

KVM HEALTH AND EDUCATION PRIVATE LIMITED

Building No. 622 B, Maruthorvattom, Cherihala, Alappuzha-688539

CIN: U80210KL2020PTC062418

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BOARD'S REPORT

To the Members,

Your Directors are pleased to present the Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2025.

1. Financial Results {Rule 8 of the Companies (Accounts) Rules, 2014}

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

RESULTS

PARTICULARS	Rs.(In000's)	
	31-03-2025	31-03-2024
Total Revenue	18,017.90	18,976.07
Depreciation	2506.39	3040.46
Deferred Tax	23.45	73.16
Income Tax	0	0
Profit/Loss after Tax	-1516.35	-2046.90

2. Number and date of meetings of the Board and attendance of the directors - Sn. 134(3)(b) & Para 9 of SS-1.

The Company had 4 (Four) Board meetings, during the financial year under review as detailed below:-

Board Meetings & Attendance details of Directors in the meeting:

Name	DIN	Date of Board meeting				
Pyarelal Veliyil Velayudhan	02095050	08/06/2024	10/09/2024	20/12/2024	31/03/2025	
Saraswathy Pyarelal	08763712	08/06/2024	10/09/2024	20/12/2024	31/03/2025	

3. Directors' Responsibility Statement - Sn. 134(3)(c)

ANNEXURE D

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility statement:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) 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.

4. Details in respect of frauds reported by Auditors under Sub section (12) of Section 143 other than those which are reportable to the Central Government – Sn. 134(ca)

Auditors have not reported any fraud during the year under review.

5. A statement on declaration given by Independent Directors under Sub-section (6) of Section 149 – Sn.134 (3) (d)

Not Applicable

6. Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of Section 178 – Sn. 134(3)(e).

The Company is not covered under Section 178 and the Rules prescribed under Companies (Meeting of Board and its Powers) Rules 2014. Hence there is no need for constitution of Nomination and Remuneration Committee under Section 178(1) of Companies Act 2013.

7. Explanation or comments by the Board on every qualifications, reservation or adverse remark or disclaimer made:

- (a) by the Auditor in his report;
- (b) by the Secretarial Auditor in his report – Sn. 134(3)(f)

(a) There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

(b) The provisions relating to submission of Secretarial Audit Report are not applicable to the Company.

8. Particulars of loans, guarantees or investments under Section 186 – Sn. 134(g)

The Company has not given any Loans, guarantees or Investments under Sec 186 of Companies Act 2013.

9. Particulars of contracts or arrangements with related parties under Section 188(1) of Companies Act 2013 in the prescribed form – Sn. 134(3)(h)

NIL

10. The state of Company's affairs – Sn. 134(3)(i)

The company is engaged in the business of running hospital and educational training centers. The Company's working results ended in a net loss this year. Directors are hopeful of better results in the coming years.

11. The amounts, if any, which it proposes to carry to any reserves – Sn. 134(3)(j)

No transfer is made to Reserves.

12. The amount, if any, which it recommends should be paid by way of dividend – Sn. 134(3)(k)

No dividend is proposed.

Transfer of unclaimed dividend to investor education and protection fund

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

13. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report – Sn. 134(3)(l)

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate on the date of this report.

14. Conservation of energy, technology absorption, foreign exchange earnings and outgo – Sn.134(3)(m).

The company being fully aware of conservation of energy, has taken all steps for technological upgradation wherever possible. Foreign Exchange earnings /Outgo: NIL.

15. **Statement indicating development and implementation of a Risk Management Policy for the company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company – Sn. 134(3)(n)**

The company does not have any Risk Management Policy as the element of risk threatening the company's existence is very minimal.

16. **Details about the policy developed and implemented by the company on Corporate Social Responsibility initiative taken during the year u/s 135 of the Companies Act, 2013 – Sn.134(3)(o)**

CSR activity is not applicable to the company.

17. **Statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors – Sn.134(3)(p)**

Not applicable to the company.

