

# USS GLOBAL LIMITED

Regd. office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034

Phone: 011- 45824477, website: [www.ussglobaltd.com](http://www.ussglobaltd.com)

E-mail: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) CIN: L74900DL1993PLC056491

---

To,

**Date:** 14/08/2025

The Head - Listing & Compliance

**Metropolitan Stock Exchange of India Limited (MSEI)**

Building A, Unit 205A , 2nd Floor,

Piramal Agastya Corporate Park,

L.B.S Road, Kurla West,

Mumbai – 400070

**Subject: Notice convening the 32<sup>nd</sup> Annual General Meeting (“AGM”) and Annual Report of the Company for FY 2024-25 and Dispatch of letter to shareholders whose e-mail addresses are not registered with Company/Registrar & Transfer Agent/Depository Participants**

**Ref: Regulation 30, 34 and 36(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

*MSEI Symbol – USSGLOBAL*

Dear Sir/Madam,

In terms of the provisions of Regulation 30 and Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the notice of the 32<sup>nd</sup> Annual General Meeting (AGM) is enclosed herewith.

We wish to inform you that the 32<sup>nd</sup> AGM of the Company will be held on Tuesday, 09<sup>th</sup> September, 2025 at 01:00 P.M. (IST) at the registered office of the Company situated at Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034.

The Annual Report along with the Notice of the 32<sup>nd</sup> AGM is being sent by e-mail, to all the Shareholders whose e-mail IDs are registered with the Registrar and Transfer Agents (“RTA”) of the Company / Depository Participant(s). Further, in terms of Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has sent a letter to those shareholders whose e-mail addresses are not registered with Company/Registrar & Transfer Agent/Depository Participants, providing a QR code and the web link of Company’s website from where the Annual Report for FY 2024-25 can be accessed. A copy of the letter is enclosed for your records.

The same is also available on the website of the Company at <https://www.ussglobaltd.com/>.

This is for your information and records.

Thanking You,

Yours Faithfully,

**For USS Global Limited**

Rachna Negi

(Company Secretary & Compliance Officer)

M. No.: A70130

*Encl: As above*

# USS GLOBAL LIMITED

Regd. office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034

Phone: 011- 45824477, website: [www.ussglobaltd.com](http://www.ussglobaltd.com)

E-mail: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) CIN: L74900DL1993PLC056491

Dear Shareholder(s),

**Sub: Notice of the 32<sup>nd</sup> Annual General Meeting of the shareholders of USS Global Limited ("the Company") and Annual Report for the FY 2024-25**

We are pleased to inform you that the 32<sup>nd</sup> Annual General Meeting ('AGM') of USS Global Limited ('the Company') is scheduled to be held on Tuesday, 09<sup>th</sup> September, 2025 at 01:00 P.M. (IST) at the registered office of the Company at Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034 .

In compliance with the MCA and SEBI Circulars, and Regulation 36(1) of SEBI Listing Regulations, electronic copies of the Notice of the AGM along with Annual Report for FY 2024-25 is being sent to all the shareholder(s) whose e-mail addresses are registered with the Company/RTA/ Depository Participant(s).

Please be informed that on scrutiny of the shareholder database, we find that your e-mail address is not registered against your demat account/Folio number.

On account of this, we are unable to send the report electronically to you. Hence, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, this letter is sent by the Company to Inform you that the Annual Report can be accessed on the Company's website at the link <https://www.ussglobaltd.com/investor-tab/>. Alternatively, you can access the Annual Report 2024-25 by scanning the QR code provided herein:



The Annual Report of the Company is also available on the websites of Central Depository Services Limited ('CDSL') at <https://www.evotingindia.com/> and the website of Stock Exchanges i.e., MSEI Limited ('MSEI'), at <https://www.msei.in/> .

In case you wish to obtain a physical copy of Annual Report FY 2024-25, you may write to us at [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) mentioning your Folio No./DP ID and Client ID.

Key details for the AGM are as under':

S.No.	Particulars	Details
1	Cut-off date for shareholders who are eligible for e-voting	Tuesday, 2 <sup>nd</sup> September, 2025
2	e-Voting start date and time	Saturday, 6 <sup>th</sup> September, 2025 at 9:00 a.m.(IST)
3	e-Voting end date and time	Monday, 8 <sup>th</sup> September, 2025 at 5:00 p.m.(IST)

To all security holders holding shares in physical form: This is a reminder to update your KYC details pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024, and to dematerialise physical shares. The referred circular issued by SEBI mandates all the listed companies to record PAN, Address with PIN code, Mobile Number, Bank Account details, Specimen Signature and choice of Nomination of shareholders holding securities in physical mode. While updating email ID is optional, the security holders are requested to register their email ID to also avail online services. Please approach your respective Depository Participant in case you hold shares in electronic form OR please write to the Registrar & Transfer Agent of the Company at the below address:

Alankit House, 4E/2, Jhandewalan Extension, New Delhi 110055

Phone: 011-42541234/23541234; E-mail: [info@alankit.com](mailto:info@alankit.com)

Yours Faithfully,

**For USS Global Limited**

Sd/-

Rachna Negi

(Company Secretary & Compliance Officer)

M. No.: A70130

**USS GLOBAL LIMITED**

# **ANNUAL REPORT 2024-2025**

---



Office No. 400, ITL Twin Towers,  
B- 9, Netaji Subhash Place,  
Pitampura, New Delhi-110034



011- 45824477



<https://www.ussglobaltd.com/>

## **COMPANY INFORMATION**

Founded in 1993, **USS Global Limited** has grown into a trusted leader in the Business world. Headquartered in New Delhi, we are committed to delivering high-quality services that meet the evolving needs of our customers and stakeholders.

With a focus on innovation, sustainability, and customer satisfaction, **USS Global Limited** continues to expand its footprint across Indian Market. Our team of dedicated professionals works collaboratively to drive growth, enhance operational excellence, and uphold our core values of integrity, accountability, and excellence.

Over the past years, we have made significant progress in advancing our strategic priorities, strengthening our financial performance, and building long-term value for our shareholders. As we look to the future, we remain committed to sustainable development, digital transformation, and creating positive impact for all our stakeholders.

Brief Information regarding our company are as follows:

### **BOARD OF DIRECTORS**

**MR. MOHIT GUPTA**

***Managing Director***

- Managing Director of the company has done his Masters' in Business Administration from Nottingham University Business School, UK and International Business Certificate from Harvard University, Cambridge, USA.
- He provides oversight and guidance in major strategic decisions, formulating and conceptualizing systems and procedures for achieving corporate business goals and targets.

**MS. MONICA AGGARWAL**

***Non-Executive Independent Director***

- Independent Director, is a Semi-Qualified Chartered Accountant.
- She has done CFE (Certified Forensic Accountant and Fraud Examiner) and CFCP (Certified Forensic Psychology & Criminal Profiling) from IFS, Pune.
- She is currently working as a Consultant in the area of Financial Forensic and Litigation for various organizations and agencies.

**MR. RUCHIR JAIN**

***Non- Executive Director***

- Non-Executive Director is a Commerce Graduate from University of Delhi.
- He possesses rich experience of over a decade in Finance, Accounts and Marketing.

**MS. NAINA TALWAR**

***Non-Executive Independent Director***

- Independent Director is a Commerce Graduate, from University of Delhi.
- Ms. Naina Talwar has a considerable experience of around 10 years in the area of finance, accounts and taxation.

## **BOARD COMMITTEES**

### **AUDIT COMMITTEE**

	<b>Name</b>	<b>Designation</b>
1.	Ms. Naina Talwar	Chairperson (Independent Director)
2.	Mr. Mohit Gupta	Member (Executive Director)
3.	Ms. Monica Aggarwal	Member (Independent Director)

### **NOMINATION AND REMUNERATION COMMITTEE**

	<b>Name</b>	<b>Designation</b>
1.	Ms. Naina Talwar	Chairperson (Independent Director)
2.	Mr. Ruchir Jain	Member (Non-Executive Director)
3.	Ms. Monica Aggarwal	Member (Independent Director)

### **STAKEHOLDER RELATIONSHIP COMMITTEE**

	<b>Name</b>	<b>Designation</b>
1.	Ms. Naina Talwar	Chairperson (Independent Director)
2.	Mr. Ruchir Jain	Member (Non-Executive Director)
3.	Ms. Monica Aggarwal	Member (Independent Director)

## **KEY MANAGERIAL PERSONNEL (KMP)**

	<b>Name</b>	<b>Designation</b>
1.	Mr. Mohit Gupta	Managing Director
2.	Mr. Sanjay Sharma	Chief Financial Officer
3.	Ms. Rachna Negi	Company Secretary & Compliance Officer

## **REGISTERED OFFICE & CONTACT DETAILS**

<b>Office Address:</b>	Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi – 110034.
<b>Corporate Identification Number</b>	L74900DL1993PLC056491
<b>Phone No:</b>	011 -45824477
<b>Email:</b>	<a href="mailto:cs.ussglobal@gmail.com">cs.ussglobal@gmail.com</a>
<b>Website:</b>	<a href="http://www.ussglobaltld.com">www.ussglobaltld.com</a>

## **AUDITORS**

### **Statutory Auditors**

M/s. S.P. Agarwal & Co., Chartered Accountants (Firm  
Registration Number: 000988N)

### **Secretarial Auditors**

M/s. Pradeep Debnath & Co., Company Secretaries (C.P.  
No. – 7313)

### **Internal Auditors**

M/s. Mahesh K. Agarwal & Associates, Chartered  
Accountants (Firm Registration Number: 033019C)

## **BANKER**

### **Yes Bank Limited.**

Ground Floor, Anchor No. 2, D-Mall,  
Plot No. 1, Netaji Subhash Place,  
Pitampura, New Delhi – 110088

## **REGISTRAR & SHARE TRANSFER AGENT**

### **Alankit Assignments Limited**

Alankil House, 4E/2, Jhandewalan  
Extension, New Delhi- 110055

## **LISTED AT**

### **Metropolitan Stock Exchange of India Limited (MSEI)**

Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park,  
L.B.S Road, Kurla West, Mumbai – 400070

S.NO.	TABLE OF CONTENTS	PAGE NO.
1.	Notice of 32 <sup>nd</sup> Annual General Meeting	1-18
2.	Director's Report & Its Annexures	19-55
3.	Managing Director, CFO Certificate	56
4.	Independent Auditor's Report & Significant Accounting Policies	57-73
5.	Financial Statements <ul style="list-style-type: none"> <li>• Balance Sheet</li> <li>• Statement of Profit &amp; Loss</li> <li>• Cash Flow Statement</li> <li>• Statement of Change in Equity</li> <li>• Notes to the Financial Statement</li> </ul>	74-89
6.	Attendance Slip	90
7.	Proxy Form	91-92
8.	Route Map	93

## **NOTICE OF 32<sup>ND</sup> (THIRTY-SECOND) ANNUAL GENERAL MEETING**

Notice is hereby given that the **32<sup>nd</sup> (Thirty Second) Annual General Meeting** of the members of **USS Global Limited** will be held on Tuesday, 09<sup>th</sup> September, 2025 at 01:00 P.M. at the Registered Office of the Company situated at Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034 to transact the following business:

### **ORDINARY BUSINESSES:**

#### **Item No. 1 – Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and the Auditors thereon:**

To consider, and if thought fit, to pass the following Resolution as an *Ordinary Resolution*:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby adopted.”

#### **Item No. 2 – Re-appointment of Mr. Ruchir Jain (DIN: 03151017), as a director, liable to retire by rotation**

To consider and, if thought fit, to pass the following Resolution as an *Ordinary Resolution*:

Mr. Ruchir Jain (DIN: 03151017), who retires as a Director at the ensuing AGM, being eligible, seeks reappointment. Based on performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his reappointment.

**“RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ruchir Jain (DIN: 03151017), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

### **SPECIAL BUSINESSES:**

#### **Item No. 3- Appointment of M/s. Pradeep Debnath & Co., Practicing Company Secretaries, as a Secretarial Auditors of the Company:**

To consider and, if thought fit, pass the following resolution as an *Ordinary Resolution*:

**“RESOLVED THAT** pursuant to provisions of Section 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation and approval of the Audit Committee and the Board of Directors, M/s. Pradeep Debnath & Co., a peer reviewed Company Secretary in Practice having Certificate No. 2067/2022 be and hereby appointed as Secretarial Auditors of the Company for conducting Secretarial Audit for a term of 5 (Five) consecutive years effective from April 01, 2025 to March 31, 2030, at such remuneration as mutually agreed between the Board of Directors of the Company and the Secretarial Auditors.”

**RESOLVED FURTHER THAT** the Board of Directors (which term shall include any Committee of the Board authorised in this regard) be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

#### **Item No. 4- Approval of Material Related Party Transactions with Gipskarton India Private Limited**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”), Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (“Listing Regulations”) and other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), as may be necessary from time to time and on the basis of recommendation of the Audit Committee and approval of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/ transaction(s) (whether individually or series of transaction(s) taken together or otherwise) on arm’s length basis, with Gipskarton India Private Limited (‘GKIPL’), a ‘Related Party’ within the meaning of Regulation 2(1)(zb) of the Listing Regulations, in the nature of Related Party Transactions during the Financial Year 2025-26 on such terms and conditions as may be agreed upon between the Company and GKIPL and as set out in the explanatory statement annexed to this notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Company to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including any material modifications, finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, and to take all such actions herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board/Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

#### **Item No.5- Approval of Material Related Party Transactions with Ideation Initiatives Private Limited**

To consider and if thought fit to pass with or without modification(s), the following resolution as an *Ordinary Resolution*:

**“RESOLVED THAT** pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the Company’s Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of recommendation of the Audit Committee and approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Company, to enter into contract(s)/ arrangement(s)/ transaction(s) (whether individually or series of transaction(s) taken together or otherwise) on arm’s length basis, with Ideation Initiatives Private Limited , a ‘Related Party’ within the meaning of Regulation 2(1)(zb) of the Listing Regulations, in the nature of Related Party Transactions during the Financial Year 2025-26 on such terms and

conditions as may be agreed upon between the Company and Ideation Initiatives Private Limited and as set out in the explanatory statement annexed to this notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company to exercise its powers including powers conferred under this resolution), be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including any material modifications, finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, and to take all such actions herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board/Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**By order of the Board  
For USS GLOBAL LIMITED**

**Rachna Negi  
(Company Secretary &  
Compliance Officer)  
ACS: 70130**

**Date: 13-August-2025**

**Place: New Delhi**

**Registered Office: Office No. 400, ITL Twin Towers,  
B-9, Netaji Subhash Place, Pitam Pura, New Delhi - 110034**

**Website: [www.ussglobaltd.com](http://www.ussglobaltd.com)**

**Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)**

**CIN: L74900DL1993PLC056491**

## NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), with respect to the Special Business(es) set out in the Notice is annexed hereto and forms part of this Notice. Additional information, pursuant to regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is also annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED, STAMPED, SIGNED AND SHOULD BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.  
A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER. THE PROXYHOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING. A PROXY FORM IS ANNEXED (As Annexure- VI) TO THIS REPORT.
3. Members / Proxies / Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.

Corporate Member intending to send their authorized representative to attend the AGM are requested to forward a certified copy of Board Resolution authorizing its representative to attend and vote at the Annual General Meeting either to the Company in advance at [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) or submit the same at the venue of the Annual General Meeting.

4. The Annual Report of the Company for the year ended March 31, 2025 along with Notice, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with Company's Registrar and Share Transfer Agents viz; Alankit Assignments Limited("RTA") or with their respective Depository Participant ("DP").

A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to shareholders who have not registered their email address with the Company's RTA or DP.

For convenience of Members, route map of the venue of the AGM is enclosed in this Annual Report.

5. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement, will be available for inspection by the Members during the AGM and are open for inspection at the Registered Office of the Company between 10:00 a.m. to 2:00 p.m. on working days (i.e other than Sunday's and public holidays) upto the closure of Annual General Meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 03<sup>rd</sup> September, 2025 to Tuesday 09<sup>th</sup> September, 2025 (both days inclusive).
7. Notice of the Meeting will be sent to those Members, whose name appears in Register of Members / List of Beneficial Owners received from the Depositories as on Cut Off date i.e. Friday, 8<sup>th</sup> August, 2025.  
In continuation with the MCA General Circulars No. 20/2020 dated May 5, 2020, SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated Jan 15, 2021 and in accordance with the General Circular No. 09/2024 dated Sep 19, 2024 SEBI/HO/CFD/ PoD-2 PCIR/2024/133 dated Oct 3, 2024 the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the

financial year ended March 31, 2025 pursuant to Section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / Alankit or the Depository Participant(s).

Notice of AGM to members holding shares in physical form is being sent through the permitted modes as per Companies Act, 2013.

A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to shareholders who have not registered their email address with the Company's RTA or DP. The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Members who are desirous of obtaining hard copy of the Annual Report should send a request to the Company's e-mail id viz., [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) clearly mentioning their Folio number / DP ID and Client ID.

A copy of the Notice of this AGM along with Annual Report for the Financial Year 2024-25 is available on the website of the Company at [www.ussglobaltd.com](http://www.ussglobaltd.com) website of the Stock Exchanges where the shares of the Company are listed i.e.s MSEI Limited at [www.msei.com](http://www.msei.com) and the website of CDSL (agency for providing the Remote e-voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

8. Members who are attending the meeting in person and would like to express their views/have questions, may register themselves as a speaker by sending their request in advance mentioning their name, demat account number/ folio number, e-mail id, mobile number at [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) from the date of this notice up to September 6, 2025 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members are requested to share their questions if any in advance on [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com). The same will be replied by the Company suitably.
9. Members holding shares in physical form, whose folio(s) lack PAN, Contact Details, Mobile Number, Bank Account Details, or updated Specimen Signature are requested to update the mentioned details by completing the appropriate ISR forms with the RTA.  
Members are advised to exercise due diligence and not leave their demat account(s) dormant for long. They should obtain a periodic statement of holdings from the concerned depository participant and verify it.
10. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Alankit. Contact Details of RTA are as follows:  
Alankit Assignments Limited is the Registrar and Share Transfer Agent of the Company. The contact details of RTA are as follows: Phone: 011-42541234/23541234; E-mail: [info@alankit.com](mailto:info@alankit.com); Address: Alankit House, 4E/2, Jhandewalan Extension, New Delhi 110055.

Members holding shares in electronic form may contact their respective DP for availing this facility.

11. Members may kindly note that in accordance with SEBI Circular reference SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, the Company is registered on the newly launched SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints.  
Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).
12. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, ("Listing Regulations") as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of transmission or transposition of securities. Further, SEBI vide its Master Circular dated May 17, 2023, has mandated that

securities shall be issued only in dematerialised mode while processing duplicate / unclaimed suspense / renewal / exchange / endorsement / sub-division / consolidation / transmission / transposition service requests received from physical securities holders.

In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialisation, Members are advised to dematerialise their shares held in physical form. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact Alankit(RTA) to seek guidance in the demat procedure.

