ANNUAL REPORT & FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

SHALBY (KENYA) LIMITED P.O.BOX 38482 - 00623 NAIROBI.

PRATIK KARANIA & ASSOCIATES CERTIFIED PUBLIC ACCOUNTANTS P.O.BOX 12692-00400 NAIROBI.

SHALBY (KENYA) LIMITED

Annual Report & Financial Statements	
For The Year Ended 31 March 2025	
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The following pages do not form an integral part of these financial statements.	
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COMPANY INFORMATION

Board of Directors

: Mr. Tejas Shah (Indian)

: Mr. Shyamal Joshi (Indian)

Non-Executive Directors

: Mr. Kuldip Singh

Company Secretary

: Sailesh V Patel

: P.O.BOX 69952-00400

: Nairobi

Registered Office

: LR 1870/II/236,

: The Pride Rock No. 6 : Donyo Sabuk Avenue

: Off General Mathenge Drive

: P.O.Box 69952-00400

: Nairobi

Statutory Auditors

: Pratik Karania & Associates

: Certified Public Accountants

: P.O.Box 12692-00400

: Nairobi

Bankers

: Bank of Baroda (K) Limited

: Sarit Centre

: P.O.BOX 866-00606

: Nairobi

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REPORT OF THE DIRECTORS

The directors present their report together with the audited financial statements for the period ended 31 March 2025, which disclose the state of the affairs of the company.

PRINCIPAL ACTIVITIES

The principal activity of the company is to carry on business of all kinds of hospitals, dispensaries, clinics, laboratories, and permissable service centre within a hospital.

RESULTS		2024
Profit Before Tax	1,957,541	16,551,268
Tax	(-	(5,059,336)
Profit for the year	1,957,541	11,491,932

DIVIDEND

The directors do not recommend the declaration of a final dividend for the year.

DIRECTORS

The directors who held office during the year and to the date of this are set out on Page 1.

AUDITORS

During the year, Pratik Karania & Associates Certified Public Accountants, were appointed as auditor for the company in accordance with the Kenyan Companies Act.

BY ORDER OF THE BOARD

SHALBY (MENYA) LTD.

DIRECTOR NAIROBI

DATE: 14th May 2025

Mr. Fd

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Kenyan Companies Act requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit or loss for that year. It also requires the directors to ensure that the company maintains proper accounting records that disclose, with reasonable accuracy, the financial position of the company. The directors are also responsible for safeguarding the assets of the company.

The directors accept responsibility for the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error. They also accept responsibility for:

- i) designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements;
- ii) selecting and applying appropriate accounting policies; and
- iii) making accounting estimates and judgements that are reasonable in the circumstances.

The directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the company as at 31st March 2025 and of its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Kenyan Companies Act.

Nothing has come to the attention of the directors to indicate that the company will not remain a going concern for at least twelve months from the date of this statement.

Approved by the board of directors on 14th May 2025 and signed on its behalf by:

SHALBY (KENYA) LTD.

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Director

SHALBY (KENYA) LTD.

Director

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BOOK-KEEPING SERVICES • INTERNAL & EXTERNAL AUDIT • CONSULTANCY

REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF SHALBY KENYA LIMITED FOR THE YEAR ENDED 31 MARCH 2025.

Report on the financial statements

We have audited the accompanying financial statements of Shalby Kenya Limited, set out on pages 5 to 14, which comprise the balance sheet as at 31st March 2025, the profit and loss account, statement of changes in equity, and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Directors' responsibility for the financial statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Kenyan Companies Act, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion the accompanying financial statements give a true and fair view of the state of financial affairs of the company as at 31st March 2025 and of its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the Kenyan Companies Act.

Report on other legal requirements

As required by the Kenyan Companies Act we report to you, based on our audit, that:

- i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- ii) in our opinion proper books of account have been kept by the company, so far as appears from our examination of those books; and
- iii) the company's balance sheet and profit and loss account are in agreement with the books of account.

The engagement partner responsible for the audit resulting in this independent auditor's report was CPA *Pratik Vijay Karania*, Practising Certificate No.2086.

