PALASH Securities Limited

ANNUAL REPORT 2025-26

Corporate Information

Board of Directors

Ms. Shalini Nopany
Non-Executive Director & Chairperson
Mr. Arun Kumar Newar
Independent Director
Mr. Chhedi Lal Agarwal
Independent Director
Mr. Dinesh Kacholia
Independent Director
Mr. Suresh Kumar Khandelia
Independent Director
Mr. Chand Bihari Patodia
Managing Director (upto 29th March, 2026)
Mr. Suraj Kumar Agrawal
Managing Director (w.e.f. 30th March, 2026)

Committees of Directors

Audit Committee
Mr. Chhedi Lal Agarwal - Chairman
Mr. Arun Kumar Newar
Mr. Dinesh Kacholia
Mr. Chand Bihari Patodia *(upto 29th March, 2026)*
Mr. Suraj Kumar Agrawal *(w.e.f. 30th March, 2026)*

Stakeholders' Relationship Committee
Mr. Chhedi Lal Agarwal - Chairman
Mr. Arun Kumar Newar
Mr. Dinesh Kacholia

Nomination and Remuneration Committee
Mr. Arun Kumar Newar - Chairman
Mr. Chhedi Lal Agarwal
Mr. Dinesh Kacholia

Key Managerial Personnel
Mr. Chand Bihari Patodia, Managing Director
(upto 29th March, 2026)
Mr. Suraj Kumar Agrawal, Managing Director
(w.e.f. 30th March, 2026)
Mr. Deepak Kumar Sharma, Chief Financial Officer
Mr. Vikram Kumar Mishra, Company Secretary

Contents

Auditors

M/s Agrawal Subodh & Co.
Chartered Accountants
3 Victory House, 1 Ganesh Chandra Avenue
Kolkata - 700 001

Registrar and Share Transfer Agent

MUFG Intime India Private Limited
(Unit : Palash Securities Limited)
Rasoi Court, 5th Floor,
20, Sir R N Mukherjee Road
Kolkata - 700 001
Tel No.: 033 - 6906 6200
E-mail: Kolkata@in.mpms.mufg.com
Website: https://in.mpms.mufg.com/

Registered Office

P. O. Hargaon District- Sitapur,
Uttar Pradesh - 261 121
Tel. No.: (05862) 256220
E-mail: palashsecurities@birlasugar.org
Website: www.birla-sugar.com
CIN - L74120UP2015PLC069675

Corporate Office

Birla Building
9/1, R.N. Mukherjee Road, 5th Floor, Kolkata - 700 001
Tel. No.: 033 - 2243 0497/8
E-mail : palashsecurities@birlasugar.org
Website: www.birla-sugar.com

Directors' Report

Dear Members,

Your Directors present herewith the 12th Annual Report on the business & operations of the Company alongwith the Audited Statement of Accounts for the financial year ended 31st March, 2026.

1. Financial Results

A summary of standalone and consolidated Financial Performance of the Company for the financial year ended on 31st March 2026 are summarized below:

₹ in lakhs

Particulars	Standalone		Consolidated	
	Year ended 31st March, 2026	Year ended 31st March, 2025	Year ended 31st March, 2026	Year ended 31st March, 2025
Total Revenue from Operations	372.34	604.38	4923.85	4883.01
Other Income	35.69	35.23	2469.59	70.67
Total Income	408.03	639.61	7393.44	4953.68
Profit before Finance Costs, Tax, Depreciation and Amortization	355.59	604.84	1514.02	(1392.79)
Less: Depreciation & Amortization Expenses	5.47	1.36	41.00	59.90
Less: Finance Cost	0.00	0.00	179.08	297.60
Profit/(Loss) Before Tax	350.12	603.48	1293.94	(1750.29)
Profit/(Loss) After Tax	236.08	471.79	1171.68	(1765.19)

2. Operating Performance / State of Affairs of the Company

Details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report.

A detailed analysis of the Company's operations, future expectations and business environment has been given in the Management Discussion & Analysis Report which is made an integral part of this Report and marked as **Annexure "A"**.

3. Financial Performance 2025-26

During the Financial Year 2025-26, the Company incurred a profit after tax of Rs.236.08 Lakhs on standalone basis. On consolidated basis the profit after tax stood at Rs.1171.68 Lakhs.

There is no change in the nature of business of the Company. There were no significant or material orders passed by regulators, courts or tribunals impacting the Company's operation in future.

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year i.e. 31st March 2026 and date of this report.

4. Dividend

The Board of Director has not recommended any dividend on equity shares for the period under review.

5. Amount transferred to Reserves

Your Company has not transferred any amount to Reserves for the year ended 31st March, 2026.

6. Public Deposits

The Company has not accepted any deposits from the public and as such there are no outstanding deposits within the meaning of the provisions of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules 2014. There was no public deposit outstanding as at the beginning and end of the financial year 2025-2026.

7. Share Capital

As on 31st March, 2026, the Authorized Share Capital of the Company stood at Rs.15,00,00,000/- (Rupees fifteen crore) divided into 1,35,00,000 (One crore thirty five lakhs) Equity Shares of Rs.10/- (Rupees ten) each and 15,00,000 (fifteen lakhs) Preference Shares of Rs.10/- (Rupees ten) each and there is no change in the authorised capital during the year. Paid up Share capital comprised of 1,00,03,102 Equity Shares with a face value of Rs.10/- (Rupees ten) each totaling to Rs.10,00,31,020/- (Rupees ten crore thirty one thousand twenty).

Your Company has not issued any shares/securities during the Financial Year 2025-26.

8. Subsidiary, Associate and Joint Venture

As on 31st March, 2026, the Company has 4 (four) subsidiaries viz. Champaran Marketing Co. Ltd., Hargaon Investment & Trading Co. Ltd., OSM Investment & Trading Co. Ltd. and Hargaon Properties Ltd.

During the year under review, Morton Foods Limited (MFL) ceased to be a subsidiary and become an associate Company with effect from 18th November, 2025 on account of ceasing to have control over MFL.

The Company has in place a policy for determining material subsidiaries in line with the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and can be accessed at https://www.birla-sugar.com/Assets/Palash/Policy-for-determining-Material-Subsidiary.pdf

The consolidated financial statements presented by the Company include financial information of its subsidiaries/associate companies prepared in compliance with applicable Accounting Standards.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the details containing salient features of the financial statement of subsidiaries/associate companies in Form AOC-1 forms part of this Report as **Annexure "G"**.

9. Human Resources

The Company continued to create a productive, learning and caring environment by implementing robust and comprehensive HR processes, fair transparent performance evaluation and taking new initiatives to further align its Human Resource policies to meet the growing needs of its business.

10. Directors

As on 31st March, 2026, the Board of Directors of the Company comprised of 6 (six) Directors, consisting of 4 (four) Independent Directors, 1(one) Non-Executive Non- Independent Director and 1 (one) Executive Director. Ms. Shalini Nopany, Non-Executive Woman Director is the Chairperson of the Company.

The Board has an optimum combination of Executive, Non-Executive and Independent Directors possessing varied skills, knowledge and professional experience, which collectively contribute to the effective functioning and governance of the Company.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Ms. Shalini Nopany (DIN: 00077299) will retire by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment.

During the year Mr. Chand Bihari Patodia (DIN: 01389238) ceased to be Managing Director and Key Managerial Personnel of the Company on completion of his term on 29th March, 2026. Based on the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders of the Company, the Board of Directors has appointed Mr. Suraj Kumar Agrawal (DIN: 03260442) as Managing Director and Key Managerial Personnel of the Company for a period of 3 (three) years with effect from 30th March, 2026.

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 read with Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In pursuance of the provisions of the Companies Act, 2013 and according to Regulation 25(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Performance Evaluation Criteria has been laid down for effective evaluation of performance of the Board of Directors, the Committees thereof and individual Directors including the Chairperson of the Company. After detailed discussion at Board level as well as taking input from each Director, Nomination and Remuneration Committee finalized the format / questionnaires containing various parameters to evaluate the performance of Board and its committee(s), Individual Directors and Chairperson of the Company. The performance evaluation parameters are based on their roles and responsibilities, contribution to the Company's goals, decision making process, flow of information and various other aspects. The evaluation of performance of the Board as a whole, Committees of the Board, Individual Directors including the Chairperson of the Company was carried out for the Financial Year 2025-26. Nomination and Remuneration Committee evaluated the performance of the individual Director.

The Independent Directors in their separate meeting held on 13th February, 2026 carried out the evaluation of the Board of Directors as a whole, Chairperson of the Company and Non-Independent Directors. The evaluation of Independent Directors was carried out without the presence of concerned Director.

The Chairman of Nomination and Remuneration Committee has submitted report of the respective evaluations to the Chairperson of the Company. Based on the questionnaires received from the Directors and considering the reports of Chairman of Nomination and Remuneration Committee, the Board has evaluated its own performance and that of its committees and individual directors including independent directors.

A certificate obtained by the Company from a company secretary in practice, confirming that none of the Directors on the Board of Directors of the Company have been debarred or disqualified from being appointed or continuing as director of companies by the Securities and Exchange Board of India ("SEBI") /Ministry of Corporate Affairs ("MCA") or any such statutory authority, is enclosed as **Annexure "E"** to this Report.

11. Key Managerial Personnel

The following directors / executives of your Company are whole-time Key Managerial Personnel (KMPs) as on 31st March, 2026 in accordance with the provisions of Section 203 of the Companies Act, 2013:

a) Mr. Suraj Kumar Agrawal - Managing Director

b) Mr. Deepak Kumar Sharma – Chief Financial Officer

c) Mr. Vikram Kumar Mishra – Company Secretary

Mr. Chand Bihari Patodia ceased to be Managing Director and Key Managerial Personnel of the Company upon completion of his term on 29th March, 2026. Mr. Suraj Kumar Agrawal (DIN: 03260442) was appointed as the Managing Director and Key Managerial Personnel of the Company with effect from 30th March, 2026 subject to the approval of shareholders of the Company.

All Directors, Key Managerial Personnel and Senior Management of the Company have confirmed compliance with the Code of Conduct applicable to Directors & employees of the Company and a declaration to the said effect made by the Managing Director forms part of this. The Code is available on the Company's website at the weblink https://www.birla-sugar.com/Assets/Palash/Code-of-Conduct.pdf

12. Remuneration Policy

The Board of Directors has framed a policy for selection and appointment of Directors, Key Managerial Personnel (KMP) and Senior Management Personnel (SMP) of the Company.

The Nomination and Remuneration Committee has also framed criteria for performance evaluation of every Director and accordingly has carried out the performance evaluation during the year under review.

The Nomination and Remuneration Policy, inter-alia, includes the appointment criterion & qualification requirements, process for appointment & removal, retirement policy and remuneration structure & components, etc. of the Directors, Key Managerial Personnel (KMP) and other senior management personnel of the Company. The Nomination and Remuneration Policy also contains provisions about the payment of fixed & variable components of remuneration to the Managing Director and payment of sitting fee & commission to the non-executive directors.

The said Policy is available at the website of the Company at the weblink https://www.birla-sugar.com/Assets/Palash/Nomination-and-Remuneraion-Policy.pdf .

13. Familiarisation Programme

Periodic presentations are made at the Board Meetings with respect to business performance and updates on business strategy of the Company. The details of the familiarisation programme (other than through meeting of Board and its Committees) imparted to Independent Director are uploaded on the website of the Company and available at the weblink https://www.birla-sugar.com/Assets/Palash/Familiarisation-Programme.pdf

14. Corporate Social Responsibility Policy

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company.

15. Board Meetings

A calendar of Meeting is prepared and circulated in advance to the Directors. The Board evaluates all the decisions on a collective consensus basis amongst the Directors. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. During the financial year ended 31st March 2026, 6 (six) Meetings of the Board of Directors of the Company were held. The details of the Board Meetings held during the financial year 2025-26 have been furnished in the Corporate Governance Report forming part of this Annual Report.

The Company has complied with the applicable Secretarial Standards prescribed under Section 118(10) of the Companies Act, 2013.

16. Committees of the Board

As on 31st March, 2026, the Company has following Board's Committees duly constituted in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

Details such as terms of reference, composition and number of meetings held during the financial year 2025-26 for the aforesaid committees are separately provided in the Corporate Governance Report, which forms part of this Report.

Further, during the year under review, all recommendations made by the various committees have been considered and accepted by the Board.

17. Loans, Guarantee and Investments

During the year under review, the Company has not given any loans and corporate guarantees covered under the provisions of Section 186 of the Companies Act, 2013. Details on particulars relating to investments under Section 186 of the Companies Act 2013 are given in Notes of the financial statements.

18. Related Party Contracts / Arrangements

All Related Party Transactions entered during the year were on arm's length basis and in the ordinary course of business. There have been no materially-significant related party transactions made by the Company with the Promoters, the Directors or the Key Managerial Personnel which may be in conflict with the interests of the Company at large. Accordingly, disclosure of contracts or arrangements with Related Parties as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

The Company has in place a Related Party Transactions Policy for purpose of identification and monitoring of such transactions and accordingly all Related Party Transactions are placed before the Audit Committee and the Board for approval. The Related Party Transaction Policy can be accessed on the website of the Company at the weblink https://www.birla-sugar.com/Assets/Palash/Related-Party-Transaction-Policy%20-15.05.2026-Palash.pdf

The details of related party transactions entered during the year as per the provisions of Indian Accounting Standard ("Ind AS") 24 have been disclosed in the Notes to the Financial Statements.

19. Risk Management

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

20. Internal Financial Controls

The Company has laid down internal financial control's, through a combination of Entity level controls, Process level controls and IT General controls inter-alia to ensure orderly and efficient conduct of business, including adherence to the Company's policies and procedures, accuracy and completeness of accounting records and timely preparation and reporting of reliable financial statements/information, safeguarding of assets, prevention and detection of frauds and errors. The evaluations of these internal financial controls were done through the internal audit process and were also reviewed by the Statutory

Auditors. Based on their view of these reported evaluations, the directors confirm that, for the preparation of financial statements for the financial year ended 31st March, 2026, the applicable Accounting Standards have been followed and the internal financial controls are generally found to be adequate and were operating effectively & that no significant deficiencies were noticed.

21. Vigil Mechanism/Whistle Blower Policy

The Company has established a vigil mechanism and adopted whistle blower policy, pursuant to which whistle blowers can report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct and instances of leak of Unpublished Price Sensitive Information which are detrimental to the Company's interest. The vigil mechanism provides for adequate safeguards against victimization of the Director(s) and employee(s) who avail of this mechanism. No person has been denied access to the Chairman of the Audit Committee. The Whistle Blower Policy is available on the website of the Company at https://www.birla-sugar.com/Assets/Palash/Whistle-Blower-Policy-Palash-29-5-24.pdf .

During the year, the auditors have not reported any fraud under Section 143(12) of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

22. Corporate Governance & Annual Return

Your Directors strive to maintain highest standards of Corporate Governance. The Corporate Governance Report for the Financial Year 2025-26 is attached as **Annexure "B"** to this Report.

The declaration of the Managing Director confirming compliance with the 'Code of Conduct' of the Company is enclosed as **Annexure "C"** to this Report and Auditor's Certificate confirming compliance with the conditions of Corporate Governance is enclosed as **Annexure "D"** to this Report.