13. The Board has appointed Umesh Kumar & Associates (CP No. 8361) Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the remote e-voting and voting at AGM process in a fair and transparent manner.

**14. E-Voting:**

In compliance with the provisions of Section 108 of the Act, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by **Central Depository Services (India) Limited (CDSL)** on all resolutions set forth in this Notice.

Members are requested to carefully read the instructions for remote e-voting before casting their vote. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 6<sup>th</sup> September, 2025 at 9:00 a.m. and ends on 8<sup>th</sup> September, 2025 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 2<sup>nd</sup> September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date through remote e-voting would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-</li> </ol>

	<p>directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at :  022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

(ii) After entering these details appropriately, click on “SUBMIT” tab.

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on

which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for USS GLOBAL LIMITED on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.

15. The resolutions will be deemed to be passed on the AGM date subject to receipt of requisite majority on a resolution.

## **EXPLANATORY STATEMENT**

*(Pursuant to Section 102 of the Companies Act, 2013)*

### **Item No. 3: Appointment of M/s. Pradeep Debnath & Co., Practicing Company Secretaries, as a Secretarial Auditors of the Company**

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a listed entity shall appoint or reappoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in the Annual General Meeting.

M/s. Pradeep Debnath & Co. are currently the Secretarial Auditors of the Company and as per Regulation 24A (1C) of the Listing Regulations, any association of the individual or the firm as the Secretarial Auditor of the listed entity before March 31, 2025 shall not be considered for the purpose of calculating the tenure.

Accordingly, pursuant to the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 13th August, 2025 have approved the appointment of M/s. Pradeep Debnath & Co. (COP No.7313), a peer reviewed firm of Company Secretaries in Practice having Certificate No. 2067/2022 as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years effective from April 01, 2025 to March 31, 2030, on the following terms and conditions:

Term of appointment: For 5 (Five) consecutive years effective from April 01, 2025 to March 31, 2030 to hold office from the conclusion of this AGM till the conclusion of the 37th AGM to be held in the year 2030.

Proposed Fees: The proposed remuneration payable to M/s. Pradeep Debnath & Co. will be Rs. 30,000/- (Rupees Thirty Thousand only) plus applicable taxes and other out-of-pocket expenses in connection with the Secretarial Audit for financial year ending March 31, 2026, and for subsequent year(s) of their term, such fee as may be mutually agreed between the Board of Directors, on recommendation(s) of Audit Committee and the Secretarial Auditors of the Company.

In addition to the secretarial audit, the Auditors may be engaged for providing various permissible certifications, reports, or other non-audit services as required from time to time for which their remuneration will be determined and approved by the Audit Committee, in accordance with the applicable provisions.

The fees for services in the nature of certifications and other permissible non-audit services will be in addition to the secretarial audit fee as above and will be determined by the Board on the recommendations of the Audit Committee.

Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI Listing Regulations with regard to the full-time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

Profile: M/s. Pradeep Debnath & Co. (COP No.7313), a peer reviewed firm of Company Secretaries in Practice having Certificate No. 2067/2022 ('Secretarial Audit Firm'), established in the year 2001, is a reputed firm of Company Secretaries in Practice specialised in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 25 years in

Corporate Governance, compliance and advisory services and is widely recognized for its expertise in secretarial audits, compliance audits, and due diligence across sectors like banking, financial services, IT/Telecom, pharmaceuticals, FMCG, etc.

M/s. Pradeep Debnath & Co. (COP No.7313), a peer reviewed firm of Company Secretaries in Practice having Certificate No. 2067/2022, have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI Listing Regulations.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the members as an Ordinary Resolution.

#### **Item No.4- Approval of Material Related Party Transactions with Gipskarton India Private Limited**

In terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("the LODR Regulations"), any transactions with a related party shall be considered material, if the transaction(s) entered into / to be entered into individually or taken together with the previous transactions during a financial year, exceed the lower of Rs. 1,000 Crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, and shall require prior approval of shareholders by means of an ordinary resolution.

The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned Company and at an arm's length basis.

Company proposes to enter into contract(s)/ arrangement(s)/ Transaction(s) with Gipskarton India Private Limited (Related party of the Company) involved in the business of manufacturing of Gypsum Board and its accessories, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on August 13, 2025 reviewed and approved the said transaction(s).

Your Board of Directors considered the same and recommends passing of the resolution contained in Item No. 4 of this Notice.

**Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 and SEBI Master Circular SEBI/HO/CFD/POD2/CIR/P/0155 dated November 11, 2024 is provided as follows:**

S.NO	Particulars	Details
------	-------------	---------

1.	Type, material terms and particulars of the proposed transaction	<ul style="list-style-type: none"> <li>To give Loan, make Investment, give Guarantee or provide Security to <b>Gipskarton India Private Limited</b>.</li> <li>Purchase or sale of Goods or rendering of services of any kind with <b>Gipskarton India Private Limited</b> as may be decided by the board of directors.</li> </ul> <p>Material terms and conditions will be mutually decided between <b>Gipskarton India Private Limited</b> and the Company.</p>
2.	Name of the related party and its relationship with the listed entity <del>or its subsidiary</del> , including nature of its concern or interest (financial or otherwise);	<p><b>Gipskarton India Private Limited</b></p> <p>Mr. Mohit Gupta, Managing Director of the company is also director and member of Gipskarton India Private Limited</p> <p>Mr. Mohit Gupta holds 50% of the share capital of Gipskarton India Private Limited.</p>
3.	Tenure of the proposed transaction (particular tenure shall be specified);	Approval of the shareholders is being sought for Transactions for financial year 2025-26.
4.	Value of the proposed transaction	Not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores only)
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction <del>(and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);</del>	10.77% of annual consolidated turnover of the Company for FY 2024-25
6.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	i. details of the source of funds in connection with the proposed transaction;	Internal Resources/ Accruals and/or any other appropriate sources.
	ii. where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, 1. nature of indebtedness; 2. cost of funds; and 3. tenure;	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	As mutually decided between <b>Gipskarton India Private Limited</b> and the Company

	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Gipskarton India Private Limited will utilise the amount in its ordinary course of business to fuel its business operations.
7.	Justification as to why the RPT is in the interest of the listed entity;	The proposed MRPTs with Gipskarton India Private Limited ('GKIPL') will be at arm's length basis and shall increase revenue of the Company by acting as selling agent and the same would be in the interest of the Company.
8.	A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
9.	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Members may note that in terms of the provisions of regulation 23(4) Sebi LODR Regulations, 2015, the related parties as defined under regulation 2(1) (zb) of SEBI LODR Regulations, 2015 (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve resolutions under Item No. 4.

Except Mr. Mohit Gupta, Promoter and Managing Director of the Company and his relatives, none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is deemed to be, in any way concerned or interested, financial or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice, except to the extent of their shareholding, if any in the Company.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Members.

#### **Item No.5- To Approve Material Related Party Transactions with Ideation Initiatives Private Limited**

In terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("the LODR Regulations"), any transactions with a related party shall be considered material, if the transaction(s) entered into / to be entered into individually or taken together with the previous transactions during a financial year, exceed the lower of Rs. 1,000 Crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, and shall require prior approval of shareholders by means of an ordinary resolution.

The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned Company and at an arm's length basis.

Company proposes to enter into contract(s)/ arrangement(s)/ Transaction(s) with Ideation Initiatives Private Limited (Related party of the Company) involved in the business of providing consulting and advisory services, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on August 13, 2025 reviewed and approved the said transaction(s).

Your Board of Directors considered the same and recommends passing of the resolution contained in Item No. 5 of this Notice.

**Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 and SEBI Master Circular SEBI/HO/CFD/POD2/CIR/P/0155 dated November 11, 2024 is provided as follows:**

S.NO	Particulars	Details
1.	Type, material terms and particulars of the proposed transaction	<p>To give Loan, make Investment, give Guarantee or provide Security to <b>Ideation Initiatives Private Limited</b>.</p> <p>Material terms and conditions will be mutually decided between Ideation Initiatives Private Limited and the Company.</p> <p>Approval of the shareholders is being sought for entering into an agreement for investment in Ideation Initiatives Private Limited.</p>
2.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	<p>Ideation Initiatives Private Limited</p> <p>Mr. Mohit Gupta, Managing Director of the company is also director and member of Ideation Initiatives Private Limited.</p> <p>Mr. Mohit Gupta along with his relatives holds entire share capital of Ideation Initiatives Private Limited.</p>
3.	Tenure of the proposed transaction (particular tenure shall be specified);	Approval of the shareholders is being sought for the transaction(s) for the financial year 2025-26.
4.	Value of the proposed transaction	Not exceeding Rs. 20,00,00,000/- (Rupees Twenty Crores only)
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	5.38% of annual consolidated turnover of the Company for the financial year ended 31 <sup>st</sup> March, 2025.
6.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	i. details of the source of funds in connection with the proposed transaction;	Internal Resources/ Accruals and/or any other appropriate sources.

	ii. where any financial indebtedness is incurred to make or give loans, interoperate deposits, advances or investments, 1. nature of indebtedness; 2. cost of funds; and 3. tenure;	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Ideation Initiatives Private Limited will utilise the amount in its ordinary course of business to fuel its business operations.
<b>7.</b>	Justification as to why the RPT is in the interest of the listed entity;	Investing in Ideation Initiatives Private Limited will support the company's long-term strategic goals and will help strengthen the business relationship between the companies.
<b>8.</b>	A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
<b>9.</b>	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Members may note that in terms of the provisions of regulation 23(4) Sebi LODR Regulations, 2015 , the related parties as defined under regulation 2(1) (zb) of Sebi LODR Regulations, 2015 (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve resolutions under Item No. 5.

Except Mr. Mohit Gupta, Promoter and Managing Director of the Company and his relatives, none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is deemed to be, in any way concerned or interested, financial or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice, except to the extent of their shareholding, if any in the Company.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolution mentioned in Item No. 5 of the Notice.

The Board recommends the resolution set forth in item no. 5 for the approval of the Members.

**DISCLOSURE RELATING TO DIRECTOR PURSUANT TO REGULATION 26(4), 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS (SS)-2**

	Re-appointment
Name of Director	Mr. Ruchir Jain (DIN: 03151017)
Date of Birth	9 <sup>th</sup> May, 1980
Age	45 Years
Nationality	Indian
Date of appointment on Board	26 <sup>th</sup> March, 2011
Category	Non-Executive Non-Independent Director
Qualifications	Graduate in Commerce
Nature of Expertise in specific Functional areas	Having a rich experience of more than 14 years in Marketing.
Terms and Conditions of appointment and re-appointment	As per the Resolution No. 2 of the Notice convening the 32 <sup>nd</sup> Annual General Meeting. Appointment as a Non-Executive Director liable to retire by rotation.
Remuneration last drawn	Nil
Remuneration proposed to be paid	As per the resolution set out in Item No. 2 of the Notice convening the 32 <sup>nd</sup> Annual General Meeting read with explanatory statement thereto.
Directorship held in any other Companies (excluding Foreign Companies)	Nil
Disclosure of relationships between Directors/Managers/KMP inter-se	None
Relationship with other Companies (excluding Foreign Companies)	Nil
Committee position held in other Companies Chairmanship Membership	Nil - -
No. of shares held in the Company (a) Own (b) For other persons on a beneficial basis	Nil Nil
Attendance During the Financial Year Board Meetings Annual General Meeting Extraordinary General Meeting	5/5 1/1 NIL

**DIRECTOR'S REPORT**  
**FOR THE FINANCIAL YEAR 2024-25**

*(Pursuant to Section 134(3) of the Companies Act, 2013 read with rule 8 of Companies (Accounts) Rules, 2014)*

**Dear Members,**

The Board of Directors have pleasure in presenting their **32<sup>nd</sup> Annual Report** on the business and operations of the Company, together with the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2025.

**FINANCIAL AND OPERATIONAL HIGHLIGHTS**

<b>(Amount in '000)</b>		
<b>Particulars</b>	<b>Financial Year ended 31<sup>st</sup> March 2025</b>	<b>Financial Year ended 31<sup>st</sup> March 2024</b>
<b>Revenue from Operation</b>	<b>10,777.87</b>	<b>51,224.99</b>
<b>Other Income</b>	<b>6,364.55</b>	<b>6,049.31</b>
<b>Total Income</b>	<b>17,142.42</b>	<b>57,274.30</b>
<b>Total Expenses</b>	<b>9,730.86</b>	<b>49,498.57</b>
<b>Profit before provision for Tax</b>	<b>7,411.56</b>	<b>7,775.73</b>
<b>Tax Expenses:</b>		
<b>Current Tax</b>	<b>2,027.18</b>	<b>2,171.03</b>
<b>Deferred Tax</b>	<b>-99.77</b>	<b>-207.64</b>
<b>Tax paid for earlier years</b>	<b>43.31</b>	<b>0.00</b>
<b>Profit after tax</b>	<b>5,440.84</b>	<b>5,812.34</b>
<b>Earning per share</b>		
<b>Basic</b>	<b>0.54</b>	<b>0.58</b>
<b>Diluted</b>	<b>0.54</b>	<b>1.10</b>

**STATE OF THE COMPANY'S AFFAIRS**

Financial Year 2024-25 was challenging year for the Company leading to overall decline in revenue and profitability. The Company earned a Total Income of **Rs. 17,142.42/- (Amount in '000)** as compared to **Rs. 57,274.30/- (Amount in '000)** earned during the previous Financial Year ended 31<sup>st</sup> March, 2024. The Total Expenses of the Company has decreased to **Rs. 9730.86/- (Amount in '000)** as on Financial Year ended 31<sup>st</sup> March, 2025 from **Rs.49,498.57 (Amount in '000)** as on Financial Year ended 31<sup>st</sup> March, 2024.

The Company has earned a Profit of **Rs. 5,440.84/- (Amount in '000)** in the Current Financial Year ended 31<sup>st</sup> March, 2025 as compared to a Net Profit of **Rs. 5,812.34/- (Amount in '000)** earned during the Previous Financial Year ended 31<sup>st</sup> March, 2024.

**CHANGE IN THE NATURE OF BUSINESS**

There has been no change in the nature of business of the Company during the financial year 2024-25.

### **TRANSFER TO GENERAL RESERVE**

Your Directors do not propose to transfer any amount to General Reserve of the Company.

### **DIVIDEND**

Considering the need to conserve resources for meeting future expansion plans which will contribute to the long-term shareholder value, your Board has not recommended any dividend for the financial year 2024-25.

### **SHARE CAPITAL**

The Authorized Share Capital of the Company as on 31<sup>st</sup> March, 2025 stands at **₹10,30,00,000/-** consisting of **1,03,00,000** Equity Shares of **₹10** each, out of which the issued, subscribed and paid-up Equity Share Capital of the Company as on 31<sup>st</sup> March, 2025 stands at **₹10,02,00,000/-** comprising of **1,00,20,000** Equity Shares of **₹10** each.

There is no change in the share capital of the company during the Financial Year 2024-25.

### **PUBLIC DEPOSITS**

During the year under review, the Company has neither invited nor accepted/ renewed any deposits from the public under the provisions of Companies Act, 2013 and rules made thereunder.

### **ANNUAL RETURN**

Pursuant to the provisions of Section 134(3)(a) of the Act, the Annual Return, referred to in Section 92(3) of the Act for the financial year ended 31<sup>st</sup> March, 2025 is available on the website of the Company at [www.ussglobaltd.com](http://www.ussglobaltd.com).

### **THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR**

The Company does not have any subsidiary, joint venture or associate company. Further, no company has become or ceased to be the subsidiary, joint venture or associate company during the Financial Year 2024-25.

### **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board is instilled with the blend of professionalism, knowledge and experience which enables the Board to discharge its responsibilities in an effective and efficient manner leading to the achievement of missions and vision of the Company along with upholding superlative governance standards.

The composition of the Board of Directors is in accordance with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with an optimum combination of Executive Directors, Non-Executive Directors, Independent Directors and Women Directors.

Directors on Board as on 31<sup>st</sup> March, 2025:

S. No.	Name of the Director	DIN	Designation
1.	Mohit Gupta	02366798	Managing Director
2.	Monica Aggarwal	10366381	Independent Director
3.	Naina Talwar	07680338	Independent Director
4.	Ruchir Jain	03151017	Non-Executive Director

During the financial year 2024-2025, no change has occurred in the composition of board of directors of the company.

Further at the ensuing Annual General Meeting, following matter is proposed for the shareholder's approval: Pursuant to the provision of Section 152 of the Act read with Article of Association of the Company, **Mr. Ruchir Jain (DIN: 03151017)**, Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. The Board of Directors in consultation with Nomination and Remuneration Committee has recommended his re-appointment for the approval of shareholders at the 32<sup>nd</sup> Annual General Meeting of the Company. Resolution seeking members approval for his re-appointment, forms part of the Notice of 32<sup>nd</sup> Annual General Meeting.

Pursuant to the provisions of Section 203 of the Act and as on date of this report, Mr. Mohit Gupta, Managing Director, Mr. Sanjay Sharma, Chief Financial Officer and Ms. Rachna Negi, Company Secretary and Compliance Officer are the Key Managerial Personnel of the Company as on 31<sup>st</sup> March, 2025.

A brief resume of the Director seeking re-appointment along with other details as stipulated in the SEBI Listing Regulations and the Secretarial Standards on General Meeting are provided in Notice for convening the AGM which forms part of the Annual Report.

None of the Directors of the Company are disqualified under Section 164 of the Act.

## **COMMITTEES**

### **(A) AUDIT COMMITTEE**

The constitution of the Committee is as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part C of Schedule II and amendments thereto. All the members of the Audit Committee are financially literate and have financial management related expertise. The Company Secretary of the Company acts as the Secretary to the Committee.

The Audit Committee comprises of three Members:

S. No.	Name of Directors	Designation
1.	Ms. Naina Talwar (Non-Executive Independent Director)	Chairperson
2.	Ms. Monica Aggarwal (Non-Executive Independent Director)	Member
3.	Mr. Mohit Gupta (Executive Director)	Member

During the year under review, 04 (four) meetings of the Committee were held on regular intervals in accordance with the requirement stated under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the maximum gap between any two consecutive committee meetings was less than 120 days.

The details of the Meeting are provided below:

Dates of Meetings	No. of Members Present
30-04-2024	3
13-08-2024	3
14-11-2024	3
13-02-2025	3

## **(B) NOMINATION AND REMUNERATION COMMITTEE**

The Company has duly constituted Nomination and Remuneration and Compensation Committee as per the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S. No.	Name of Directors	Designation
1.	Ms. Naina Talwar (Non-Executive Independent Director)	Chairperson
2.	Ms. Monica Aggarwal (Non-Executive Independent Director)	Member
3.	Mr. Ruchir Jain (Non-Executive Director)	Member

During the Financial Year under review, two meetings of Nomination and Remuneration Committees were held as per the requirement stated under Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the meetings are mentioned below:

Dates of Meetings	No. of Members Present
30-04-2024	3
14-11-2024	3

## **(C) STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Company has duly constituted Stakeholders Relationship Committee as per the requirements prescribed under the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S. No.	Name of Directors	Designation
1.	Ms. Naina Talwar (Non-Executive Independent Director)	Chairperson
2.	Ms. Monica Aggarwal (Non-Executive Independent Director)	Member
3.	Mr. Ruchir Jain (Non-Executive Director)	Member

During the Financial Year under review, Stakeholder Relationship Committee met twice, as per Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the below mentioned dates:

Dates of Meetings	No. of Members Present
30-04-2024	3
13-02-2025	3

## **(D) RISK MANAGEMENT COMMITTEE**

The Company is not required to constitute Risk Management Committee pursuant to Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the Financial Year under review.