Pratik Karania & Associates Certified Public Accountants Nairobi Date: 16th May 2025

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SHALBY (KENYA) LIMITED			PAGE 5
Annual Report & Financial Statement For The Year Ended 31 March 2025	nts		
PROFIT AND LOSS ACCOUNT		2025 Shs	2024 Shs
Revenue		6,752,390	21,001,803
Gross profit		6,752,390	21,001,803
Administrative expenses	Α.	(4,275,975)	(4,179,416)
Selling & Distribution Expenses	В.	-	-
Finance Expenses	C.	(518,874)	(271,121)
Profit before tax		1,957,541	16,551,268
Tax		(-	(5,059,336)

Net profit for the year

SHALBY (KENYA) LTD.

11,491,932

1,957,541

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BALANCE SHEET			
		2025	2024
	Note	Shs	Shs
CAPITAL EMPLOYED			
Share capital	7.	100,000	100,000
Retained earnings		591,116	(1,366,425)
Shareholder's Funds		691,116	(1,266,425)
Non- Current Liabilities			
Deferred Tax liabilities	11.	1,325	1,325
		1,325	1,325
TOTAL		692,441	(1,265,100)
REPRESENTED BY			
Non- Current Assets			
Property Plant and Equipment	6.	84,601	99,380
		84,601	99,380
Current assets			
Trade and other receivables	8.	91,920	20,414,735
Current Tax Recoverable		243,268	243,268
Cash at bank and in hand	9.	274,087	203,044
	_	609,274	20,861,047
Current liabilities			
Trade and other payables	10.	1,434	304,184
Amount Due to Related Party	12.	-	21,138,719
Tax Payable	<u> </u>	-	782,624
	-	1,434	22,225,527
Net current assets/(liabilities)		692,441	(1,265,100)
Net assets/(liabilities)		692,441	(1,265,100)

The financial statements on pages 5 to 14 were approved for issue by the board of directors on 14th May 2025 and were signed on its behalf by:

SHALBY (KENYA) LTD.

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SHALBY (KENYA) LIMITED

Annual Report & Financial Statements
For The Year Ended 31 March 2025

STATEMENT	OF	CHANGES	IN	EQUITY
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Note	Share capital Shs	Retained earnings Shs	Total Shs
At 1st April 2023	100,000	(12,858,353)	(12,758,353)
Issue for cash	_	11,491,932	- 11,491,932
Net profit for the year At 31st March 2024	100,000	(1,366,425)	(1,266,421)
A SECTION OF THE SECT			
At 1st April 2024	100,000	(1,366,425)	(1,266,425)
Issue for cash	7.7	1.057.541	- 1,957,541
Net profit for the year At 31st March 2025	100,000	1,957,541 591,116	691,116
At 313t Watch 2023			
CASH FLOW STATEMENT		2025	2024
	Note	Shs	Shs
Cash flows from operating activities	14010	31.5	
Profit before income tax		1,957,541	16,551,268
Adjustment for:		14 770	10 215
Depreciation Operating profit before working capital changes		14,779 1,972,320	18,215
Decrease / (increase) in:		1,372,323	
Trade and other receivables	8.	20,322,815	(20,250,074)
Increase / (decrease) in:	10	(202.740)	46 500
Trade and other payables	10.	(302,749)	46,508
Cash generated from/(used in) operations		21,992,386	(3,634,084)
Tax Paid		(782,624)	-
Net cash generated from/(used in) operating activities		21,209,762	(3,634,084)
Cash flows from investing activities			
Amt (Paid)/ Received from Related Party		(21,138,719)	3,658,925
Puchase of property, plant and equipment		-	-
Net cash (used in)/generated from investing activities		(21,138,719)	3,658,925
Net increase in cash and cash equivalents		71,043	24,841
Cash and cash equivalents at 1st April 2024		203,044	178,203
Cash and cash equivalents at 31st March 2025	9.	274,087	203,044



NOTES TO THE FINANCIAL STATEMENTS

1 GENERAL INFORMATION

Shalby (Kenya) Limited (the Company) is domiciled in Kenya where it is incorporated under the Kenyan Companies Act as a private company limited by shares. The address of its registered office is given on Page 1 in company information.

2 ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below:

a) Basis of Preparation

The financial statements are prepared in compliance with International Financial Reporting Standards under the historical cost convention, and are presented in the functional currency, Kenya Shillings (Shs).