Pursuant to Section 92(3) of the Companies Act, 2013, the Annual Return for the Financial Year 2025-26 is available on the website of the Company and can be accessed at https://www.birla-sugar.com/Shareholders-Info-1/Palash-Annual-Returns

23. Auditors, Audit Qualifications and Board's Explanations

Statutory Auditors

The shareholders of the Company, at the AGM held on 25th August, 2021, had re-appointed Messrs Agrawal Subodh & Co, Chartered Accountants, (Firm Registration No. 319260E), as Statutory Auditors of the Company to hold office for another term of 5 (five) consecutive years from the conclusion of the Seventh AGM of the Company held on 25th August, 2021 till the conclusion of twelfth AGM of the Company. Messrs Agrawal Subodh & Co., Chartered Accountants, will retire at the conclusion of the ensuing 12th AGM of the Company.

The Board places on record its appreciation of the services rendered by Messrs Agrawal Subodh & Co., during their association with the Company. The Notes to the Financial Statements read with the Auditor's Reports are self-explanatory and therefore, do not call for further comments or explanations. There has been no qualification, reservation, adverse remark or disclaimer in the Auditor's Reports.

On the recommendations of the Audit Committee, the Board recommends to the shareholders of the Company, the appointment of Messrs Singhi & Co, Chartered Accountants, (Firm Registration No. 302049E), as the Statutory Auditors of the Company to hold office from the conclusion of 12th AGM of the Company till the conclusion of 17th AGM of the Company to be held in the year 2031.

Secretarial Auditor

Pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, based on the recommendation of the Audit Committee and the Board of Directors, Members of the Company at the Annual General Meeting held on 24th September, 2025 has approved the appointment of Messrs M R & Associates, Company Secretaries, Kolkata, (Firm Registration Number:P2003WB008000) as the Secretarial Auditor of the Company for a period of 5 (five) consecutive years commencing from Financial Year 2025-2026 to 2029-2030.

The Secretarial Audit Report for the Financial Year 2025-26 issued by the Secretarial Auditor is annexed to this Report as **Annexure "F"** and which is self-explanatory and do not call for further clarification. There is no qualification, reservation or adverse remark or disclaimer made by the Auditor in their report.

In addition to the above, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Audit Reports of the material unlisted subsidiaries of the Company viz-a-viz Champaran Marketing Co Ltd., Hargaon Investment & Trading Co. Ltd., and OSM Investment & Trading Co. Ltd. are also annexed to this Report as **Annexure "F1"**, **Annexure "F2"**, **Annexure "F3"** respectively.

Internal Auditor

Pursuant to the provisions of Section 138 of the Companies Act, 2013, and The Companies (Accounts) Rules, 2014, your Company has, on the recommendation of the Audit Committee re-appointed Messrs M Parasrampuria & Co., Chartered Accountants to conduct Internal Audit of the Company for the financial year 2026-27.

Cost Audit

The Companies (Cost Records and Audit) Rules are not applicable on the Company.

Reporting of frauds by Auditors

During the year under review, the Statutory Auditors and Secretarial Auditor of your Company have not reported any instances of fraud committed in your Company by the Company's officers or employees to the Audit Committee, as required under Section 143(12) of the Act

24. Investor Education and Protection Fund

The provisions pertaining to Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, are not applicable to your company.

25. Compliance with the Secretarial Standards

During the year, your Company has complied with the applicable Secretarial Standards specified by the Institute of Company Secretaries of India.

26. Disclosures Under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013

The Company is committed to providing a safe, healthy and congenial work environment for all employees, irrespective of gender, caste, creed or social class of the employees. There being no women employees in the Company as on 31st March, 2026, the provisions relating to the constitution of an Internal Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 were not applicable to the Company.

During the year under review, no complaint / case was either filed or pending pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

27. Compliance with Maternity Benefit Act 1961

As there was no woman employee in the Company during the year, the compliance with the provisions of the Maternity Benefit Act, 1961 were not applicable on the Company.

28. Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo

The provisions of Section 134(3)(m) of the Companies Act, 2013 do not apply to the Company. There was no foreign exchange inflow or outflow during the year under review.

29. Particulars of Employees and Managerial Remuneration

During the current financial year 2025-26, there was no employee in the Company who was in receipt of remuneration as required to be disclosed under Section 197 of Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The ratio of the remuneration of each director to the median remuneration of the employees of the company is not applicable for the current financial year. The percentage increase in remuneration of other directors and Chief Financial Officer in the current financial year has been nil. The percentage increase in the remuneration of the Company Secretary is not comparable with the previous financial year 2024-25, as the Company Secretary received remuneration for only part of the previous financial year 2024-25. The percentage increase in the median remuneration of employees in the financial year is nil for the current financial year. There is one permanent employee on the rolls of Company. The details of average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof is not applicable. Detail of remuneration paid to the Directors and Key Managerial Personnel for the financial year 2025-26 forms part of the Corporate Governance Report and Notes to Financial Statements respectively. The Remuneration to all the Directors and Key Managerial Personnel is as per the remuneration policy of the Company.

30. Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) that in the preparation of the annual financial statements for the year ended 31st March, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2026 and of the profit and loss of the Company for the year ended on that date;

c) that proper and sufficient care has been taken 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 fraud and other irregularities;

d) that the annual financial statements have been prepared on a going concern basis;

e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

31. CEO/CFO Certification

Mr. Suraj Kumar Agrawal, Managing Director and Mr. Deepak Kumar Sharma, Chief Financial Officer have submitted certificates to the Board as contemplated under Regulation 17(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. Since your Company does not have a designated Chief Executive Officer, the aforesaid certificate is being signed by Mr. Suraj Kumar Agrawal, Managing Director of your Company which is in line with the Frequently Asked Questions issued by Securities and Exchange Board of India.

32. Other Disclosures

a) There is neither application nor any proceeding pending under the Insolvency and Bankruptcy Code 2016 during the year along with their status as at the end of the financial year.

b) There has been no instance of any bank or financial institutions one-time settlement.

33. Acknowledgement

Your Directors wish to express their sincere thanks to the bankers and other stakeholders for their continued co-operation and assistance.

For and on behalf of the Board

Shalini Nopany
Chairperson
DIN: 00077299

Place: Kolkata
Dated: 15th May, 2026

Annexure A
Management Discussion & Analysis

Economic Overview

The global economy faced heightened uncertainty during financial year 2025-26, primarily due to geopolitical tensions arising from the Middle East conflict, which affected commodity prices, inflation expectations and global financial conditions. Global headline inflation is projected to increase to 4.4% in 2026 before moderating to 3.7% in 2027. Global growth is projected to slow down to 3.1% in the light of outbreak of war in the Middle East in 2026 and 3.2% in 2027. Slowdown in growth and increase in inflation are expected to be particularly pronounced in emerging markets and developing economies.

Global growth remained resilient at 3.4% in 2025 (3.3% in 2024), amidst several headwinds such as prolonged geopolitical tensions, trade-related uncertainty and higher debt levels which were counterbalanced by tailwinds like fiscal and monetary support, accommodative financial conditions and surging investment in technology. Global inflation eased to 4.1% in 2025 from 5.8% in the previous year, reflecting the impact of softening energy prices, normalisation of supply chain constraints, even as core and services inflation remained sticky. The disinflationary process, however, remained uneven across countries with relative stickiness in services inflation in major advanced economies.

World goods and services trade volume grew by 5.1% in 2025, exceeding world GDP growth. Merchandise trade volume expanded by 4.6% (2.7% in 2024), driven mainly by frontloading of imports in anticipation of higher tariffs and growth in trade of technology related products exempt from the tariff measures. Global services trade volume, on the other hand, grew at a moderate pace of 5.3% (7.8% in 2024) as the post pandemic surge in travel services had already played out in the preceding years, alongside a muted growth in transportation services due to lower shipping rates.

Global equity markets remained resilient, supported by AI-related technology stocks. However, concerns about tariff uncertainty, stretched valuations, potential spillovers on other software services, and escalating geopolitical tensions generated episodes of turbulence. The US dollar depreciated during April 2025 - February 2026, but strengthened on safehaven demand after the outbreak of the West Asia conflict. Sovereign bond yields remained elevated amid fiscal concerns, with the conflict adding further upward pressure.

India's economic growth remained resilient during financial year 2025–26 despite global uncertainties and geopolitical tensions. India reaffirmed its position as one of the world's fastest-growing major economies, delivering real GDP growth of around 7.4%. The year was marked by strengthening domestic demand, robust public investment, and resilient macroeconomic fundamentals, which supported economic growth even as the global economy continued to face persistent uncertainties and geopolitical challenges.

Industry Structure and Developments

The Company acts as a Core Investment Company (CIC) as per RBI guidelines. The main objective of the Company is to invest / deal in securities mainly of group companies and in immovable properties. Your company holds majority investments in its group companies. The businesses of the Company are carried out by its three Wholly-owned Subsidiaries viz. OSM Investment & Trading Company Limited; Champaran Marketing Company Limited; and Hargaon Investment & Trading Company Limited. These are registered NBFCs and primarily engaged in investment activities. The Company has a step down subsidiary Hargaon Properties Ltd and is engaged in investment of properties. The Company had another Subsidiary viz. Morton Foods Limited engaged in the Food Processing Business. Morton Foods Limited became an Associate Company of the Company on 18th November 2025 due to reduction of shareholding of the Company along with its subsidiaries from 51.37% to 44.95%.

Morton Foods Limited manufactures and markets canned fruits, vegetables and food products like jams, squashes, crushes, vegetable sauces, juices and breakfast cereals under the brand Morton since 1959. It has a manufacturing unit at Prayagraj which makes Canned fruits and vegetables, Jams, Crush & Squashes, Tomato Ketchup and Vegetable sauces etc. Breakfast cereals and Pasta, Vermicelli are manufactured by third party manufacturer and Morton Foods Ltd markets it under the brand Name Morton. Morton Foods Ltd services and operates in the various customer segments i.e. 1) General Trade / Kirana; 2) Modern Trade; 3) Hotel Restaurant and Catering (Horeca); 4) E-commerce; 5) Central Police Canteen Stores; 6) Institutions – Taj, Hayat , Specialty Restaurants etc. 7) Defense APO – Canned fruits, Vegetables and curries for in-house consumption. 8) Canteen Stores Department

The country's financial services sector consists of capital markets, insurance sector, banking and non-banking financial companies (NBFCs). Non-banking financial companies (NBFCs), banks, and financial institutions form the broad constituents of the credit ecosystem of the Indian financial sector, with NBFCs being a key pillar therein. The Non-Banking Financial Companies (NBFC) sector in India has experienced significant growth and transformation over the past decade, becoming an integral part of the Indian financial system.

As per RBI reports, Non-Banking Financial Companies (NBFC) sector remained resilient during financial year 2025-26, supported by strong capital buffers, healthy profitability and improving asset quality. The sector remains well-capitalised, with Capital to Risk-Weighted Assets Ratio (CRAR) comfortably above regulatory requirements, reflecting strong financial resilience. Asset quality continued to improve, with Gross Non-Performing Assets (GNPA) levels remaining on a declining trend, while certain segments, particularly microfinance and unsecured lending, continued to warrant close monitoring. Profitability remained healthy, supported by robust net interest margins, while return indicators stayed at comfortable levels. Credit growth steadied during financial year 2025-26, supported by improved funding conditions and increased lending activity

Opportunities and Threats

Your Company being an Investment Company seeks opportunities in the capital market. The unpredictability in the stock market represents both opportunity as well as challenges for the Company.

India's capital markets are witnessing deeper participation from retail investors, mutual funds, insurance companies and pension funds. The growing domestic investor base is reducing dependence on foreign portfolio flows and improving market resilience.

Capital markets face notable challenges. Geopolitical tensions, volatility in commodity prices, inflationary pressures and changes in global monetary policies may adversely affect investor sentiment and capital flows into emerging markets, including India. Recent surveys indicate that margin pressures and geopolitical developments continue to weigh on business confidence. The rupee's depreciation and persistent inflationary pressures, driven by elevated oil prices, could impact corporate profitability and sentiment. Equity markets are also navigating valuation pressures, especially in mid- and small-cap segments, which may see corrections. Regulatory tightening around derivatives, co-lending, and high-frequency trading is introducing short-term compliance adjustments, particularly for NBFCs and institutional investors.

The Indian capital market in financial year 2025-26 faces a highly polarized environment. Opportunities center on sustained domestic SIP inflows, rate cuts easing corporate margins, and global liquidity. Threats revolve around currency depreciation; US trade tariff volatility, and shifting geopolitical conditions.

The food processing industry is a high growth industry and the same applies for it in Indian market. The government of India has acknowledged the food processing sector as a high priority industry and is currently promoting it with various fiscal reliefs and incentives. India has one of the largest working populations in the world. With increasing disposable incomes, this segment can be regarded as the biggest consumer of processed foods in the country. There are various threats to the Company like market Competition that forces the Company to sell its product at low cost. This also led to loss to the Company. On the other hand, raw material is based on agricultural produce which is affected by natural calamities, which deteriorate the quality of the product, which is the major threat to the Company. Also external situation like Cross-border emergencies and wars also affect the business.

Risks and Concerns

The Company's business performance is inherently influenced by the operational and financial health of its portfolio companies. Growth in these underlying businesses or sectors enhances the Company's prospects, while any challenges whether due to macroeconomic headwinds, market volatility, or internal disruptions within the investee entities may adversely affect returns and overall performance.

The Company is exposed to specific risks that are particular to their respective businesses in which they operate, including market risk, credit risk, liquidity risk, interest rate risk, equity risk, operational risk, currency risk, regulatory and macro-economic risks. The Company has a robust risk management framework that strives to identify, monitor and minimize risks as also identify business opportunities.

Outlook

Global growth is projected at 3.3% in 2026, fully recovering from the April 2025 tariff-related downgrade and returning to its January 2025 level. Advanced economies (AEs) are expected to grow at 1.8%, driven largely by continued US resilience, while emerging market and developing economies (EMDEs) are projected to expand by 4.2%, slightly below initial expectations, reflecting lingering effects of tight financial conditions and trade uncertainty. Overall, growth stabilises but remains uneven and regionally divergent. Global inflation is projected to rise modestly to 3.8% in 2026, indicating that disinflation remains incomplete. Advanced-economy inflation is expected to stay elevated at 2.2%, reflecting persistent services and wage pressures, while EMDE inflation is projected at 4.8%, driven by domestic demand and food-price risks. Inflation dynamics suggest restrictive global monetary conditions are likely to persist.

The Indian economy in financial year 2026-27 is expected to remain resilient, despite challenging external environment characterised by elevated energy and commodity prices, rising logistics costs, volatility in global financial markets and uncertainties surrounding global trade policies. Growth prospects are supported by India's strong macroeconomic fundamentals, including robust domestic demand, relatively lower dependence on exports as a growth driver, and a stable policy environment.

NBFCs are poised to play an increasingly critical role in driving India's economic growth by extending formal credit access to traditionally underserved segments, in alignment with national development goals. As customer expectations evolve and digital-first business models become more prevalent, incumbent NBFCs must rethink their operating strategies, while new entrants must carefully assess market dynamics before entry. With lending activity expected to scale, there is a growing need for stronger risk management practices and more robust governance frameworks across the sector. According to CRISIL Ratings, the assets under management (AUM) of nonbanking financial companies (NBFCs) will grow a steady 18-19% this fiscal and the next, driven by whetted consumption demand, and cross the Rs.50 lakh crore mark by March 2027. Growth will be driven by strong consumer demand, GST rationalization, and low inflation.

The future of NBFCs in India is promising, with opportunities for growth driven by digitization, niche specialization, and focus on underserved markets. However, navigating the evolving regulatory landscape, embracing technology responsibly, and prioritizing customer experience will be crucial for success.

The India capital market outlook remains positive, supported by strong economic fundamentals, favorable demographic trends, and continued regulatory reforms. Growing financial awareness, increasing disposable incomes, and expanding digital infrastructure will continue to drive retail participation. Foreign portfolio investment flows are expected to remain supportive as India maintains its position as a preferred emerging market investment destination.