## **NUMBER OF BOARD MEETINGS AND ANNUAL GENERAL MEETING AND OTHER GENERAL MEETINGS**

### **(i) BOARD MEETINGS**

The Board of Directors met five (5) times during the Financial Year 2024-25, details of which are given below:

<b>Dates of Meetings</b>	<b>No. of Directors Present</b>
30-04-2024	4
11-05-2024	4
13-08-2024	4
14-11-2024	4
13-02-2025	4

The Board Meetings were held at regular intervals as per Companies Act, 2013 read with Secretarial Standards (SS-1) and SEBI (LODR), 2015.

### **(ii) GENERAL MEETINGS**

The 31<sup>st</sup> Annual General Meeting of the company was held on 11<sup>th</sup> June, 2024. Further, no other General Meeting was held during the Financial Year 2024-25.

## **CONFIRMATION BY DIRECTORS REGARDING DIRECTORSHIP/COMMITTEE POSITION**

Based on disclosure regarding number of Directorship(s), Committee Memberships(s), Chairmanship(s) of all the directors is within the respective limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

Further, Executive director of the Company doesn't serve as an Independent Director in any listed company.

Necessary disclosure regarding directorship in companies and committee positions in other public companies as on 31<sup>st</sup> March, 2025 have been submitted by Directors and have been reported in Corporate Governance Report forming part of Annual Report.

## **DECLARATION BY INDEPENDENT DIRECTORS**

The Independent Directors have given declaration to the Company under Section 149(7) of the Act that they meet the criteria of independence as given in Section 149(6) of the Act read with rules made thereunder and Regulations 16(1)(b)/ 62B(1)(b) of the SEBI Listing Regulations and were independent of the Management and their names have been included in the database of Independent Directors, as prescribed in the Act.

The Independent Directors have complied with the 'Code for Independent Directors' as prescribed in Schedule IV of the Act. The Independent Directors in their disclosures have confirmed that they are not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the disclosures received from Independent Directors, the Board is of the opinion that the Independent Directors are independent of the management and possess highest standards of integrity, requisite expertise and experience (including proficiency) required to fulfil their duties as Independent Directors.

## **SEPARATE MEETING OF THE INDEPENDENT DIRECTORS**

In accordance with the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25 of the Listing Regulations, one separate meeting of the Independent Directors of the Company was held on 11<sup>th</sup> May, 2024 and all the Independent Directors of the Company were present at the meeting.

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

In accordance with the provisions of Regulation 25(7) of the Listing Regulations, the Company has been conducting various familiarisation programmes for independent directors. The details of such familiarisation programmes for Independent Directors have been disclosed on the website of the Company and can be viewed by accessing [www.ussglobaltd.com](http://www.ussglobaltd.com).

## **COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Nomination and Remuneration Policy of the Company is devised in accordance with the provisions of Section 178 of the Act and Regulation 19/ 62G of the SEBI Listing Regulations. The said policy of the Company is aimed at inculcating a performance driven culture. Through its comprehensive compensation programme, the Company endeavors to attract, retain, develop and motivate a high-performance workforce.

The policy is available on the Company's website viz <https://www.ussglobaltd.com/investor-tab/>.

The Company pays remuneration to its Executive Director by way of a fixed salary, benefits, perquisites and allowances (fixed component), based on the recommendations of the Nomination and Remuneration Committee within the limits as prescribed under the Act and the SEBI Listing Regulations and as approved by the shareholders.

## **POLICY ON BOARD DIVERSITY**

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed a policy for Board Diversity which lays down the criteria for appointment of Directors on the Board of your Company and guides the organization's approach to Board Diversity. Your Company believes that Board diversity basis the gender, race and age will help build diversity of thought and will set the tone at the top. A mix of individuals representing different geographies, culture, industry experience, qualification and skill set will bring in different perspectives and help the organization grow. The Board of Directors is responsible for reviewing the policy from time to time. The policy on Board Diversity has been placed on the Company's website at <https://www.ussglobaltd.com/investor-tab/>

## **AUDITORS & AUDITOR'S REPORT**

### **(A) STATUTORY AUDITORS**

Pursuant to the provision of Section 139 of the Act and rules made thereunder, **M/s. S.P. Agarwal & Co. (FRN:000988N)**, Chartered Accountants, New Delhi, were appointed as the Statutory Auditors of the Company at the **28<sup>th</sup> Annual General Meeting** of the Company held on 29<sup>th</sup> September, 2021 for a period of five years, to hold office from the conclusion of 28<sup>th</sup> Annual General Meeting until the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company, on a remuneration as approved by the Board and mutually agreed between the Company and the Statutory Auditors.

Pursuant to Section 139 and 141 of the Act and relevant Rules prescribed thereunder, the Statutory Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Auditors have also confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

The notes on Financial Statement referred in the Annual Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remarks or disclaimer.

## **(B) SECRETARIAL AUDITORS**

Pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has appointed **M/s. Pradeep Debnath & Co.**, a firm of Practicing Company Secretaries (COP Number:7313 )to conduct Secretarial Audit of the Company.

The Secretarial Audit Report for the Financial Year ended 31<sup>st</sup> March, 2025 is enclosed as “**Annexure-IV**”. The said report does not contain any qualification, reservation, adverse remarks or disclaimer.

In line with Regulation 24A of the Listing Regulations, the Board has approved the appointment of **M/s. Pradeep Debnath & Co.** as the Secretarial Auditors of the Company for a term of 5 consecutive years with effect from Financial Year 2025-26 to Financial Year 2029-30, subject to approval of the shareholders at the 32<sup>nd</sup> Annual General Meeting of the Company.

## **(C) COST AUDIT AND COST RECORDS**

The provisions prescribed by Central Government for the maintenance of cost records under Section 148(1) of the Act and the Rules thereunder are not applicable to the Company for the Financial Year under review.

## **REPORTING OF FRAUD BY THE STATUTORY AUDITORS**

During the year under review, the Statutory Auditors have not reported any instances of fraud committed by the Company, its officers and/or employees under Section 143(2) of the Act.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis Report (“**Annexure-I**”) for the year under review, as stipulated under Regulation 34(2) of (Listing Obligations and Disclosure Requirements) Regulations, 2015, is appended to the Annual Report.

## **CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

The Company has robust procedures for identification and monitoring related party(ies) and related party transactions. The Company’s policy for Related Party Transaction regulates the transaction between company and its related parties. The said updated policy is available on Company’s website at <https://www.ussglobaltd.com/investor-tab/> .

A statement on transaction with related party pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of Companies (Accounts) Rules, 2014, as amended is given in Form AOC-2 as “**Annexure-III**”.

For details on related party transactions, members may refer to the notes of standalone financial statement for the year 2024-25 which are forming part of Annual Report.

## **PARTICULARS OF LOAN, GUARANTEES, SECURITIES AND INVESTMENTS**

Pursuant to Section 186 of the Act read with the Companies (Meetings of the Board and its Powers) Rules, 2014, disclosures relating to loans, guarantees, securities and investments as on 31<sup>st</sup> March, 2025 have been disclosed in the notes to the Financial Statement.

## **RISK MANAGEMENT AND INTERNAL FINANCIAL CONTROLS AND POLICY**

Internal financial controls are an integral part of the risk management process addressing amongst others financial and non-financial risks. The internal financial controls are documented and augmented in the day-to-day business processes.

Assurance on the effectiveness of internal financial controls is obtained through management reviews, self-assessment, continuous monitoring by functional experts as well as testing by the Statutory/ Internal Auditor during the course of their audits.

The internal audit plan is also aligned to the business objectives of the Company, which is reviewed and approved by the Audit Committee. Further, the Audit Committee monitors the adequacy and effectiveness of your Company's internal control framework. Significant audit observations are followed-up and the actions taken are reported to the Audit Committee.

The Company's internal control system is commensurate with the nature, size and complexity of operations. The Audit Committee has oversight in the area of financial risks and controls. The major risks identified are systematically addressed through mitigating actions on a continuing basis.

The Statutory Auditors of the Company have reported that the Company has adequate internal financial controls system over financial reporting.

## **ANNUAL EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

The Nomination and Remuneration Committee has formulated the criteria for evaluation of the Board, functioning of its committees and individual directors including Independent Directors and also specified that such evaluation will be done by the Nomination and Remuneration Committee and the Board, pursuant to the provisions of the Act and the rules made thereunder read with the SEBI Listing Regulations.

The Company believes that it is the collective effectiveness of the Board that impacts the Company's performance, as a whole. The Board performance is assessed against the role and responsibilities of the Board as provided in the Act and the SEBI Listing Regulations. The parameters for the Board performance evaluation have been derived from the Board's core role of trusteeship to protect and enhance shareholders' value as well as to fulfil expectations of other stakeholders through strategic supervision of the Company. Evaluation of the functioning of the Board Committee is based on discussions amongst the Committee members. Individual Directors are evaluated in the context of the role played by each Director as a member of the Board at its meetings, in assisting the Board in realising its role of strategic supervision of the functioning of the Company in pursuit of its purpose and goals. While the Board evaluated its performance against the laid down criteria, the evaluation of Directors was carried out against the laid down parameters, anonymously in order to ensure objectivity.

The Independent Directors of the Board also reviewed the performance of the Non-Independent Directors, Chairperson and the Board, pursuant to Schedule IV to the Act and Regulation 25 (4) of the SEBI Listing Regulations.

## **CORPORATE GOVERNANCE REPORT**

The Corporate Governance Report has been prepared in compliance with the requirements of Regulations 16 to 27 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations'), the said Report is enclosed at "**Annexure-II**" and forms part of the Annual Report.

The requisite Compliance Certificate, confirming compliance with the conditions of corporate governance as stipulated under the SEBI Listing Regulations is attached to the Corporate Governance Report.

## **MATERIAL CHANGES AND COMMITMENTS**

There were no material change and commitment, affecting the financial position of your Company which occurred between the end of the Financial Year to which the financial statements relate and the date of this Report.

## **COMPLIANCE CERTIFICATE BY MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO)**

In terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Compliance certificate issued by the MD and CFO on the financial statements and internal controls relating to financial reporting for the year 2024-25 forms the part of the annual report.

## **PARTICULARS OF REMUNERATION TO EMPLOYEES IN EXCESS OF LIMIT PRESCRIBED UNDER SECTION 197 OF COMPANIES ACT, 2013.**

During the Financial Year 2024-25, none of the employee of the Company was in receipt of remuneration exceeding the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further, the Company has been in compliance of Section 197 of the Companies Act, 2013 with respect to the payment of remuneration to its Key Managerial Personnel's.

## **CORPORATE SOCIAL RESPONSIBILITY**

The Company was not required to constitute Corporate Social Responsibility Committee for the Financial Year 2024-25 as net worth, turnover and net profit for the period under review do not exceed the limits specified under section 135(1) of the Companies Act, 2013.

## **CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE:**

Pursuant to Schedule V, Para C, Clause 10(j) of the SEBI Listing Regulations, a certificate has been received from **M/s. Umesh Kumar & Associates., Company Secretaries (COP No.: 8361)**, Company Secretaries in practice, certifying 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 SEBI, Ministry of Corporate Affairs or any such other Statutory/ Regulatory authority and is attached to the Corporate Governance Report.

## **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATION IN FUTURE**

Pursuant to the requirement of Section 134 (3) (q) of the Act read with Rule 8 (5)(vii) of the Companies (Accounts) Rules 2014 during Financial Year 2024-25, no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company's and future operations.

## **THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

During the Financial Year 2024-25, neither an application nor any proceedings is pending against the Company under the Insolvency and Bankruptcy Code, 2016.

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

During the Financial Year under review there were no transactions requiring disclosure or reporting in respect of matters relating to One-Time Settlement with any bank or financial institution.

## **SEXUAL HARASSMENT OF WOMEN AT WORKPLACE [“POSH”]**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company through various training and awareness practices.

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 i.e. (“POSH”) and rules made thereunder, is not applicable to the Company for the Financial Year 2024-25 as number of employees in the Company are less than 10 (Ten).

Further, the company continues to promote the awareness on women’s safety by organizing various workshops.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

The information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is set out as under:

### **Conservation of Energy and Technology Absorption**

Since your Company does not own any manufacturing facility, the requirements pertaining to disclosure of particulars relating to conservation of energy, research and development and technology absorption, as prescribed under the Companies Act, 2013 are not applicable.

### **Foreign Exchange Earning and Outgo**

Particulars	For the Financial Year ended 31 <sup>st</sup> March, 2025	For the Financial Year ended 31 <sup>st</sup> March, 2024
Foreign Exchange Earning	NIL	NIL
Foreign Exchange outgo	NIL	NIL

## **SECRETARIAL STANDARDS**

The Company hereby affirms that during the year under review, the Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## **VIGIL MECHANISM**

Pursuant to Section 177(9) of the Companies Act, 2013 read with Company’s (Meetings of Board and its Powers) Rules, 2014, the Company has in place Vigil Mechanism in form of Whistle Blower Policy for directors & employees to report genuine concerns or instances of unethical and/or improper conduct and to take suitable steps to investigate and correct the same.

Directors, employees, vendors, customers or any person having dealings with the Company may report non-compliance of the policy.

The Chairman of the Audit Committee has been authorised to hear the grievances of the stakeholders, employees and Directors and take steps, if required to resolve the issues amicably/ take appropriate action against the employee and make provision for direct access through an email or through a letter to the Chairman of the Audit Committee.

The Directors and management personnel will maintain the confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discrimination.

## **OTHER DISCLOSURES**

### **Statement of Deviation(s) or Variation**

During the financial year 2023-24, the Company had raised Rs.5,02,00,000 by way of Preferential Issue which has been fully utilized in the Financial Year 2024-25.

Your Board hereby confirms that there were no deviation(s) or variation(s) in the utilization of said proceeds.

## **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 134(3) (c) and 134(5) of the Companies Act, 2013, Your Directors to the best of their knowledge and ability confirm that:

- (a) In the preparation of the Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2025, the applicable accounting standards have been followed and there are no material departures from the same.
- (b) They have selected such accounting policies and applied them consistently, and made such 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 on 31<sup>st</sup> March, 2025, and the Statement of Profit and Loss of the company for that period;
- (c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting the fraud and other irregularities;
- (d) They have prepared the Annual Accounts on a going concern basis.
- (e) They have laid down the Internal Financial Controls to be followed by the Company and such internal financial controls are adequate and are operating effectively.
- (f) They have devised the proper systems to ensure compliance with the provisions of all laws applicable to the Company and that such systems are adequate and operating effectively.

## **CODE FOR PREVENTION OF INSIDER TRADING**

The Company's 'Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and Immediate Relatives' is in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended (the PIT Regulations'). The Code also includes practices and procedures of fair disclosures of unpublished price sensitive information including a policy for determination of legitimate purposes. The said code is available on the Company's website viz. <https://www.ussglobaltd.com/investor-tab/>

Further, the Company has put in place an adequate and effective system of internal controls including maintenance of a structured digital database and standard operating procedures to ensure compliance with the requirements of the PIT Regulations to prevent insider trading.

### **ACKNOWLEDGEMENT AND APPRECIATION**

Your Company's organizational culture upholds professionalism, integrity and continuous improvement across all functions, as well as efficient utilization of the Company's resources for sustainable and profitable growth.

Your Directors place on record their sincere appreciation to all the employees for their dedication and commitment. The hard work and unstinting efforts of the employees have enabled the Company to sustain its position in the industry. Their commitment and contribution are deeply acknowledged.

Further, your Directors would like to place on record their appreciation for the continued co-operation and support received by the Company during the year from its customers, suppliers, bankers, financial institutions and other stakeholders.

**Date: 13<sup>th</sup> August, 2025**

**Place: New Delhi**

**By Order of the Board of Directors  
For USS GLOBAL LIMITED**

**Mohit Gupta  
Managing Director  
(DIN: 02366798)**

**Ruchir Jain  
Director  
(DIN:03151017)**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

**{Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}**

### **1. COMPANY OVERVIEW**

USS Global Limited is a consulting and business solutions organisation, providing financial strategy consultancy to its clients, enabling clients to create and execute strategies for their financial planning. Our purpose is to improve the financial health of the Company by focusing on optimum utilisation of capital resources and managing the working capital needs of the Company. Our functional expertise is again a very balanced blend of finance, management, legal documentation and administration. The company leverages all these capabilities and its deep contextual knowledge of its customers’ businesses to craft unique, high quality, high impact solutions designed to deliver differentiated business outcomes.

Our strategic objective is to build a sustainable organization that remains relevant to the agenda of our clients, while creating growth opportunities for our employees, generating profitable growth for our investors and contributing to the communities that we operate in. There are numerous risks and challenges affecting our business.

### **2. MACRO-ECONOMIC ENVIRONMENT**

During the financial year ended 31<sup>st</sup> March, 2025, the Indian economy demonstrated resilience amidst global uncertainties. Key drivers included steady GDP growth, strong domestic demand, and government-led infrastructure initiatives. However, persistent inflation, rising interest rates, and global geopolitical tensions posed challenges to the business environment. The Company’s Board remained proactive in adapting governance practices to align with the evolving economic and regulatory landscape.

### **3. INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Company mainly focus on customer centric Financial Management services which are crucial for business success. We help our client to manage their finances (including working capital management services) and attain their financial goals.

### **4. OPPORTUNITIES AND THREATS**

#### **❖ Our Strategy**

Our clients and prospective clients are faced with transformative business opportunities due change in the business scenario globally, these organizations are dealing with the challenge of having to reinvent their core offerings, processes and systems rapidly. The journey to the better future requires not just an understanding of new technologies and new ways of working, but a deep appreciation of existing business landscapes, business processes and practices. Our strategy is to be a navigator for our clients as they ideate, plan and execute their journey to a better future.

We embraced a three-pronged strategy to strengthen our relevance with clients and drive accelerated value creation:

- Provide Client Centric Service
- Reskill our people
- Expand Business Locally

#### ❖ **Our Strengths**

Customer-centricity is at the heart of the Company's strategy, organization structure and investment decisions. This view helps the Company to spot trends early, embrace business opportunities by making the right investments and mitigating risks while discharging its social and environmental responsibilities.

We believe that we are well-positioned for the principal competitive factors in our business. With over three decades of experience in the investment and consultancy services, we have invested extensively in infrastructure and systems to enable learning and education across the enterprise at scale. We maintain high ethical and corporate governance standards to ensure honest and professional business practices and protect the reputation of the Company and our customers.