The preparation of financial statements in conformity with International Financial Reporting Standards requires the use of estimates and assumptions. It also requires management to exercise its judgement in the process of applying the accounting policies adopted by the company. Although such estimates and assumptions are based on the directors' best knowledge of the information available, actual results may differ from those estimates .

b) Revenue Recognition

Sales represent the fair value of consideration received or receivable for the sale of goods, and are stated net of Value Added Tax, rebates and trade discounts. Cash discounts are included as part of finance costs.

Sale of goods are recognised in the period in which the company delivers products to the customer, the customer has accepted the products and the collectibilty of the related receivables are reasonable assured.

Interest income is accounted on a time proportion basis using the effective interest method.

c) Property Plant & Equipment

All categories of property, plant and equipment are initially recognised at historical cost. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses.

Subsequent costs are included in the asset's carrying value only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance is charged to the profit and loss account in the year to which it relates.

Depreciation is calculated using the reducing balance method to write down the cost of each asset to its residual value over its estimated useful life using the following annual rates:

	Rate - %
Furniture, fittings & Equipment	10.0
Computers & Peripherals	25.0



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NOTES - (Continued)

c) Property, plant and equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

Property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Gains and losses on disposal of property, plant and equipment are determined by reference to their carrying amount and are taken into account in determining operating profit.

d) Intangible assets

Software licence costs are stated at historical cost less accumulated amortisation and any accumulated impairment losses. Amortisation is calculated using the reducing balance method to write down the cost of the software to its residual value over the estimated useful life using an annual rate of 25%.

e) Translation of foreign currencies

Transactions in foreign currencies during the year are converted into Kenya Shillings using the exchange rate prevailing at the transaction date. Monetary assets and liabilities at the balance sheet date denominated in foreign currencies are translated into Kenya Shillings using the exchange rate prevailing as at that date. The resulting gains and losses from the settlement of such transactions and translations are recognised on a net basis in the profit and loss account in the year in which they arise.

f) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in first-out method. Cost comprises the cost of purchase and all other costs attributed to bring the goods to that particular condition and location. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

g) Provision for liabilities and charges

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made.

h) Retirement benefit obligations

The company and the employees contribute to the National Social Security Fund, a national defined contribution scheme. Contributions are determined by local statute and the company's contributions are charged to the profit and loss account in the year to which they relate.

i) Borrowing costs

Borrowing costs are recognised as an expense in the year in which they are incurred.

j) Taxation

Tax expense in the profit and loss account is the aggregate of the current income tax and deferred income tax.

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NOTES - (Continued)

k) Taxation (continued)

Current tax

Current tax is provided on the basis of results for the year adjusted in accordance with the fiscal laws of Kenya.

Deferred tax

Deterred tax is provided in full on all temporary differences except those arising at the initial recognition of an asset or liability, other than a business combination, that at the time of the transaction affects neither the accounting nor taxable profit or loss. Deferred tax is provided using the liability method on all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes, using tax rates enacted or substantively enacted at the balance sheet date and are expected to apply when the related deferred tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised.

I) Financial instruments

The company classifies its investments into the following categories:

i) Loans and receivables which are non-derivative financial assets created by the company by providing money or products directly to the debtor other than those with the intent to be sold immediately or in the short run.

All financial assets are classified as non-current except those with maturities of less than 12 months from the balance sheet date, those which the directors have the express intention of holding for less than 12 months from the balance sheet date or those that are required to be sold to raise operating capital, in which case they are classified as current assets.

All financial assets are recognised initially using the trade date accounting which is the date the company commits itself to the purchase or sale and recorded at the fair value of the consideration given plus the transaction costs. Subsequently, held-to-maturity investments and loans and receivables are carried at amortised cost using the effective interest method.

The directors classify financial assets as follows:

Financial liabilities

All financial liabilities including borrowings are recognised initially at fair value plus the transaction costs and subsequently carried at amortised cost using the effective interest method.

m) Receivables

Receivables are recognised initially at fair value and are subsequently measured at amortised cost using the effective interest method.

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NOTES - (Continued)

m) Receivables (continued)

A provision for impairment is recognised in the profit and loss account in the year when recovery of the amount due as per the original terms is considered doubtful. The provision is based on the difference between the carrying amount and the present value of the expected cash flows, discounted at the effective interest rate.

Receivables not collectable are written off against the related provisions. Subsequent recoveries of amounts previously written off are credited to the profit and loss account in the year of recovery.

n) Cash and cash equivalents

Cash and cash equivalents include cash in hand, term and call deposits with banking institutions and other short-term highly liquid investments in money market instruments with maturities of three months or less from the date of acquisition net of bank overdrafts. In the balance sheet, bank overdrafts are included as borrowings under current liabilities.