Performance

During the financial year 2025-26, on a standalone basis, the Company recorded Revenue from operations of Rs.372.34 lakhs as against Rs.604.38 lakhs in the previous financial year. The Profit after Tax for the year stood at Rs.236.08 lakhs compared with Rs.471.79 lakhs in the previous year. On a consolidated basis, the Company reported Revenue from operations of Rs.4,923.85 lakhs during financial year 2025-26 as compared to Rs.4,883.01 lakhs in the previous financial year, reflecting growth over the last previous year. The consolidated Profit after Tax for the year stood at Rs.1,171.68 lakhs as against a loss of Rs.1,765.19 lakhs in financial year 2024-25, demonstrating a significant improvement in the financial performance of the Group.

The Company aims to create sustainable vision to grow the business and make long-term strategic investments in various new ventures promoted by the Company and its subsidiaries.

During the financial year 2025-26, the production in Morton Foods Limited increased from 4,232 MT to 5,815 MT, representing an increase of approximately 37%. The increase in production was primarily attributable to higher execution of Defence tenders and the introduction of new products such as sugar, pickles, and other food items. Sales also increased significantly from Rs.4,523 lakhs to Rs.7,247 lakhs, registering a growth of approximately 60% over the previous year.

Despite the substantial increase in production and sales, the MFL's loss increased from Rs. 1,491 lakhs to Rs.1,669 lakhs, representing an increase of approximately 11%. The higher loss was mainly due to increase in the cost of goods sold as a percentage of sales from 46% to 56%, driven by higher raw material and procurement costs; and increase in salary cost and related costs during the year.

Disclosure

The Disclosure with respect to details of significant changes in key financial ratios as stipulated under Regulation 34(3) read with Schedule V Clause B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follows:

Sr No.	Particulars	31.03.2026	31.03.2025	Change (%)	Explanation
(i)	Debtors Turnover Ratio	0	0	0	--
(ii)	Inventory Turnover Ratio	0	0	0	--
(iii)	Interest Coverage Ratio	0	0	0	--
(iv)	Current Ratio	47.18%	34.21%	37.93%	Due to Increase in Fixed Deposits
(v)	Debt Equity Ratio	0	0	0	--
(vi)	Operating Profit Margin (%)	94.03%	99.85%	(5.83%)	Decrease in Dividend Income & Gain on sale of Investment
(vii)	Net Profit Margin (%)	57.86%	73.76%	(21.56%)	Decrease in Dividend Income & Gain on sale of Investment
(viii)	Return on Net Worth	6.13%	13.04%	(53.01%)	Decrease in Dividend Income & Gain on sale of Investment

Internal Control Systems and Their Adequacy

The Company has an adequate system of internal control implemented by the management towards achieving efficiency in operations, optimum utilization of resources and effective monitoring thereof and compliance with applicable laws. The Internal Auditors were suggested with audit plan based on the risk profile of business activities of the organization, which were approved by the Audit Committee. The adequacy of the internal control system is reviewed by the Audit Committee of the Board of Directors. The efficacy of the internal checks and control systems are verified by the Internal Auditors as well as the Statutory Auditors. The Audit Committee reviews the internal audit plan, adequacy and effectiveness of the internal control system, significant audit observations and monitors the sustainability of remedial measures. The performance of the Company is regularly reviewed by the Board of Directors to ensure that it is in keeping with the overall corporate policy and in line with pre-set objectives. The Company updates its internal control systems from time to time, enabling it to monitor adherence to internal procedures and external regulatory guidelines.

Human Resources

Steps have been taken to inculcate a performance-oriented culture by focusing and laying more emphasis on the performance management system. It has been Company's endeavour to attract talent from the most reputed institutions to meet the requirements of various functions. The Company will intensify efforts to create an environment where everyone feels valued, respected, and empowered to contribute their unique perceptions.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's outlook, objectives, projections, estimates and expectations may be 'forward looking statement' within the meaning of applicable laws or regulations. Actual results may differ from those expressed or implied. Important factors that could make a difference to the Company's operations include government regulations and tax-regime, economic developments within India and abroad, financial markets and other related and incidental factors. The Company assumes no responsibility in respect of forward-looking statements that may be revised or modified in future on the basis of subsequent developments, information or events. The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provisions of the Companies Act, 2013 ("the Act") and comply with the Accounting Standards notified under Section 133 of the Act read with the Indian Accounting Standards Rules, 2015. The management has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner, the state of affairs and profit/loss for the year. The narrative on our financial condition and result of operations should be read together with our audited consolidated financial statements and the notes to these statements included in the annual report.

For and on behalf of the Board

Shalini Nopany
Chairperson
DIN: 00077299

Place: Kolkata
Dated: 15th May, 2026

Annexure B
Report on Corporate Governance

1. Company's Philosophy

Palash Securities Limited (PSL), a part of K K Birla Group of Companies, firmly believes that Corporate Governance helps to serve corporate purposes by providing a framework within which stakeholders can pursue the objective of the organization most effectively and efficiently. Corporate Governance in fact denotes acceptance by the management of the inalienable rights of the shareholders as true owners of the organization and of their own role as trustees on behalf of the shareholders.

By harnessing ethical values with business acumen the executive functions of PSL is structured to institutionalize policies and practices that enhance the efficacy of the Board, Key Managerial Personnel and the Senior Management of the Company and inculcate a culture of accountability, transparency and integrity across the Company as a whole. PSL has a strong legacy of fair, transparent and ethical Governance practices and procedures and through these pages renews its commitment to uphold and nurture the core values of integrity, passion, responsibility, quality and respect in dealing with its customers, cane growers and other stakeholders of the Company. The other enablers for the Company are 'team work' and 'adherence' to professionalism.

PSL is in compliance with the mandatory requirements of the guidelines on Corporate Governance stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

PSL has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. The Company Secretary is the Compliance Officer for monitoring adherence to the said Regulations.

2. Board of Directors

The Board of Directors ("the Board") serves as the highest authority in governance, steering business in the right direction. It is responsible for establishing sustainable and accountable growth in the Company. The Board comprising of highly integrated, knowledgeable, and committed professionals, offers strategic guidance and independent perspectives to the Company's senior management while fulfilling its fiduciary responsibilities. Additionally, the Board provides direction and maintains appropriate control to ensure the Company is managed in a way that meets stakeholders' aspirations and societal expectations.

i. The Board has in all 6 (six) Directors with considerable professional experience in divergent areas connected with corporate functioning. Out of these 6 (six) directors, 4 (four) are Non-Executive Independent Directors, 1(one) Non-Executive Woman Director and 1(one) Executive Director of the Company. The composition of the Board is in conformity with the Listing Regulations. The Board is headed by the Non-Executive Chairperson Ms. Shalini Nopany.

ii. During the year Mr. Chand Bihari Patodia (DIN:01389238) ceased to be Managing Director of the Company upon completion of his term on 29th March, 2026. Based on the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders of the Company, the Board of Directors has appointed Mr. Suraj Kumar Agrawal (DIN:03260442) as Managing Director of the Company for a period of 3 (three) years with effect from 30th March, 2026.

iii. The Independent Directors take part in the proceedings of the Board and Committee meetings which enables qualitative decision-making. They receive sitting fees for attending the meetings and do not have any other material or pecuniary relationship or transaction with the Company, its promoters, promoter group, its directors, management, subsidiaries or associates.

iv. As per the disclosure received by the Company from the Directors, none of them is member in more than ten committees, nor as Chairperson of more than five committees across all companies in which they are Directors, in compliance with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as not have been debarred or disqualified from being appointed or continuing as director by Securities and Exchange Board of India (SEBI)/ Ministry of Corporate Affairs (MCA) or any other statutory authority. The Directors intimate the Company about the committee positions they occupy in other companies and also notify changes from time to time.

v. The Independent Directors have confirmed that they satisfy the 'criteria of independence' as stipulated in Section 149(7) of the Companies Act, 2013 read with Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

vi. All Independent Directors have confirmed in their Annual Declaration to the Board that they have complied with all the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Independent Directors do not serve in more than seven listed companies. They have taken registration with Independent Directors databank, Indian Institute of Corporate Affairs, Manesar (Haryana) in accordance with the provisions of Section 150 of the Companies Act, 2013.

vii. None of the Directors on the Board are inter-related to each other in terms of the definition of 'relative' given under the Companies Act, 2013.

viii. The Board looks at strategic planning and policy formulation. The Board meets at least once in every quarter to review the Company's operations and the maximum time gap between any two meetings is not more than 120 (One Hundred Twenty) days.

ix. The Independent Directors (IDs) met on 13th February, 2026 without the presence of the Chairperson, Managing Director, the Non-Executive Non-Independent Directors and the Management Team. The meeting was attended by Independent Directors in person and which enabled them to discuss various matters pertaining to the Company's affairs and thereafter put forth their combined views to the Board. The IDs reviewed the performance of non-independent directors, chairperson and the Board as a whole as well as the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The Board is of the opinion that independent directors fulfills the conditions specified in the Listing Regulations as amended from time to time and are independent of the management.

x. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company. These are presented as a matrix below:

Description of Skills/Expertise/Competencies		Ms. Shalini Nopany	Mr. Chand Bihari Patodia#	Mr. Dinesh Kacholia	Mr. Chhedi Lal Agarwal	Mr. Arun Kumar Newar	Mr. Suresh Kumar Khandelia	Mr. Suraj Kumar Agrawal*
Business	Understanding of Company's business dynamics across various geographical markets, industry verticals and regulatory	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Strategy and Planning	Ability to think strategically, identify and critically assess strategic opportunities and threats and develop effective strategies in the context of strategic objectives of the Company's policies and priorities	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Governance	Experience in developing governance practices, serving the best interest of all stakeholders, protecting shareholder interest, maintaining board and management accountability and driving corporate ethics and values.	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Ceased on 29th March, 2026 * Appointed on 30th March, 2026

Familiarisation Programme

In terms of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to conduct Familiarisation Programme for Independent Directors (IDs) to familiarise them about the Company including nature of industry in which the Company operates, business model of the Company, roles, rights and responsibilities of IDs and any other relevant information. As a part of the familiarisation programme, presentation was made to the Independent Directors giving a brief overview of roles, responsibilities and liabilities of Independent Directors under Corporate Governance norms with focus on constitution of various Committees under the Companies Act, 2013.

Significant Statutory updates are circulated as a part of the agenda of the Board Meetings through which Directors are made aware of the significant new developments and highlights from various regulatory authorities viz. Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), other statutory authority etc.

The details of the familiarisation programme (other than through meeting of Board and its Committees) imparted to Independent Director are uploaded on the website of the Company at https://www.birla-sugar.com/Assets/Palash/Familiarisation-Programme.pdf

Performance Evaluation

The Company has in place a Policy on Performance Evaluation, which lays down the criteria for evaluating the performance of the Board of Directors ("the Board"), its Committees, and individual Directors, including the Independent Directors and the Chairperson. The Policy has been formulated in accordance with the provisions of Sections 134, 149 read with Schedule IV (Code for Independent Directors), and 178 of the Companies Act, 2013, and Regulation 19(4) read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy, inter alia, covers the following evaluation parameters:

i. For Board Evaluation - degree of fulfillment of key responsibilities; Board culture and dynamics.

ii. Board Committee Evaluation - effectiveness of meetings; Committee dynamics.

iii. Individual Director Evaluation (including IDs) - contribution at Board Meetings.

Further, the Chairperson is evaluated on key aspects of her role which includes inter-alia effective leadership to the Board and adequate guidance to the Managing Director.

During the year under review, the Board carried out annual evaluation of its own performance as well as evaluation of the working of various Board's Committees viz. Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee. This exercise was carried out through a structured questionnaire prepared separately for Individual Board Member and Board's Committees based on the criteria as per Policy on Performance Evaluation and in context of the Guidance note dated January 05, 2017 issued by SEBI.

Based on these criteria, the performance of the Board, various Board's Committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Individual Directors (including Independent Directors) was evaluated and found to be satisfactory.

During the year under review, the Independent Directors of the Company reviewed the performance of Non-Independent Directors, the Board as a whole and of the Chairperson of the Company, taking into account the views of Executive Director and Non-Executive Directors of the Company.

Further, the Independent Directors hold unanimous opinion that the Non-Independent Directors including the Chairperson bring to the Board, abundant knowledge in their respective field and are experts in their areas. Besides, they are insightful, convincing, astute, with a keen sense of observation, mature and have a deep knowledge of the Company. The Board as a whole is an integrated, balanced and cohesive unit where diverse views are expressed and dialogued when required, with each Director bringing professional domain knowledge to the table. All Directors are participative, interactive and communicative.

The Chairperson has abundant knowledge, experience, skills and understanding of the Board's functioning, possesses a mind for detail, is meticulous to the core and conducts the Meetings with poise and maturity.

The Company's Policy on Performance Evaluation is available on its website at https://www.birla-sugar.com/Assets/Palash/Policy%20on%20Performance%20Evaluation.pdf

Board meetings

The meetings of the Board of Directors are scheduled in advance. The Company Secretary prepares the agenda for the meetings in consultation with the Chairperson and other concerned persons in the senior management. The detailed agenda and other relevant notes are circulated to the Directors well in advance. All material back up information is incorporated in the Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same are placed on the table at the meeting with specific reference to this effect in the Agenda.

During the year under review 6 (six) Board Meetings were held on 15th May 2025, 27th June 2025, 14th August 2025, 13th November 2025, 13th February 2026 and 30th March, 2026 respectively.

Details of Board meetings attended by Directors, attendance at the last Annual General Meeting, number of other Directorships, Committee chairmanship/ membership held by them during the financial year 2025-26 are tabled below:

Name of the Director	Category of the Director	No. of Board meetings attended	Attendance at last AGM on September 24, 2025	No. of Directorships in other Public companies	No. of Chairmanship/ Membership of Board Committees in other Companies		Directorship in other Listed Company and Category of Directorship	No. of Equity Shares held
					Chairman	Member		
Ms. Shalini Nopany (DIN– 00077299)	C/NED	6	Yes	7	-	2	SIL Investments Ltd - MD New India Retailing & Investment Ltd – NED Magadh Sugar & Energy Limited - NED	Nil
Mr. Chand Bihari Patodia* (DIN– 01389238)	MD	4	Yes	1	-	-	Nil	Nil
Mr. Suraj Kumar Agrawal** (DIN– 03260442)	MD	0	NA	0	-	-	Nil	Nil
Mr. Dinesh Kacholia (DIN – 07640666)	I/NED	5	Yes	1	-	-	Nil	Nil
Mr. Chhedi Lal Agarwal (DIN – 07778603)	I/NED	6	Yes	4	-	2	Ganges Securities Limited - ID	291
Mr. Arun Kumar Newar (DIN – 07778968)	I/NED	6	Yes	2	2	2	Ganges Securities Limited - ID	Nil
Mr. Suresh Kumar Khandelia (DIN-00373797)	I/NED	5	Yes	1	-	-	SIL Investments Limited - ID	Nil

C - Chairperson	I - Independent	NED - Non-executive Director	MD - Managing Director

Notes:

I. The number of directorships held by the Directors does not include Private Limited Companies, Foreign Companies and Companies incorporated under Section 8 of the Companies Act, 2013.

II. For the purpose of determination of limit of the Board's Committees, chairpersonship and membership of the Audit Committee and Stakeholders Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.

III. *Mr. Chand Bihari Patodia ceased to be Managing Director of the Company upon completion of his term on 29th March, 2026.

