Investors' Grievances/Complaints

During the year, the Company didn't receive any complaint/grievance from the investors. No complaint was pending as on March 31, 2024.

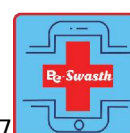
Transfers, Transmissions etc. approved

During the year under review, no request had been received for share transfer/transmission. The Company had 250 shareholders as on March 31, 2024.

GENERAL BODY MEETINGS

The details of the last three Annual General Meetings (AGM) of the Company are as follows:

Financial Year	Date	Time	Location	Whether Special Resolution Passed
2022-2023 (37 th AGM)	September 27, 2023	1:00 P.M.	Maharaja Banquets, A-1/20B, Paschim Vihar, Main Rohtak Road, New Delhi-110063	No
2021-2022 (36 th AGM)	August 20, 2022	11:00 A.M.	Maharaja Banquets, A-1/20B, Paschim Vihar, Main Rohtak Road, New Delhi-110063	No



2020-2021 (35 th AGM)	September 11, 2021	11:00 A.M.	Audio-Video Conference	Yes
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Remuneration of Directors

The Company has no stock option plans for the Directors and hence, it does not form a part of the remuneration package payable to any executive and/or non-executive Director. During the year under review, none of the Directors was paid any performance-linked incentive.

In 2023-24, the Company did not advance any loans to any of the executive and/or non-executive Directors.

(i) Remuneration to Executive Directors

During the FY 23-24, remuneration to the Executive Directors disclosed under Annexure 6

(ii) Remuneration to Non-Executive Directors

During the FY 2023-24, the Company has not paid any remuneration to the non-executive Directors.

(iii) Criteria for making payment to Non-Executive Directors

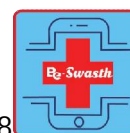
During the FY 2023-24, the Company has not paid any remuneration to the non-executive Directors.

15. COMMENTS BY THE BOARD ON AUDIT QUALIFICATION

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors of the Company.

M/s Apoorv & Associates, Practicing Company Secretary has mentioned three Qualification in the Secretarial Audit Report regarding the Non Compliance of Section 149 of the Companies Act 2013. The Qualification is as follows;

1. Mr. Ganesh Ray and Mrs. Sushma Jain, independent directors in the company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2024. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and rules made there under.



Comment by Board: The Registration in the Independent Director data bank is the responsibility of the Directors. The Company will be taking necessary steps to comply the above non-compliance, either through appointing new Independent Directors or through getting these Directors registered under Data bank and comply with the requirement of Section 149 of the Companies Act, 2013.

2. Company has not maintained structured digital database for the quarter ended June 30, 2023. It is a non-compliance of Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Comment by Board: The Company is SDD Complied after the first quarter of the audit period.

3. Mr. Karan Jindal Company Secretary and the compliance officer of the company has resigned from the post of the Company Secretary and compliance officer w.e.f. 26/12/2023 but no Company Secretary and Compliance Officer has been appointed during the audit period. It is a non-compliance of Regulation 6 of SEBI (LODR), Regulations 2015.

Comment by Board: The Company has appointed Mr. Amit Kumar as Company Secretary and compliance officer w.e.f. 12/07/2024

16. RISK MANGEMENT POLICY

Your Directors have adopted a Risk Management Policy for the Company. The Audit Committee and the Board of Directors of the Company review the risks, if any involved in the Company from time to time and take appropriate measures to minimize the same. The Audit Committee ensures that the Policy for Risk Management is adopted across the Company in an inclusive manner.

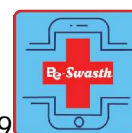
17. ORDERS PASSED BY THE REGULATORS OF COURTS, IF ANY

No significant or material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future. During the financial year under review, neither any application is made by the Company, nor any proceeding is pending against the Company under Insolvency and Bankruptcy Code, 2016.

18. DETAILS IN RESPECT OF THE ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company's internal control systems are supplemented by an extensive programme of internal audit by an independent professional agency and periodically reviewed by the Audit Committee and Board of Directors. The internal control system is designed to ensure that all financial and other records are reliable for preparing financial statements, other data and for maintaining accountability of assets.

19. PERFORMANCE EVALUATION OF THE BOARD



The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. In a separate meeting of independent directors, performance of non-independent directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the independent director being evaluated

20. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

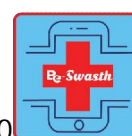
The criteria of Corporate Social Responsibility as prescribed under Section 135 of the Companies Act, 2013 is not applicable on the Company. Thus, there is no requirement to constitute a CSR committee, formulate the policy and spent amount on Corporate Social Responsibility.

21. VIGIL MECHANISM POLICY / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism/ Whistle Blower Policy and oversees through the Committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co- employees and the Company. The Whistle Blower policy as approved by the Board has been uploaded on the website of the Company i.e. www.be-swasth.in

22. DISCLOSURES UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Pursuant to the provisions of Section 197(12) of the Act read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as



amended, a statement listing names of the employees in terms of the remuneration drawn is set-out as “**Annexure-6**”.

23. FIXED DEPOSIT

During the year under review, the Company has not accepted any deposits covered within the meaning of Section 73 to 76 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014. Further there are no deposits unclaimed or pending in the Books of the Company.

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

Since the Company do not involve in any manufacturing or processing activities, the particulars as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 regarding conservation of energy and technology absorption are not applicable. Further there was no Foreign Exchange earnings and outgo during the Financial Year 2023-2024. The Details of the above is enclosed as **Annexure -1**.

25. SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES

The Company doesn't have any subsidiary, joint venture or associate company.

26. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report, as stipulated under the Listing Regulations is presented in a separate Section forming part of this Annual Report.

27. SEXUAL HARRASMENT POLICY

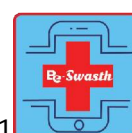
The Company has less than 10 employees as on March 31, 2024 and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable.

However, the Company has a prevention of sexual harassment policy in place. The Directors further state that during the year under review, there was no case filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

28. INVESTOR SERVICES

In its endeavour to improve investor services, your Company has taken the following initiatives:

- An Investors and information Section on the website of the Company www.be-swasth.in has been created.



- There is a dedicated e-mail id cs@be-swasth.com for sending communications to the Company Secretary.