#### ❖ **Our competition/Threats**

We experience Healthy competition and see a rapidly-changing marketplace with new competitors who are focused on agility, flexibility and innovation. We typically compete from small, medium to large scale service providers in response to requests for proposals. Clients often cite our industry expertise, comprehensive end to-end service capability and solutions, ability to scale, digital capabilities, established platforms, superior quality and process execution, experienced management team, talented professionals and track record as reasons for awarding us contracts. We potentially see emerging competition to our services.

There are several other threats associated with the business of our Company such as:

- Limited range of products and service
- Skills gap in human resource capacity
- Limited Scope of the market
- Economic volatility

Even in the presence of the above said threat and adverse market conditions, we continue to remain optimistic about the long-term growth of the Business environment and the opportunities.

### 5. **OUTLOOK**

The Company has overcome the challenges posed by war situation. Our operational and financial results for FY 2024-25 have declined a little as compared to those of the previous year. We have sound reasons to believe that the Company will continue to grow and the quality of investments made by the Company will keep improving which will yield the higher revenue. Moreover, we are committed to fulfil our responsibility being a responsible corporate citizen.

### 6. **RISKS AND CONCERNS**

#### ❖ **Risks related to the markets in which we operate**

Spending on products and services by our clients and prospective clients may fluctuate depending on many factors, including the economic, geo-political, monetary and fiscal policies and regulatory environment in the markets in which they operate.

An economic slowdown or other factors may affect the economic health of our Country which can have a negative impact on our company.

❖ **Risks related to our employee workforce**

Our success depends largely upon our highly skilled professionals and our ability to hire, attract, motivate, retain and train these personnel.

**7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has devised a robust internal control framework to safeguard the Company keeping in view the size and complexity of operations.

The Company reviews and tests the robustness of the internal control system, covering all functions and business areas, at regular intervals.

The system is responsible for assuring compliance with operating systems, internal policies, and legal requirements, and suggesting improvements to systems and processes.

The internal audit report was reviewed by the senior management and was placed before the Audit Committee and the Board of Directors along with the actions taken. The Audit Committee undertook a detailed review of the audit observations and actions and confirmed that the internal audit system was functioning effectively.

**8. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

**Revenue:** The change in revenues in Financial Year 2024-25 from Financial Year 2023-24 is as follows:

Particulars	2025 (In Rs. '000')	2024 (In Rs. '000')
Revenue from Operations	10,777.87	51,224.99

Moreover, the Company has earned a Net Profit of **Rs. 5,440.84/-** (Amount in '000') in the Current Financial Year ended 31 March, 2025 as compared to a Net Profit of **Rs. 5,812.34/-** (Amount in '000') earned during the previous Financial Year ended 31 March, 2024.

**9. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF**

Net worth witnessed a positive change in the current year in comparison to the Net worth of the previous year. The Net worth of the Company stands at Rs. 141826.23/- (Amount in '000') as on 31<sup>st</sup> March, 2025 as compared to the Net worth of Rs. 136385.39/- (Amount in '000') as on 31<sup>st</sup> March, 2024. This improvement is primarily attributable to an increase in the retained earnings of the Company which leads to increase in Return on Equity and Net worth accordingly.

**10. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

There is no material development in human resources of the company during the financial year ended 31<sup>st</sup> March, 2025, the total number of employees at the end of financial year 2024-2025 stands less than 10.

**11. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREOF**

<b>Debtors Turnover</b>	The Debtors Turnover / Trade Receivables turnover of the Company for the financial year ended 31 <sup>st</sup> March, 2025 stands at 2.27 as compared to 10.19 for the last financial year ended 31 <sup>st</sup> March, 2024. This is due to significant decrease in turnover of the Company.
<b>Inventory Turnover</b>	Not Applicable as the Company doesn't have any inventory.
<b>Interest Coverage Ratio</b>	Not Applicable as the Company has no Interest expenses related to loans or borrowings.
<b>Current Ratio</b>	The current ratio of the company for the financial year ended 31 <sup>st</sup> March, 2025 stands at 11.72 as compared to 25.58 for the last financial year ended 31 <sup>st</sup> March, 2024. This is due to significant decrease in current assets of the Company.
<b>Debt Equity Ratio</b>	The Company actively focuses on a strategy to keep the level of Debt to the minimum extent possible. The Company follows a strong governance model for its debt management services practices and ensures strict adherence to the regulatory and internal policies, code of conduct and fair practice code. The Company is debt free and shall always adhere best possible practices to be in compliant with the stipulated debt equity ratio i.e. 2:1 as prescribed under the Companies Act, 2013 read with rules made there under.
<b>Operating Profit Margin (%)</b>	The Operating Profit Margin/ Return on Sales of the Company for the financial year ended 31 <sup>st</sup> March, 2025 stands at 50.48% as compared to 11.34% for the last financial year ended 31 <sup>st</sup> March, 2024. This is due to significant decrease in turnover of the Company
<b>Net Profit Ratio (%)</b>	The Net Profit Margin/ Net Profit Ratio of the company for the financial year ended 31 <sup>st</sup> March, 2025 stands at 0.69% as compared to 0.15% for the last financial year ended 31 <sup>st</sup> March, 2024. This is due to significant decrease in turnover of the Company.

Date: 13<sup>th</sup> August, 2025  
Place: Delhi

By order of the Board of Directors  
USS Global Limited

**Mohit Gupta**  
Managing Director  
(DIN: 02366798)

**Ruchir Jain**  
Director  
(DIN:03151017)

## **REPORT ON CORPORATE GOVERNANCE**

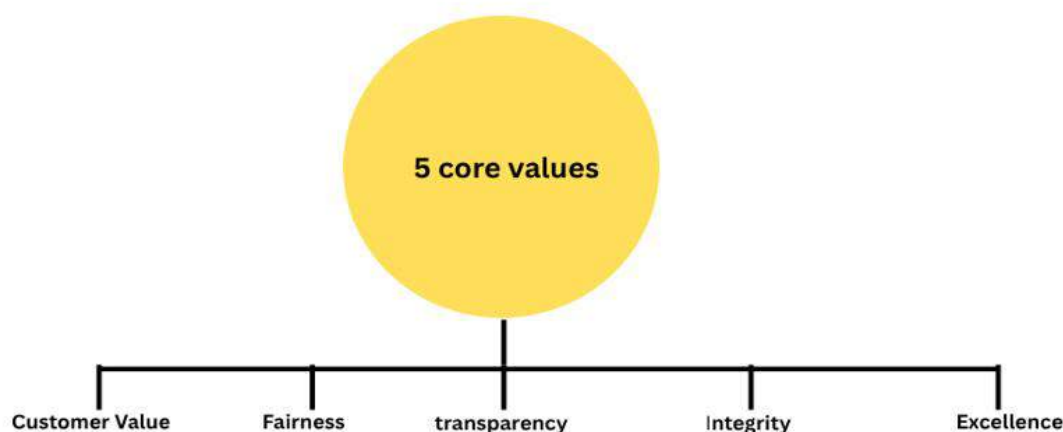
### **1. COMPANY PHILOSOPHY ON CODE OF GOVERNANCE**

A brief statement on company`s philosophy on code of Governance:

Corporate governance is an ethically-driven business process that is committed to values aimed at enhancing an organization's capacity to create wealth. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At USS Global Limited (“the Company”), it is imperative that our Company affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. We are committed to defining, following and practicing the highest level of corporate governance across all our business functions.

The company always strives to achieve optimum performance at all levels by adhering to corporate governance practices, such as fair and transparent business practices, effective management controls at all levels, adequate representation of promoter, executive and independent director on the board, accountability of performance at all levels, monitoring of executive performance by the Board and transparent and timely disclosure of financial and management information.

Our governance rests on our 5 core values viz. **Customer Value, Fairness, Integrity, Transparency and Excellence.**



### **2. BOARD OF DIRECTORS**

The Board provides guidance to the Management and directs, supervises, and oversees the activities of the Company. The Board ensures that the Company follows a good corporate strategy for risk management, accountability, transparency and ethical business practices. The Board consists of eminent individuals from industry, management, human resources and finance. The Composition of the Board is reviewed from time to time to ensure that it remains aligned with the statutory and business requirements.

**A) Composition Of Board**

The Board has an optimum combination of Executive, Non-executive and Independent Directors. The Board has a total strength of 4 (four) Directors as on March 31, 2025 of whom half of the Board comprises of Independent Non-Executive Directors, one Non-Executive Director and one Executive Director (Managing Director & Promoter). The size and composition of the Board is in conformity with the provisions of Regulation 17 of SEBI Listing Regulations and Companies Act, 2013 ('Act').

**The details of Board members along with their tenure during the Financial Year 2024-25 are as follows:**

Name of Director	Designation	Date of Appointment	Date of Re-appointment
Mr. Mohit Gupta	Managing Director & Promoter	22-05-2013	29-08-2023
Mr. Ruchir Jain	Non-Executive Director	26-03-2011	11-06-2024
Ms. Naina Talwar	Non-Executive Independent Director	21-12-2016	21-12-2021
Ms. Monica Aggarwal	Non-Executive Independent Director	06-11-2023	-

There were no changes in the composition of board of directors during the period under review.

**B) Attendance of each Director at Board Meetings of the Company held during the year ended March 31, 2025 and at the last AGM are as under:**

Name of Director	Attendance at Last Annual General Meeting (31 <sup>st</sup> AGM) held n 11/06/2024	No. of Board Meeting held during the Financial Year under Review	No. of Board Meeting attended during the Financial Year under Review
Mr. Mohit Gupta	Yes	5	5
Mr. Ruchir Jain	Yes	5	5
Ms. Naina Talwar	Yes	5	5
Ms. Monica Aggarwal	Yes	5	5

**C) Details of the Directorships and Committee Chairmanship/membership held by the Directors in other public companies as on 31 March, 2025 are as under:**

Name of Director	Number of Equity shares held	No. of other Director ship	No. of Board Committees of other companies in which Member/Chairperson		No. of Board Committees of the company (USS Global Limited) in which Member/Chairperson		Name of the other Listed Entity(ies) in which the Director holds Directorship
			Member	Chairperson	Member	Chairperson	
Mr. Mohit Gupta	72,16,000	-	-	-	1	-	-
Mr. Ruchir Jain	-	-	-	-	2	-	-

Ms. Naina Talwar	-	-	-	-	3	3	-
Ms. Monica Aggarwal	-	-	-	-	3	-	-

**Notes:**

Number of Directorships / Memberships held in other companies excludes Directorships/Memberships in private limited companies, foreign companies, companies under Section 8 of the Companies Act, 2013 ("the Act"), membership of managing committees of chambers / bodies and alternate directorships.

None of the Directors hold Directorship in more the Seven (7) Listed Entities as per Regulation 17A of the Listing Regulations.

Pursuant to Regulation 17 A of listing Regulation, None of the Directors on the Board serve as an Independent Director in more than 7 (seven) listed companies across all companies in which he/she is a Director.

None of the Directors are Members of more than 10 Committees and Chairman of more than 5 Committees across all public limited companies in which they are a Director.

Further, in compliance with Section 165 of the Companies Act 2013 ('Act'), none of the Directors on the Board hold Directorship in more than 20 (Twenty) companies (including directorship in public companies not exceeding 10 (Ten)).

As per the declarations received by the Company, none of the Director is disqualified under Section 164 (1) & (2) of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014.

**D) Number of Board Meetings held in the financial year:**

5 (Five) Board meetings were held during the Financial Year 2024-25 on respective dates:

S. No.	DATE OF BOARD MEETING
1	30 <sup>th</sup> April, 2024
2	11 <sup>th</sup> May, 2024
3	13 <sup>th</sup> August, 2024
4	14 <sup>th</sup> November, 2024
5	13 <sup>th</sup> February, 2025

**E) Meeting of Independent Directors**

One Independent Directors (IDs) meeting was held on 11/05/2024 for the Financial Year 2024-25 without the presence of Non-Independent Directors.

**F) None of the Directors have any inter-se relation among themselves.**

**G) Shares held by Non-Executive Directors as at 31st March, 2025:**

Name of the Director	No. of Shares held
Mr. Ruchir Jain	0
Ms. Naina Talwar	0
Ms. Monica Aggarwal	0

Further, No Convertible Instruments are issued by the Company.

**H) Details of the Familiarization Programme for Independent Directors:**

The Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

The details of the Familiarization Programme undertaken by the Company during the FY 2024-25 imparted to Independent Directors is available on the website of the Company at [www.ussglobaltd.com](http://www.ussglobaltd.com)

The Board comprises of highly qualified members who possess required set of skills, expertise and competence that allow them to make effective contributions to the Board and Committees.

H) The table below summarizes the core skills/expertise/competencies of the members of the Board in terms of SEBI Listing Regulations.

Name of Directors	Core Skills/Expertise/Competencies					
	Business Knowledge	Leadership	Strategic Thinking Skills	Financial Appreciation	Corporate Governance	Safety, Health & Environment Awareness
Mr. Mohit Gupta	✓	✓	✓	✓	✓	✓
Ms. Monica Aggarwal	✓	✓	✓	✓	✓	✓
Ms. Naina Talwar	✓	✓	✓	✓	✓	✓
Mr. Ruchir Jain	✓	✓	✓	✓	✓	✓

I) The Board confirms that the Independent Directors fulfill the conditions as specified in Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations and are independent of the Management.

Further, No Independent Director has resigned from their Directorship before the expiry of their term of office.

**3. COMMITTEES OF THE BOARD**

The Board has formed various Committees as required under Companies Act, 2013 and SEBI Listing Regulations (LODR). The Board reviews and amend the policies/terms of reference of the Committee as and when needed.

There are 3 (Three) Board Committees as on 31<sup>st</sup> March, 2025. These Committees review, discuss and monitor the activities falling within their terms of reference, the details of which are provided below:

## A) AUDIT COMMITTEE

### Composition, Terms of reference, Name of Members and Chairperson

**a) Brief Description of terms of reference:** The terms of reference of the Audit Committee includes overview of the Company's financial reporting process and ensuring proper disclosures in the financial statements, recommending re- appointment of Auditors and fixation of their remuneration, reviewing/examining Quarterly, half yearly results and Annual Financial Statements before submission to the Board, reviewing adequacy of internal control systems and other matters specified for Audit Committee under Section 177 of the Companies Act, 2013 and Regulation 18(3) of SEBI Listing Regulations.

The Audit Committee is constituted as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations (LODR) read with Part C of Schedule II and amendments thereto. All the members of the Audit Committee are financially literate and have financial management related expertise. The Company Secretary of the Company acts as the Secretary to the Committee.

### **b) Composition, Name of Members and Chairperson of Audit Committee:**

Name	Designation
Ms. Naina Talwar	Chairperson (Non-Executive Independent Director)
Ms. Monica Aggarwal	Member (Non-Executive Independent Director)
Mr. Mohit Gupta	Member (Executive Director)

During the Financial year 2024-2025 there was no change in the composition of Audit Committee

### **c) Meetings and Attendance during the year**

4 (Four) meetings of the Audit Committee were held during the financial year 2024-25. The maximum time gap between any two consecutive meetings did not exceed 120 (One Hundred Twenty) days. Moreover, the requisite quorum as required by the SEBI Listing Regulations was present in all the meetings of the Audit Committee held during the year.

The details of Audit Committee meetings and attendance of Directors at these meetings are given below:

S. No.	Name of Director	Audit Committee Meeting Held on				Total Number of Meeting Attended
		30-04-2024	13-08-2024	14-11-2024	13-02-2025	
1	Naina Talwar	Yes	Yes	Yes	Yes	4
2	Monica Aggarwal	Yes	Yes	Yes	Yes	4
3	Mohit Gupta	Yes	Yes	Yes	Yes	4

The Annual General Meeting of the Company was held on 11<sup>th</sup> June, 2024 and was attended by Chairperson of the Audit Committee.

## **B) NOMINATION & REMUNERATION COMMITTEE**

### **Terms of reference, Name of Members and Chairman**

**a) Brief Description of terms of reference:** The Nomination and Remuneration Committee of the Company is constituted under Section 178 of the Companies Act, 2013 and pursuant to the provisions of Regulation 19 of SEBI Listing Regulations (LODR). The Nomination and Remuneration Committee evaluates the composition of the Board and its Committees as per regulatory requirements, make recommendations to the Board of Directors in respect to the appointment, re-appointment of Independent, Executive and Non-Executive Directors of the Company and other matters specified for Nomination and Remuneration Committee in Section 178 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and under Regulation 19 read with Schedule II of SEBI Listing Regulations.

The terms of reference of Nomination and Remuneration Committee includes formulation of the Nomination and Remuneration Policy, Policy on Board Diversity, setting of Performance Evaluation Criteria, etc. The Nomination & Remuneration Policy is available on the Company's website i.e. [www.ussglobaltd.com](http://www.ussglobaltd.com).

### **b) Composition, Name of Members and Chairperson of Nomination and Remuneration Committee:**

<b>Name</b>	<b>Designation</b>
Ms. Naina Talwar	Chairperson (Non-Executive Independent Director)
Ms. Monica Aggarwal	Member (Non-Executive Independent Director)
Mr. Ruchir Jain	Member (Non-Executive Director)

During the period under review there was no change in the composition of Nomination and Remuneration Committee.

### **c) Meetings and Attendance during the financial year**

2 (Two) meetings of the Nomination and Remuneration Committee were held during the financial year 2024-25. Moreover, the requisite quorum as required by the SEBI Listing Regulations was present in all the meetings of the Nomination and Remuneration Committee held during the year.

The details of Nomination and Remuneration Committee meetings and attendance of Directors at these meetings are given below:

<b>S. No.</b>	<b>Name of Director</b>	<b>Nomination and Remuneration Committee Meeting Held on</b>		<b>Total Number of Meeting Attended</b>
		<b>30-04-2024</b>	<b>14-11-2024</b>	
1	Naina Talwar	Yes	Yes	2
2	Mr. Ruchir Jain	Yes	Yes	2

3	Monica Aggarwal	Yes	Yes	2
---	-----------------	-----	-----	---

**d) Performance Evaluation Criteria of Independent Director:**

The Independent Directors (IDs) meeting was held on 11/05/2024 without the presence of Non-Independent Directors. The meeting was attended by all IDs which enabled them to discuss various matters of Company's affairs and conduct performance evaluation of the Board as well as of Directors individually and thereafter put forth their combined views to the Board.

**C) STAKEHOLDERS RELATIONSHIP COMMITTEE**

**a) Brief Description of terms of reference:** The Stakeholders Relationship Committee oversees redressal of complaints and grievances of the shareholders/investors. The Stakeholders' Relationship Committee is constituted pursuant to Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI Listing Regulations (LODR).

**b) Composition, Name of Members and Chairperson:**

Name	Designation
Ms. Naina Talwar	Chairperson (Non-Executive Independent Director)
Ms. Monica Aggarwal	Member (Non-Executive Independent Director)
Mr. Ruchir Jain	Member (Non-Executive Director)

During the period under review there was no change in the composition of Stakeholders Relationship Committee.