IV. **Mr. Suraj Kumar Agrawal was appointed as the Managing Director with effect from 30th March, 2026.

Not less than two thirds of the total number of Directors shall be liable to retire by rotation. One third of the number of directors liable to retire by rotation retires every year. As per the provisions of Section 149 of the Companies Act, 2013, the Independent Directors are not liable to retire by rotation. Ms. Shalini Nopany (DIN: 00077299) is liable to retire by rotation and is eligible for re-appointment. Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, brief particulars of Ms. Shalini Nopany seeking re-appointment are given in the Notice convening this Annual General Meeting.

Committees of the Board

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following mandatory committees viz.

a) Audit Committee;

b) Stakeholders' Relationship Committee; and

c) Nomination and Remuneration Committee.

The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. The Minutes of the Committee Meetings are sent to all Directors individually and tabled at the Board Meetings.

3. Audit Committee

i. Overall purpose/Objective

The Audit Committee has been constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time, by the Board of Directors, initially at its meeting held on 30th March, 2017.

The purpose of the Audit Committee is to assist the Board of Directors ("the Board") in reviewing the financial information which will be provided to the shareholders and others, reviewing the systems of internal controls established in the Company, appointing, retaining and reviewing the performance of independent accountants/internal auditors and overseeing the Company's accounting and financial reporting processes and the audit of the Company's financial statements.

ii. Terms of Reference

The Terms of Reference of this Committee includes inter-alia includes overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible, recommending appointment, remuneration and terms of appointment of auditors, reviewing/examining quarterly and annual financial statements and auditor's report thereon before submission to the Board for approval, evaluate Company's internal financial controls and risk management systems, reviewing performance of statutory and internal auditors, discussing with auditors significant findings, related party transactions and approval of any subsequent modification of transactions of the Company with related parties; omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed; adequacy of internal control systems, reviewing the functioning of the Whistle Blower Mechanism and other matters specified for Audit Committee in Section 177 of the Companies Act, 2013, Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Mr. Chhedi Lal Agarwal, Chairman of the Audit Committee attended the last Annual General Meeting to provide clarifications and answer queries.

The Company's system of internal controls covering financial and operational activities, compliances, IT applications, etc. are reviewed by the Internal Auditors and presentations are made to the Audit Committee on the findings of such reviews. Further, in compliance with Section 177(4)(vii) of the Companies Act, 2013 the Audit Committee maintains and evaluates the effectiveness of internal control systems of the Company pertaining to financial reporting, compliance with Accounting Standards, and looks after overall financial activities under applicable laws and regulations governing the Company.

iii. Composition and Meetings

As on 31st March, 2026, the Audit Committee comprised of Mr. Chhedi Lal Agarwal, Mr. Dinesh Kacholia, Mr. Arun Kumar Newar, Independent Directors and Mr. Suraj Kumar Agrawal, Managing Director. Mr. Chhedi Lal Agarwal, Independent Director acts as the Chairman of the Audit Committee. All the Members of the Audit Committee are financially literate and have accounting or related financial management expertise. The Chief Financial Officer (CFO) is a permanent invitee to the meetings of the Audit Committee and the Company Secretary acts as the Secretary to the Audit Committee. The Statutory Auditors as well as Internal Auditors of the Company are invited to attend the Audit Committee meetings. The Company also invites the Secretarial Auditor to attend the meeting and discuss their report.

During the financial year 2025-26, 4 (four) meetings of the Audit Committee were held on 15th May 2025, 14th August 2025, 13th November 2025 and 13th February, 2026 respectively. The maximum time gap between any two consecutive meetings did not exceed 120 (one hundred twenty) days. Moreover, the requisite quorum as required by SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, was present in all the meetings of the Audit Committee held during the year.

Attendance of the members at the meetings was as follows:

Name of the Member	Status	Category	No of meetings attended
Mr. Chhedi Lal Agarwal	Chairman	Independent Director	4
Mr. Dinesh Kacholia	Member	Independent Director	4
Mr. Arun Kumar Newar	Member	Independent Director	4
Mr. Chand Bihari Patodia*	Member	Executive Director	3
Mr. Suraj Kumar Agrawal**	Member	Executive Director	0

Note: *Mr. Chand Bihari Patodia ceased to be Managing Director of the Company upon completion of his term and accordingly ceased to be member of the Audit Committee of the Company on 29th March, 2026.

**Mr. Suraj Kumar Agrawal was appointed as member in the said Committee with effect from 30th March, 2026.

4. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee of the Company was constituted on 30th March, 2017, in line with the provisions of Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178 of the Companies Act, 2013.

I. Terms of Reference:

The Stakeholders Relationship Committee oversees the redressal of complaints/grievances of investors such as transfer/ transmission of shares, credit of shares to demat accounts, non-receipt of dividend/annual reports, approval of physical shares above 1000 shares, taking note of shares transferred in course of a quarter, status of dematerialized shares as on the end of each quarter, stock of blank stationery of share certificates as on the end of each quarter, shareholding pattern of the Company as on the end of each quarter and detail of investors' grievances pending as on the end of each quarter among others. It also approves issuance of duplicate shares and matters incidental thereto. The Stakeholders Relationship Committee meets at regular intervals to take note of share transfer and other matters and carrying out any other functions required to be carried out by the Stakeholders' Relationship Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when required from time to time.

II. Composition & Meetings:

The Composition of Stakeholders' Relationship Committee as on 31st March, 2026 are as under:

i. Mr. Chhedi Lal Agarwal - Chairman

ii. Mr. Arun Kumar Newar

iii. Mr. Dinesh Kacholia

During the financial year 2025-26, the Committee met 4 (four) times on 15th May 2025, 14th August 2025, 13th November, 2025 and 13th February, 2026 respectively.

The Committee is headed by Mr. Chhedi Lal Agarwal and Mr. Vikram Kumar Mishra, Company Secretary is the Compliance Officer for complying with the requirements of the SEBI Listing Regulations. The Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee.

Attendance of the members at the meetings was as follows:

Name of the Member	Status	Category	No of meetings attended
Mr. Chhedi Lal Agarwal	Chairman	Independent Director	4
Mr. Dinesh Kacholia	Member	Independent Director	4
Mr. Arun Kumar Newar	Member	Independent Director	4

The Board of Directors have authorised the Secretary to approve transfers/ transmissions of shares in physical form upto 1000 shares. The transfers/ transmissions approved by the Secretary are periodically placed before the Committee.

The Company has implemented a comprehensive Investor Grievance Redressal system, which prescribes the standards for shareholders' service and the grievance redressal procedure and mechanism to be adhered to by the Registrar and Share Transfer Agents, as well as by the Company. Shareholders can contact the Company at palashsecurities@birlasugar.org on a day-to-day basis.

During the financial year ended 31st March, 2026, no investor complaints were received by the Company. Consequently, no investor complaints remained pending as on 31st March, 2026.

Further, pursuant to Regulation 13(3) read with Regulation 13(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Statements of investor complaints as received from the Registrar & Share Transfer Agents, MUFG Intime India Private Limited (Formerly Link Intime Private Limited) were filed with the Stock Exchanges on a quarterly basis and the said Statements were also placed before the Board of Directors for information and noting.

5. Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company was constituted on 30th March, 2017 in line with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 178 of the Companies Act, 2013.

i. Objectives:

The Nomination and Remuneration Committee evaluates the composition and structure of the Board and its Committees in the light of the requirements prescribed under applicable laws, regulatory requirements and such other statutes, rules and regulations as it considers relevant. The Committee makes recommendations to the Board with regard to the appointment and re-appointment of Executive, Non-Executive and Independent Directors. It also identifies the persons who are qualified to become Directors and who may be appointed in senior management including their remuneration in accordance with the criteria laid down, recommends to the Board their appointment and removal and other matters specified for Nomination and Remuneration Committee in Section 178 of the Companies Act, 2013, Companies (Meetings of Board and its Powers) Rules, 2014 and under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ii. Terms of Reference:

The broad terms of reference of the Nomination & Remuneration Committee, inter-alia includes the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment, remuneration and removal.

iii. Composition and Meetings:

The Composition of Nomination and Remuneration Committee as on 31st March, 2026 are as under:

i. Mr. Arun Kumar Newar - Chairman

ii. Mr. Dinesh Kacholia

iii. Mr. Chhedi Lal Agarwal

During the period under review the Committee met twice on 15th May, 2025 and 30th March, 2026.

Attendance of the members at the meetings was as follows:

Name of the Member	Status	Category	No of meetings attended
Mr. Arun Kumar Newar	Chairman	Independent Director	2
Mr. Dinesh Kacholia	Member	Independent Director	1
Mr. Chhedi Lal Agarwal	Member	Independent Director	2

iv. Nomination and Remuneration Policy:

The Board of Directors of the Company at its meeting held on March 30, 2017, adopted the Nomination and Remuneration Policy on the recommendation of the Nomination and Remuneration Committee. The Policy is reviewed periodically to ensure continued alignment with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, and is revised, wherever considered necessary. The said Policy is available at the Company's website at the weblink https://www.birla-sugar.com/Assets/Palash/Nomination-and-Remuneraion-Policy.pdf

The Nomination and Remuneration Policy, inter-alia, includes the appointment criterion & qualification requirements, process for appointment & removal, retirement policy and remuneration structure & components, etc. of the Directors, Key Managerial Personnel (KMP) and senior management personnel of the Company. As per the Nomination and Remuneration Policy, a person proposed to be appointed as Director, KMP or senior management personnel should be a person of integrity with high level of ethical standards. In case of appointment as an independent director, the person should fulfill the criteria of independence prescribed under the Companies Act, 2013, rules framed thereunder and the Listing Regulations. The Policy also contains provisions about the payment of fixed & variable components of remuneration to the Managing Director and payment of sitting fee & commission to the non-executive directors.

v. **Remuneration of Directors**

The Company pays sitting fee of Rs.5,000/- per Board meeting and Rs.2,500/- per Committee meeting to each Director for attending such meetings.

The detail of sitting fees paid to the Directors during the financial year 2025-26 are as follows:

Sl. No.	Name of the Director	Amount (Rs.)
1	Ms. Shalini Nopany	30,000/-
2	Mr. Chhedi Lal Agarwal	55,000/-
3	Mr. Arun Kumar Newar	55,000/-
4	Mr. Dinesh Kacholia	47,500/-
5	Mr. Suresh Kumar Khandelia	25,000/-

There was no other pecuniary relationship or transaction with the non-executive directors.

6. Corporate Social Responsibility Committee

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility was not applicable to the Company during the financial year 2025-26.

7. Details of key managerial personnel and senior management including the changes therein during the year ended 31st March, 2026:

The following are the Key Management Personnel of the Company:

1. Mr. Suraj Kumar Agrawal, Managing Director
2. Mr. Deepak Kumar Sharma, Chief Financial Officer
3. Mr. Vikram Kumar Mishra, Company Secretary and Compliance Officer

Changes during the year: During the year Mr. Chand Bihari Patodia (DIN: 01389238) ceased to be Managing Director and Key Managerial Person of the Company upon completion of his term on 29th March, 2026.

Mr. Suraj Kumar Agrawal (DIN: 03260442) was appointed as the Managing Director and Key Managerial Person of the Company with effect from 30th March, 2026.

8. Subsidiary Companies

As on 31st March, 2026, the Company has four subsidiaries. The Company has formulated a policy for determining material subsidiaries in line with the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Policy is uploaded on the Company's website at https://www.birla-sugar.com/Assets/Palash/Policy-for-determining-Material-Subsidiary.pdf

9. Related Party Transactions

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. Further, during the financial year, no materially significant transactions or arrangements were entered into between the Company and its promoters, Directors, Key Managerial personnel or their relatives etc. that may have potential conflict with the interests of the Company. Details of transactions with the related parties as specified in Indian Accounting Standards

(Ind AS 24) have been reported in the Financial Statements. The Board has approved a policy for related party transactions which has been modified in line with amended provisions of Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said policy are uploaded on the on the website of the Company and can be accessed at https://www.birla-sugar.com/Assets/Palash/Related-Party-Transaction-Policy%20-15.05.2026-Palash.pdf

10. Vigil Mechanism / Whistle Blower Policy

The Vigil Mechanism provides a formal mechanism for all Directors, employees and vendors of the Company to approach the Chairman of the Audit Committee of the Company and make protective disclosures regarding the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The Company has in place a Vigil Mechanism / Whistle Blower Policy which facilitates the stakeholders to have direct access to the management and the Audit Committee, to report concerns about any unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct. No person has been denied access to the chairman of the Audit Committee. The said policy is uploaded on the website of the Company at https://www.birla-sugar.com/Assets/Palash/Whistle-Blower-Policy-Palash-29-5-24.pdf

11. Policy Against Sexual and Workplace Harassment

The Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. The Company has developed a policy to ensure zero tolerance towards verbal, physical, psychological conduct of a sexual nature by any employee or stakeholder that directly or indirectly harasses, disrupts or interferes with another's work performance or creates an intimidating, offensive or hostile environment such that each employee can realize his / her maximum potential. During the financial year 2025-26, the Company did not receive any sexual harassment complaints.

12. General Body Meetings

i. The last three Annual General Meetings of the Company were held as under:

Financial Year	Date	Time	Location/ Mode of AGM	Special Resolution passed
2024-25	24.09.2025	11.00 am	Through Video Conferencing or Other Audio-Visual Means (Deemed Venue: Registered Office of the Company situated at P.O. Hargaon, Dist. Sitapur Uttar Pradesh - 261 121	For the sale of 7,44,700 equity shares held in Morton Foods Limited, a material subsidiary of the Company, in one or more tranches to Ganges Securities Limited and Uttam Commercial Limited at ₹25 per share through off-market transactions during FY 2025–26, which would result in the reduction of the Company's shareholding to 50% or below and cessation of control over the subsidiary.
2023-24	09.08.2024	11.00 am		Re-appointment of Mr. Suresh Kumar Khandelia (DIN: 00373797) as an Independent Director for a second term of five consecutive years commencing from February 07, 2025 up to February 06, 2030.
2022-23	31.07.2023	11.00 am		None

The last Annual General Meeting was held on 24th September, 2025 which was chaired by Ms. Shalini Nopany.

ii. Special Resolutions passed through postal ballot :

No Special Resolution was passed through Postal Ballot during financial year 2025-26. Further, there is no immediate proposal for passing a resolution through Postal Ballot. In case a resolution is proposed to be passed through postal ballot, the procedure of postal ballot and other requisite details shall be provided in the postal ballot notice.

13. Means of Communication

i. The unaudited quarterly / half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the close of the financial year as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The aforesaid financial results are sent to Stock Exchanges where the Company's equity shares are listed, immediately after these are approved by the Board and also published in 'Business Standard', in English and 'Business Standard' in Hindi in Lucknow Edition along with a QR Code.

ii. The quarterly results, shareholding pattern, corporate governance reports, intimation of Board meetings, etc. are filed with the stock exchanges within stipulate time through NSE Electronic Application Processing System (NEAPS) at NSE and BSE Listing Centre at BSE.

iii. The Annual Report of the Company, the quarterly/half yearly and annual financial results are simultaneously posted on the Company's website at www.birla-sugar.com after these are submitted to the stock exchanges.

iv. The Company publishes its annual reports to provide shareholders with an overview of its operational and financial performance, financial position, and other disclosures as required under applicable laws and regulations. The Company also sends its Annual Reports containing the Notice of AGM to shareholders via email to all Members whose email addresses are registered with the Company/RTA/DPs in accordance with MCA and SEBI Circulars.