29. CORPORATE GOVERNANCE

The Corporate Governance is not applicable to the Company in accordance with SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015. However, the Company is committed to maintaining the highest standards of Corporate Governance and adhering to the corporate governance requirements.

30. SECRETARIAL STANDARD

The Board members have affirmed that compliance with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

31. DISCLOSURE UNDER SECTION 148 OF COMPANIES ACT, 2013

Company is not required to maintain the cost records and accounts as specified under section 148 of Companies Act, 2013 as it not applicable on the Company.

32. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE FOR NON DISQUALIFICATION OF DIRECTORS

A certificate has been received from Apoorv & Associates, Company Secretaries in practice that none of the Directors on the Board of the Company had been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory/ regulatory authority. The same has been enclosed as "**Annexure -5**".

33. CAUTIONARY STATEMENT

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations.

Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

34. ACKNOWLEDGEMENTS

Your Directors thank the Shareholders, Banks/other Lenders, Customers, Vendors and other business associates for the confidence reposed in the Company and its management and look forward to their continued support. The Board places on record its appreciation for the dedication and commitment of the employees at all levels, which has continued to be our major strength. We look forward to their continued support in the future.



**For and On Behalf of
Be Swasth Healthcare Limited**

**Date: August 8, 2024
Place: New Delhi**

**SD/-
Sushma Jain
Managing Director & CFO
DIN: 08545336**

**SD/-
Sonali Gupta
Director
DIN: 09277676**

DISCLOSURE UNDER SECTION 134 (3) (M) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES, 2014.

A. CONSERVATION OF ENERGY :

Since, during the Financial Year 2023-24, the Company was not involved in any manufacturing or processing activities, the particulars as per the Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy is not applicable.

B. TECHNOLOGY ABSORPTION :

Since, during the Financial Year 2023-24, the Company was not involved in any manufacturing or processing activities, the particulars as per the Rule 8 of the Companies (Accounts) Rules, 2014 regarding technology absorption are not applicable.

C. FOREIGN EXCHANGE EARNING AND OUTGO – None

For and On Behalf of
Be Swasth Healthcare Limited

Date: August 8, 2024
Place: New Delhi

SD/-
Sushma Jain
Managing Director & CFO
DIN: 08545336

SD/-
Sonali Gupta
Director
DIN: 09277676



NOMINATION AND REMUNERATION POLICY

Introduction:

Pursuant to Section 178 of Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015, as amended from time to time, the Board of Directors of every listed Company shall constitute the Nomination and Remuneration Committee. The Board of Directors of the Company (the Board) constituted the Committee to be known as Nomination and Remuneration Committee consisting of three or more non-executive Directors out of which not less than one half are independent Directors. The Chairman of the Committee is an Independent Director. However, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such committee.

Objective:

The Key objective of the Committee would be:

- a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- b) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.
- c) To recommend to the Board on remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

Definition:

- i. **Board** means Board of Directors of the Company.
- ii. **Company** means "Be Swasth Healthcare Limited"
- iii. **Independent Director** means a Director referred to in Section 149 (6) of the Companies Act, 2013.
- iv. **Key Managerial Personnel (KMP)** means
 - a. Chief Executive Officer or the Managing Director or the Manager,
 - b. Company Secretary,
 - c. Whole-time Director,
 - d. Chief Financial Officer and
 - e. Such other officer as may be prescribed.
- v. **Nomination and Remuneration Committee** shall mean a Committee of the Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.
- vi. **Policy or This Policy** means "Nomination and Remuneration Policy."



- vii. **Remuneration** means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income Tax Act, 1961.
- viii. **Senior Management** means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the executive Directors, including all the functional heads.

Interpretation:

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Listing Agreement and/or any other SEBI Regulations(s) as amended from time to time.

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

1. Appointment Criteria and Qualifications:

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole Time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

2. Term/ Tenure:

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report.



- No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director it should be ensured that number of Board on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

3. Evaluation:

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

4. Removal:

Due to reasons for any disqualification mentioned in the Act or under any applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

5. Retirement:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/ SENIOR MANAGEMENT PERSONNEL

1. Remuneration to Managing/Whole time/ Executive/ Managing Director, KMP and Senior Management Personnel:

The Remuneration/ Compensation / Commission etc. to be paid to Director/ Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. Remuneration to Non-Executive/ Independent Director:

The Non-Executive Independent Director may receive remuneration/ compensation commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

REVIEW AND AMENDMENT:

- i. The Nomination and Remuneration Committee or the Board may review the Policy as and when it deems necessary.
- ii. The Nomination and Remuneration Committee may issue the guidelines, procedures formats, reporting mechanism and manual in supplement and better implementation to this Policy. If it thinks necessary.
- iii. This Policy may be amended or substituted by the Nomination and Remuneration Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

**For and On Behalf of
Be Swasth Healthcare Limited**

**Date: August 8, 2024
Place: New Delhi**

**SD/-
Sushma Jain
Managing Director & CFO
DIN: 08545336**

**SD/-
Sonali Gupta
Director
DIN: 09277676**



FORM NO. AOC 2

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

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso is given below:

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

S.No.	PARTICULARS	DETAILS
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements /transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

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

Name of related Party	Nature of Relations hip	Nature of Transaction	Duration of Contract	Date of Approval	Amount (Rs. In lacs)
NIL					

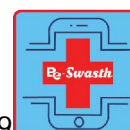
*No advances were paid for the above related party transactions

**For and On Behalf of
Be Swasth Healthcare Limited**

**Date: August 8, 2024
Place: New Delhi**

**SD/-
Sushma Jain
Managing Director & CFO
DIN: 08545336**

**SD/-
Sonali Gupta
Director
DIN: 09277676**



FORM NO MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

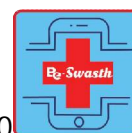
To
The Members,
BE SWASTH HEALTHCARE LIMITED
812 Aggarwal Cyber Plaza-1, Netaji Subhash Place,
Pitampura, Shakur Pur I Block, Delhi, India, 110034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by **BE SWASTH HEALTHCARE LIMITED CIN: L93000DL1985PLC021397** (“the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our Opinion thereon.