**c) Meetings and Attendance during the financial year**

The details of Stakeholders Relationship Committee meetings and attendance of Directors at these meetings are given below:

S. No.	Name of Director	Stakeholders Relationship Committee Meeting Held on		Total Number of Meeting Attended
		30-04-2024	13-02-2025	
1	Naina Talwar	Yes	Yes	2
2	Monica Aggarwal	Yes	Yes	2
3	Mr. Ruchir Jain	Yes	Yes	2

**d) Name & Designation of Compliance Officer:**

**Ms. Rachna Negi, Company Secretary and Compliance Officer of USS Global Limited**

**Regd. Address:** Office No. 400, ITL Twin Towers, B-9,  
Netaji Subhash Place, Pitam Pura, New Delhi – 110034

**E-mail ID:** [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) , **Phone No:** 011- 45824477.

#### e) **Status of Investors Complaints:**

The details of Investor Complaints received and resolved by the Company during the financial year ended March 31, 2025 is given below:

Particulars	No. of Complaints
Number of complaints received from the investors comprising non-receipt of dividend, non-receipt of shares lodged for transfer, non-receipt of Annual Report, etc.	NIL
Number of complaints resolved	NIL
Complaints pending as at March 31, 2025	NIL

The "SCORES" website of SEBI for redressing of Grievances of the Investors is being visited at regular intervals by the Company Secretary and there are no pending complaints registered with SCORES for the financial year ended on 31<sup>st</sup> March, 2025.

#### 4. **PARTICULARS OF SENIOR MANAGEMENT**

The particulars of senior management as per Regulation 16(1) (d) of the Listing Regulations during the financial year 2024-2025 are as follows:

Name	Designation
Mr. Sanjay Sharma	Chief Financial Officer
Ms. Rachna Negi	Company Secretary and Compliance Officer

#### 5. **REMUNERATION OF DIRECTORS**

(a) No pecuniary transactions have been entered into by the Company with any of the Non-Executive/Independent Directors of the Company.

(b) Criteria of making payment to non-executive directors is disseminated on the website of the Company at [www.ussglobalttd.com](http://www.ussglobalttd.com).

(c) Disclosure with respect to remuneration in addition to disclosures required under the Companies Act, 2013, the following disclosures shall be made:

(i). Details of remuneration paid/payable to Directors for the year ended March 31, 2025 are given below:

Name of Director	Basic Salary	Benefits	Bonus / incentives /variable pay	Stock Options	Pension	Total
<b>Executive director</b>						
Mr. Mohit Gupta	6,60,000	-	-	-	-	6,60,000
<b>Non-executive &amp; Non-independent director</b>						

Mr. Ruchir Jain	-	-	-	-	-	-
<b>Independent directors</b>						
Ms. Naina Talwar	-	-	-	-	-	-
Ms. Monica Aggarwal	-	-	-	-	-	-

(ii) Basic salary payable to the director is fixed and no performance based incentive is offered by the company.

(iii) Service Contracts, notice period, severance fees: As Mutually Decided between the director and the company.

(iv) Stock Option Details: Not Applicable

## **6. GENERAL MEETINGS**

a) The last three Annual General Meetings were held as under:

Financial Year	Date of AGM	Time	Location
2023-24	11.06.2024	1:00 PM	Office No. 400, ITL Twin Towers, B- 9, Netaji Subhash Place, Pitampura, New Delhi- 110034
2022-23	30.12.2023	2.00 PM	Office No. 400, ITL Twin Towers, B- 9, Netaji Subhash Place, Pitampura, New Delhi- 110034
2021-22	28.09.2022	3.00 PM	Office No. 400, ITL Twin Towers, B- 9, Netaji Subhash Place, Pitampura, New Delhi- 110034

b) The details of Special Resolution passed by the Company at its last three Annual General Meetings are as under:

Date of AGM	Particulars of Special Resolution Passed
11.06.2024	1. Approval for lock-in of Equity Shares.
30.12.2023	1. Increase in Borrowing Limits of the Company in excess of the limits prescribed under section 180(1)(c) of the Companies Act, 2013. 2. To Increase limits for granting loan, giving guarantee or making of investment pursuant to section 186(3) of the Companies Act, 2013. 3. To appoint Ms. Monica Aggarwal (DIN: 10366381) as an independent Director of the Company.
28.09.2022	1. To increase the borrowing limits of the company in excess of the limits prescribed under section 180(1)(c) of the companies act, 2013. 2. To increase the limits of the company to create pledge / charge / mortgage / hypothecation on the movable and immovable properties of the company, both present and future, in respect of borrowings, pursuant to section 180(1) (a) of the companies act,2013 3. To increase limits for granting loan, giving guarantee or making investment pursuant to section 186(3) of the companies act, 2013

c) **Special Resolution Passed through Postal Ballot:**

There were no special resolutions passed through Postal Ballot during FY 2024-2025. Accordingly, details relating to postal ballot are not applicable.

Further, no special resolution is proposed to be conducted through postal ballot in the 32<sup>nd</sup> Annual General Meeting of the Company, Therefore, providing details of procedure of postal ballot is not applicable.

## **7. MEANS OF COMMUNICATION**

<b>Quarterly Results</b>	<b>The quarterly results of the Company are published in leading Newspapers having wide circulation and are regularly updated on Company's website.</b>
<b>Newspapers in which results are normally published</b>	<b>1. Financial Express 2. Jansatta</b>
<b>Any website, where displayed</b>	Yes, at the Company's website i.e. <a href="http://www.ussglobaltd.com">www.ussglobaltd.com</a>
<b>Whether it also displays official news releases</b>	NA
<b>The presentations made to institutional investors or to the analysts</b>	NA
<b>Whether MDA is a part of Annual Report or Not</b>	Yes

## **8. GENERAL SHAREHOLDERS INFORMATION:**

### **(a) 32<sup>nd</sup> Annual General Meeting**

<b>Day &amp; Date:</b>	Tuesday, 09 <sup>th</sup> September, 2025
<b>Time:</b>	01: 00 P.M.
<b>Venue:</b>	Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

### **(b) The financial year of the Company is from 1<sup>st</sup> April to 31<sup>st</sup> March.**

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in the prescribed format and detailed financial results are posted on Company's website.

Results for the Quarter ending:

First Quarter Results: Second week of August, 2025

Second Quarter Results: Second week of November, 2025 (**Tentative**)

Third Quarter Results: Second week of February, 2026 (**Tentative**)

Fourth Quarter Results and Annual Results: Last week of May, 2026 (**Tentative**)

Date of Book Closure: 3<sup>rd</sup> September, 2025 to 09<sup>th</sup> September, 2025 (Both days Inclusive)

### **(c) Dividend:** No Dividend has been recommended for the financial year ended 31<sup>st</sup> March, 2025.

**(d) Listing of Equity Shares on the Stock Exchange:** Metropolitan Stock Exchange of India Limited Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai – 400070.

### **(e) Stock code/Symbol:**

Stock Exchange	Stock Code
Metropolitan Stock Exchange of India Limited	USSGLOBAL
Demat ISIN Number in NSDL & CDSL for Equity Shares	INE277F01015

The Company has made payment of Annual Listing fees to the Metropolitan Stock Exchange of India Limited.

**(f) Registrar and Transfer Agents:**

Alankit Assignments Limited  
Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110055.

**(g) Share Transfer System:**

In accordance with SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7 September 2020 all share transfers needs to be carried out in the dematerialized form with effect from 1<sup>st</sup> April 2021 compulsorily. Hence no transfer of shares in physical form is allowed.

Further, in compliance with SEBI vide its circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January 2022, the following requests received by the Company from the shareholders holding shares in physical form will be processed and the shares will be issued in dematerialization form only:

- i. Issue of duplicate share certificate
- ii. Claim from unclaimed suspense account
- iii. Renewal/Exchange of securities certificate
- iv. Endorsement
- v. Sub-division / splitting of securities certificate
- vi. Consolidation of securities certificates/folios
- vii. Transmission
- viii. Transposition

For this purpose, the securities holder/claimant shall submit a duly filled -up Form ISR-4.

**Nomination facility for shareholders**

SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3<sup>rd</sup> November, 2021, has made it mandatory for all shareholders holding shares in physical form to furnish nomination details to the Company / RTA. Shareholders can register their nomination details in Form SH-13 or they can choose to give declaration to opt out of Nomination by filing Form ISR-3. In case the shareholder holding shares in physical form wishes to change the nominee or cancel the nomination then Form SH-14 needs to be filled. The aforementioned forms are available on the website of Registrar and Transfer Agent and which shall be furnished in hard copy form or through electronic mode with e- signature to the company / Registrar and Transfer Agent.

**Permanent Account Number (PAN) and KYC details:**

SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3<sup>rd</sup> November, 2021, has made it mandatory for all holders of physical securities to furnish the following documents / details to the Registrar and Transfer Agent:

- a) PAN
- b) Contact details, Postal address with PIN, Mobile number, E-mail address
- c) Bank account details (bank name and branch, bank account number, IFS code)
- d) Specimen signature

For furnishing the above mentioned details, shareholder shall send the hard copy of Form ISR-1 and/or ISR2, available on the website of Registrar and Transfer Agent.

**(h) Distribution of Shareholding as on March 31, 2025**

Category	No. of shares held	% of shareholding
<b>Promoter Holding</b>		
Total promoter & promoter group holdings	72,16,000	72.02
<b>Non-Promoter Holding</b>	-	-
Foreign Portfolio Investor	-	-
Financial Institutions / Banks	-	-
Mutual Funds	-	-
Alternate Investment Funds	-	-
<b>Central/State Government</b>	-	-
Central Government	-	-
<b>Non-Institutions</b>	-	-
Other Bodies Cooperates	54500	0.54
Foreign Bodies Cooperates	-	-
Public – Resident Individuals	2749480	27.44
Non-Resident Indians	-	-
Clearing Member	-	-
HUF	20	-
<b>TOTAL</b>	10020000	100%

**(i) Dematerialization of shares and liquidity**

92, 46,100 Equity Shares are held in dematerialized form with NSDL & CDSL, As of March 31, 2025. Members holding shares in physical form are requested to dematerialize their holdings at the earliest in order to avail benefit of liquidity.

**(j) Address for correspondence:**

Shareholders should address correspondence to the Company's Registrars and Transfer Agents at the address mentioned below, Shareholders can also contact the Registered Office of the Company at the address mentioned below in point (K).

<b>Registrar &amp; Transfer Agents:</b>	Alankit Assignments Limited
<b>Address:</b>	Alankit House, 4E/2, Jhandewalan Extension, New Delhi – 110055.
<b>Phone:</b>	011-42541234 / 2354123
<b>Website:</b>	<a href="http://www.alankit.com">www.alankit.com</a>

**(k) Registered Office:**

USS GLOBAL LIMITED

Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitam Pura, New Delhi – 110034.

Telephone No.: 011- 45824477

Website: [www.ussglobaltld.com](http://www.ussglobaltld.com)

E-mail ID: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## **9. OTHER DISCLOSURES:**

- a) Disclosures on materially significant related party transactions, i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.**

The Company has entered into related party transactions on arm's length basis for which the Company has obtained prior approval of Audit Committee.

The Company has formulated and adopted a policy on dealing with related party transactions and same is displayed under the Investor section on the Company's websites which can be accessed on the website of the Company at [www.ussglobalttd.com](http://www.ussglobalttd.com).

- b) Details of Non- Compliances by the Company**

During the last three years, there were no strictures or penalties imposed on the Company by SEBI, Stock exchange or any statutory authority for non-compliance of any matter related to capital markets, during the last three years.

- c) Whistle Blower Policy /Vigil Mechanism**

Pursuant to Section 177 of the Companies Act, 2013 read with SEBI Listing Regulations the Company has placed a Whistle Blower Policy for establishing a vigil mechanism for Directors and employees to report instances of unethical and/or improper conduct and auctioning suitable steps to investigate and correct the same. Further, no person has been denied access to the audit committee.

- d) The Company has no Subsidiary Company, therefore policy on determining material subsidiary is not applicable to the Company for the Financial Year 2024-25.**

- e) Policy on dealing with related party transactions has been placed on the website of the Company and can be accessed at [www.ussglobalttd.com](http://www.ussglobalttd.com) .**

- f) Entire proceeds of the funds raised by way of allotment of 50,20,000 equity shares at a price of Rs. 10/- each amounting to Rs. 5,02,00,000/- on March 12, 2024 via preferential issue was fully utilized till the quarter ended 31<sup>st</sup> December, 2024.**

- g) PCS Certificate of non-disqualification of Directors on Board of the Company has been annexed to this Report as "Annexure-B".**

- h) Total Fee of Rs. 1,02,600/- has been paid to the Statutory Auditor of the Company M/s. S.P. Aggarwal & Co. during the Financial Year 2024-25.**

- i) Sexual Harassment of Women at Workplace (Prevention, prohibition and Redressal) Act, 2013 is not applicable to the Company for the Financial Year 2024-25 as number of employees in the Company are less than 10.**

- j) The Company has given loan to Gipskarton India Private Limited "a related party" (Company in which Director is interested ) details of which have been provided in notes to the Financial Statements.**

- k) The Company has not made non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, of which shall be disclosed.**

## **10. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE**

The Company has designated Section for Investors on the website of the Company [www.ussglobaltd.com](http://www.ussglobaltd.com). Further, the Company has complied with all the disclosure requirement of Corporate Governance specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR), 2015.

Compliance Certificate from PCS regarding compliance of conditions of corporate governance is annexed as **"Annexure-A"**.

Declaration signed by the Managing Director stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management has been annexed as **"Annexure-C"**.

### **Demat Suspense Account**

No shares are lying in demat suspense account/unclaimed suspense account during the Financial Year 2024-25.

**CERTIFICATE ON COMPLIANCE WITH THE REGULATIONS OF CORPORATE GOVERNANCE**

**TO THE MEMBERS OF USS GLOBAL LIMITED**

1. We have examined the compliance of conditions of Corporate Governance of USS Global Limited (“the Company”) for the year ended on March 31, 2025 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and other applicable regulations of Chapter IV pertaining to Corporate Governance and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the “Listing Regulations”].

**MANAGEMENT’S RESPONSIBILITY**

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

**AUDITORS’ RESPONSIBILITY**

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have conducted our examination in accordance with the Guidance Note on Corporate Governance Certificate and the Guidance Manual on Quality of Audit & Attestation Services issued by the Institute of Company Secretaries of India (“ICSI”).

**OPINION**

6. Based on my examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended 31<sup>st</sup> March, 2025.
7. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**Date: 13<sup>th</sup> August, 2025**

**Place: New Delhi**

**For Umesh Kumar & Associates  
Company Secretaries**

**CS Umesh Kumar**

**M. No 21567**

**C.P No. 8361**

**Peer Review No. 1895/2022**

**UDIN: A021567G000996035**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

**To,  
The Members of  
USS Global Limited**

Office No. 400, ITL Twin Towers, B- 9  
Netaji Subhash Place, Pitampura, New Delhi-110034

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of USS GLOBAL LIMITED having CIN L74900DL1993PLC056491 and having registered office at Office No. 400, ITL Twin Towers, B- 9, Netaji Subhash Place, Pitampura, New Delhi-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](http://www.mca.gov.in)) as considered necessary and explanations furnished to us 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, 2025 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 .

Sl. No.	Name of the Director	DIN	Date of Appointment
1.	Mohit Gupta	02366798	22/05/2013
2.	Ruchir Jain	03151017	26/03/2011
3.	Naina Talwar	07680338	21/12/2016
4.	Monica Aggarwal	10366381	06/11/2023

Ensuring the eligibility of for 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.

**For Umesh Kumar & Associates  
Company Secretaries**

**Date: 13<sup>th</sup> August, 2025  
Place: New Delhi**

**CS Umesh Kumar  
M. No. 21567 C.P No. 8361  
Peer Review No. 1895/2022  
UDIN: A021567G000995971**

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL  
WITH THE COMPANY'S CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT**

*(Pursuant to Regulation 26(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015, as amended)*

**To,**  
**The Board of Directors**  
**USS Global Limited**  
Office No.400, ITL Twin Towers, B-9,  
Netaji Subhash Place, Pitampura, New Delhi-110034

This is to confirm that in respect of the Financial Year ended 31<sup>st</sup> March, 2025, the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management.

Further, the Code of Conduct of Board of Directors and Senior Management Personnel of the Company is made available at the Company's website at [www.ussglobaltd.com](http://www.ussglobaltd.com).

**Date: 13<sup>th</sup> August, 2025**  
**Place: New Delhi**

**Mohit Gupta**  
**(Managing Director)**  
**DIN: 02366798**

**FORM 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 arms-length transactions under third proviso thereto:

**1. Details of contracts or arrangements or transactions not at Arm's length basis: Nil**

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements s/ transactions	Duration of the contracts/ arrangements s/ transactions	Salient terms of the contracts or arrangements s or transactions including the value, if any	Justification for entering into such contracts or arrangements s or transactions	Date of approval by the Board	Amount paid as advance, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
NIL							

**2. Details of contracts or arrangements or transactions at Arm's length basis:**

Name of the Related Party	Nature of Relationship	Nature of Contracts /arrangements/ transactions	Duration of Contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board, if any	Amount paid as advances, if any
Gipskarton India Private Limited	Mr. Mohit Gupta, Managing Director of the Company is also director and member of Gipskarton India Private Limited	Sale of Goods/Materials	On Continuous Basis	The Company has sold Goods/Materials amounting to Rs.12,39,000/- (in aggregate, in one or more tranches) to its related party in ordinary course of business activities at arm's length price.	11-05-2024	NIL

By Order of the Board  
USS Global Limited

Date: 13<sup>th</sup> August, 2025  
Place: New Delhi

Mohit Gupta  
Managing Director  
(DIN: 02366798)

Ruchir Jain  
Director  
(DIN:03151017)

## Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2025

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

To,

The Members,

**USS GLOBAL LIMITED**

Office no.: 400, ITL twin towers, B- 9, Netaji Subhash Place,  
Pitampura, New Delhi -110034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **USS GLOBAL LIMITED** (hereinafter referred as '**the Company**'), listed on **METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED**, having its Registered office situated at **office No.: 400, ITL TWIN TOWERS, B- 9, NETAJI SUBHASH PLACE, PITAMPURA, NEW DELHI -110034**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the USS GLOBAL LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2025**, 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 31<sup>st</sup> March, 2025 according to the provisions of:

- A.** The Companies Act, 2013 ('the Act') and the rules made thereunder;
- B.** The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- C.** The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- D.** Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- E.** 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;
  - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ('NCS');

- 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; and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

**F. Other Applicable Law:-**

Stamp Duty Act, 1899

Labour Laws:-

- A. Shops and Commercial Establishment Act, 1958 read with Shops and Commercial Establishment Rules with respect to office situated at Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-34;
- B. Equal Remuneration Act, 1976 and Equal Remuneration Rules, 1976;
- C. Child Labour (Prohibition and Regulation) Act, 1986 read with Child Labour (Prohibition and Regulation) Rules, 1988.