2. Financial risk management objectives and policies

The company's activities expose it to a variety of financial risks including credit liquidity and interest rates risks and changes in market prices of the company's products. The company's overall risk management programme focuses on unpredictability of changes in the business environment and seeks to minimise the potential adverse effect of such risks on its performance by setting acceptable levels of risk. The company does not hedge any risks and has in place policies to ensure that credit is extended to customers with an established credit history.

3. Critical accounting estimates and judgements

The company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial period. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including experience of future events that are believed to be reasonable under the circumstances.

i) Property, plant and equipment

Critical estimates are required in determining the depreciation rates for property, plant and equipment. The management determines these rates of depreciation based on their assessment of the useful lives of the various items of property, plant and equipment.

ii) Income taxes

Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

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NOTES - (Continued)

3. Critical accounting estimates and judgements (continued)

iv) Impairment losses on receivables

The company regularly reviews its receivables to assess impairment. In determining whether an impairment loss should be recorded in the profit and loss account, the company makes judgements as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows of any receivables.

				2025 Shs	2024 Shs
4.	Operating profit				
	(a) Items charged				
	The following items have been c Depreciation Auditors' remuneration Current year	harged in arriving at op	perating profit:	14,779 81,200	18,215 <u>81,200</u>
5.	Tax Based on the adjusted profit for Deferred tax	the year at 30%		586,407 2,355 588,762	782,624 4,276,713 5,059,337
	The tax on the loss before taxatic amount that would arise using the				
	Profit/(Loss) before taxation			1,957,541	16,551,268
	Tax at the standard rate of 30% Tax effects of non-deductible ex	penses and non-taxable	e income	587,262 1,500	4,965,380 93,956
	Tax charge			588,762	5,059,336
6.	PLANT AND EQUIPMENT	Furniture and Fittings Shs	Office Equipment Shs	Computer Equipment Shs	Total Shs
	COST At 1 April 2023 Additions	24,000	110,491	69,420	203,911
	At 31 March 2024 DEPRECIATION At 1 April 2023	24,000	<u>110,491</u> 57,531	26,385	203,911 86,316
	For the year	2,160	5,296	10,759	18,215
	At 31 March 2024 NET BOOK VALUE	4,560	62,827	37,144	104,531
	At 31 March 2024	19,440	47,664	32,276	99,380



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SHALBY (KENYA) LIMITED

Annual Report & Financial Statements
For The Year Ended 31 March 2025

NOTES - (Continued)