Further, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company/ RTA/DP providing the weblink of Company's website from where the Annual Report for FY 2025-26 can be accessed. Physical copies of the Annual Report are also sent to shareholders who have registered a request to receive a physical copy to the Company.

v. Email id earmarked for redressing Investor queries is palashinvestors@birla-sugar.com.

14. General Shareholders' Information

i. 12th Annual General Meeting

Day : Wednesday

Date : 5th August, 2026

Time : 11:00 A.M. (IST)

Venue : Through Video Conferencing (VC) Or Other Audio Visual Means (OAVM) and deemed venue shall be Registered Office of the Company at P.O. Hargaon, Dist. Sitapur Uttar Pradesh – 261121.

ii. Financial Year: April to March

iii. Tentative Financial Calendar for the year 2026-27

Approval of Audited Annual Results (2025-26)	15th May, 2026
First Quarter Results	On or before 14th August, 2026
Second Quarter Results	On or before 14th November, 2026
Third Quarter Results	On or before 14th February, 2027
Audited Annual Results (2026-27)	On or before 30th May, 2027

iv. Book Closure

The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, July 30, 2026 to Wednesday, August 05, 2026 (both days inclusive) for the purpose of Annual General Meeting.

v. Dividend Payment

The Board of Director did not recommend any dividend on equity shares for the period under review.

vi. Listing on Stock Exchanges and Stock Codes

The Stock Exchanges at which the Equity Shares of the Company are listed and the respective stock codes are as under:

Name and Address of the Stock Exchanges	Stock Code	ISIN
BSE Ltd. (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001	540648	INE471W01019
National Stock Exchange of India Ltd. (NSE) Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051	PALASHSECU	

Annual listing fees for FY 2026-27 have been paid to the above Stock Exchanges.

vii. The equity shares of the Company have not been suspended from trading on the said stock exchanges by any regulatory/ statutory authority.

viii. Registrar & Share Transfer Agent

The Company has appointed MUFG Intime India Private Limited (Formerly Link Intime Private Limited) as its Registrar & Share Transfer Agents (RTA) for handling work related to share registry in terms of both physical and electronic modes. Accordingly, all correspondence, shares for transfer demat/remat requests and other communication in relation thereto should be mailed/hand delivered to the said RTA directly at the following address:

MUFG Intime India Private Limited
Unit: Palash Securities Limited
Rasoi Court, 5th Floor,
20 Sir R.N Mukherjee Road,
Kolkata - 700 001
Tel: 033 6906 6200
E-mail: kolkata@in.mpms.mufg.com
Website: www.in.mpms.mufg.com

ix. Share Transfer System

Pursuant to the circulars issued by Securities and Exchange Board of India (SEBI) on 25th January, 2022, physical transfer of shares has been dispensed with. Listed Companies are required to issue securities in demat mode only while processing any investor service requests, such as transmission, name deletion, issuance of duplicate share certificates, consolidation/sub-division and transposition of securities and claims from unclaimed suspense account.

The Security holder/ Claimant shall submit duly filled up Form ISR-4 along with requisite documents for processing any of the aforesaid service requests to the office of the Company's Registrar & Transfer Agent - MUFG Intime India Private Limited (RTA). The RTA will process these cases only if they are technically found to be complete and in order.

As per SEBI guidelines, listed companies/RTAs issued a Letter of Confirmation (LOC) in lieu of physical share certificates while processing any of the aforesaid investor service requests. Pursuant to SEBI circular dated 30th January, 2026, the process has been simplified by dispensing with the requirement of LOC with effect from 2nd April, 2026. Accordingly, after completion of additional requirements as per the revised process, RTAs and listed companies shall directly credit securities to the demat account of the investor, after carrying out necessary due diligence. This measure is expected to reduce the timeline for credit of securities while also mitigating risks associated with loss or pilferage of LOC.

Special Window for Re-lodgement of Transfer Requests of Physical Shares:

Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, a Special Window has been opened from February 05, 2026 to February 04, 2027, to facilitate transfer and dematerialisation of physical securities which were sold/purchased prior to April 1, 2019. The Special Window is also available for such transfer requests which were lodged prior to April 1, 2019 and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise.

During this period, the securities that are re-lodged for transfer (including those requests that are pending with the listed company/RTA, as on date) shall be issued only in demat mode. However, due process shall be followed for such transfer-cum-demat requests. Shareholders who wish to avail the opportunity are requested to submit the original security certificate(s), transfer deed and all other documents listed in the Circular, to the Company's Registrar and Transfer Agent, i.e., MUFG Intime India Private Limited at Rasoi Court, 5th Floor, 20, Sir R. N. Mukherjee Road, Kolkata 700001, India (Unit: Palash Securities Limited) to enable further processing and transfer of shares, in compliance with the applicable laws.

x. Distribution of Shareholding

a. Equity Share Capital History

The Paid up Capital of the Company consists of 1,00,03,102 Equity shares of Rs. 10/- each fully paid up and allotted as under:

Date of Allotment	No. of share	Issue Price (Rs. per share)
30.03.2017	1,00,03,102	10

b. The Distribution of Shareholding as on 31st March, 2026 was as follows:

Range of Equity Shares	No. of share holders	% of total shareholder	No. of shares held	% of total shares
1 -500	7783	93.4783	499212	4.9906
501 - 1000	240	2.8825	187059	1.8700
1001 – 2000	129	1.5494	182268	1.8221
2001 – 3000	54	0.6486	137615	1.3757
3001 – 4000	22	0.2642	79451	0.7943
4001 – 5000	18	0.2162	81126	0.8110
5001 – 10000	24	0.2883	177132	1.7708
10001 and above	56	0.6726	8659239	86.5655
Total	**8,326**	**100.00**	**1,00,03,102**	**100.00**

c. Detail of Shareholding pattern of the Company as on 31st March, 2026 was as follows:

Category	No. of Shares held	% of Shareholding
Promoter & Promoter Group	7220287	72.18
Mutual Funds, Financial Institutions, Banks, Insurance Companies, etc.	70768	0.71
Bodies Corporate	529767	5.30
Trusts/Hindu Undivided Family	146464	1.46
Indian Public	2000145	20.00
NRIs / OCBs / FIIs / Foreign Nationals/Clearing Members	18442	0.18
Unclaimed Shares	17229	0.17
Total	**10003102**	**100.00**

xi. Dematerialisation of Shares and Liquidity

The Equity Shares of the Company are in compulsorily dematerialised form at all the stock exchanges viz. BSE Ltd. and The National Stock Exchange of India Ltd. Under depository systems at both the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited. 99,69,227 Equity Shares viz. 99.66% have been dematerialized.

xii. Outstanding GDRs /ADRs/Warrants or Convertible Instrument

The Company has never issued GDRs/ ADRs/Warrants or any other Convertible Instrument

xiii. Commodities price risk or foreign exchange risk and hedging :

Not Applicable

xiv. Address for Correspondence:

The Company Secretary	MUFG Intime India Pvt. Ltd.
Palash Securities Limited	**Unit : Palash Securities Limited**
9/1, R.N. Mukherjee Road	Rasoi Court, 5th Floor
5th Floor, Birla Building	20 Sir R.N Mukherjee Road
Kolkata - 700 001	Kolkata - 700 001
India	India
Tel : 91 - 033 - 2243 0497/8	Tel : 033 6906 6200
e-mail: palashsecuritiesc@birlasugar.org	e-mail: kolkata@in.mpms.mufg.com

xv. Transfer of unpaid/unclaimed dividend amounts to Investor Education and Protection Fund

As the Company has not declared any dividend, there is no unpaid or unclaimed dividend remaining outstanding for a period of seven consecutive years. Accordingly, the Company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Section 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

15. Transfer of Shares in Unclaimed Suspense Account

The Company has transferred to the "Unclaimed Suspense Account" the unclaimed equity shares which were issued in physical form from time to time. The details of such unclaimed shares are as under:

Particulars	No, of Shareholders	No. of Shares
Aggregate number of shareholders and the outstanding shares in the Unclaimed Suspense Account lying as on April 1, 2025	407	17577
Number of shareholders who approached Company for transfer of shares from Unclaimed Suspense Account during the financial year 2025-26	01	348

Particulars	No, of Shareholders	No. of Shares
Number of shareholders to whom shares were transferred from Unclaimed Suspense Account during the financial year 2025-26	01	348
Aggregate Number of shareholders and outstanding shares in the Unclaimed Suspense Account lying as on March 31, 2026	406	17229

16. CEO and CFO Certification

The Managing Director and the Chief Financial Officer of the Company have certified that all the requirements of the Listing Regulations inter-alia, dealing with the review of financial statements and cash flow statements for the year ended 31st March, 2026, transactions entered into by the Company during the said year, their financial reporting and evaluation of the effectiveness of the internal control system and making necessary disclosures to the auditors and the audit committee have been duly complied with.

Since the Company does not have a designated Chief Executive Officer, the aforesaid certificate is being signed by Mr. Suraj Kumar Agrawal, Managing Director of the Company which is in line with the Frequently Asked Questions issued by Securities and Exchange Board of India.

17. Information about directors seeking appointment/ re-appointment

The details of Director retiring by rotation and seeking re-appointment have been given in the Annexure to the Notice convening Annual General Meeting.

18. Prevention of Insider Trading

The Company has in place a Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders as envisaged under the SEBI (Prohibition of Insider Trading) Regulations, 2015 for its designated persons and their immediate relatives. The Company also has in place Code of Practice and Procedure for Fair Disclosure of Unpublished Price Sensitive Information. This Code is available on website of the Company at https://www.birla-sugar.com/Assets/Palash/palash%20code%20for%20fair%20disclosure.pdf The Code ensures the prevention of dealing in Company's shares/ securities by persons having access to unpublished price sensitive information. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the designated persons while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. All Board members and the designated persons have confirmed compliance with the Code. The Company has in existence a Structured Digital Database as mandated under the above Regulations.

19. Code of Conduct

The Company has adopted a Code of Conduct (Code) for the members of Board of Directors, Key Managerial Personnel and Senior Management Personnel of the Company. The Code is available on the website of the Company at https://www.birla-sugar.com/Assets/Palash/Code-of-Conduct.pdf The essence of the Code is to conduct the business of the Company in an honest and ethical manner, in compliance with applicable laws and in a way that excludes considerations of personal advantage.

All Directors, Key Managerial Personnel and Senior Management Personnel have affirmed their compliance with the Code, and a declaration to this effect, signed by the Managing Director, is attached to this report and which forms an integral part of this report.

20. Legal Compliances

The Board reviews periodically compliance reports of all laws applicable to the Company, prepared by the Managing Director which is duly supported by the legal compliance report of the internal auditors as well as by the Chief Financial Officer and Company Secretary. The Board also reviews periodically the steps taken by the Company to rectify instances of non-compliances, if there be any.

21. Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Company Secretary who is in Practice carried out an audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the Report thereon is submitted to the concerned Stock Exchanges. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

22. Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI)

The Institute of Company Secretaries of India (ICSI), one of the premier professional bodies in India, has issued Secretarial Standards on Board Meetings and General Meetings. Further, pursuant to Section 118(10) of the Companies Act, 2013, every Company shall observe secretarial standards issued by ICSI with respect to Board and General Meetings. The Company confirms that it has duly adhered to the said Secretarial Standards.

23. Secretarial Audit & Secretarial Compliance Report

The Secretarial Auditor appointed by the Company undertook the Secretarial Audit of records and documents in accordance with Section 204 of the Companies Act, 2013 and the Rules made thereunder. The Secretarial Audit Report confirms that the Company has complied inter alia with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Depositories Act, 1996 and the Regulations and Bye- laws framed thereunder, Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India), Securities Contracts (Regulation) Act, 1956 and all the Regulations and Guidelines of the Securities and Exchange Board of India (SEBI) as applicable to the Company, including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015, the SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993. The Secretarial Audit Report for the financial year ended March 31, 2026 is provided in the Annual Report. In addition to the Secretarial Audit Report, SEBI vide its Circular dated 8th February 2019 has mandated on annual basis a check by the company secretary in practice on compliance of SEBI Regulations and circulars/ guidelines issued thereunder and to submit a compliance report to the Company within 60 days of the end of the financial year, which was carried out by M/s. M R & Associates, Company Secretaries, a peer review certified Firm and their report shall be submitted to Stock Exchanges within stipulated time and was uploaded on company's website www.birla-sugar.com

24. Other Disclosures

i. There are no materially significant related party transactions of the Company which have potential conflict with the interest of the Company at large. Transaction with Related Parties is disclosed in Note No. 28 of the Accounts in the Annual Report.

ii. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets for non-compliance by the Company during the last three years.

iii. The company has in place the Whistle Blower Policy and no personnel have been denied access to the Audit Committee.

iv. The Company has complied with all the applicable mandatory requirements of the SEBI Listing Regulations and details of discretionary requirements under Part E of Schedule II of the Listing Regulations to the extent they have been adopted are mentioned in Discretionary Requirements stated separately.

v. In the preparation of the financial statements, the Company has followed the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 read with relevant rules thereunder. The Significant Accounting Policies which are consistently applied have been set out in the notes to the financial statements.

vi. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part. Details relating to fees paid to the Statutory Auditors are given in Note No. 22 to the Standalone Financial Statements and Note No. 36 to the Consolidated Financial Statements.

vii. No complaint was filed with the Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the financial year ended 31st March, 2026. Further, no complaint was pending with the Company as at the beginning and end of the financial year 2025-2026 under the Sexual Harassment of Women at Workplace (Prevention, and Redressal) Act, 2013.

viii. The Company has three material subsidiaries named as Champaran Marketing Co. Ltd, Hargaon Investment & Trading Co. Ltd and OSM Investment & Trading Co. Ltd. During the year Morton Foods Limited ceased to be a material subsidiary and become an Associate Company with effect from on 18th November, 2025. Other details on material subsidiaries including date and place of incorporation and their Statutory Auditors are given below:

   a. OSM Investment & Trading Co Ltd was incorporated on 26th December, 1986 at Kolkata, West Bengal. Messrs B L Rathi & Co., Chartered Accountants are acting as Statutory Auditors of the Company since 21st September, 2017.

   b. Champaran Marketing Co Ltd was incorporated on 23rd February,1951 at Kolkata, West Bengal. Messrs Agrawal Subodh & Co., Chartered Accountants are acting as Statutory Auditors of the Company since 21st September, 2017.

   c. Hargaon Investment & Trading Co Ltd was incorporated on 26th December, 1986 at Kolkata, West Bengal. Messrs B L Rathi & Co., Chartered Accountants are acting as Statutory Auditors of the Company since 21st September, 2017.

ix. There have been no loans or advances extended by the Company or its subsidiaries, which bear resemblance to loans, to any firms or companies where the Directors of the Company hold an interest.

x. During the year the Company has not raised any funds through preferential allotment or qualified institutional placement as specified in Regulation 32(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

xi. There were no instances where Board had not accepted any recommendations/ suggestions of any committee of Board which is mandatorily required during the financial year 2025-26.

xii. As required under Part C of Schedule V the Listing Regulations, certificate dated May 15, 2026 obtained from M/s. A.K. Labh & Co, Practicing Company Secretaries confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI / Ministry of Corporate Affairs or any such statutory authority, is annexed hereto.

25. Discretionary Requirements

i. **Chairperson of the Board:** Chairpersons' office is maintained at the Company's expenses and expenses incurred by the Chairperson in performance of her duties are also reimbursed by the Company.

ii. **Shareholder rights**: The quarterly, half-yearly and annual results of the Company are published in a leading English daily newspaper having a nationwide circulation and a Hindi daily newspaper (having circulation in Lucknow) and regularly hosted on Company's website.