Based on our verification of **the Company’s** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st 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 hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. 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: *No reportable events during the financial year under review.*
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’)



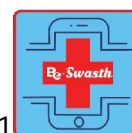
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- f) 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;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vi) **Other Laws**

1) Labour Laws: As per information received by the Company none of the Labour Laws applicable on the Company

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

- i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii) The SEBI (LODR) Regulation 2015
- iii) During the period under review and as per explanations and clarifications given to us and the representations made by the Management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following observations:

1. Mr. Ganesh Ray and Mrs. Sushma Jain, independent directors in the company have not applied to the institute for inclusion of their name in the data bank and have not



passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2024. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013 and rules made there under.

2. Company has not maintained structured digital database for the quarter ended June 30, 2023. It is a non-compliance of Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

3. Mr. Karan Jindal Company Secretary and the compliance officer of the company has resigned from the post of the Company Secretary and compliance officer w.e.f. 26/12/2023 but no Company Secretary and Compliance Officer has been appointed during the audit period. It is a non-compliance of Regulation 6 of SEBI (LODR), Regulations 2015.

We further report that:

- a. The Board of Directors of the Company is not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors because of *ineligible Independent Directors*. The Changes in the composition of the Board of Directors that took place during the period were carried out in compliance with the provisions of the Act.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions were passed with unanimous majority and recorded as part of the minutes

We further report that as per explanation given to us and the representations made by the Management and relied upon by me 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.

Date: 12/08/2024

Place: Delhi

For Apoorv & Associates

Company Secretaries

Sd/-

CS Apoorv Srivastava

Proprietor

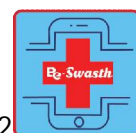
M. No.: F12734, C.P. No.: 21063

Unique Code Number S2018UP633000

Peer Review Certificate No: 4064/2023

UDIN: F012734F000958241

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



Annexure A

To
The Members,
BE SWASTH HEALTHCARE LIMITED
812 Aggarwal Cyber Plaza-1, Netaji Subhash Place,
Pitampura, Shakur Pur I Block, Delhi, India, 110034

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, We have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provision of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company not of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 12/08/2024

Place: Delhi

For Apoorv & Associates

Company Secretaries

Sd/-

CS Apoorv Srivastava

Practicing Company Secretary

M. No.:F12734, C.P. No.: 21063

Unique Code Number S2018UP633000

Peer Review Certificate No: 4064/2023

UDIN:F012734F000958241



Annexure 5

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS (Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members,
BE SWASTH HEALTHCARE LIMITED
812, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura,
Shakur Pur I Block, North West Delhi, India, 110034

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **BE SWASTH HEALTHCARE LIMITED** having **CIN: L93000DL1985PLC021397** and having registered office at 812, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Shakur Pur I Block, North West Delhi, India, 110034 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India Ministry of Corporate Affairs or any such other Statutory Authority.

S.No.	Name of Director	DIN	Date of Appointment in Company
1.	Virender Kumar Jain	00036894	05/03/1999
2.	Sonali Gupta	09277676	11/08/2021
3.	Ganesh Ray	00463635	10/02/2016
4.	Nirmal Jain	00036929	10/05/2006
5.	Sushma Jain	08545336	26/08/2019



**the date of appointment is as per the MCA portal*

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. 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.

Date: 12/08/2024

Place: Delhi

For Apoorv & Associates
Company Secretaries

Sd/-

CS Apoorv Srivastava
Proprietor
M. No.:F12734, C.P. No.: 21063
Unique Code Number: S2018UP633000
Peer Review Certificate No:4064/2023
UDIN: F012734F000958063



Annexure 6

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company and Directors are furnished here under:

Requirement	Particulars
The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	As per note 1*
The number of permanent employees on the rolls of Company.	3
Affirmation that the remuneration is as per the remuneration policy of the Company	The remuneration is as per the remuneration policy of the Company.

***Note 1.**

The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year ending on March 31, 2024 is as follow:

No Remuneration or Sitting Fees was being paid to any Non Executive Director during the Year 2023-24.

S . N o	Name of the Director/KMP	Designation	As on 31.03.24	As on 31.03.23	% increase for year ended 31.03.24	Ratio to median remuneration of the employees
1	Mr. Karan Jindal (resigned w.e.f. 26/12/2023)	Company Secretary	1,90,205	-	-	0.99:1
2	Mr. Pranshu Poddar (resigned w.e.f. 01/09/2023)	Whole Time Director	1,92,500	4,20,000	-	1:1
3	Ms. Sonali Gupta	Director	-	6,00,000	-	-

Information as per Rule 5(2) of Chapter XIII of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 :

During the financial year 2023-24, no employee received the remuneration aggregating to Rs. 60 lakhs p.a.



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

I, undersigned, in my capacities as Managing Director & Chief financial officer of Be Swasth Healthcare Limited ("**the Company**"), to the best of knowledge and belief certify that:

- (a) I have reviewed audited quarterly financial results for the quarter and year ended March 31st, 2024 and that to the best of our knowledge and belief I state that:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. 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.
- (b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the quarter and year ended March 31st, 2024 which are fraudulent, illegal or violative of the company's code of conduct.
- (c) I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) 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 internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) Based on our recent evaluation, i have indicated to the auditors and the Audit committee:
- i. That there are no significant changes in internal control over financial reporting during the quarter;
 - ii. That there are no significant changes in accounting policies during the quarter and that the same have been disclosed in the notes to the financial results; and
 - iii. That no 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 Be Swasth Healthcare Limited

Sd/-

Sushma Jain
(Managing Director & CFO)
DIN: 08545336

Place: New Delhi
Date: 24.07.2024



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Structure and Developments

Be Swasth Healthcare Limited is into business of Telehealth consultation. Due to growing demand of healthcare solution the Company established a primary healthcare platform (Tele Health) which offers a complete healthcare solution for patient that can be availed from the comfort of home, office, or even a spa.

The Idea behind our Product which is named as “**Be-Swasth**” is to serve the people who cannot afford high consultancy fees and to make doctors available even in the rural areas. The attraction of our product is our nominal prices.

The Company Developed a Mobile Based Application with the name of “**Be-Swasth**” for Android Platform.