No. of ordinary shares of Shs 1000/= each 100 ordinary shares of Shs 1000/	6.	PLANT AND EQUIPMENT (Continue		Office	Computer	7.1.1
COST At 1 April 2024 24,000 110,491 69,420 203,911 Additions - - - - At 31 March 2025 24,000 110,491 69,420 203,911 DEPRECIATION - - 37,144 104,531 For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE 17,496 42,898 24,207 84,601 At 31 March 2025 17,496 42,898 24,207 84,601 Authorised 100 100 100,000 Issued and fully paid 100 100 100,000 Issued and fully paid 100 100 100,000 Issued and fully paid 100 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. Shs Shs Trade and other receivables 20,283,803 Shs Shs Trade Receivables 5,40 5,40 </td <td></td> <td>PERIOD ENDED 31 March 2025</td> <td>and Fittings</td> <td>Equipment</td> <td>Equipment</td> <td>Total</td>		PERIOD ENDED 31 March 2025	and Fittings	Equipment	Equipment	Total
At 1 April 2024			Shs	Shs	Shs	Shs
Additions 24,000 110,491 69,420 203,911 DEPRECIATION 203,911 203,911 203,911 At 1 April 2024 4,560 62,827 37,144 104,531 For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE 17,496 42,898 24,207 84,601 At 31 March 2025 17,496 42,898 24,207 84,601 SHARE CAPITAL No. of ordinary shares 100 100,000 Issued and paid authorised and fully paid 100 Ordinary shares of Shs 1000/= each 100 100 100,000 Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 2025 2024 Shs Shs Shs Shs Strade and other receivables 2 2025 2024 Other Receivables 51,440 51,440 51,440 51,440				110 101	60.420	202.011
At 31 March 2025 24,000 110,491 69,420 203,911 DEPRECIATION At 1 April 2024 4,560 62,827 37,144 104,531 For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE Company 4,200 84,601 8,069 14,779 At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares of \$100 100 100,000 Issued and fully paid 100 Ordinary shares of \$15 1000/= each 100 100 100,000 Issued and fully paid 100 Ordinary shares of \$15 1000/= each 100 100,000 100,000 The total number of authorised ordinary shares is 100 with a par value of \$1. \$1,000 100,000 8. Trade and other receivables 20,25 \$0 \$1,000 9. Cash and cash equivalents 20,233,803 \$1,440 \$1,440 Prepayments 51,440 \$1,440 \$1,440 Prepayments 91,320 20,414,735		NIA STATE OF	24,000	110,491	69,420	203,911
DEPRECIATION At 1 April 2024 4,560 62,827 37,144 104,531 For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares of Sh 1000/= each 100 100,000 1ssued and fully paid 100 100,000 1ssued and fully paid 100 100,000 1ssued and fully paid 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 8. Trade and other receivables 2 2025 2024 Trade Receivables 5 2 2025 2024 Deposits 5 2 2 2 2025 2024 Prepayments 5 2 2 2 2 2 2 2 2 2 2 2 2 2 2				- 110 101		202.044
At 1 April 2024 4,560 62,827 37,144 104,531 For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares lssued and paid up capital shares Authorised 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value or Shs. 1000 each. 2025 2024 Trade and other receivables - 20,283,803 36,026 Deposits - 20,283,803 36,026 36,026 20 20,241,435 20,241,440 24,440			24,000	110,491	69,420	203,911
For the year 1,944 4,766 8,069 14,779 At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares of 100 Ordinary shares is 100 with a par value of 100 Ordinary shares of 100,000 100				62.627	27.444	104 524
At 31 March 2025 6,504 67,593 45,213 119,310 NET BOOK VALUE 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares lssued and paid up capital Shs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 100,000 100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs Shs Shs 8. Trade and other receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,2414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 145,454 166,668 Cash in Hand 145,454 166,668 36,376 Cash At Bank 128,633 36,376 Trade payables (126,507)						
NET BOOK VALUE At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares with a part value of Shares Issued and paid up capital wup capital shares Authorised 5hs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 8. Trade and other receivables - 20,283,803 20 the Receivables - 20,283,803 20 the Receivables - 36,026 36,026 36,026 20 the Receivables - 36,026 3						
At 31 March 2025 17,496 42,898 24,207 84,601 7. SHARE CAPITAL No. of ordinary shares Issued and paid up capital Shs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Trade and other receivables - 20,283,803 20 the Receivables - 20,283,803 Other Receivables - 36,026 2026 2028			6,504	67,593	45,213	119,310
7. SHARE CAPITAL No. of ordinary shares with perpitation of shares and point of shares and point of shares are shares and fully paid and fully paid and fully paid and fully paid and path ordinary shares of Shs 1000/= each and point and part value of Shs. 1000 each. 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Trade and other receivables 2025 2024 Trade Receivables 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Perpayments 40,480 43,467 For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 5 Cash and cash equivalents 6 20,24,14,735 For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 40,480 43,467 Cash in Hand 145,454 166,668 36,376 Cash At Bank 128,633 36,376 Trade payables (126,507) 20,30,44 10. Trade and other payables (126,507) -4 Other Payables 46,741 166,739 Accruals and Provi			17.406	42.000	24.207	04.601
Authorised shares up capital Shs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs Shs Shs 8. Trade and other receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 40,480 43,467 For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 51,440 145,454 166,668 Cash in Hand 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - - Other Payables 46,741 166,739 - Other Payables 46,741 166,739 - Other Payables 81,200 137,444		At 31 March 2025	17,496	42,898	24,207	84,601