The Annual Report of the Company for the financial year 2025-26 shall be emailed to the Members whose email addresses are available with the depositories or are obtained directly from the Members, as per Section 136 of the Companies Act, 2013 and Rule 11 of the Companies (Accounts) Rules, 2014.

For other Members, who have not registered their email addresses, the Annual Report shall be sent at their registered address. If any Member wishes to get a duly printed copy of the Annual Report, the Company shall send the same, free of cost, upon receipt of request from the Member.

The Company communicates with shareholders through e-mail, telephone etc.

iii. **Modified opinion(s) in audit report:** The Company always endeavors to present unmodified financial statements. There is no audit modification in the Company's financial statements for the year ended on 31st March, 2026.

iv. **Separate posts of Chairperson and CEO**: The Company has appointed separate persons to the post of Chairperson and Managing Director/CEO.The positions of Chairperson and Managing Director are separate.

v. **Reporting of Internal Auditor:** The Internal Auditor functionally report to the Audit Committee. The Internal Auditor of the Company is a permanent invitee to the Audit Committee Meetings and regularly attends the Meetings for reporting audit findings to the Audit Committee.

26. Web links to Company policies and programmes

The Company's policies and programmes as prescribed under the SEBI (LODR) Regulations are available at:

Particulars	Website Links
Related Party Transaction Policies	https://www.birla-sugar.com/Assets/Palash/Related-Party-Transaction-Policy%20-15.05.2026-Palash.pdf
Policy for determining Material Subsidiaries	https://www.birla-sugar.com/Assets/Palash/Policy-for-determining-Material-Subsidiary.pdf
Code of Conduct	https://www.birla-sugar.com/Assets/Palash/Code-of-Conduct.pdf
Remuneration Policy of Directors, Key Managerial Personne & Senior Management Personnel	https://www.birla-sugar.com/Assets/Palash/Nomination-and-Remuneraion-Policy.pdf
Policy on Determination of Materiality	https://www.birla-sugar.com/Assets/Palash/Policy%20on%20Determination%20of%20Materiality-29-5-24.pdf
Policy on preservation of documents including archival	https://www.birla-sugar.com/Assets/Palash/Policy%20on%20preservation%20of%20documents%20including%20archival-29-5-24.pdf
Whistle Blower Policy	https://www.birla-sugar.com/Assets/Palash/Whistle-Blower-Policy-Palash-29-5-24.pdf
Familiarisation Programme	https://www.birla-sugar.com/Assets/Palash/Familiarisation-Programme.pdf

27. Disclosure of compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (LODR) Regulations, 2015,

Pursuant to Schedule V of SEBI (LODR) Regulations, 2015, the Company hereby confirms that it has complied with the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) inter-alia covering the following subject matter/ heads:

a. Board of Directors

b. Audit Committee

c. Nomination and Remuneration Committee

d. Stakeholders' Relationship Committee

e. Vigil Mechanism

f. Related Party Transactions

g. Obligations with respect to Independent Directors

h. Obligations with respect to Directors and senior management

i. Other Corporate governance requirements as stipulated under the Regulations

j. Dissemination of various information on the website of the Company w.r.t clauses (b) to (i) of Regulation 46(2).

Annexure C

Certificate on Code of Conduct

To
The Members
Palash Securities Limited
P.O. Hargaon, Dist - Sitapur
U.P – 261 121

Pursuant to Regulation 34 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I Suraj Kumar Agrawal, Managing Director of Palash Securities Limited, declare that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Company's Code of Conduct during the financial year 2025-26.

Suraj Kumar Agrawal
Managing Director
DIN:03260442

Place :Kolkata
Date : 15th May, 2026

Annexure D
Independent Auditor's Report on Corporate Governance

To
The Members of
PALASH SECURITIES LIMITED

1. We have examined the compliance of conditions of Corporate Governance by **Palash Securities Limited** ('the Company") for the year ended on 31st March, 2026 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("the Listing Regulations").

Management's Responsibility

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

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined the books of account and other 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 carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our 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 the above listing regulations.

8. 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.

Restriction on use

9. This Report is addressed and provided to the members of the Company, solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

For **Agrawal Subodh & Co.**
Chartered Accountants
Firm Reg No: 319260E

Prosanta Mukherjee
Partner
Membership No. 053651
UDIN:26053651QIDVYA8316

Place: Kolkata
Date: 15th May 2026

Annexure E

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
Palash Securities Limited
P.O. – Hargaon, Dist. – Sitapur
Uttar Pradesh – 261 121

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Palash Securities Limited** having CIN : L74120UP2015PLC069675 and having registered office at P.O. – Hargaon, Dist. – Sitapur, Uttar Pradesh – 261 121 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to 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, 2026 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Shalini Nopany	00077299	02.08.2016
2.	Suraj Kumar Agrawal	03260442	30.03.2026
3.	Dinesh Kacholia	07640666	14.03.2017
4.	Chhedi Lal Agarwal	07778603	30.03.2017
5.	Arun Kumar Newar	07778968	30.03.2017
6.	Suresh Kumar Khandelia	00373797	07.02.2020

Ensuring the eligibility 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 has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also 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.

Name : **CS Atul Kumar Labh**
Membership No. : FCS 4848
CP No. : 3238
PRCN : 7207/2025
UIN : S1999WB026800
UDIN : F004848H000339765

Place : Kolkata
Date : 15.05.2026

Annexure F

Form No. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

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

To,
The Members,
PALASH SECURITIES LIMITED
P O Hargaon, Sitapur,
Uttar Pradesh -261121

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s PALASH SECURITIES LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the company has, during the audit period covering the Financial year ended on 31st March, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026, according to the provisions of:

i) The Companies Act, 2013 (the Act), amendments thereof and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) 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 (Not applicable to the Company during the period under review);

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

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

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

   (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client read with Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 as applicable;

(d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars as may be issued by SEBI from time to time.

We further report that, there were no actions/ events in pursuance of;

a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

b) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as applicable;

c) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

vi. The Company had not identified any other laws as specifically applicable to the Company as per the representation made by the Management.

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

i) Secretarial Standards as issued and mandated by the Institute of Company Secretaries of India and to the extent amended and notified from time to time;

ii) The Listing Agreements entered into by the Company with the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and applicable.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above, however, it was observed that the advertisement of financial results for the quarter ended December 31, 2025, published in the Hindi newspaper did not contain the Quick Response (QR) code; nevertheless, the QR code was duly provided in the advertisement published in the English newspaper.

We further report that,

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as on the financial year ended 31.03.2026. There were changes in the composition of Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

There had been no instance of dissent recorded in the minutes of the Board and Committee Meetings; accordingly, we have no reason to believe that the decisions were not unanimously approved by the Directors present.

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.

We further report that during the audit review period, Morton Foods Limited ceased to be a material unlisted subsidiary and became an associate of Palash Securities Limited pursuant to its rights issue, as communicated vide letter dated November 18, 2025.

We further report that during the audit period, the Company had obtained the approval of the shareholders at the Annual

General Meeting held on September 24, 2025, by way of a Special Resolution, for the sale of 7,44,700 equity shares held in Morton Foods Limited, a material subsidiary of the Company, in one or more tranches to Ganges Securities Limited and Uttam Commercial Limited at ₹25 per share through off-market transactions during FY 2025–26, which would result in the reduction of the Company's shareholding to 50% or below and cessation of control over the subsidiary.

This Report is to be read with our letter of even date which is annexed **"ANNEXURE - A"** and forms an Integral Part of this Report.

For **MR & Associates**
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

[CS Sneha Khaitan Jalan]
Partner
FCS No. F11977
C P No. 14929
UDIN: F011977H000370610

Place: Kolkata
Date: 15.05.2026

"ANNEXURE – A"

TO THE SECRETARIAL AUDIT REPORT OF PALASH SECURITIES LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026)

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

1. Maintenance of Secretarial Records 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 compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records and also based on opinions furnished to us by the Company. We believe that the processes and practices, we followed provide a reasonable basis for our opinion
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as well as the correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said provisions is the responsibility of the management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said provisions of the Act. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
6. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices;
7. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company;
8. 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.
9. This report pertains solely to the compliances and other applicable matters arising during the audit period from April 1, 2025, to March 31, 2026.

For **MR & Associates**
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

[CS Sneha Khaitan Jalan]
Partner
FCS No. F11977
C P No. 14929
UDIN: F011977H000370610

Date: 15.05.2026
Place: Kolkata

Annexure F 1

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015]

To,
The Members,
CHAMPARAN MARKETING CO LTD
9/1 R N Mukherjee Road,
Kolkata- 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CHAMPARAN MARKETING CO LTD. (CIN: U15424WB1951PLC019451)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company (as specified in Annexure- A1, hereinafter referred to as "Books and Papers") 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 March 31, 2026, 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 and Papers maintained by the Company for the Audit Period according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
3. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment and External Commercial Borrowings;
5. The Company being an unlisted public company the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") are not applicable:
    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    b. SEBI (Prohibition of Insider Trading) Regulations, 2015;
    c. 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;
    d. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and rules made thereunder;

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

f. The Securities and Exchange Board of India (Issue of Capital & Disclosure Requirement) Regulations, 2018;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

h. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;

i. The Securities and Exchange Board of India (Share based Employee Benefits And Sweat Equity Shares) Regulations, 2021;

j. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021.

6. The Company is not carrying any manufacturing business and is engaged in investment activities. The Company is a NBFC Registered with Reserve Bank of India bearing registration Number 05.00192 dated 20th February, 1998. The Management represented that no other specific law is applicable to it.
7. We have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 as issued by the Institute of Company Secretaries of India.

During the Audit period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc.

Management Responsibility:

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 the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company or examined any books, information or statements other than Books and Papers;
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulation 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 procedure on 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.

We report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Resolutions have been approved by majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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.

We further report that during the Audit Period, the Company has not incurred any specific event/ action that can have a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302650

Place: Kolkata
Date:07.05.2026

ANNEXURE-A1

List of Documents

1 Corporate Matters

1.1 Minutes books of the following Meetings were provided:

- 1.1.1 Board Meeting
- 1.1.2 General Meeting
- 1.1.3 Audit Committee
- 1.1.4 Nomination and Remuneration Committee
- 1.1.5 Asset-Liability Management Committee
- 1.1.6 Risk Management Committee

1.2 Annual Report (2024-25);
1.3 Annual Financial Results (2025-26);
1.4 Memorandum and Articles of Association;
1.5 Disclosures under the Companies Act, 2013;
1.6 Policies framed under the Companies Act, 2013;
1.7 Forms and Returns filed with the ROC and RBI;
1.8 Registers maintained under the Companies Act, 2013;

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302650

Place: Kolkata
Date: 07.05.2026

Annexure F 2

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015]

To,
The Members,
HARGAON INVESTMENT & TRADING CO LTD.
9/1 R N Mukherjee Road,
Kolkata - 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HARGAON INVESTMENT & TRADING CO LTD. (CIN: U67120WB1986PLC041679)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company (as specified in Annexure- A1, hereinafter referred to as "Books and Papers") 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 March 31, 2026, 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 and Papers maintained by the Company for the Audit Period according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
3. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment and External Commercial Borrowings;
5. The Company being an unlisted public company the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") are not applicable:
    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    b. SEBI (Prohibition of Insider Trading) Regulations, 2015;
    c. 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;
    d. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and rules made thereunder;

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

f. The Securities and Exchange Board of India (Issue of Capital & Disclosure Requirement) Regulations, 2018;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

h. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;

i. The Securities and Exchange Board of India (Share based Employee Benefits And Sweat Equity Shares) Regulations, 2021;

j. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

6. The Company is not carrying any manufacturing business and is engaged in investment activities. The Company is a NBFC Registered with Reserve Bank of India bearing registration Number 05.00201 dated 20th February, 1998. The Management represented that no other specific law is applicable to it.

7. We have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 as issued by the Institute of Company Secretaries of India.

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

Management Responsibility:

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 the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for my opinion;
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company or examined any books, information or statements other than Books and Papers;
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation 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 procedure on 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.

We report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Resolutions have been approved by majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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.

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302771

Place: Kolkata
Date: 07 /05/2026

ANNEXURE-A1

List of Documents

1 Corporate Matters

1.1 Minutes books of the following Meetings were provided:

1.1.1 Board Meeting
1.1.2 General Meeting
1.1.3 Audit Committee
1.1.4 Nomination and Remuneration Committee
1.1.5 Asset-Liability Management Committee
1.1.6 Risk Management Committee

1.2 Annual Report (2024-25);
1.3 Annual Financial Results (2025-26);
1.4 Memorandum and Articles of Association;
1.5 Disclosures under the Companies Act, 2013;
1.6 Policies framed under the Companies Act, 2013;
1.7 Forms and Returns filed with the ROC and RBI;
1.8 Registers maintained under the Companies Act, 2013;

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302771

Place: Kolkata
Date: 07/05/2026

Annexure F 3

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Secretarial Audit Report in Form No. MR-3 as required under Companies Act, 2013 and the rules made thereunder for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well.]

To,
The Members,
OSM INVESTMENT & TRADING CO LTD.
9/1 R N Mukherjee Road,
Kolkata - 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **OSM INVESTMENT & TRADING CO. LTD. (CIN: U67120WB1986PLC041677)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company (as specified in Annexure- A1, hereinafter referred to as "Books and Papers") 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 my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026, 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 and Papers maintained by the Company for the Audit Period according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
3. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment and External Commercial Borrowings;
5. The Company being an unlisted public company the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") are not applicable:
    a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    b. SEBI (Prohibition of Insider Trading) Regulations, 2015;
    c. 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;
    d. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and rules made thereunder;

e. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”);

f. The Securities and Exchange Board of India (Issue of Capital & Disclosure Requirement) Regulations, 2018;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

h. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;

i. The Securities and Exchange Board of India (Share based Employee Benefits And Sweat Equity Shares) Regulations, 2021;

j. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

6. The Company is not carrying any manufacturing business and is engaged in investment activities. The Company is a NBFC Registered with Reserve Bank of India bearing registration Number 05.00288 dated 21st February,1998. The Management represented that no other specific law are applicable to it.
7. We have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 as issued by the Institute of Company Secretaries of India.

Management Responsibility:

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 the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, We followed provide a reasonable basis for my opinion;
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company or examined any books, information or statements other than Books and Papers;
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation 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 procedure on 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.

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

We report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Resolutions have been approved by majority while the dissenting members’ views, if any, are captured and recorded as part of the minutes.

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.