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 Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited.

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

**We further report that,**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director in compliance with the provisions of the Act.

Adequate notice(s) were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance to all Directors 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.

As per the minutes of the meetings of the Board and Committees of the Board duly signed by the Chairman, all the decisions of the Board were unanimously passed and no dissenting views have been recorded.

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

**Date: 13<sup>th</sup> August, 2025**

**Place: New Delhi**

**UDIN: F006654G000996159**

**For Pradeep Debnath & Co.  
Company Secretaries**

**Pradeep Kumar Debnath  
(Proprietor)  
C.P No – 7313**

**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  
USS GLOBAL LIMITED  
Office no. 400, ITL Twin Towers, B- 9, Netaji Subhash Place,  
Pitampura, New Delhi -110034**

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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we 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 provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date: 13<sup>th</sup> August, 2025  
Place: New Delhi  
UDIN: F006654G000996159**

**For Pradeep Debnath & Co.  
Company Secretaries**

**Pradeep Kumar Debnath  
(Proprietor)  
C.P No – 7313**

**COMPLIANCE CERTIFICATE BY MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER**

*(In terms of Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
The Board of Directors  
**USS Global Limited**  
Office No.400, ITL Twin Towers, B-9,  
Netaji Subhash Place, Pitampura,  
New Delhi-110034

**Dear Members of the Board,**

**Subject: Compliance Certificate as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we, the undersigned hereby certify that::

1. We have reviewed the Financial Statements and the cash flow statements of the Company for the year ended March 31, 2025 and that to the best of our knowledge and belief:
  - i) These statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading:
  - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards and / or applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year 2024-25 that are fraudulent, illegal or violate of the Company's Code.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee –
  - i) That there are no significant changes in internal control over financial reporting during the year;
  - ii) That there are no significant changes in accounting policies during the year; and
  - iii) That there are no instances of significant fraud of which we have become aware and that there is no involvement of the management or employee having a significant role in the Company's internal control system over financial reporting of Conduct.

**Date: 13<sup>th</sup> August, 2025**  
**Place: New Delhi**

**Mohit Gupta**  
**(Managing Director)**  
**DIN: 02366798**

**Sanjay Sharma**  
**(Chief Financial Officer)**

## **INDEPENDENT AUDITORS' REPORT**

**To The Members,  
USS Global Limited  
New Delhi**

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

#### **Opinion**

We have audited the accompanying Ind AS financial statements of **USS Global Limited** ("the company"), which comprise the Balance Sheet as at **31 March 2025**, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the Act, read with (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2025, its profit/loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

#### **Emphasis of Matters**

There are no matters to be communicated in our report.

#### **Management's Responsibility for the Ind AS 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 and presentation 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 Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

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

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

### **Auditor's Responsibility for the audit of Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes 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 users taken on the basis of these 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 assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for 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 financial controls 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 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 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 Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be

influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the Financial Statements.

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 safeguards.

### **Report on other Legal and Regulatory Requirements**

1. 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, the Statement of Changes in Equity and 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 Indian Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of written representations received from the directors as on 31 March, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2025, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”.
  - g) With respect to the matter to be included in the Auditor’s Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
  - h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

- iv. 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;
  - v. 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 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
  - vi. 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.
  - vii. No dividend have been declared or paid during the year by the company.
2. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for records and retention.
3. As required by the Companies (Auditor's Report) Order, 2020("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**For S.P. Agarwal & Co.**  
Chartered Accountants  
FRN- 000988N

**Shree Prakash Agarwal**  
Partner  
M.No.010188

**Date: May 26, 2025**  
**Place: New Delhi**  
**UDIN: 25010188BM0WTC4391**

## **ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT**

### **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 **USS Global Limited** ("the Company") as of 31 March 2025 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 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For S.P. Agarwal & Co.**  
Chartered Accountants  
FRN- 000988N

**Shree Prakash Agarwal**  
Partner  
M.No.010188

**Date: May 26, 2025**  
**Place: New Delhi**

**UDIN: 25010188BM0WTC4391**

## **ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**

**[Referred to in paragraph 3 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of USS Global Limited on the accounts of the company for the year ended 31<sup>st</sup> March, 2025]**

Based on the audit and procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.  
(B) The Company has intangible assets and proper records, showing full particulars of intangible assets are being maintained.
  - (b) All the Property, Plant & Equipment of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.
  - (c) According to the information and explanation given to us, the requirement for the title deeds of immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favor of the lessee) are held in the name of the Company does not arise since the company does not have any immovable properties.
  - (d) The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) or intangible assets or both during the year.
  - (e) According to the information and explanation given to us, no proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami transactions (prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year.
- (ii) (a) According to the information and explanation given to us and as per the inventory records of the company there was no inventory held by the company during the year and at the end of the reporting period.  
(b) 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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks and financial institutions on the basis of security of current assets.
- (iii) During the Period the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
  - a) During the period, company has provided loans, but not provided advances in the nature of loans or stood guarantee or provided security to any other entity.
  - b) According to the information and explanations given to us, the investments made, guarantees provided, security given, and the terms and conditions of the grant of loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;
  - c) According to the information and explanations given to us, the schedule of repayment of principle and payment of interest has been stipulated and the repayments or receipts are regular;
  - d) According to the information and explanations given to us, there are no amounts overdue in these respects;
  - e) According to the information and explanations given to us, in respect of any loans or any advances in the nature of loans granted which has fallen due during the year, none has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties;

- f) According to the information and explanations given to us, the company has granted loans and advances which are repayable on demand without specifying any terms or period of repayment to companies, firms, LLP or any other parties during the year.

To Whom	Aggregate amount granted/ provided during the Period	Balance outstanding as at 31st March 2025
Aggregate amount granted/ provided during the period		
-Subsidiary	-	-
-Joint Venture	-	-
-Associates	-	-
-Guarantee Given	-	-
Loans or Advances in the nature of loans	2.82 Crores	5.58 Crores
Investment	NIL	1.57 Crores
Security	5 Crores	5 Crores
Others	-	-

- (iv) According to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of Companies Act, 2013, in respect of loans granted, investments made and guarantees, and securities provided, as applicable.
- (v) The company has not accepted any deposits or amounts which are deemed to be deposits under the directives of the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) The provisions of Section 148(1) towards maintenance of cost records are not applicable to the company. Accordingly, reporting under clause (vi) of the order is not applicable.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of customs, duty of excise, Value Added Tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) There are no dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of customs, duty of excise, Value Added Tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanation given to us and the records of the company examined by us the company has no transactions relating to previously unrecorded income in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) In our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanation given to us, the company has not taken any term loans during the year.

- (d) According to the information and explanation given to us, no funds has been raised on short term basis during the year.
- (e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanation given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) According to the information and explanation given to us, the company has not raised funds by way of preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) According to the information and explanation given to us, any fraud by the company or any fraud on the company has not been noticed or reported during the year.
- (b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company.
- (xii) The Company is not a Nidhi company; accordingly, provisions of the Clause 3(xii) of the Order are not applicable to the company.
- (xiii) According to the information and explanations given to us, we are of opinion that all transactions with related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the Accounting Standards and the companies Act, 2013.
- (xiv) According to the information and explanations given to us, the company has internal audit system commensurate with the size and nature of its business and report of Internal Auditor has been considered.
- (xv) According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, we are of the opinion that the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of clause 3(xvi) of the Order are not applicable.
- (xvii) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses in the financial year and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates or realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on

the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) The provisions of Section 135 towards corporate social responsibility are not applicable to the company
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of financial statements of the company. Accordingly, no comments have been included in respect of said clause under this report.

**For S.P. Agarwal & Co.**  
Chartered Accountants  
FRN- 000988N

**Shree Prakash Agarwal**  
Partner  
M.No.010188

**Date: May 26, 2025**  
**Place: New Delhi**  
**UDIN: 25010188BM0WTC4391**

## **USS GLOBAL LIMITED**

### **Notes to the financial statements for the year ended 31<sup>st</sup> March, 2025**

#### **1. Significant accounting policies**

##### **a. Basis of preparation and presentation**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. Effective April 1, 2016, the Company has adopted all the IND AS standards and the adoption is carried out in accordance with IND AS 101, First time adoption of Indian Accounting Standards, with April 1, 2015 as the transition date. The transition was carried out from Indian accounting principles generally accepted in India described under section 133 of the Act, read with rule 7 of the Companies (accounts) rules, 2014 (IGAAP), which was the previous GAAP. These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. The financial statements have been prepared on the historical cost basis.

##### **b. Use of estimates and judgements**

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and other comprehensive income (OCI) that are reported and disclosed in the financial statements and accompanying notes. Actual results may differ from these estimates. These estimates and judgment are based on the management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other estimates and judgments that are believed to be reasonable under the circumstances. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

##### **c. Current/ non-current classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or noncurrent classification of assets and liabilities.

#### **Assets**

An asset is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is expected to be realised within 12 months after the reporting date; or
- 4) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date. Current assets include the current portion of non-current financial assets. All other assets are classified as noncurrent.

## **Liabilities**

A liability is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be settled in the company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is due to be settled within 12 months after the reporting date; or
- 4) The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

## **d. Property**

### **Recognition and measurement**

Items of property are measured at cost, which includes capitalized borrowing costs. Cost of an item of property comprises its purchase price. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is de-recognized.

## **e. Employee benefits**

### **Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

## **f. Revenue Recognition**

### **Interest income**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

### **Consultancy Income**

The company provides some kind of consultancy such as working capital management and client referral services etc. in return of consultancy fees. Consultancy income is recognized as and when services are provide.

## **Marketing Fees**

The company promotes and market the client's products / services in the territory in return of marketing fees as detailed in the agreement. Marketing fees is recognized as and when services are provided.

## **Trading Activity**

The company also does trading activity business. The company trades in items such as gypsum, papers etc. trading income is recognized as and when sales are made.

## **g. Financial instruments**

### **i. Recognition and initial measurement**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability of another entity. Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

### **ii. Classification and subsequent measurement**

#### **Financial assets**

On initial recognition, a financial asset is classified as measured at amortized cost or at FVTPL. Financial Assets are not reclassified subsequent to their initial recognition, except if and in the period the Company Changes its business model for managing financial assets. A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. All financial assets not classified as measured at amortized cost as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

#### **Financial assets: Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- The stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management’s strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- How the performance of the portfolio is evaluated and reported to the Company’s management;
- The risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- How managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- The frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity. Transfers of financial assets to third parties in transactions that do not qualify for de-recognition are not considered sales for this purpose, consistent with the Company’s continuing recognition of the assets. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

**Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest**

For the purposes of this assessment, ‘principal’ is defined as the fair value of the financial asset on initial recognition. ‘Interest’ is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin. In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- Contingent events that would change the amount or timing of cash flows;
- Terms that may adjust the contractual coupon rate, including variable interest rate features;
- Prepayment and extension features; and
- Terms that limit the Company’s claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition. Financial assets at amortized cost are measured at amortized cost using the effective interest method. Interest income recognized in Statement of Profit and Loss. Subsequent measurement and gains and losses financial assets at FVTPL These

assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in Statement of Profit and Loss. Financial assets at amortized cost. These assets are subsequently measured at amortised cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in Statement of Profit and Loss. Any gain or loss on de-recognition is recognized in Statement of Profit and Loss.

### **Financial liabilities**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in Statement of Profit and Loss. Any gain or loss on de-recognition is also recognized in Statement of Profit and Loss.

### **iii. De-recognition**

#### **Financial assets**

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not de-recognized.

#### **Financial liabilities**

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in Statement of Profit and Loss.

### **iv. Derivative financial instruments**

Foreign exchange forward contracts are purchased to mitigate the risk of changes in foreign exchange rates associated with forecast transactions denominated in certain foreign currencies. The Company recognizes all derivatives as assets or liabilities measured at their fair value. The changes by marked to market then at each reporting date and the related gains (losses) are recognized in the Statement of Profit and Loss.

## **v. Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis to realize the assets and settle the liabilities simultaneously.

## **h. Measurement of fair values**

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs) When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period  
During which the change has occurred.

## **i. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand, which are not subject to risk of changes in value. Also for the purpose of the statement of cash flows, cash and cash equivalents consist of cash at banks and on hand.

## **j. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

## **k. Provisions**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future obligation at pre-tax rate that reflects current market assessments of the time value of money risks specific to liability. They are not discounted where they are assessed as current in nature. Provisions are not made for future operating losses. Provisions are reviewed at each balance sheet date.

## **I. Business combinations under common control**

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Company are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interests method, the asset and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonize accounting policies. The identity of the reserves is preserved and they appear in the financial statements of the Company in the same form in which they appeared in the financial statements of the previous entity. The difference, if any, between the consideration and the amount of share capital of the acquired entity is transferred to capital reserve.

## **m. Taxation**

Income tax comprises current and deferred tax. It is recognized in Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other Comprehensive income.

### **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

**For SP Agarwal & Co.**  
**Chartered Accountants**  
**Firm Registration Number: 000988N**

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

**Mohit Gupta**  
**Managing Director**  
**DIN: 02366798**

**Ruchir Jain**  
**Director**  
**DIN: 03151017**

**Shree Prakash Agarwal**  
**Partner**  
**M.No. 010188**

**Rachna Negi**  
**Company Secretary**  
**ACS: 70130**

**Sanjay Sharma**  
**Chief Financial Officer**

**Date: 26-05-2025**  
**Place: New Delhi**

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Balance Sheet as at 31st March, 2025

Amount in '000

	Notes	As at 31st March, 2025	As at 31st March, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
1) Property, Plant and Equipment	2	3,396.48	4,882.08
2) Financial Assets			
(i) Non Current Investment			
(ii) Loans & Advances	3	55,814.28	59,532.50
(iii) Other Financial Assets	4	50,000.00	-
3) Deferred Tax Assets (Net)	5	307.41	207.64
4) Other Non-Current Assets			-
<b>Total Non-current Assets</b>		<b>109,518.17</b>	<b>64,622.22</b>
<b>Current assets</b>			
1) Inventories		-	-
2) Financial Assets			
(i) Investments	6 (i)	15,693.75	15,693.75
(ii) Trade Receivables	6 (ii)	8,694.00	2,534.47
(iii) Cash and cash equivalents	6 (iii)	9,081.97	55,958.85
3) Current Tax Assets (Net)	7	-	-
4) Other current assets	8	1,853.02	496.18
<b>Total Current Assets</b>		<b>35,322.74</b>	<b>74,683.25</b>
<b>Total Assets</b>		<b>144,840.91</b>	<b>139,305.47</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
1) Equity Share Capital	9	100,200.00	100,200.00
2) Other Equity	10	41,626.23	36,185.39
<b>Total Equity</b>		<b>141,826.23</b>	<b>136,385.39</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
1) Financial Liabilities			
a) Long Term Borrowings		-	-
b) Long Term Provisions		-	-
c) Other Financial Liabilities		-	-
<b>Total Non-current Liabilities</b>		<b>-</b>	<b>-</b>
<b>Current liabilities</b>			
1) Financial Liabilities			
a) Short Term Borrowings	11	200.00	-
b) Trade Payables		-	-
(i) Outstanding dues to MSME		-	-
(ii) Outstanding dues to Other than MSME		-	-
c) Other financial liabilities		-	-
2) Other current liabilities	12	2,496.12	2,642.58
3) Short Term Provisions	7	318.56	277.50
<b>Total Current Liabilities</b>		<b>3,014.68</b>	<b>2,920.08</b>
<b>Total Liabilities</b>		<b>3,014.68</b>	<b>2,920.08</b>
<b>Total Equity and Liabilities</b>		<b>144,840.91</b>	<b>139,305.47</b>

Significant Accounting Policies and accompanying notes are part of the Financial statements As per our Report of even date

For SP Agarwal & Co.

Chartered Accountants

Firm Registration Number: 000988N

Shree Prakash Agarwal

Partner

M.No. 010188

Place: New Delhi

Date: 26-05-2025

UDIN: 25010188BM0WTC4391

For and on behalf of the Board of Directors

Mohit Gupta  
Managing Director  
DIN: 02366798

Ruchir Jain  
Director  
DIN: 03151017

Rachna Negi  
Company Secretary  
ACS: 70130

Sanjay Sharma  
Chief Financial Officer

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Statement of Profit and Loss for the year ended 31st March, 2025

Amount in '000 Except EPS

	Notes	Year ended 31st March, 2025	Year ended 31st March, 2024
<b>INCOME</b>			
Revenue from operations	13	10,777.87	51,224.99
Other Income	14	6,364.55	6,049.31
<b>Total Income</b>		<b>17,142.42</b>	<b>57,274.30</b>
<b>EXPENSES</b>			
Purchases	15	-	40,995.66
Changes in stock of Finished Goods		-	-
Employee benefit expenses	16	3,451.39	2,568.43
Finance Cost		-	-
Depreciation and amortisation expense	2	1,485.60	2,076.42
Other expenses	17	4,793.87	3,858.07
<b>Total Expenses</b>		<b>9,730.86</b>	<b>49,498.57</b>
<b>Profit before Tax</b>		<b>7,411.56</b>	<b>7,775.73</b>
<b>Tax expense:</b>			
Current tax		2,027.18	2,171.03
Deferred Tax		-99.77	-207.64
Tax paid for earlier years		43.31	0.00
<b>Profit/ (Loss) for the year</b>		<b>5,440.84</b>	<b>5,812.34</b>
<b>Other Comprehensive Income</b>		-	-
<b>Items that will not be reclassified to profit or loss</b>		-	-
<b>Total Other Comprehensive Income</b>		-	-
<b>Total Comprehensive Income for the year</b>		-	-
<b>Earnings per equity share of face value of Rs.10 each</b>			
Basic (in Rs.)	18	0.54	0.58
Diluted (in Rs. )	18	0.54	1.10

Significant Accounting Policies and accompanying notes  
are part of the Financial statements  
As per our Report of even date

1

For and on behalf of the Board of Directors

For SP Agarwal & Co.