Authorised shares up capital Shs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs Shs Shs 8. Trade and other receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 40,480 43,467 For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 51,440 145,454 166,668 Cash in Hand 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - - Other Payables 46,741 166,739 - Other Payables 46,741 166,739 - Other Payables 81,200 137,444						
Authorised Shs 100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs Shs Shs 8. Trade and other receivables - 20,283,803 Other Receivables - 36,026 Deposits - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 40,480 43,467 For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 20,414,735 Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 Cash At Bank 128,633 36,376 Trade and other payables 274,087 203,044 10. Trade and other payables (126,507) - Other Payables	7.	SHARE CAPITAL			No. of ordinary	Issued and paid
100 Ordinary shares of Shs 1000/= each 100 100,000 Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 2024 2025 2024 2024 2024 2025 2024 2024					shares	up capital
Issued and fully paid 100 Ordinary shares of Shs 1000/= each 100 100,000		Authorised				Shs
100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs 8. Trade and other receivables Trade Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents 40,480 43,467 Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		100 Ordinary shares of Shs 1000/=	each		100	100,000
100 Ordinary shares of Shs 1000/= each 100 100,000 The total number of authorised ordinary shares is 100 with a par value of Shs. 1000 each. 2025 2024 Shs Shs 8. Trade and other receivables Trade Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents 40,480 43,467 Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		Issued and fully paid				
S. Trade and other receivables Trade Receivables 2025 Shs 2024 Shs 8. Trade and other receivables 36,026 Other Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 145,454 166,668 Cash in Hand 145,454 166,668 36,376 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444			each		100	100,000
S. Trade and other receivables Trade Receivables 2025 Shs 2024 Shs 8. Trade and other receivables 36,026 Other Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: 145,454 166,668 Cash in Hand 145,454 166,668 36,376 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		*				
Shs Shs 8. Trade and other receivables Trade Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 Prepayments 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		The total number of authorised ord	inary shares is 100	with a par value o	of Shs. 1000 each.	
8. Trade and other receivables Trade Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444					2025	2024
Trade Receivables - 20,283,803 Other Receivables - 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444					Shs	Shs
Other Receivables 36,026 Deposits 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444	8.	Trade and other receivables				
Deposits Prepayments 51,440 51,440 Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents comprise the following: Cash in Hand Cash equivalents comprise the following: Cash At Bank 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		Trade Receivables			=	20,283,803
Prepayments 40,480 43,467 91,920 20,414,735 9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		Other Receivables			-	36,026
91,920 20,414,735 91,920 20,414,735 91,920 20,414,735 91,920 20,414,735 91,920 20,414,735 91,920 20,414,735 166,668 Cash in Hand 145,454 166,668 Cash in Hand 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		Deposits			51,440	51,440
9. Cash and cash equivalents For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables Other Payables Accruals and Provisions (126,507)		Prepayments			40,480	43,467
For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables Other Payables Accruals and Provisions 126,507) 166,739 137,444					91,920	20,414,735
For the purpose of the cash flow statement, cash and cash equivalents comprise the following: Cash in Hand Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables Other Payables Accruals and Provisions 126,507) 166,739 137,444						
comprise the following: Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444	9.	Cash and cash equivalents				
Cash in Hand 145,454 166,668 Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables Other Payables Other Payables Accruals and Provisions 81,200 137,444		For the purpose of the cash flow sta	atement, cash and o	ash equivalents		
Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		comprise the following:				
Cash At Bank 128,633 36,376 274,087 203,044 10. Trade and other payables Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444						
10. Trade and other payables 274,087 203,044 Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444						
10. Trade and other payables Trade payables (126,507) Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		Cash At Bank				
Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444					274,087	203,044
Trade payables (126,507) - Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444		_ , ,,				
Other Payables 46,741 166,739 Accruals and Provisions 81,200 137,444	10.	1,000			(425 = 527)	
Accruals and Provisions 81,200 137,444						100 700
19 A 6 6 W A		The first contract of the conflict of the conf				
<u>1,434</u> <u>304,184</u>		Accruals and Provisions				
					1,434	304,184