2. Opportunities and Threats

Capital markets at present are going through turbulent times due to slow-down in domestic economy, slow-down in reforms, uncertain global economic environment, economic crisis faced by a few countries in Europe, fluctuations in currency rates, etc. Although the inflation has remained steady during the year but it is still under pressure due to hike in petrol prices, burden of diesel subsidies, high fiscal deficit, etc. However, we feel that the opportunities will soon arise in the markets upon the corrective policies by the government and better fiscal management which will strengthen the economy.

3. Segment-Wise Performance

The Company is into single reportable segment only.

4. Outlook

The Company does not foresee and major threat to the growth prospective. Since the company is engaged in Healthcare sector, there is huge scope of growth in the industry.

5. Risk & Concerns

The Company has constituted a committee of Directors to identify, monitor and minimize the risk and also to identify the business opportunities. The growth of your Company's portfolio is linked to the overall economic growth. Primary risk to the business will be on account of adverse changes to the economy.

6. Adequacy of Internal Control

The Company is availing the services of independent professionals to carry out the internal audit and ensure that recording and reporting of all transactions is adequate and proper. The necessary measures are taken to update the internal control system. The system also ensures that all the transactions are appropriately authorised, recorded and reported. All the measures are regularly reviewed by the management and necessary improvements are done.



7. Discussions on Financial Performance

The brief on Financial Performance of the Company is already provided in the Boards' Report of the Company.

8. Human Resource Development

The Company believes that its people are a key differentiator, especially in knowledge driven, competitive and global business environment. Adapting work culture to suit the dynamic balancing of people requirements and employee needs is an ongoing process. Our people are the company's greatest assets. Your Company focuses on increasing the overall productivity per employee in the challenging market conditions. Men are the only active agent and acts as a catalyst in effective utilization of all other M's (Material, Machine and Money). The Board of Directors of your company would like to place on record their sincere appreciation for the efforts and contribution made by all the employees of the Company in the challenging environment. Your Directors take this opportunity to thank all employees for rendering impeccable services to every constituent of Company, customers and shareholders. The Company has a well-defined appraisal system to assess and reward the employees appropriately and also to gauge the potentials of the individuals.

9. Cautionary Statement

The Statements in the "Management Discussion and Analysis Report" describe the Company's objectives, estimates and expectations, which may be a forward looking statement within the meaning of applicable laws, rules and regulations. The actual results may differ from those expressed or implied, depending upon the economic conditions and policies of the Government. Important factors that could make a difference to your Company's operations include competitive actions, disruptions caused by pandemic and natural calamities, changes in Government regulations, tax regimes, economic developments in India and other incidental factors.

**For and On Behalf of
Be Swasth Healthcare Limited**

**Date: August 8, 2024
Place: New Delhi**

**SD/-
Sushma Jain
Managing Director & CFO
DIN: 08545336**

**SD/-
Sonali Gupta
Director
DIN: 09277676**



Independent Auditor’s Report

To the Members of
BE SWASTH HEALTHCARE LIMITED

Opinion

We have audited the standalone financial statements of **Be Swasth Healthcare Limited** (“the Company”), which comprise the Standalone Balance Sheet as at March 31, 2024, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

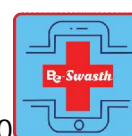
Basis for Opinion

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

Other Information

The Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company’s annual report, but does not include the standalone financial statements and our auditors’ report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.



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

The balances of trade receivables and other assets are subject to confirmation from third party.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these IND AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards(IND AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibility

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



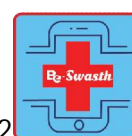
As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- i. Identify and access the risk of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risk, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- v. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements



1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '**Annexure A**', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statement of change in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no any pending litigations on its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of



the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of it’s knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. No dividend have been declared or paid during the year by the company.

vi. Based on our examination, which included test checks, the company has used accounting software for maintaining its books of accounts for financial year ended March 31st 2024 , Which has feature of recording Audit Trails (Edit Log) facility and same has operated through out the year for all relevent transaction recorded in the software. Further during the course of the our audit we did not come across any instance of the audit trails features be tempered with.

For PVR-N & Co.

**Chartered Accountants
Firm’s Registration No. 004062N**

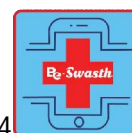
Sd/-

**Pradeep Kumar Jindal
Partner**

M.No-082646

**UDIN: 24082646BKAEZP4281
Peer Review Certificate No. 014266**

**Place: New Delhi
Date: 28th May 2024**



Annexure A

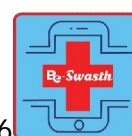
The Annexure referred to in paragraph 1 of Our Report on “Other Legal and Regulatory Requirements”.

We report that:

- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii.
 - i. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees’ State Insurance, , Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate

authorities. According to the information and explanations given to us, the company has no outstanding dues as on March 31, 2023.

- ii. According to the information and explanations given to us, there is no amount payable in respect of service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holder, as applicable to the company.
- ix. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- x. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- xi. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xii. According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xiii. The company is not a Nidhi Company. Therefore, clause xii of the order is not applicable to the company.
- xiv. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.



- xvi. The balances of debtors and creditors are subject to confirmations.
- xvii. The company has not entered into non-cash transactions with directors or persons connected with him.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. The company was registered under section 45-IA of the Reserve Bank of India Act, 1934. However, the registration under section 45-IA of the Reserve Bank of India Act, 1934 has been cancelled with effect from 02nd August 2018.
- xx. Based on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- xxi. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xxii. The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For PVR-N & Co.

**Chartered Accountants
Firm's Registration No. 004062N**

Sd/-

Pradeep Kumar Jindal

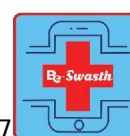
Partner

M.No-082646

UDIN: 24082646BKAEZP4281

Peer Review Certificate No. 014266

**Place: New Delhi
Date: 28th May 2024**



ANNEXURE B

TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF BE SWASTH HEALTHCARE LIMITED

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

We have audited the internal financial controls over financial reporting of **Be Swasth Healthcare Limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

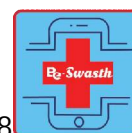
The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial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

Auditors’ Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For PVR-N & Co.