Chartered Accountants

Firm Registration Number: 000988N

Mohit Gupta  
Managing Director  
DIN: 02366798

Ruchir Jain  
Director  
DIN: 03151017

Shree Prakash Agarwal

Partner

M.No. 010188

Place: New Delhi

Date: 26-05-2025

UDIN: 25010188BM0WTC4391

Rachna Negi  
Company Secretary  
ACS: 70130

Sanjay Sharma  
Chief Financial Officer

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Cash Flow Statement for the year ended 31st March, 2025

Amount in '000

	2024-25	2023-24
<b>A: CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax as per Statement of Profit and Loss Adjusted for:	7,411.56	7,775.73
Depreciation	1,485.60	2,076.42
<b>Operating profit before working capital changes Adjusted for:</b>	<b>8,897.16</b>	<b>9,852.15</b>
Increase (-) /decrease in short term loans and advances	-	-
Increase (-) /decrease in Trade Receivables	-6,159.53	6,446.54
Increase (-) /decrease in other current assets	-1,356.84	221.72
Decrease (-) /increase in current liabilities	200.00	-
Decrease (-) /increase in Trade Payables	-	-4,661.01
Decrease (-) /increase in other current liabilities	-146.46	1,655.77
<b>Cash used in operations</b>	<b>1,434.33</b>	<b>13,515.17</b>
Taxes paid (net)	-2,029.43	-1,513.70
<b>Net cash used in operating activities</b>	<b>-595.10</b>	<b>12,001.47</b>
<b>B: CASH FLOW FROM INVESTING ACTIVITIES</b>		
Receipt for Property, Plant and Equipment	-	-
Purchase of Property, Plant and Equipment	-	-156.19
Net Withdrawal of/ (Investment in) Mutual Funds	-	-15,600.00
Increase (-) /decrease in Long term loans and advances	3,718.22	8,110.07
Increase (-) /decrease in other Non-current assets	-50,000.00	-
<b>Net cash generated from investing activities</b>	<b>-46,281.78</b>	<b>-7,646.12</b>
<b>C: CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase in Share Capital	-	50,200.00
Interest paid	-	-
<b>Net cash generated from financing activities</b>	<b>-</b>	<b>50,200.00</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>-46,876.88</b>	<b>54,555.35</b>
<b>Opening balance of cash and cash equivalents</b>	<b>55,958.85</b>	<b>1,403.50</b>
<b>Closing balance of cash and cash equivalents (Refer Note 5(iii))</b>	<b>9,081.97</b>	<b>55,958.85</b>

As per our Report of even date

For SP Agarwal & Co.

Chartered Accountants

Firm Registration Number: 000988N

For and on behalf of the Board of Directors

Mohit Gupta  
Managing Director  
DIN: 02366798

Ruchir Jain  
Director  
DIN: 03151017

Shree Prakash Agarwal

Partner

M.No. 010188

Place: New Delhi

Date: 26-05-2025

UDIN: 25010188BM0WTC4391

Rachna Negi  
Company Secretary  
ACS: 70130

Sanjay Sharma  
Chief Financial Officer

**USS GLOBAL LIMITED**

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)**Statement of Changes in Equity for the year ended 31st March, 2025****A. Equity Share Capital**

(1) Current reporting period- FY 2024-2025

Amount in '000

Balance as on 01st April, 2024	Changes in Equity Share Capital due to prior period errors	Restated balance as on 01st April, 2024	Changes in equity share capital during the year 2024-25	Balance as at 31st March, 2025
100,200.00	-	100,200.00	-	100,200.00

(2) Previous reporting period- FY 2023-2024

Balance as on 01st April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance as on 01st April, 2023	Changes in equity share capital during the year 2023-24	Balance as at 31st March, 2024
50,000.00	-	50,000.00	50,200.00	100,200.00

**B. OTHER EQUITY**

	Equity component of compound financial instruments	Reserve and Surplus Retained Earnings	Other Comprehensive Income Remeasurements of the defined benefit plans	Total
<b>Balance at the beginning of 1st April, 2024</b>	-	36,185.39	-	36,185.39
Changes in accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-
Total Comprehensive Income for the year	-	5,440.84	-	5,440.84
Any other change (to be specified)	-	-	-	-
<b>Balance as at the end of 31st March, 2025</b>	-	<b>41,626.23</b>	-	<b>41,626.23</b>
<b>Balance at the beginning of 1st April, 2023</b>	-	30,373.05	-	30,373.05
Changes in accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-
Total Comprehensive Income for the year	-	5,812.34	-	5,812.34
Any other change (to be specified)	-	-	-	-
<b>Balance as at the end of 31st March, 2024</b>	-	<b>36,185.39</b>	-	<b>36,185.39</b>

As per our Report of even date

For and on behalf of the Board of Directors

For SP Agarwal &amp; Co.

Chartered Accountants

Firm Registration Number: 000988N

Mohit Gupta  
Managing Director  
DIN: 02366798

Ruchir Jain  
Director  
DIN: 03151017

Shree Prakash Agarwal

Partner

M.No. 010188

Place: New Delhi

Date: 26-05-2025

UDIN: 25010188BM0WTC4391

Rachna Negi  
Company Secretary  
ACS: 70130

Sanjay Sharma  
Chief Financial Officer

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

[Email: cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Notes to the Financial Statements for the year ended 31st March, 2025

### Note: 2 - Property, Plant and Equipment

Amount in '000

Date of Purchase / Put to use	Particulars	Original Cost (Rs)	Dep charged upto 31.03.2024	WDV as on 01.04.2024	Additions	Life as per Co. Act, 2013	Life Used till 31/03/2024	Remaining Life	Salvaged value	Depreciable amount over whole life	Rate of Dep.	Dep for the Year 2024-25	WDV as on 31.03.2025
<b>VEHICLES</b>													
14.02.2020	MG Hector	1,981.31	1,555.94	425.38	-	8.00	4.13	3.87	99.07	1,882.25	31.23%	132.84	292.53
10.01.2022	Mercedes	7,580.95	4,244.19	3,336.76	-	8.00	2.22	5.78	379.05	7,201.91	31.23%	1,042.07	2,294.69
03.01.2023	Bike	85.00	30.95	54.05	-	10.00	1.24	8.76	4.25	80.75	25.89%	13.99	40.06
<b>Furniture</b>													
11.06.2021	Furniture	914.32	516.85	397.46	-	10.00	2.81	7.19	45.72	868.60	25.89%	102.90	294.56
01.07.2021	Furniture	257.77	143.71	114.06	-	10.00	2.75	7.25	12.89	244.88	25.89%	29.53	84.53
12.07.2021	Furniture	14.72	8.14	6.58	-	10.00	2.72	7.28	0.74	13.99	25.89%	1.70	4.88
12.07.2021	Furniture	80.89	44.75	36.14	-	10.00	2.72	7.28	4.04	76.84	25.89%	9.36	26.78
13.07.2021	Furniture	87.00	48.10	38.90	-	10.00	2.72	7.28	4.35	82.65	25.89%	10.07	28.83
14.07.2021	Furniture	15.70	8.67	7.03	-	10.00	2.72	7.28	0.78	14.91	25.89%	1.82	5.21
19.07.2021	Furniture	28.96	15.94	13.01	-	10.00	2.70	7.30	1.45	27.51	25.89%	3.37	9.65
12.06.2021	Fan	4.24	2.40	1.84	-	10.00	2.80	7.20	0.21	4.03	25.89%	0.48	1.37
12.06.2021	Fan	6.02	3.40	2.62	-	10.00	2.80	7.20	0.30	5.72	25.89%	0.68	1.94
14.06.2021	Fan	6.36	3.59	2.77	-	10.00	2.80	7.20	0.32	6.04	25.89%	0.72	2.05
14.06.2021	Fan	4.24	2.39	1.85	-	10.00	2.80	7.20	0.21	4.03	25.89%	0.48	1.37
12.07.2021	Fan	2.37	1.31	1.06	-	10.00	2.72	7.28	0.12	2.25	25.89%	0.27	0.79
16.07.2021	Digital Door Lock	26.30	14.51	11.79	-	10.00	2.71	7.29	1.31	24.98	25.89%	3.05	8.74
10.07.2021	Chandelier	30.99	17.17	13.82	-	10.00	2.73	7.27	1.55	29.44	25.89%	3.58	10.24
10.07.2021	Chandelier	47.91	26.54	21.37	-	10.00	2.73	7.27	2.40	45.52	25.89%	5.53	15.84
12.07.2021	Swis Chalet				-								
	Pendant Light	10.13	5.60	4.52	-	10.00	2.72	7.28	0.51	9.62	25.89%	1.17	3.35
12.07.2021	Swis Chalet				-								
	Pendant Light	38.51	21.30	17.20	-	10.00	2.72	7.28	1.93	36.58	25.89%	4.45	12.75
16.03.2024	Table	18.89	0.21	18.67	-	10.00	0.04	9.96	0.94	17.94	25.89%	4.83	13.84
18.03.2024	Book Shelf	14.54	0.14	14.40	-	10.00	0.04	9.96	0.73	13.81	25.89%	3.73	10.67
30.03.2024	Almirah	28.02	0.04	27.98	-	10.00	0.00	10.0	1.40	26.62	25.89%	7.24	20.74
<b>Equipment</b>													
09.06.2021	AC-8 set	426.56	241.47	185.09	-	10.00	2.81	7.19	21.33	405.23	25.89%	47.92	137.17
21.07.2021	AC-2 set	52.34	28.77	23.57	-	10.00	2.70	7.30	2.62	49.73	25.89%	6.10	17.47
12.07.2021	Refrigerator	13.56	7.50	6.06	-	10.00	2.72	7.28	0.68	12.88	25.89%	1.57	4.49
10.07.2021	RO Purifier	16.00	8.86	7.14	-	10.00	2.73	7.27	0.80	15.20	25.89%	1.85	5.29
21.01.2024	Mobile	79.75	6.97	72.77	-	5.00	0.19	4.81	3.99	75.76	45.07%	32.80	39.97
<b>Laptop</b>													
02.08.2022	Laptop	34.32	26.97	7.35	-	3.00	1.66	1.34	1.72	32.61	63.16%	4.64	2.71
23.10.2023	ROC Software	15.00	4.17	10.83	-	3.00	0.44	2.56	0.75	14.25	63.16%	6.84	3.99
	<b>Total</b>	<b>11,922.65</b>	<b>7,040.57</b>	<b>4,882.08</b>	<b>-</b>				<b>596.13</b>	<b>11,326.52</b>		<b>1,485.60</b>	<b>3,396.48</b>

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

[Email:cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Notes to the Financial Statements for the year ended 31st March, 2025

### Non Current Assets

Amount in '000

3. Financial Assets	As at 31st March, 2025	As at 31st March, 2024
(i) Loans and Advances (Unsecured and Considered Good)		
To Related Parties	28,267.53	-
To Other than Related Parties	27,546.75	59,532.50
<b>Total</b>	<b>55,814.28</b>	<b>59,532.50</b>

### Long term Loans & Advances:-

Type of Borrower	Amt of loan and advance in the nature of loan outstanding	Percent of the total loans & advances in the nature of Loans
Promoter	-	-
Director	-	-
KMPs	-	-
Related Parties	28,267.53	50.65

4. Other Financial Assets	As at 31st March, 2025	As at 31st March, 2024
(i) Security Deposits		
To Related Parties	10,000.00	-
To Other than Related Parties	40,000.00	-
<b>Total</b>	<b>50,000.00</b>	<b>-</b>

5. Deferred Tax Assets	As at 31st March, 2025	As at 31st March, 2024
Depreciation as Per Income Tax Act	1,101.90	1,277.78
Depreciation as Per Companies Act	1,485.60	2,076.42
Timing Difference for the year	383.70	798.63
Current Income Tax Rate	26%	26%
Deferred Tax for the year	99.77	207.64
Opening Balance	207.64	-
<b>Total</b>	<b>307.41</b>	<b>207.64</b>

### Current Assets

6. Financial Assets (i) Investments	As at 31st March, 2025	As at 31st March, 2024
<b>Investment in Quoted Equity shares at cost</b>		
Apollo Tyres Limited (7500 Equity shares)	93.75	93.75
<b>Investment in JM Mutual Funds</b>		
JM Mutual Funds	15,600.00	15,600.00
<b>Total</b>	<b>15,693.75</b>	<b>15,693.75</b>
<b>Aggregate Value of Quoted Investment</b>		
Book Value of Quoted Shares	93.75	93.75
Market Value (JM Mutual Funds)	17,240.86	15,974.50
Market Value (Equity Shares)	3,195.38	3,498.38

**USS GLOBAL LIMITED**

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034 Email: cs.ussglobal@gmail.com

**Notes to the Financial Statements for the year ended 31st March, 2025**

Amount in '000

6. (ii) Trade Receivables	As at 31st March, 2025	As at 31st March, 2024
a) Outstanding for period exceeding six months from the date they are due for payment	-	2,534.47
b) Others	8,694.00	-
<b>Total</b>	<b>8,694.00</b>	<b>2,534.47</b>

Trade Receivables Ageing Schedule

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good (31-03-25)	8,694.00	-	-	-	-	8,694.00
(ii) Undisputed Trade Receivables – considered doubtful (31-03-25)	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good (31-03-25)	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful (31-03-25)	-	-	-	-	-	-
(i) Undisputed Trade receivables – considered good (31-03-24)	-	2,534.47	-	-	-	2,534.47
(ii) Undisputed Trade Receivables – considered doubtful (31-03-24)	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good (31-03-24)	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful (31-03-24)	-	-	-	-	-	-

Amount in '000

6. (iii) Cash and cash equivalents	As at 31st March, 2025	As at 31st March, 2024
<b>Cash and cash equivalents</b>		
- Cash in hand	75.56	31.21
- Balance with Bank Deposits	6,317.79	51,607.40
- Balances with Banks in current account	2,688.62	4,320.23
<b>Total</b>	<b>9,081.97</b>	<b>55,958.85</b>

7. Current Tax Assets (Net)	As at 31st March, 2025	As at 31st March, 2024
Provision for tax	2,027.18	2,171.03
Advance Tax & TDS	1,708.62	1,893.53
Total	1,708.62	1,893.53
Short Term Provision	318.56	277.50
Short Term Loans & Advances	-	-

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

8. Other current assets	As at 31st March, 2025	As at 31st March, 2024
(Unsecured, considered good)		
Input GST	-	15.71
Interest on FDR Accrued	22.01	191.70
Interest on Security Receivables	1,716.16	-
Mohit Gupta- Cash Seizure	-	100.50
Prepaid Expense	114.85	134.69
Advances to Supplier	-	42.59
Othe Short term Advances	-	10.98
<b>Total</b>	<b>1,853.02</b>	<b>496.18</b>

## Other Short term Advances:-

Type of Borrower	Amt of loan and advance in the nature of loan outstanding	Percent of the total loans & advances in the nature of Loans
Promoter	-	-
Director	-	-
KMPs	-	-
Related Parties	-	-

Amount in '000

9. Equity Share capital	As at 31st March, 2025	As at 31st March, 2024
<b>(a) Authorised Share Capital:</b> 1,03,00,000 (Previous Year 1,03,00,000) Equity Shares of Rs.10/- each with voting rights	1,03,000.00	1,03,000.00
<b>(b) Issued, Subscribed and paid up capital</b> 1,00,20,000 (Previous Year 1,00,20,000) Equity Shares of Rs.10/- each with voting rights	1,00,200.00	1,00,200.00
<b>Total</b>	<b>1,00,200.00</b>	<b>1,00,200.00</b>

9(i). The Company has only one class of equity share having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and right issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all liabilities, in proportion to their shareholding.

9(ii). Details of shares held by each shareholder holding more than 5% shares :

Particulars	31st March, 2025	31st March, 2024
	No. of Shares	No. of Shares
Mohit Gupta	72,16,000	72,16,000

9(iii). Shareholding of Promoters

Shares held by promoters at the end of the year

Promoter Name	31st March, 2025	31st March, 2024	% of total shares	% Change during the year
Mohit Gupta	72,16,000	72,16,000	72.02%	-

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

9(iv). Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	31st March, 2025	31st March, 2024
	No. of Shares	No. of Shares
Equity Shares opening balance	1,00,20,000	50,00,000
Add : Shares issued during the year	-	50,20,000
Equity Shares closing balance	10,020,000	10,020,000

## Notes to the Financial Statements for the year ended 31st March, 2025

Amount in '000

10. Other Equity	As at 31st March, 2025	As at 31st March, 2024
<b>a) Capital Reserves</b>		
Opening balance as per last Balance Sheet	932.00	932.00
Add: Addition during the year	-	-
<b>Closing balance</b>	<b>932.00</b>	<b>932.00</b>
<b>b) General Reserves</b>		
Opening balance as per last Balance Sheet	12,618.99	12,618.99
Add: Profit for the year	-	-
<b>Closing balance</b>	<b>12,618.99</b>	<b>12,618.99</b>
<b>c) Retained Earnings</b>		
Opening balance as per last Balance Sheet	22,634.40	16,822.06
Add: Profit / - Loss for the year	5,440.84	5,812.34
<b>Closing balance</b>	<b>28,075.24</b>	<b>22,634.40</b>
<b>d) Other Comprehensive income</b>		
	-	-
	-	-
<b>Total of Other Equity</b>	<b>41,626.23</b>	<b>36,185.39</b>

## Current Liabilities

11. Short Term Borrowings	As at 31st March, 2025	As at 31st March, 2024
Borrowings from Related Parties	200.00	-
Borrowings from Other than Related Parties	-	-
<b>Total</b>	<b>200.00</b>	<b>-</b>

12. Other Current Liabilities	As at 31st March, 2025	As at 31st March, 2024
<b>Other payables</b>		
Statutory dues	1,423.17	584.67
Expenses Payable	444.20	337.18
Advances received from Debtors	40.40	40.40
Others Payables	588.35	1,680.33
<b>Total</b>	<b>2,496.12</b>	<b>2,642.58</b>

**USS GLOBAL LIMITED**

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

[Email: cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)**Notes to the Financial Statements for the year ended 31st March, 2025**

Amount in '000

<b>13. Revenue from Operations</b>	<b>Year ended 31st March, 2025</b>	<b>Year ended 31st March, 2024</b>
Sale of Services	<b>10,777.87</b>	9,500.00
Sales of Goods	-	41,724.99
<b>Total</b>	<b>10,777.87</b>	<b>51,224.99</b>

<b>14. Other Income</b>	<b>Year ended 31st March, 2025</b>	<b>Year ended 31st March, 2024</b>
Interest Income	<b>6,329.99</b>	6,023.39
Dividend	<b>34.56</b>	25.92
Miscellaneous Income	<b>0.00</b>	0.00
<b>Total</b>	<b>6,364.55</b>	<b>6,049.31</b>

<b>15. Purchases</b>	<b>Year ended 31st March, 2025</b>	<b>Year ended 31st March, 2024</b>
Purchases	-	39,348.69
Handling Charges	-	539.38
Freight & Cartage	-	765.44
Clearing & Forwarding	-	66.27
Ocean Freight	-	136.02
Custom Duty	-	139.86
		-
<b>Total</b>	<b>-</b>	<b>40,995.66</b>

<b>16. Employee Benefit Expenses</b>	<b>Year ended 31st March, 2025</b>	<b>Year ended 31st March, 2024</b>
Salaries and wages	<b>3,451.39</b>	2,568.43
<b>Total</b>	<b>3,451.39</b>	<b>2,568.43</b>

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Notes to the Financial Statements for the year ended 31st March, 2025