SHALBY (KENYA) LIMITED		PAGE 14
Annual Report & Financial Statements For The Year Ended 31 March 2025		
NOTES - (Continued)	2025	2024
	KShs	KShs
11. DEFERRED TAX		
Deferred income taxes are calculated on all temporary differences		
under the liability method using a principal tax rate of 30%. The movement on the deferred tax account is as follows:-		
movement on the deferred tax account is as follows.		
At 1 April	1,325	(4,275,388
Income statement credit (Note 5)	2,355	4,276,713
At 31 March	3,680	1,325
)	
Deferred tax assets and liabilities are attributable to the following items:-		
Deferred tax assets		
Accelerated accounting depreciation	3,680	1,325
Tax losses utilized/(carried forward)	149	
	3,680	1,325
The deferred tax credit in the income statement comprises		
of the following temporary differences: -		
Accelerated accounting depreciation	2,355	1,325
Tax losses utilized/(carried forward)	<u> </u>	4,275,388
	2,355	4,276,713
12. Related Parties		
The company is related to other companies which are related through comp	mon shareholding or common direc	torships
The following transactions were carried out with related parties.	non shareholding or common direc	torsrips.
i) Amount due to related party		
Shalby Limited - India	<u>.</u>	21,138,719
		21,138,719

13. Capital Commitments

There are no capital commitments that are contracted for and not recognised in the financial statements,

14. Accounting Period

The financial statements cover a period of 12 months from 1 April 2024 to 31 March 2025

15. COMPARATIVES

Where necessary, certain figures in respect of the prior year have been reclassified for comparative purposes.

16. CURRENCY

These financial statements are presented in Kenya Shillings (Shs).

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SHALBY (KENYA) LIMITED		APPENDIX 1
Annual Report & Financial Statements		
For The Year Ended 31 March 2025	2025	2024
	Shs	Shs
SCHEDULE OF OPERATING EXPENDITURE		
A. ADMINISTRATIVE EXPENSES		
ACCOUNTANCY FEES	167,040	167,040
AUDIT FEES	81,200	81,200
CONSULTANCY FEES	120,000	120,000
DEPRECIATION	14,779	18,215
ELECTRICITY AND WATER	10,005	15,109
LICENCES	870,590	915,279
GENERAL EXPENSES	72,987	91,614
FACILITATION FEES	5,000	65,500
INSURANCE EXPENSE	9,349	-
PRINTING AND STATIONERY	31,259	35,024
PROFESSIONAL FEES	10,706	-
RENT AND RATES	821,860	695,420
REPAIRS AND MAINTENANCE	1,000	36,640
SALARIES AND WAGES	1,824,343	1,741,103
SECRETERIAL FEES	19,876	
POSTAGE AND TELEPHONE	115,334	121,159
TRANSPORT EXPENSES	96,541	73,870
FIRE EXPENSES	300	750
FINES AND PENALTIES	= :	333
STAFF WELFARE	3,806	1,160
Total administrative expenses	4,275,975	4,179,416
B. SELLING AND DISTRIBUTION EXPENSES		
ADVERTISING AND PROMOTION		×2
ADVERNISING AND I NOME THEN	-	
C. FINANCE EXPENSES		
BANK CHARGES	24,240	23,767
UNREALIZED EXCHANGE LOSS/(GAIN)	24,240	247,354
REALIZED EXCHANGE LOSS/(GAIN)	494,634	-
	518,874	271,121
	510,074	211,121

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SHALBY	(KENYA)	LIMITED

0.0.120		2025	2024
TAX COMPUTATION 2025		BUSINESS	BUSINESS
D 51//		Shs	the state of the s
Profit/(Loss) per accounts		1,957,541	16,551,268
Add: Depreciation Fines and Penalties		14,779 5,000	18,215 65,833
Unrealized Exchange loss		5,000	247,354
Less: Wear and Tear Allowance		(22,629)	(22,629)
Unrealized Exchange gain		(22,029)	(22,023)
Officialized Exchange gain		1,954,691	16,860,040
ADJUSTED (LOSS)		1,954,691	16,860,040
LOSS BROUGHT FORWARD		-	(14,251,293)
PROFIT CARRIED FORWARD		1,954,691	2,608,747
Corporate tax @ 30%		586,407	5,058,012
San			(4,275,388)
TAX PAYABLE		586,407	782,624
WEAR AND TEAR SCHEDULE 2025			
	Class II	Class IV	Total
	25%	10%	Claim
	Shs	Shs	Shs
W D V - 1 April 2022	57,380	82,844	
Additions:-			
COMPUTER			
CHAIR			
PRINTER			
		20.011	
Americal allowers 2022	57,380	82,844	
Annual allowance - 2023 Annual allowance - 2024	(14,345)	(8,284)	
Annual allowance - 2024 Annual allowance - 2025	(14,345) (14,345)	(8,284) (8,284)	
Armuai allowance - 2025	(14,345)	(0,204)	22,629
W D V - 31 March	14,345	57,991	22,029
- Table of Attribute		1000 A T. T.	

APPROVED BY
SHALBY (KENYA) LTD.