**Chartered Accountants
Firm's Registration No. 004062N
Sd/-**

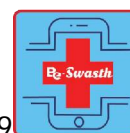
**Pradeep Kumar Jindal
Partner**

M.No-082646

UDIN: 24082646BKAEZP4281

Peer Review No. 014266

**Place: New Delhi
Date: 28th May 2024**



BE SWASTH HEALTHCARE LIMITED

CIN: L93000DL1985PLC021397

Regd. Office: 812 Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi-110034

Email Id: cs@be-swasth.com, Website: www.be-swasth.in, Ph. No: 011-46142960**BALANCE SHEET AS AT 31ST MARCH 2024**

Particulars	Note No.	(In 00's)	
		31.03.2024	31.03.2023
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	11,413	11,843
(b) Financial Assets			
(i) Investments		-	-
(ii) Loans			
(iii) Other Financial Assets			-
(c) Other Non Current Assets		-	-
(d) Deferred Tax Assets			
Current assets			
(a) Financial Assets			
(i) Loans	3	1,48,080	1,39,000
(ii) Cash and cash equivalents	4	1,358	1,613
(iii) Other Bank Balances			
(iv) Trade Receivables	5	1,705	12,580
(v) Inventories			
(vi) Other Financial Assets			
(b) Other Current Assets	6	6,095	5,596
(c) Current Tax Assets		-	-
Total Assets		1,68,650	1,70,632
EQUITY AND LIABILITIES			
Equity			
(a) (i) Equity Share Capital	7	1,11,900	1,11,900



(b) Other Equity	8	(14,377)	(19,500)
Liabilities	-		
Non-Current liabilities		-	-
(a) Financial Liabilities			
(i) Loans	9	-	-
(b) Deferred Tax Liabilities		8,859	8,681
Current liabilities			
(a) Financial Liabilities			
(i) Loans		-	-
(ii) Trade Payables	10	51,609	68,441
(iii) Other Financial Liabilities	10	10,658	1,110
(b) Other Current Liabilities		-	-
(c) Current Tax Liabilities		-	-
Total Equity and Liabilities		1,68,650	1,70,632

Significant Accounting Policies

1

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

In terms of our report attached.

For PVR-N & Co.

Chartered Accountants

Firm's Registration No. 004062N

SD/-

Pradeep Kumar Jindal

Partner

M. No. 082646

FRN. 004062N

Place: New Delhi

Date: 28.05.2024

UDIN: 24082646BKAEZP4281

**For & On behalf of the Board of Directors of
BE SWASTH HEALTHCARE LIMITED**

SD/-

(Sushma Jain)

Managing Director & CFO

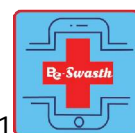
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SD/-

(Sonali Gupta)

Director

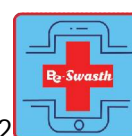
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BE-SWASTH HEALTHCARE LIMITED

Statement of Profit & Loss for the Year Ended 31st MARCH 2024

			(In 00's)
Particulars	Note No.	31.03.2024	31.03.2023
INCOME			
Revenue from operations	11	29,976	25,108
Other Income		-	-
Total Income		29,976	25,108
Expenses			
Purchases of Stock-in-Trade			-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade			
Employee benefits expenses	12	16,910	20,939
Finance costs	13	5	35
Depreciation and amortization expenses	2	430	595
Other expenses	14	5,546	6,669
Total Expenses		22,891	28,237
Profit/(loss) before tax		7,085	(3,130)
Tax expense:			
Current Tax		1,783	-
Deferred Tax		179	(1,001)
Profit/(loss) for the period		5,123	(4,130)
Other Comprehensive Income			
A) (i) Items that will not be reclassified to profit or loss		-	-
- Remeasurements of the defined benefit plans, net of tax		-	-
A) (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B) (i) Items that will be reclassified to profit or loss		-	



			-
B) (ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Other Comprehensive Income for the year, Net of Tax			
Total Comprehensive Income for the year (Comprising (Loss) and Other Comprehensive Income for the year)		5,123	(4,130)
Earnings per equity share:			
(1) Basic		0.00	(0.00)
(2) Diluted		-	-

Significant Accounting Policies

1

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

In terms of our report attached.

For PVR-N & Co.

Chartered Accountants

Firm's Registration No. 004062N

SD/-

Pradeep Kumar Jindal

Partner

M. No. 082646

FRN. 004062N

Place: New Delhi

Date: 28.05.2024

UDIN: 24082646BKAEZP4281

**For & On behalf of the Board of Directors of
BE SWASTH HEALTHCARE LIMITED**

SD/-

(Sushma Jain)

Managing Director & CFO

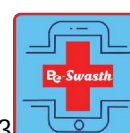
DIN: 08545336

SD/-

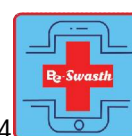
(Sonali Gupta)

Director

DIN: 09277676



BE-SWASTH HEALTHCARE LIMITED		
CASH FLOW STATEMENT AS AT 31st MARCH 2024		
		(In 00's)
Particulars	31.03.2024	31.03.2023
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Taxation	7,085	(3,130)
Add: Adjustment For		
Depreciation	430	595
Finance Cost	5	35
Operatine Profit Before Working Capital Change	7,521	(2,500)
Adjustment For		
(Increase)/decrease in Loans & Advances	(9,080)	(9,000)
(Increase)/decrease in Sundry Debtors	10,875	333
Increase/(decrease) in Current Liabilities	(7,283)	11,524
(Increase)/decrease in Other Current Assets	(499)	(604)
(Increase)/decrease in Other Non Current Assets	-	-
Cash Generated from Operation	(5,987)	2,253
Less: Direct Tax	(1,783)	-
NET CASH FROM OPERATING ACTIVITIES (A)	(250)	(247)
CASH FLOW FROM INVESTING ACTIVITIES		
Fixed Asset Purchase	-	-
NET CASH FROM INVESTING ACTIVITIES (B)	-	-
CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of Loan	-	-
Finance Cost	(5)	(35)
NET CASH FROM FINANCING ACTIVITIES (C)	(5)	(35)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(255)	(282)



Opening balance of Cash & Cash Equivalents	1,613	1,896		
Closing Balance of Cash & Cash Equivalents	(1,358)	(1,613)		
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENT	255	282		

Significant Accounting Policies

1

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

In terms of our report attached.

For PVR-N & Co.