We further report that during the Audit Period, the Company has not incurred any specific event/ action that can have a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302265

Place: Kolkata
Date:07/05/2026

ANNEXURE-A1

List of Documents

1 Corporate Matters

1.1 Minutes books of the following Meetings were provided:

- 1.1.1 Board Meeting
- 1.1.2 General Meeting
- 1.1.3 Audit Committee
- 1.1.4 Nomination and Remuneration Committee
- 1.1.5 Asset-Liability Management Committee
- 1.1.6 Risk Management Committee

1.2 Annual Report (2024-25);

1.3 Annual Financial Results (2025-26);

1.4 Memorandum and Articles of Association;

1.5 Disclosures under the Companies Act, 2013;

1.6 Policies framed under the Companies Act, 2013;

1.7 Forms and Returns filed with the ROC and RBI;

1.8 Registers maintained under the Companies Act, 2013;

For **Arun Kumar Maitra & Co.**
Practicing Company Secretaries

Arun Kumar Maitra
Partner
ACS: 3010
C.P. No.: 14490
UDIN No: A003010H000302265

Place: Kolkata
Date: 07/05/2026

Annexure G

Form AOC-1

[Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

₹ in lakhs

Sl. No.	1	2	3	4
Name of the subsidiary	Hargaon Investment & Trading Co. Ltd	OSM Investment & Trading Co. Ltd	Champaran Marketing Co. Ltd	Hargaon Properties Limited#
Financial Year ended	31st March, 2026	31st March, 2026	31st March, 2026	31st March, 2026
The date since when subsidiary was acquired	23rd March, 2017	23rd March, 2017	23rd March, 2017	23rd March, 2017
Reporting currency	Indian Rupee	Indian Rupee	Indian Rupee	Indian Rupee
Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-	-	-	-
Share capital	304.57	174.04	108.73	50.00
Other Equity	22,866.38	11,997.40	10,217.27	(10.93)
Total assets	24,810.76	13,394.71	11,450.83	49.22
Total Liabilities	24,810.76	13,394.71	11,450.83	49.22
Investments	24,619.20	12,999.96	11,195.83	---
Turnover	175.84	77.32	101.74	---
Profit/(Loss)before taxation	159.97	74.77	97.24	(1.85)
Provision for taxation	1.09	4.42	2.70	---
Profit/(Loss) after taxation	158.88	70.35	94.54	(1.85)
Proposed Dividend	Rs. 4.00 per share	Rs.2.90 per share	Rs.1.70 per share	-
Extent of shareholding (In percentage)	100%	100%	100%	100%

Notes:

1. #Hargaon Properties Limited is the step-down subsidiary of the Company. The Company is holding 56% through Hargaon Investment & Trading Co. Ltd and 44 % through Champaran Marketing Co. Ltd.
2. a) Names of subsidiaries which are yet to commence operations - Nil

   b) Names of subsidiaries which have been liquidated or sold during the year – Nil

   c) Names of subsidiaries which have been ceases to be subsidiary during the year: Morton Foods Limited ("MFL") ceased to be a Subsidiary with effect from 18th November, 2025 and became Associate after that date as the aggregate shareholding of the Company along with its wholly owned subsidiary in MFL reduced from 51.37% to 44.95%.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

₹ in lakhs

Name of Associate	Morton Foods Limited
Date of becoming Associate	18th November, 2025
Latest audited Balance Sheet Date	31st March, 2026
Shares of Associate held by the Company on the year end	
(i) No. of Shares	1,33,50,000
(ii) Amount of Investment in Associate	1986.75
(iii) Extent of shareholding (In percentage)	37.40%
Reason why the associates not consolidated	Not applicable
Description of how there is significant influence	Significant influence is exercised due to Company's shareholding in MFL.
Networth attributable to shareholding as per latest audited Balance Sheet	852.01
Profit / Loss for the year*	(1224.21)
Considered in Consolidation#	(550.27)
Not Considered in Consolidation#	(673.94)

Notes:

1. a) Names of associates/ joint ventures which are yet to commence operations: Nil

   b) Names of associates/joint ventures which have been liquidated or sold during the year: Nil

2. During the year, Morton Foods Limited ("MFL"), ceased to be a Subsidiary of the Company as the aggregate shareholding of the Company along with its subsidiary in MFL reduced from 51.37% to 44.95% on 18th November 2025. In MFL, the Company directly holds 1,33,50,000 equity shares representing 37.40% of the equity share capital and indirectly holds 26,93,167 equity shares representing 7.55% of the equity share capital through its wholly owned subsidiary Hargaon Investment & Trading Co Ltd.

   *Profit and Loss pertains to the period, from which MFL became Associate i.e. from 18th November 2025 to 31st March, 2026.

   #Figures in Consolidation/ Non-Consolidation has been considered taking into account aggregate shareholding by the Company along with its wholly owned subsidiary i.e. 44.95%.

	Shalini Nopany	**Suraj Kumar Agrawal**	**Deepak Kumar Sharma**	**Vikram Kumar Mishra**
Place: Kolkata	Chairperson	Managing Director	Chief Financial Officer	Company Secretary
Date: 15th May, 2026	DIN-00077299	DIN-03260442		

Independent Auditors' Report

To the Members of
Palash Securities Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying Standalone Ind AS Financial Statements of **PALASH SECURITIES LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred as the standalone financial statements).

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by 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 Companies (Indian Accounting Standards) Rules 2015, as amended ("IND AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the Profit and total comprehensive profit, its cash flows and the statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules 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 Standalone Ind AS 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 Standalone Ind AS Financial Statements of the current financial year. 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.

This section of auditor's report is intended to describe the matters communicated with those charged with governance that the auditor has determined, in the auditor's professional judgement, were of most significance in the audit of the financial statements and the auditor has determined that there are no matters to report.

Information other than the Financial Statements and Auditor's Report Thereon

The company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, for example, Board of Director's Report, Report on Corporate Governance, Management

Discussion & Analysis Report, Business Responsibility Report, Shareholder information, etc., but does not include the Standalone financial statements, Consolidated financial statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of standalone Ind AS financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Management and Those Charged with Governance for the Standalone 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 of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance , including other comprehensive income , cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the applicable Indian Accounting Standards (IND AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules , 2015, as amended.

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

In preparing the Standalone Ind AS Financial Statements, the Board of Directors is responsible for assessing the ability of the company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the Standalone Ind AS 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 Standalone Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Standalone Ind AS 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.
- Obtain an understanding of internal 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 in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 ability of the company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Ind AS 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.
- Evaluate the overall presentation, structure and content of the Standalone Ind AS Financial Statements, including the disclosures, and whether the Standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 effect of any identified misstatements in the Standalone 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our Auditor's Report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report to the extent applicable 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss Including Other Comprehensive Income, Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

e) On the basis of the written representations received from the Directors as on 31st March, 2026 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2026 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, no remuneration paid by the Company to its directors during the year.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditors) rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company did not have any pending litigations which will impact its financial position as on 31 March, 2026.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor education and Protection Fund by the Company.

iv. a) The Management has represented that, to the best of its knowledge and belief, , 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures performed 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) contain any material misstatement.

v. The Company has neither declared nor paid dividend during the previous year. The Board of Directors of the Company have also not proposed dividend for the current year.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of accounts for the financial year ended 31st March 2026, 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 audit, we did not come across any instance of audit trail feature being disabled or tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. 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 **"Annexure B"**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For, **Agrawal Subodh & Co.**
Chartered Accountants
Firm's Registration No – 319260E

Prosanta Mukherjee
Partner
Membership No. – 053651
UDIN:26053651MCHFNM2852

Place: Kolkata
Date: 15th May 2026

Annexure – A

to the Independent Auditors' Report on the Standalone Ind AS Financial Statements of Palash Securities Limited as on 31st March 2026

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section our report of even date addressed to the members of Palash Securities Limited on the Standalone Ind AS financial statements as on 31 March, 2026)

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 Palash Securities Limited ("the Company") as of 31st March 2026 in conjunction with our audit of the Standalone Ind AS 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 auditors' judgement, 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, to the best of our information and according to the explanations, 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 31st March 2026, 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, **Agrawal Subodh & Co.**
Chartered Accountants
Firm's Registration No – 319260E

Prosanta Mukherjee
Partner
Membership No. – 053651
UDIN:26053651MCHFNM2852

Place: Kolkata
Date: 15th May, 2026

Annexure – B

to the Independent Auditors' Report on the Standalone Ind AS Financial Statements of Palash Securities Limited as on 31st March 2026.

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section our report of even date addressed to the members of Palash Securities Limited on the Standalone Ind AS financial statements as on 31 March 2026)

To the best of our information and according to the explanations and representations provided to us by the company and the books of account and records examined by us in the normal course of audit, we state that:

i. **In respect of the Company's Property, Plant & equipment, and Intangible Assets:**

a. (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The company does not have intangible assets during the year hence, maintenance of records showing full disclosure not required.

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 regular programme of physical verification of its property, plant and equipment and periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets and no material discrepancies were noticed on such verification.

c. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company as at the balance sheet date except for the following:

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (₹ in lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Investment Property	Freehold Land	**9.89**	The erstwhile company	No	1 April 2015	Mutation in the name of the Company is pending.

d. The company has not revalued any of its property, plant, and equipment (including Right to Use assets) or intangible assets or both during the year.

e. According to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the company as at 31 March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. In respect of the Company's Inventory and Working capital

a. The Company is a Core Investment Company (CIC) as per RBI guidelines and does not hold any physical inventory. Accordingly, paragraph 3(ii)(a) of the Order is not applicable to the Company.

b. The company has not availed any working capital facilities at any point of time during the year from any banks or financial institutions. Accordingly, Clause 3(ii)(b) of the Order is not applicable to the Company.

iii. During the year, the Company has not 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. Accordingly, paragraph 3(iii) is not applicable to the company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules,2014 as (amended). Hence, paragraph 3(v) of the Order is not applicable to the Company.

vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for business activities carried out by the company. Accordingly, Clause 3(vi) of the Order is not applicable to the Company.

vii. According to the information and explanations given to us in respect of statutory dues:

a. In our opinion, the Company has been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess, and other material statutory dues applicable to it with the appropriate authorities during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess, and other statutory dues in arrears as at 31st March 2026 for a period of more than six months from the date they became payable.

b. There are no statutory dues which are disputed; hence this clause is not applicable on the Company.

viii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, we confirm that we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a) The company has not taken loans or other borrowings from financial institutions, banks, government or from debenture holders. Hence reporting under Clause 3(ix)(a) of the Order is not applicable.

b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c) According to the information and explanation given to us, the Company has not taken any term loan during the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

d) According to the information and explanation given to us, the company has not raised any funds on short term basis, and hence reporting under clause (ix)(d) of the Order is not applicable.

e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, joint venture and associates.

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 and hence reporting on clause (ix)(f) of the Order is not applicable.

x. a) The Company has not raised any money by way of initial public offer or further public offer (including debt instrument) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed by auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

c) According to the information and explanations given to us, there were no whistle blower complaints received during the year by the Company.

xii. According to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, Clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

xiv. a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit reports issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, Clause 3 (xv) of the Order is not applicable.

xvi. a) & b) According to the information and explanation given to us, the company being a Core Investment Company (CIC) fulfilling the criteria of Unregistered CIC. Hence the company is exempted from registration under section 45-IA of the Reserve Bank of India Act, 1934.

(c) According to the information and explanation given to us, the company is a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India (RBI) and it continues to fulfill the criteria of CIC. Further the company is an exempted or unregistered Core Investment Company (CIC) and it continues to fulfill such criteria.

(d) As represented by the management, there are two Core Investment Companies within the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion section 135 of companies Act, 2013, is not applicable to the company during the year. Hence, reporting under Clause 3(xx) of the order not applicable to the company.

For, **Agrawal Subodh &Co.**
Chartered Accountants
Firm's Registration No – 319260E

Prosanta Mukherjee
Partner
Membership No. – 053651
UDIN:26053651MCHFNM2852

Place: Kolkata
Date: 15th May, 2026

Balance Sheet as on 31 March 2026

₹ in lakhs

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
1. Financial Assets			
(a) Cash and cash equivalents	4	30.61	163.76
(b) Bank Balances other than (a) above	5	250.00	8.49
(c) Receivables			
(I) Other Receivables	6	-	9.64
(d) Investments	7	3,425.68	3,427.02
(e) Other Financial Assets	8	11.14	0.63
Total Financial Assets		**3,717.43**	**3,609.54**
2. Non-financial Assets			
(a) Current Tax Assets (net)	9	2.55	1.24
(b) Investment Property	10a	44.16	49.62
(c) Property, Plant and Equipment	10a	0.01	0.02
(d) Capital Work-in-progress	10b	131.21	-
(e) Other Non-financial Assets	11	7.33	6.70
Total Non-financial Assets		**185.25**	**57.58**
TOTAL ASSETS		**3,902.68**	**3,667.12**
LIABILITIES AND EQUITY			
LIABILITIES			
1. Financial Liabilities			
(a) Payables			
(I) Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	12a	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	12a	4.16	4.89
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises	12b	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	12b	1.36	-
Total Financial Liabilities		**5.52**	**4.89**
2. Non-financial Liabilities			
(a) Deferred Tax Liabilities (Net)	13	43.50	43.90
(b) Other Non-financial Liabilities	14	0.86	0.66
Total Non-financial Liabilities		**44.36**	**44.56**
Total Liabilities		**49.88**	**49.45**
EQUITY			
(a) Equity Share Capital	15	1,000.31	1,000.31
(b) Other Equity	16	2,852.49	2,617.36
Total Equity		**3,852.80**	**3,617.67**
TOTAL LIABILITIES AND EQUITY		**3,902.68**	**3,667.12**
Summary of material accounting policies	3		
See accompanying notes forming part of the financial statements	4-35		

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Statement of Profit and Loss for the year ended 31 March 2026

₹ in lakhs

Particulars		Notes	Year ended 31 March 2026	Year ended 31 March 2025
I.	**Revenue from Operations**			
	(i) Interest Income	17	13.69	13.86
	(ii) Dividend Income		358.65	500.52
	(iii) Gain on sale of Investment		-	90.00
	Total Revenue from Operations		**372.34**	**604.38**
II.	**Other Income**			
	(i) Rental Income		35.69	35.16
	(ii) Other Income	18	-	0.07
	Total Other Income		**35.69**	**35.23**
III.	**Total Income (I + II)**		**408.03**	**639.61**
IV.	**Expenses**			
	(i) Fees and Commission Expenses	19	7.68	7.00
	(ii) Employee Benefits Expense	20	16.08	1.63
	(iii) Depreciation Expenses	21	5.47	1.36
	(iv) Other Expenses	22	28.68	26.14
	Total Expenses		**57.91**	**36.13**
V.	**Profit before Tax (III - IV)**		**350.12**	**603.48**
VI.	**Tax expense**	23		
	Current tax		96.19	129.20
	Current tax related to earlier year		17.85	2.49
	Deferred tax		-	-
	Total tax expenses		**114.04**	**131.69**
VII.	**Profit for the year (V - VI)**		**236.08**	**471.79**
VIII.	**Other Comprehensive Income**			
	Items that will not be reclassified subsequently to profit or loss			
	(a) Equity investments through other comprehensive income - net change in fair value		(1.34)	27.40
	(b) Income tax relating to items that will not be reclassified to profit or loss		0.39	3.88
	Other comprehensive Income for the year, net of income tax		**(0.95)**	**31.28**
IX.	**Total Comprehensive Income for the year (VII + VIII)**		**235.13**	**503.07**
XII.	**Earnings per equity share** [Nominal value per equity share ₹10]	24		
	(a) Basic (₹)		2.36	4.72
	(b) Diluted (₹)		2.36	4.72
Summary of material accounting policies		3		
See accompanying notes forming part of the financial statements		4-35		

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Statement of Cash Flow for the year ended 31 March 2026

₹ in lakhs

	Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(A)	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Profit before tax	350.12	603.48
	Adjustments for:		
	Gain on sale of Investments	-	(90.00)
	Depreciation expenses	5.47	1.36
		355.59	**514.84**
	Working capital adjustments:		
	Decrease / (Increase) in Receivables	9.64	(9.64)
	(Increase) / Decrease in Other Financial Assets	(10.51)	7.68
	(Increase) / Decrease in Other bank balances	(241.51)	238.51
	Decrease / (Increase) in Other Non-financial Assets	(0.63)	(5.17)
	Increase / (Decrease) in Payables	0.63	1.19
	(Decrease) in Other Non-financial Liabilities	0.20	(0.73)
	Cash generated from Operations	**113.41**	**746.68**
	Income tax paid (net)	(115.36)	(128.60)
	Net Cash generated from Operating Activities	**(1.94)**	**618.08**
(B)	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Payments made for Purchase of Investments	-	(600.00)
	Proceeds from Sale of Investments	-	150.00
	Payments made for Investment Property / Capital Work-in-progress	(131.21)	(17.47)
	Net Cash used in Investing Activities	**(131.21)**	**(467.47)**
(C)	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Net Cash used in Financing Activities	**-**	**-**
	Net Changes in Cash & Cash Equivalents (A + B + C)	**(133.15)**	**150.61**
	Cash & Cash Equivalents at the beginning of the year	**163.76**	**13.15**
	Cash & Cash Equivalents at the end of the year [Note 4]	**30.61**	**163.76**

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in IND AS 7, 'Statement of Cash Flows'.