18. **Composition of Audit Committee – Sn. 177(8)**

Company is not required to constitute an Audit Committee.

19. **Report on Vigil Mechanism – Sn. 177(9) & (10)**

The company is not required to establish a Vigil Mechanism.

20. **Share Capital**

The Company has not issued any Equity Shares, Sweat Equity Shares, employee Stock option and not called for Buy back of Shares during the current financial Year.

- A) Issue of equity shares with differential rights – NIL
- B) Issue of sweat equity shares – NIL
- C) Issue of employee stock options – NIL
- D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees – NIL

21. **Disclosures related to Employees – Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

Rule 5(1) - Not applicable since the company is not listed.

Rule 5(2) - There are no employees in the company drawing remuneration of more than Rs One Crore two lacs as stipulated in the Rule.

22. **Corporate Governance Certificate**

The Company is not a listed Company. Hence corporate governance as stipulated in Clause 49 of the Listing agreement is not applicable.

23. Statutory Auditors

Auditors Messrs. Abdul Rahim & Co, Chartered Accountants, Alappuzha has appointed as auditors of the Company till the conclusion of the VI Annual General Meeting of the members of the Company.

24. Matters required to be disclosed in accordance with Rule 8 of the Companies (Accounts) Rules, 2014.

(a) Financial Performance- Rule 8(1)

Already given above.

(b) Contracts or arrangements with related parties Rule- 8(2)

Already given above

(c) Conservation of energy, Technology absorption, Foreign exchange earnings and Outgo- Rule 8(3)

Already given above.

(d) Statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors-Rule 8(4)

Not Applicable to this Company.

(e) Details as required under Rule 8(5):-

(i) Financial summary or highlights;

Already given above.

(ii) Change in the nature of business, if any;

There is no change in the nature of the company's business during the financial year under review.

(iii) Details of directors or key managerial personnel who were appointed or have resigned during the year; NIL

(iv) Names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year;

The company has no subsidiaries/ joint ventures/ associates

(v) Details relating to deposits, covered under Chapter V of the Act,-

- (a) accepted during the year: Nil
- (b) remained unpaid or unclaimed as at the end of the year: Nil
- (c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved -

- (i) at the beginning of the year: Nil
- (ii) maximum during the year: Not Applicable
- (iii) at the end of the year: Not Applicable

(vi) Details of deposits which are not in compliance with the requirements of Chapter V of the Act;

Nil

(vii) Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future;

There are no significant orders by Regulators impacting the going concern status of the company and company's operations in future.

(viii) Details in respect of adequacy of internal controls with reference to the financial statements

The company has adequate internal financial controls.

25. Disclosure about CSR Policy - Rule 9

CSR activity is not applicable to the company

26. Maintenance of Cost Records.

Maintenance of Cost records is not applicable to your Company.

27. Disclosure under the Sexual Harassment of Women at Workplace (Provision, Prohibition and Redressal) Act, 2013.

The company has set up procedures for dealing with any complaints received from employees.
No complaints received during the year.

28. SECRETARIAL STANDARDS OF ICSI

The Company is in compliance with the Secretarial Standards SS-1 & SS-2 issued by the Institute of Company Secretaries of India and approved by the Central Government.

29. Other Matters

The Company has outstanding borrowings of Rs.2,78,50,000/- as unsecured loan from the Directors.

30. **Maternity Benefit Act**

The company is in compliance with Maternity Benefit Act.

31. **Acknowledgement**

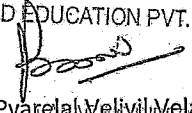
The directors place on records their appreciation and sincere thanks to all concerned.

For & on behalf of the Board of Directors

Place: Cherthala
Date:06/09/2025

For
KVM HEALTH AND EDUCATION PVT. LTD.

Saraswathy Pyarelal (DIN 08763712)
Director


Pyarelal Veliyil Melayudhan (DIN 02095050)
Managing Director