Chartered Accountants

Firm's Registration No. 004062N

SD/-

Pradeep Kumar Jindal

Partner

M. No. 082646

FRN. 004062N

Place: New Delhi

Date: 28.05.2024

UDIN: 24082646BKAEZP4281

**For & On behalf of the Board of Directors of
BE SWASTH HEALTHCARE LIMITED**

SD/-

(Sushma Jain)

Managing Director & CFO

DIN:- 08545336

SD/-

(Sonali Gupta)

Director

DIN:-09277676



Notes to financial statements for the year ended 31 March 2024					
(Amount in Rupees unless otherwise stated)					
Note 2 - Property, Plant and Equipments					
					(In 00's)
Particulars	CAR	Be-swasth application	Medical Kit	Mobile	Total
Cost:					
Balance as at 31st March 2022	40,175	10,236	110	315	50,836
Additions during the year	-	-	-	-	-
Deletions during the year	-	-	-	-	-
Balance as at 31st March 2023	40,175	10,236	110	315	50,836
Additions during the year	-	-	-	-	-
Deletions during the year	-	-	-	-	-
Balance as at 31st March 2024	40,175	10,236	110	315	50,836
Depreciation:					
Balance as at 31st March 2022	38,374	-	10	13	38,398
Depreciation for the year	522	-	18	55	595
Disposals	-	-	-	-	-
Balance as at 31st March 2023	38,896	-	28	68	38,993
Depreciation for the year	371	-	15	45	430
Disposals	-	-	-	-	-
Balance as at 31st March 2024	39,267	-	43	113	39,267
Net Block:					
Balance as at 31st March 2024	908	10,236	67	202	11,413
Balance as at 31st March 2023	1,278	10,236	81	247	11,843
Balance as at 31st March 2022	1,800	10,236	99	302	12,438
*The Company has elected to measure all of its property plant and equipment at their previous GAAP carrying value as deemed cost at the transition date.					



		(In 00's)
Note 3- Loans		
Particulars	31-Mar-24	31-Mar-23
Non Current		
At Amortised Cost		
Security Deposits	-	-
Other Loans and Advances	1,48,080	1,39,000
Total	1,48,080	1,39,000

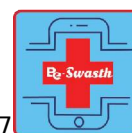
Note 4- Cash and cash equivalents		
Particulars	31-Mar-24	31-Mar-23
Cash in Hand	564	1,017
Bank Balances		
Hdfc Bank	794	596
Laxmi vilas Bank	-	-
Total	1,358	1,613

a) For the purpose of the statement of cash flow, cash and cash equivalents comprise of the following:

Particulars	31-Mar-24	31-Mar-23
Cash in Hand	564	1,017
Bank Balances		
Hdfc Bank	794	603
Laxmi vilas Bank	-	-
Total	1,358	1,621

Note 5 - Trade Receivables		
Particulars	31-Mar-24	31-Mar-23
Unsecured Considered Good	1,705	12,580
Total	1,705	12,580

Note 6 - Other Current assets		
Particulars	31-Mar-24	31-Mar-23
Income Tax Refund	1,719	1,719
Gst receivable	2,473	2,150
Mat Credit	1,727	1,727
TDS receivable	176	-
Total	6,095	5,596



Note 7 - Equity Share Capital		
(A) Reconciliation of share capital		
Particulars	Number	Amount in Rs.
Authorised Share Capital		
Equity Shares of Re.10/- each		
As at 31 March 2022	50,00,000.00	5,00,00,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2023	50,00,000.00	5,00,00,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2024	50,00,000.00	5,00,00,000.00
Particulars	Number	Amount in Rs.
Issued, Subscribed & Fully Paid up		
Equity Shares of Re.10/- each		
As at 31 March 2022	11,19,000.00	1,11,90,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2023	11,19,000.00	1,11,90,000.00
Increase/(decrease) during the year	-	-
As at 31 March 2024	11,19,000.00	1,11,90,000.00
(B) Terms and rights attached to equity shares		
Equity Shares		
* The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share.		
** In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.		

(C) Disclosure of Shares in the company held by each shareholder holding more than 5%

Name of Shareholder	As at 31-Mar-24		As at 31-Mar-23	
	No. of Shares	% of Holdin	No. of Shares	% of Holdin



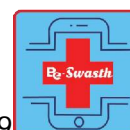
	held	g	held	g
Adhunik Technology Private Limited	1,70,000	15.19%	1,70,000	15.19%
Basant Indian Limited	1,68,055	15.02%	1,68,055	15.02%
Mascon Global Limited	1,52,400	13.62%	1,52,400	13.62%
Anubhav Mercantile Private Limited	1,15,200	10.29%	1,15,200	10.29%
Anjali Holdings Private Limited	68,075	6.08%	68,075	6.08%

(D) There are no bonus issue and buy back of equity shares during the period of five years immediately preceding the reporting date.

(E) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

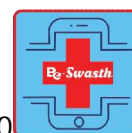
Particulars	(In 00's)			
	Equity Shares			
	As At 31.03.2024		As At 31.03.2023	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	11,19,000	1,11,900	11,19,000	1,11,900
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares converted during the year (from Rs. 10/- to Rs.1/- each)	-	-	-	-
Shares outstanding at the end of the year	11,19,000	1,11,900	11,19,000	1,11,900

<u>Note - 8</u>			
(In 00's)			
(a) Equity Share Capital			
	Number of shares	Amount	
Issued, Subscribed & Fully Paid up (Equity Shares of Rs.10/- each)			
At 1st April 2019	11,19,000.00	1,11,900.00	
Changes in equity share capital	-	-	
At 31st March 2019	11,19,000.00	1,11,900.00	



Changes in equity share capital	-	-	
At 31 March 2020	11,19,000.00	1,11,900.00	
(b) Other Equity			
Particulars	Reserves and Surplus		Total
	Securities Premium Reserve	Retained Earnings	
As at 1 April 2022	-	(15,370)	(15,370)
Profit / (Loss) for the year	-	(4,130)	(4,130)
Transferred from other reserve		-	-
Total comprehensive income	-	(19,500)	(19,500)
Any changes	-	-	-
Reserve created during the year		-	-
As at 31 March 2023	-	(19,500)	(19,500)
Profit / (Loss) for the year	-	5,123	5,123
Total comprehensive income	-	(14,377)	(14,377)
Any changes			
(+)Reversal of Provision of Tax	-	-	-
(+)Prior Period Adjustment	-	-	-
As at 31 March 2024	-	(14,377)	(14,377)