DIRECTOR



SHALBY (KENYA) LTD.

DIRECTOR

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enses.			Transfer Pricing Method	Comparable Uncontrolled Price (CUP)	
ions that give rise to Taxable Income or Tax Deductible Expenses.	one method is applicable for a catgory of Transction,	er Pricing Method applicable to the Largest Portion.	Transfer Pricing Adjustments (If Any)	7	
d Transactions that give rise	lore than one method is app	the Transfer Pricing Methoo	Type of Transaction Transaction Value (KES)	60,91,390.00	
Section B2 Part 3a : Controlled Transact	Note : Where more than o	Please Specify the Transf	Type of Transaction	Taxable Income	
Secti			Description	Facilitation Charges	
			Category/Item	Services	

			Transfer Pricing Method		
Section B2 Part 3B : Controlled Transactions of a Capital Nature	one method is applicable for a catgory of Transaction,	Please Specify the Transfer Pricing Method applicable to the Largest Portion.	Transfer Pricing Adjustments (If Any)		
32 Part 3B : Controlled Trans	ore than one method is app	the Transfer Pricing Method	Transaction Value (KES)	Not Applicable	
Section	Note: Where more than	Please Specify	Type of Transaction		
			Description		
			Category/Item		



SHALBY (KENYA) LTD.

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SHALBY (KENYA) LTD.

Authorised Signatory



		Section	B2 Part 4 : Deta	ails of Accounts 'Due to'	Section B2 Part 4: Details of Accounts 'Due to' or 'Due from' Related Persons	ons	
							(In KSH)
Sr. No	Description	Source Jurisdiction	Interest Rate	Opening Balance (A)	Opening Balance (A) Additional Amounts (B)	Repayments (C)	Repayments (C) Closing Balance (D=A+B-C)
	12.						
1	Borrowings						
1.1	Amounts Borrowed	Multi-Registry	ř	1	_	1	
1.2	Amounts Loaned		ř	ř.	-	E	
2	Current Accounts						
2.1	2.1 Account Receivable	Multi-Registry	0				
2.2	2.2 Account Payable	Multi-Registry	0	2,11,38,719	30,34,317	2,41,73,036	1



SHALBY (KENYA) LTD.

CLOUD P. SLass
Authorised Signatory

SHALBY (KENYA) LTD.

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Name of Related PersonNature of RelationshipJurisdiction of Tax ResidenceJurisdiction of IncorporationDescription of TransactionsMode of ConsiderationAggregate Value of TransactionsShalby LimitedParent CompanyIndiaIndiaFacilitation Chargesonline Transaction60,91,	A	8	U	0	ш	ı	9
halby Limited Parent Company India India Facilitation Charges online Transaction	Related	Nature of Relati	Тах В	Jurisdiction of Incorporation	Description of Transactions	Mode of Consideration	Aggregate Value of Transactions (KES)
	halby	arent Co	India	India	Facilitation Charges	online Transaction	60,91,390.00

(In KSH)

Section B2 Part 2 : Final	ncial Performance of The I	Section B2 Part 2 : Financial Performance of The local Entity Vs. Consolidated Performances of the Parent Company or the Head office (Where Applicable)	nces of the Parent Company or the H	ead office (Where Applicable)
Sr. No	Particulars	Local Entity / Branch Performance	Parent Company / Head Office	Comparative Performance C =
		(A)	Consolidated Performance (B)	(A/B)*100%
1	1 Total Assets	6,93,875	25,76,12,13,307	0.0027%
2	2 Operating Assets	6,09,274	9,94,91,36,549	0.0061%
3	3 Current Liabilities	1,431	6,88,50,32,514	0.0000%
4	Long Term Liabilities	1,325	3,82,56,85,608	0.0000%
5	Turnover	67,52,390	17,20,54,94,936	0.0392%
9	6 Gross Profit	67,52,390	2,47,30,53,611	0.2730%
7	Total Expenses	47,94,849	16,34,52,04,915	0.0293%
8	8 Operating Expenses	42,61,196	14,73,24,41,325	0.0289%
6	9 Finance Costs	5,18,874	59,76,14,292	0.0868%
10	10 Depreciation	14,779	1,01,51,49,298	0.0015%
11	11 Amortization	E	T	
12	12 Operating Profit	24,91,194	2,47,30,53,611	0.1007%

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