Amount in '000

17. Other Expenses	Year ended 31st March, 2025	Year ended 31st March, 2024
Advertisement Expenses	38.00	53.40
Audit Fees	60.00	60.00
Bank charges	1.42	1.36
Courier Charges	33.74	27.02
Discount Allowed	913.78	-
Directors Remuneration	660.00	660.00
Electricity charges	387.09	334.75
Filing Fees	7.20	26.00
Fees paid for Preferential Issue	94.51	540.40
Interest on TDS	1.56	1.17
Internal Audit Fees	50.00	50.00
Insurance Exp.	100.13	132.84
Listing Fees	55.00	55.00
Maintenance charges	222.02	222.02
Misc. Charges	39.94	39.26
Legal & Professional Charges	583.96	137.82
Rent	1,418.47	1,411.03
Repair & Maintenance	53.05	82.02
Scrutiny Fees- BSE	50.00	-
Water Expenses	24.00	24.00
<b>Total</b>	<b>4,793.87</b>	<b>3,858.07</b>

Amount in '000 except EPS

18. EARNINGS PER SHARE (EPS)	2024-25	2023-24
i) Net profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs in '000)	5,440.84	5,812.34
ii) Weighted average number of equity shares used as denominator for calculating basic EPS	1,00,20,000	1,00,20,000
iii) Weighted average number of equity shares used as denominator for calculating diluted EPS	1,00,20,000	52,74,317
iv) Basic Earnings per Share (Rs)	0.54	0.58
v) Diluted Earnings per Share (Rs)	0.54	1.10
vi) Face Value per Equity Share (Rs)	10	10

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Note-19: Financial Ratios

Amount in '000

Ratio	Numerator			Denominator			Ratio	Ratio	Change	Reason for
	component	2024-25	2023-24	component	2024-25	2023-24	31.03.2025	31.03.2024	in %	Change
a) Current ratio	Inventories, Receivables, Cash-Bank, Other Assets	35,322.74	74,683.24	Trade Payables, Provisions, Working Capital Bank Borrowings	3,014.68	2,920.08	11.72	25.58	-54.19%	Significant decrease in current assets.
b) Debt-Equity ratio	Long Term Borrowings	-	-	Shareholders Fund	141,826.23	136,385.39	Not Applicable, Since company is Debt Free			
c) Debt service coverage ratio	Profit before Dep, Interest, Def Tax	8,897.16	9,852.15	Debt instalments payable	-	-	Not Applicable, Since company is Debt Free			
d) Return on equity ratio	Profit after tax before dividend	5,440.84	5,812.34	Average Shareholders Fund	139,105.81	108,379.22	0.04	0.05	-27.07%	Significant increase in Average Shareholders Fund
e) Inventory turnover ratio	Turnover excluding GST	10,777.87	51,224.99	Total Stock	-	-	Not Applicable, Since company doesn't have any inventories			
f) Trade receivables turnover ratio	Turnover including GST	12,717.89	58,683.80	Average Trade Receivables (Sundry Debtors)	5,614.23	5,757.74	2.27	10.19	-77.77%	Significant decrease in turnover.
g) Trade payables turnover ratio	Net Purchases	12,717.89	58,683.80	Average Trade Payables	-	-	Not Applicable, Since company doesn't have trade purchase			
h) Net capital turnover ratio	Turnover including GST	12,717.89	58,683.80	Average Net Working Capital	52,035.61	38,845.66	0.24	1.51	-83.82%	Significant decrease in turnover and increase in average net working capital.
i) Net profit ratio	Net Profit before Tax	7,411.56	7,775.73	Turnover excluding GST	10,777.87	51,224.99	0.69	0.15	353.02%	Significant decrease in turnover.
j) Return on capital employed	Earning before Interest and Tax	7,411.56	7,775.73	Net Worth + Longterm borrowings	141,826.23	136,385.39	0.05	0.06	-8.34%	
k) Return on investment	Income from Investments	3,159.98	5,729.55	Funds invested	55,814.28	59,532.50	0.06	0.10	-41.17%	Significant decrease in interest income due to loans & advance received back.

## USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

[Email: cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

### **NOTE-20**

#### **ADDITIONAL REGULATORY INFORMATION**

- i) The Company does not have any immovable properties in the name of the company.
- ii) The company has not evaluated its Property, Plant and Equipment during the current period or previous year.
- iii) The company has not granted short term loans or advances in the nature of loans to promoters, directors, KMP's and related parties:
  - Repayable on demand, or
  - without specifying any terms or period of repayment
- iv) The company does not have any capital-work-in progress at the year end of the Period.
- v) The company does not have any intangible assets under development during the Period.
- vi) The company does not hold any Benami Property and no proceeding have been initiated or pending against the company under the Benami transactions (Prohibition) Act, 1988 and the rules made thereunder.
- vii) The company does not have borrowings from Banks.
- viii) The company has not been declared willful defaulter by any bank or financial institution or other lender during the period.
- ix) The company does not have any transactions with struck off company's u/s 248 of the companies Act, 2013 or Section 560 of The Companies Act, 1956.
- x) There are no charges or satisfaction of charges, yet to be registered with registrar of companies beyond statutory period, at the period end.
- xi) Compliance with number of layers of companies under (Clause 87) of section 2 of the Companies Act, 2013 are not applicable to the company, since the company is neither a holding company nor a subsidiaries company.
- xii) Required ratios are disclosed in Note No.19 above.
- xiii) The company has not entered into any scheme of arrangements in terms of section 230 to 237 of the Companies Act, 2013.
- xiv) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons (s) or entity (ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediaries shall directly or indirectly lend or invest or provide guarantee or to use in any other manner, to other person (s) or entity (ies).
- xv) As at 31st March 2025 and 31st March 2024, the Company has received information from its vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Based on the information received, none of the vendors are registered under the said Act. Hence, the disclosure relating to amounts unpaid as at the period end, together with interest paid/payable under this Act, is not applicable.

# USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

## Notes to the Financial Statements for the year ended 31st March, 2025

Amount in '000

21.	Payment to Auditors	Year ended 31st March, 2025	Year ended 31st March, 2024
	Statutory Audit Fees	60.00	60.00
	Tax Audit Fees	NA	NA
	Cost Audit Fees	NA	NA
	Certification & Other Services	35.00	-

## 22. Related party disclosures

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

Name of the related party and nature of relationship Amount in '000

(i)	Transactions with Key management personnel	Nature of Relationship	March 31, 2025	March 31, 2024
	<b>Mr. Mohit Gupta</b>	Managing Director		
	- Remuneration paid		660.00	660.00
	- Year Start balance		1624.08 (Cr)	-
	- Short Term Loans taken		1,516.06	9,783.08
	- Short Term Loans repaid		3,140.14	8,159.00
	- Year end balance		-	1624.08 (Cr)
	<b>Ms. Rachna Negi - Remuneration</b>	Company Secretary	505.00	445.00
	<b>Mr. Sanjay Sharma - Remuneration</b>	Chief Financial Officer	1,300.00	1,060.00

Amount in '000

(ii)	Transaction with related parties other than KMP	Nature of Relationship	March 31, 2025	March 31, 2024
	<b>Mr. Murari Lal Gupta</b>	Relative of Director		
	- Reimbursement of Statutory Dues Paid		11.75	21.00
	- Year end balance		335.17 (Cr)	3.2 (Cr)
	- Short Term Loans taken		300.00	-
	- Short Term Loans repaid		100.00	-
	- Year end balance		200.00 (Cr)	-
	<b>Mr. Jagdish Prasad Gupta</b>	Relative of Director		
	- Reimbursement of Statutory Dues Paid		681.75	1,420.34
	- Year end balance		1,96.07 (Cr)	8.20 (Cr)
	<b>M/s Gipskarton india Pvt Ltd</b>	Common Control		
	Security for business		10,000.00	-
	Loans & Advances Given -Unsecured		28,000.00	-
	Interest on Loans & Advances (Net of TDS)		267.53	-
	Year End Balance		28267.53 (Dr)	-
	- Sales of Goods/ Services (Including GST)		1,239.00	19,593.66
	- Purchases from Related party		-	13,147.04
	- Year end balance (Net of TDS)		1134.00 (Dr)	-

**USS GLOBAL LIMITED**

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)**Notes to the Financial Statements for the year ended 31st March, 2025****23. Director Remuneration in accordance with Schedule V of the Companies Act, 2013 is as under:**

Amount in '000

Name of Director	Total Remuneration	
	31.03.2025	31.03.2024
Mohit Gupta - Managing Director	6,600.00	6,600.00

**24. Contingent Liabilities and Commitments:**

24.1 Contingent Liabilities (to the extent not provided for):	31.03.2025	31.03.2024
(i) Claims against the company not acknowledged as debt	Nil	Nil
(ii) Guarantees	Nil	Nil
(iii) Other contingent liabilities	Nil	Nil

24.2 Commitments:	31.03.2025	31.03.2024
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
(ii) Uncalled liability on shares and other investments	Nil	Nil
(iii) Other commitments	Nil	Nil

**25. Financial and Derivative Instruments:**

(a) There are no derivative contracts entered into by the company for hedging foreign currency exposure during the year as well as last financial year.

(b) Foreign currency exposures that are not hedged by derivative instruments as on 31st march, 2025 amounted to Rs. NIL (Previous year Rs. NIL)

**26. Segment Reporting****(a) Information about primary business segment**

The Company is engaged in providing [consultancy / marketing /other professional] services, which constitutes a single business segment, as per Ind AS 108 – "Operating Segments".

**(b) Information about Geographical business segment**

The Company operates primarily in one geographical segment, i.e., within India.

Accordingly, the Company has only one reportable business segment and operates primarily in a single geographical segment (India). Therefore, no separate segment disclosures are required.

## USS GLOBAL LIMITED

CIN: L74900DL1993PLC056491

Regd. Office - Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi- 110034

Email: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com)

### Notes to the Financial Statements for the year ended 31st March, 2025

**Total expenditure on Employees, who were in receipt of Remuneration of not less than Rs.in '000' 10,200.00**

**27. Per Annum for the full year or Rs. in '000' 850.00 Per Month Employed for part of year. Details are as under:-**

Nil

**28. Undisclosed Income**

The company has no transaction of income which is not recorded in the books of accounts, which is surrendered or disclosed as income during the year under the income Tax Act.

**29. Foreign Exchange Exposure**

There are no Foreign exchange transactions for the year ending 31st March, 2025.

**30. Employee Benefit Expenses:**

- 1) Employee benefits have been accounted for on a due basis in accordance with applicable accounting principles and Schedule III of the Companies Act, 2013.
- 2) During the year, the number of employees on the rolls of the Company remained below 10. Accordingly, the provisions of the following legislations are not applicable to the Company:
  - a) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
  - b) The Employees' State Insurance Act, 1948
  - c) The Payment of Gratuity Act, 1972No contributions or provisions have been made under the above Acts during the financial year.

**31.** Previous year figures have been regrouped and/or rearranged wherever considered necessary to make them comparable.

**32.** The company prepares and presents its financial statement as per Schedule III to the Companies Act 2013 as applicable to it from time to time.

As per our Report of even date

**For SP Agarwal & Co.**

**Chartered Accountants**

**Firm Registration Number: 000988N**

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

**Mohit Gupta**

**Manging Director**

**DIN: 02366798**

**Ruchir Jain**

**Director**

**DIN: 03151017**

**Shree Prakash Agarwal**

**Partner**

**M.No. 010188**

**Place: New Delhi**

**Date: 26-05-2025**

**UDIN: 25010188BM0WTC4391**

**Rachna Negi**

**Company Secretary**

**ACS: 70130**

**Sanjay Sharma**

**Chief Financial Officer**

# USS GLOBAL LIMITED

Regd. office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034

Phone: 011- 45824477, website: [www.ussglobaltd.com](http://www.ussglobaltd.com)

E-mail: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) CIN: L74900DL1993PLC056491

## ATTENDANCE SLIP

### **32<sup>nd</sup> Annual General Meeting – 09<sup>th</sup> September, 2025**

Folio No ..... DP ID.....

No. of Share held..... Cleint ID .....

I/We certify that I am a \*Member/Proxy/Authorised Representative for the Member(s) of the Company.

I hereby record my presence at the **32<sup>nd</sup> Annual General Meeting** of the Company at the Registered Office of Company situated at **Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi – 110034** on **Tuesday, 09<sup>th</sup> September, 2025** at **01:00 P.M.**

**Name of the \*Member/Proxy/Authorised Representative: .....**  
**(IN BLOCK LETTERS)**

**Signature of the\*Member/Proxy/Authorised Representative : .....**

#### **Note(s):**

1. Please fill all details and hand it over duly signed Attendance Slip at the entrance of the Meeting Venue.
2. Members are requested to bring copies of the 32<sup>nd</sup> AGM Notice along with their one Identity Proof i.e. copy of Aadhar card or PAN card or Voter ID etc. to the Annual General Meeting venue.
3. The Route Map to reach Annual General Meeting (AGM) venue is given below for the convenience of the Shareholders.

**\*Strike out whichever is not applicable**

# USS GLOBAL LIMITED

Regd. office: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034

Phone: 011- 45824477, website: [www.ussglobaltd.com](http://www.ussglobaltd.com)

E-mail: [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) CIN: L74900DL1993PLC056491

## **FORM NO. MGT-11** **PROXY FORM**

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

CIN	L74900DL1993PLC056491
Name of the Company	USS GLOBAL LIMITED
Registered office	Office No. 400, ITL Twin Towers, B- 9, Netaji Subhash Place, Pitampura, New Delhi- 110034

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

I/We, being the Member (s) holding.....shares of the above mentioned Company, hereby appoint

1. Name:.....

Address:.....

E-mail ID:.....

Signature: .....or failing him/her

2. Name:.....

Address:.....

E-mail ID:.....

Signature: .....or failing him/her

3. Name:.....

Address:.....

E-mail ID:.....

Signature: .....

As my/ our proxy to attend and vote for me/us and on my/our behalf at the **32<sup>nd</sup> Annual General Meeting** of the Company to be held on **Tuesday, 09<sup>th</sup> September, 2025 at 01:00 P.M.** at the Registered Office of the Company situated at **Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034** or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Type of Resolution	Please mention No. of Shares .....	
ORDINARY BUSINESSES:			For	Against
1.	Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and the Auditors thereon	Ordinary Resolution		
2.	Re-appointment of Mr. Ruchir Jain (DIN: 03151017), as a Director, liable to retire by rotation	Ordinary Resolution		
SPECIAL BUSINESSES:				
3.	Appointment of M/s. Pradeep Debnath & Co., Practicing Company Secretaries, as a Secretarial Auditors of the Company	Ordinary Resolution		
4.	Approval of Material Related Party Transactions with Gipskarton India Private Limited	Ordinary Resolution		
5.	Approval of Material Related Party Transaction with Ideation Initiatives Private Limited.	Ordinary Resolution		

Signed this.....day of .....2025  
Signature of the Shareholder.....  
Signature of the Proxy holder (s).....

Affix  
Revenue  
Stamp of  
Rs.1/-

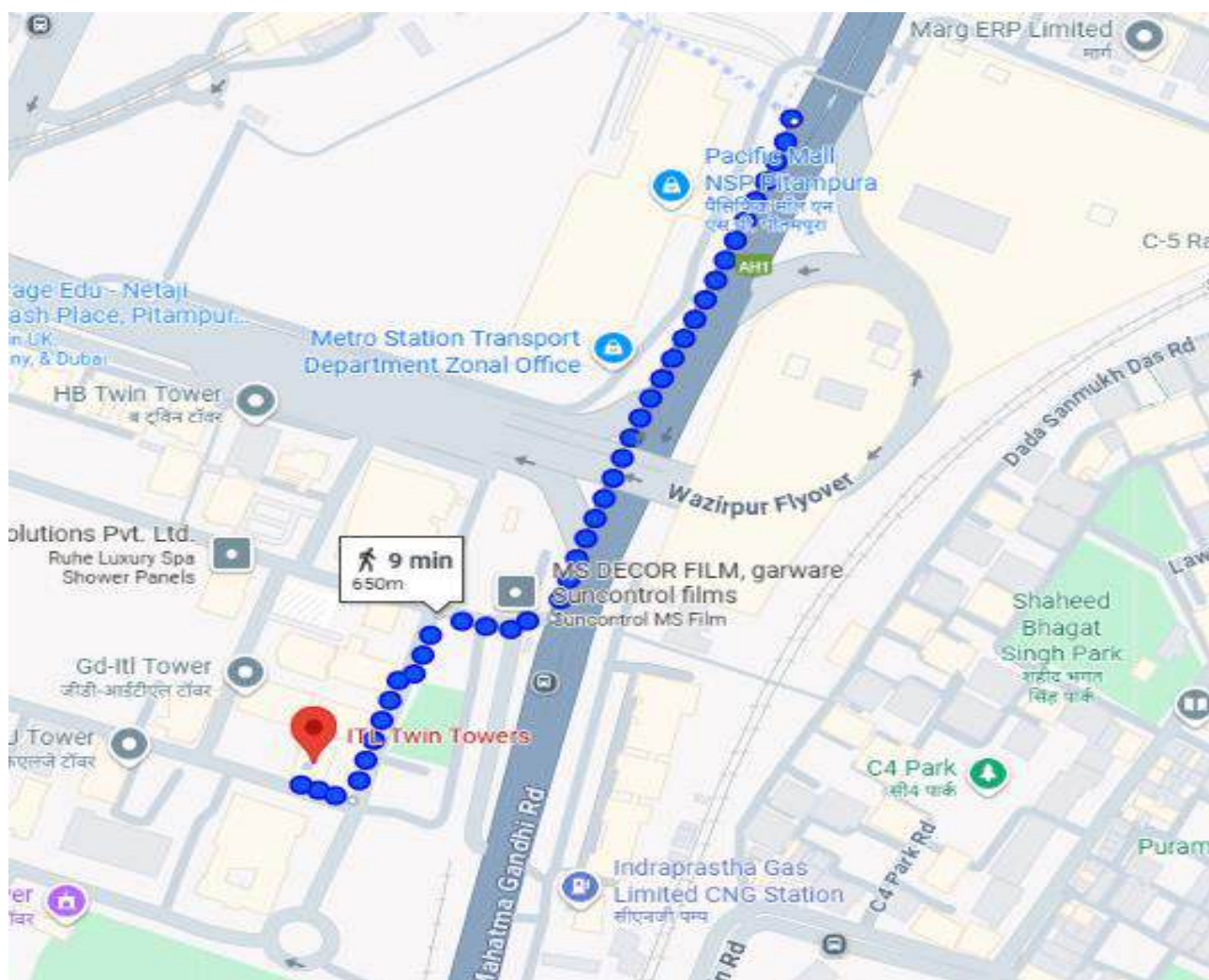
**Notes:**

***\*This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company or e-mail at [cs.ussglobal@gmail.com](mailto:cs.ussglobal@gmail.com) not less than 48 hours before the commencement of the Meeting.***

***\*Please complete all details before submission.***

## ROUTE MAP FOR THE 32<sup>ND</sup> ANNUAL GENERAL MEETING

**Venue: Office No. 400, ITL Twin Towers, B-9, Netaji Subhash Place, Pitampura, New Delhi-110034**



Nearest landmark	Distance to the Venue
Netaji Subhash Place Metro Station, Gate Number No. 2	650 Meter