Note 9 - Loans		
Particular	31-Mar-24	31-Mar-23
NON CURRENT LIABILITY		
Secured		
Total	-	-
Note 10. Other Financial Liability		
Particulars	31-Mar-24	31-Mar-23
(a) Provision for Employee Benefits		
Salary & Reimbursements	7,935	785
(b) Others		
TDS Payable	-	25
Audit Fees Payable	250	300
Provision for tax	1,783	-
Expenses Payable	690	-
Total	10,658	1,110
Break up of financial liabilities:		
Particulars	31-Mar-24	31-Mar-23
Financial liabilities carried at amortised cost:		

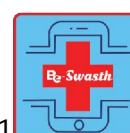


Loans	-	-
Trade payables	51,609	68,441
Other Financial Liabilities (Refer Note 10)	10,658	1,110
Total financial liabilities carried at amortised cost	62,268	69,551
Current	62,268	69,551
Non Current		
Loans	-	-
Total Financial Liabilities	62,268	69,551

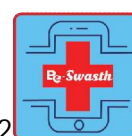
Note 11. Revenue from Operations		(In 00's)	
Particulars		31.03.2024	31.03.2023
Sale of services	8,976	8	
Other income	9,000	9,000	
Grant	12,000	16,100	
Total	29,976	25,108	

Note 12. Employee Benefit Expenses			
Particulars		31.03.2024	31.03.2023
Salary	16,760	20,939	
Staff welfare	150	-	
Total	16,910	20,939	

Note 13. Finance Cost			
Particulars		31.03.2024	31.03.2023
Bank Charges	5	35	
Total	5	35	



Note 14. Other Expenses		
Particulars	31.03.2024	31.03.2023
Advertisement	232	946
Audit Fees	309	350
AGM Expense	-	123
ROC Exp.	135	49
Legal & Professional Charges	1,084	1,110
Listing Fees	550	550
Custodian fees	554	-
Office Rent	-	480
Printing & Stationary	193	63
Interest on TDS	-	-
Website Maintenance Charges	132	56
Telephone Exp.	22	53
Donation Paid	-	110
Office Expenses	1,017	199
Repair & Maintenance charges	97	-
Conveyance Expense	455	991
Short & Excess	0	0
Software expense	150	-
Server	436	113
Diwali expense	-	-
Business Promotion	180	474
Digital marketing	-	900
Freight	-	2
Registration fees	-	100



Total	5,546	6669

Note number: 15 Additional Regulatory Information

(1) Details of Benami Property held

Current Year - There are no properties which are not in the name of company.

Previous Year - There are no properties which are not in the name of company.

(2) borrowings from banks or financial institutions on the basis of security of current assets.

Company has not taken any loans from banks or financial institution against the security of current assets.

whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts. – Not Applicable

(3) Wilful Defaulter – Not Applicable

(4) Relationship with Struck off Companies – Not Applicable

(5) Registration of charges or satisfaction with Registrar of Companies – Not Applicable

Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof – Not Applicable

(6) Compliance with number of layers of companies – Not Applicable

(7) Ratios: The reasons for the variances in the ratios (more than 25%) were not made to us by the management.

Particulars	Numerator	Denominator	AS ON MARCH 31, 2024	AS ON MARCH 31, 2023	% Change	Reasons for variance
(a) Current Ratio	Current Assets	Current Liabilities	2.53	2.28	10.75	Due to Increase in Liabilities and decrease in Assets.

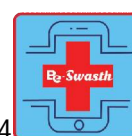


(b) Debt-Equity Ratio	Total debt	Shareholder's equity	NA	NA		NA
(c) Debt Service Coverage Ratio	Earnings available for debt service	Debt service	NA	NA		NA
(d) Return on Equity Ratio	Net Profit after taxes	Shareholder's equity	0.05	-0.04	(231.34)	Due to increase in Net Profit.
(e) Inventory turnover ratio	Revenue	Average inventory	0	0		NA
(f) Trade Receivables turnover ratio	Revenue	Average trade receivable	17.59	2.00	779.26	Due to increase in revenue.
(g) Trade payables turnover ratio	Purchase	Average trade payables	0	0		NA
(h) Net capital turnover ratio	Revenue	Working capital	0.32	0.28	12.73	Due to increase in revenue and increase in liabilities and decrease in Assets.
(i) Net profit ratio	Net Profit	Revenue	0.17	-0.16	(206.82)	Due to increase in revenue and increase in net profit.
(j) Return on Capital employed	Earning before interest & taxes	Capital Employed	0.07	-0.03	(322.01)	Due to increase in Net profit.
(k) Return on investment	Income from investment	Cost of Investment	NA	NA		

(8) Compliance with approved Scheme(s) of Arrangements - Not Applicable

(9) Undisclosed Income - The Company has accounted all the income in books of accounts.

(10) Corporate Social Responsibility (CSR) - Not Applicable



(11) Details of Crypto Currency or Virtual Currency - Not Applicable

Note 16. Fixed Assets								
								(Amount In 00's)
	Particulars	As on 01.04.2023	Additions for less than 182 days	Additions for more than 182 days	Deduction during the year	Depreciation Rate	Depreciation charged during the year	As on 31.03.2024
	Tangible Assets							
1	Plant and Machinery	14.53	-	-		15%	2.18	12.35
2	Furniture and Fitting	176.73	-	-	-	10%	17.67	159.06
3	Motor Car	7,316.18	-			15%	1,097.43	6,218.76
	Total	7,507.44	-	-	-		1,117.28	6,390.16

Note No. 1

Significant Accounting Policies and Other Notes to Accounts

1. Significant Accounting Policies:

a) Corporate Information

Be Swasth Healthcare Limited was incorporated on 02nd July 1985 registered under the Companies Act, 1956. The registered office of the company is situated at 812, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi-110034. The principal place of business is in India.

The Company was registered with Reserve Bank of India as a Non- Banking Financial Institution (NBFC), but as on 02nd August 2018, the Certificate of Registration as NBFC has been surrendered by the Company to RBI. Therefore, the Company ceases to be an NBFC since 02nd August 2018. . In the Year 2020 the Company has amended its object clause to diversify the business into Tele Health services

b) Basis of Preparation

The financial statements of the Company have been prepared on an accrual basis and under the historical cost convention except for certain financial instruments (including derivative instruments) and defined benefit plans which have been measured at fair value. The accounting policies are consistently applied by the Company to all the period mentioned in the financial statements.

The financial statements ("Financial Statements") of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies' (Indian Accounting Standard) Rules, 2015, as amended from time to time.

c) Use of Estimates and judgments

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates.



d) **Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue is recognized.

Income from services:

Service revenue is recognized on completion of provision of services which in general coincides with invoicing to customers. Revenue, net of discount, is recognized on transfer of all significant risks and rewards to the customer and when no significant uncertainty exists regarding realization of consideration.

Revenue from contracts priced on a time and material basis are recognized when services are rendered and related costs are incurred. Revenues from time bound fixed price contracts, are recognized over the life of the contract using the percentage of completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognized when probable.

Interest Income:

Interest income is recognized on an accrual basis using effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

e) **Depreciation and Amortization**

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the Written down Value method.

Amortization is recognized on a Written down Value basis over their estimated useful lives.



The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Depreciation on tangible assets is provided as per the provisions of Part B of Schedule II of the Companies Act, 2013 based on useful life and residual value notified for accounting purposes by Electricity Regulatory Authorities.

The estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

f) Cash and Cash Equivalents

Cash and Cash Equivalents in Balance Sheet comprises of cash at bank and hand and short-term deposits with original maturity of three months or less, which are subject to insignificant risk of change in value.

g) Taxation

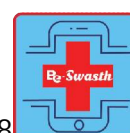
Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax is the amount of tax payable based on the taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax liabilities and assets are measured using the tax rate enacted or substantively enacted as on the Balance Sheet date.

h) Earnings per share

Basic earnings per share is computed by dividing the profit/(loss) for the year by the weighted average number of equities shares outstanding during the year.



(Amount in 00's.)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Net Profit/(Loss) for the year	5123	(4130)
Weighted Number of Equity Shares	1119000	1119000
Nominal Value per Share	10	10
Earnings Per Share (Basic)	0.00	(0.00)

i) Cash Flow Statement

Cash flows are reported using the indirect method, as per Ind AS-7, issued by the ICAI where by profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals and accruals of past or future operating cash receipts and payments and item of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

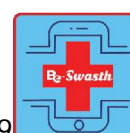
j) Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. All repair and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

Depreciation on fixed assets has been provided on the basis of Written Down Value over the useful lives of assets as per useful life prescribed under Schedule II of Companies Act, 2013.

When significant parts of fixed assets are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

The residual values, useful lives and methods of depreciation of fixed assets are reviewed at each financial year end and adjusted prospectively, if appropriate.



Gains or losses arising from de-recognition of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

k) Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

l) Provision & Contingencies and Commitments

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of their reporting period, taking into account the risks and uncertainties surrounding the obligation.

A disclosure for contingent liabilities is made where there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

m) Provision for Gratuity

No provision for gratuity has been made as the provisions of Payment of Gratuity Act, 1972 are not applicable.

2) Other Notes to Accounts

- i. In the opinion of Board of Directors, the aggregate value of Current assets, Loans and Advances are realizable in ordinary course of business and will not be less than the amount at which these are stated in the balance sheet.

- ii. Deferred Tax Liability for the year of Rs 17867.98/- as per Ind AS 12 on Accounting for Taxes on income pertaining to the timing between the accounting income and the taxable income has been recognized by the management in the Profit & Loss Account.
- iii. In the opinion of the company management, the operations of the company are considered as single segment hence Ind AS-108 on Segment reporting issued by the Institute of Chartered Accountants of India is not applicable.
- iv. In accordance with the requirement of Ind AS 24 on Related Parties notified under the Companies (Indian Accounting Standards) Rules, 2015, the name of related parties where control exists and /or with whom transactions have taken place during the year and description of relationships, as identified and certified by the Management are:

List of Related Parties:

Particulars	Name of Parties
Company Secretary (KMP)	Mr. Karan Jindal (resigned w.e.f. 26 th December, 2023)
Whole Time Director	Mr. Pranshu Poddar (resigned w.e.f. 1 st September, 2023)
Director	Ms. Sonali Gupta

a. Remuneration to Key Management Personnel:

(In Rupees)

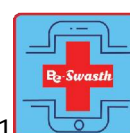
Particulars	Designation	Year Ended March 31, 2024	Year Ended March 31, 2023
Mr. Karan Jindal	Company Secretary	1,90,205	-
Ms. Sonali Gupta	Director	-	6,00,000
Mr. Pranshu Poddar	Whole Time Director	1,92,500	4,20,000

b. Auditors Remuneration

Payment to auditors comprises of the following:

(In Rupees)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
As Statutory Audit Fees	25,000	25,000
Total	25,000	25,000



c. Contingent Liabilities

There is no contingent liability as on March 31, 2024.

3. Previous year figures have been regrouped / reclassified wherever necessary to make them comparable with the current year figures.

In terms of our report attached.

**For & on behalf of the Board of Directors of
BE SWASTH HEALTHCARE LIMITED**

For PVR-N & Co.

Sd/-

Sd/-

**Chartered Accountants
Firm's Registration No. 004062N**

Sushma Jain

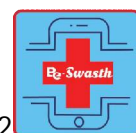
Sonali Gupta

**Sd/-
Pradeep Kumar Jindal
Partner
M. No. 082646
UDIN: 24082646BKAEZP4281**

**DIN:- 08545336
Managing Director & CFO**

**DIN:- 09277676
Director**

**Place: New Delhi
Date: 28.05.2024**





Be Swasth Healthcare Limited

CIN: L93000DL1985PLC021397

**Regd. Off: 812 Aggarwal Cyber Plaza-1, Netaji Subhash
Place, Pitampura, Delhi-110034**

Email Id: cs@be-swasth.com

**Website: www.be-swasth.in, www.be-swasth.com
Contact No. 011-46142960**