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Statement of Changes in Equity for the year ended 31 March 2026

A. Equity Share Capital

₹ in lakhs

Particulars	Notes	As at 31 March 2026		As at 31 March 2025	
		No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Subscribed and fully paid up equity shares outstanding as at the beginning of the year	15	1,00,03,102	1,000.31	1,00,03,102	1,000.31
Change in equity share capital due to prior period error		-	-	-	-
Restated balance at the end of the current reporting period		-	-	-	-
Change in equity share capital during of the year		-	-	-	-
Subscribed and fully paid up equity shares outstanding as at the end of the year	15	**1,00,03,102**	**1,000.31**	**1,00,03,102**	**1,000.31**

B. Other Equity

₹ in lakhs

Particulars	Reserves and Surplus				Total
	Capital Reserve	Capital Redemption Reserve	Retained Earnings	Equity instruments through OCI	
Balance as at 01 April 2025	**1,635.40**	**130.00**	**533.08**	**318.88**	**2,617.36**
Changes in Accounting policy/ prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting year	-	-	-	-	-
Total comprehensive income for the year					
- Profit for the year	-	-	236.08	-	236.08
- Net change in fair value of equity investments	-	-	-	(0.95)	(0.95)
Total comprehensive income	**-**	**-**	**236.08**	**(0.95)**	**235.13**
Transfer to Capital Redemption Reserve from Retained Earnings	-	-	-	-	-
Amount adjusted with Retained Earnings and OCI	-	-	-	-	-
Balance as at 31 March 2026	**1,635.40**	**130.00**	**769.16**	**317.93**	**2,852.49**
Balance as at 1 April 2024	**1,635.40**	**130.00**	**61.29**	**287.60**	**2,114.29**
Changes in Accounting policy/ prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting year	-	-	-	-	-
Total comprehensive income for the year					
- Profit for the year	-	-	471.79	-	471.79
- Net change in fair value of equity investments	-	-	-	31.28	31.28
Total comprehensive income	**-**	**-**	**471.79**	**31.28**	**503.07**
Transfer to Capital Redemption Reserve from Retained Earnings	-	-	-	-	-
Amount adjusted with Retained Earnings and OCI	-	-	-	-	-
Balance as at 31 March 2025	**1,635.40**	**130.00**	**533.08**	**318.88**	**2,617.36**

See accompanying notes forming part of the financial statements

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Notes to financial statements as at and for the year ended 31 Mar 2026

1. Reporting entity

Palash Securities Limited ('the Company') is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. The registered office of the Company is located at Post Office Hargaon, District Sitapur, Uttar Pradesh 261121. Its equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE).

The main objective of the Company is to invest / deal in securities mainly of group companies and in immovable properties. The Company acts as a Core Investment Company (CIC) as per RBI guidelines.

The financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on 15 May 2026.

2. Basis of preparation

2.1 Statement of compliance

The company has adhered to all accounting policies in the preparation of these financial statements, ensuring compliance with the Indian Accounting Standards (Ind AS) as prescribed by the Ministry of Corporate Affairs under section 133 of the Companies Act, 2013, in conjunction with the Companies (Indian Accounting Standards) Rules, as amended, and in accordance with Schedule III of the Companies Act, 2013, where applicable. The statement of cash flows which has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows".

Details of Material Accounting Policies are included in Note 3

Effective 01st April 2025 the Company has applied the following amendments to existing standards which has been notified by the Ministry of Corporate Affairs ("MCA"):

i. Ind AS 1, Presentation of Financial Statements:

Amendments to Ind AS 1 introduce detailed guidance on the impact of covenants on the classification of liabilities as current or non-current. For FY 2025-26, where a waiver of covenant breach is obtained after the reporting date but before approval of financial statements, the Ind AS carve-out permits non-current classification. The Company has reviewed its borrowings and liabilities and confirmed that no loan covenants exist that affect the current/non-current classification of liabilities as at March 31, 2026. Accordingly, these amendments have no impact on the financial.

ii. Ind AS 7 & Ind AS 107 – Supplier Finance Arrangements :

Amendments to Ind AS 7 (Statement of Cash Flows) and Ind AS 107 (Financial Instruments: Disclosures) introduce new disclosure requirements for supplier finance arrangements, enhancing visibility of financing structures involving suppliers.

The Company has assessed the applicability of these amendments and confirmed that it does not have any supplier finance arrangements (reverse factoring / supply chain finance programs). Accordingly, these amendments have no impact on the financial statements of the Company.

iii. Ind AS 12 – Pillar Two Global Minimum Tax :

Amendments to Ind AS 12 introduce a specific exception for entities to not recognise or disclose deferred tax assets

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

and liabilities related to OECD's Pillar Two global minimum tax rules, with enhanced qualitative and quantitative disclosures about exposure to top-up taxes

The Company is a domestic entity with no international operations and is not subject to OECD Pillar Two global minimum tax rules. Accordingly, these amendments have no impact on the financial statements.

iv. Ind AS 21 — Lack of Exchangeability :

Amendments to Ind AS 21, effective April 1, 2025, provide guidance on estimating the spot exchange rate when a currency is not exchangeable into another currency.

The Company operates entirely in India with all transactions denominated in Indian Rupees. The Company has no foreign currency transactions, foreign operations, or foreign currency monetary items. Accordingly, these amendments have no impact on the financial statements."

v. Other amendments — Ind AS 101, 108, 109, 115, 28, 32, 10 :

Other standards including Ind AS 101, 108, 109, 115, 10, 28, and 32 have been modified to correct technical inconsistencies, update paragraph references, and clarify transitional provisions.

These are narrow-scope technical amendments. The Company has assessed the impact of these amendments and confirmed that they have no material impact on the recognition, measurement, or disclosure in the financial statements."

2.2 Functional and presentation currency

The financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amount are rounded to the nearest lakhs, unless otherwise indicated.

2.3 Basis of Preparation

These financial statements are prepared in accordance with the historical cost convention except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the material accounting policies set out below. The financial statements are prepared on a going concern basis using accrual concept except for the statement of cash flows.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

2.4 Use of judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amount of assets, liabilities, income and expenses. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

The company has assessed the materiality of the accounting policy information, which involves exercising judgement

Notes to financial statements as at and for the year ended 31 Mar 2026

and considering both quantitative and qualitative factors by taking into account not only the size and nature of the item or condition but also the characteristics of the transactions, events or conditions that could make the information more likely to impact the decisions of the users of the financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis, revision to accounting estimates are recognised prospectively.

The management makes various judgements, apart from those involving estimations, that can significantly affect the amounts it recognises in the financial statements. Judgements are applied in determining the followings:

Note 3.14 Determining the fair values of investments.

Information about estimation and assumption uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for the every period ended is included in the following notes:

Note 3.1 Impairment of financial assets: key assumptions used in estimating recoverable cash flows.

Note 3.3 Useful life and residual value of investment property;

Note 3.4 Useful life and residual value of property, plant and equipment;

Note 3.5 & 3.7 Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

Note 3.10 Recognition of deferred tax assets: availability of future taxable profit against which deductions allowed on payment / other basis can be used;

B. Change in Estimates

The estimates and underlying assumptions are reviewed on an ongoing basis. The effect of change in an accounting estimate is recognized prospectively by including it in profit or loss (a) In the period of the change if the change affects only that period; or (b) the period of the change and future periods, if the change affects both.

However, the change in an accounting estimate that gives rise to changes in assets and liabilities, or relates to an item of equity, is recognized by adjusting the carrying amount of the related asset, liability or equity item in the period of the change.

C. Key Sources of Estimation Uncertainty

Key assumption concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as given below.

C.1 Provisions for Income Tax and Deferred Tax

The income tax expense or benefit for the period includes the tax due on the current period's taxable income at the rates prescribed by the Income Tax Act, 1961, adjusted for any changes in deferred tax assets and liabilities arising from temporary differences and unutilized tax losses. Revenue, costs, allowances, and disallowances are allocated based on judgements informed by relevant rulings to determine the income tax provision.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

C.1.1 Current Tax

Current tax assets and liabilities are measured at the amounts expected to be recovered or paid, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

C.1.2 Deferred Tax

Deferred tax assets and liabilities are measured using the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on the rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax related to items recognized directly in equity or in other comprehensive income is recorded in the same area, matching the transaction that generated the deferred tax. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets against current tax liabilities and they relate to taxes levied by the same tax authority on either the same taxable entity or different taxable entities which intend to settle balances on a net basis. The recognition of deferred tax assets is contingent upon the likelihood of sufficient future taxable profits against which they can be utilized, necessitating significant judgement about possible legal or economic constraints.

C.2 Impairment of Financial Assets

The Company evaluates the carrying value of its investments at amortized cost annually or more frequently if impairment indicators arise. Meanwhile, the company acknowledges impairment losses for trade receivables that are not considered a financing transaction by employing the expected credit loss model. This model utilizes a provision matrix based on historical credit loss experience. If the recoverable amount is less than the carrying amount, an impairment loss is recorded.

C.3 Impairment of Non-Financial Assets

The Company evaluates, on each reporting date, whether there is any indication that an asset might be impaired. An asset is considered impaired when its carrying amount surpasses its recoverable value, which is the higher of its value in use and its net selling price. The value in use is calculated as the net present value of the expected cash flows over the asset's remaining useful life. To assess impairment, assets are grouped at the lowest levels for which cash inflows are separately identifiable and largely independent of the cash inflows from other assets or groups of assets, known as Cash Generating Units (CGU).

C.4 Claims, Provisions and Contingent Liabilities and Assets

Provisions for loss contingencies related to claims, litigations, assessments, fines, and penalties are recognized when a liability is likely incurred and the amount can be reliably estimated.

A contingent liability is considered when there is a possible but not probable obligation, or a present obligation that may not likely result in an outflow of resources, or a present obligation that cannot be reliably quantified. Contingent liabilities are not provided for but are disclosed in the notes to the financial statements unless the outflow of resources is considered remote.

Contingent assets are not recorded in the financial statements but are disclosed when an inflow of economic benefits is likely.

Notes to financial statements as at and for the year ended 31 Mar 2026

C.5 Measurement of Fair value

In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36 – Impairment of Assets. In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs for the asset or liability that are not based on observable market data (unobservable inputs).

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

C.6 Useful lives of property, plant and equipment and investment property

Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of IT equipment, software and other plant and equipment. This reassessment may result in change in depreciation expense in future periods.

3. Material accounting policies

3.1 Financial instruments

Recognition and initial measurement

Receivables issued are initially recognised when they are originated. All other financial assets and liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

i) Financial assets

On initial recognition, a financial asset is classified and measured at:

- Amortised cost; or

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

- Fair value through other comprehensive income (FVOCI); or
- Fair value through profit or loss (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.

ii) Financial assets at amortised cost

A financial assets is measured at amortised cost if it meet both of the following conditions and is not designated as at FVTPL:

- The financial asset is held within a business model with the objective to hold financial assets in order 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 (SPPI) on the principal amount outstanding.

The details of these conditions are outlined below.

Business model assessment

The Company determines its business model at the level that best reflects how it manages the Company's of financial assets to achieve its business objective.

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed;
- How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected);
- The expected frequency, value and timing of sales are also important aspects of the Company's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The SPPI test

As a second step of its classification process the Company assesses the contractual terms of financial to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium / discount).

Notes to financial statements as at and for the year ended 31 Mar 2026

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Company applies judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

iii) Financial assets at FVOCI

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment-by-investment basis.

Financial assets are measured at the FVOCI if both of the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Financial assets included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI).

iv) Financial assets at FVTPL

All financial assets which do not meet the criteria for categorisation as at amortised cost or FVOCI as described above are classified as at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

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 SPPI.

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 SPPI, 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:

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

- 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, which may include reasonable additional compensation for early termination of the contract. 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 (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

v) Financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method (EIR). The amortised cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is recognised in Statement of Profit and Loss.
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of Profit and Loss.
Financial assets at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in Statement of Profit and Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to Statement of Profit and Loss.

vi) Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL.

vii) Financial liabilities at FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss.

viii) Financial liabilities at amortised cost

Deposits, subordinated liabilities and other financial liabilities are subsequently measured at amortised cost using the effective interest (EIR) method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss.

Any gain or loss on derecognition is also recognised in Statement of Profit and Loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through

Notes to financial statements as at and for the year ended 31 Mar 2026

the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

Derecognition

i) Financial assets

The Company derecognises 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 recognised 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 derecognised.

ii) Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

The Company also derecognises 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 recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Statement of Profit and Loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Impairment

i) Impairment of financial assets

At each reporting date, the Company assess whether financial assets, than those at FVTPL are credit-impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more; or
- it is probable that the borrower will enter bankruptcy or other financial reorganisation.

The Company recognises loss allowances using the expected credit losses (ECL) model for the financial assets which are fair valued through profit or loss.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

to the amount that is required to be recognised is recognised as an impairment gain or loss in Statement of Profit and Loss.

In case of receivables, the Company follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on receivables using a provision matrix on the basis of its historical credit loss experience.

For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

(a) Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

(b) Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(c) Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(ii) Impairment of non-financial assets

The Company's non-financial assets, other than biological assets, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are combined together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax

Notes to financial statements as at and for the year ended 31 Mar 2026

discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Company's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.2 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.3 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated using the straight–line method to write down the cost of investment properties to their residual values over their estimated useful lives. Land recognised as investment properties is not depreciated.

The Company depreciates building components of investment property over 5 to 60 years from the date of original purchase.

The Company, based on technical assessment made by management's expert and management estimate, depreciates the building components of investment property over their estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Though the Company measures investment property using cost model, the fair value of investment property is disclosed in the notes. Fair values are determined based on technical assessment made by management's expert.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount (net) of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property, the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use.

3.4 Property, plant and equipment

Property plant and equipment is stated at cost excluding the costs of day–to–day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

Depreciation is calculated using the straight–line method to write down the cost of property, plant and equipment to their residual values over their estimated useful lives. Land recognised as properties, plant and equipment is not depreciated.

The Company depreciates property, plant and equipment over the useful life prescribed in Schedule II to the Companies Act, 2013.

The estimated useful lives are, as follows:

- Buildings 30 years

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

Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

Capital work-in-progress

Capital work-in-progress includes assets in the course of construction or acquisition for production and supply of goods or services or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost of construction or acquisition is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalized.

Notes to financial statements as at and for the year ended 31 Mar 2026

3.5 Provisions (other than for employee benefits)

A provision is recognised 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. The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Expected future operating losses are not provided for.

3.6 Lease

As a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

(b) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term lease and lease of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of twelve months or less from the commencement date and

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of offices, equipment, etc. that are of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

As a lessor

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessor will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Company is the lessor.

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3.7 Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is possible. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognised in the financial statements but disclosed, where an inflow of economic benefit is probable.

3.8 Revenue Recognition

Interest income

Interest income is recognised in the statement of Profit and Loss using effective interest rate (EIR) on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVTOCI) except for those classified as held for trading.

The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Company recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through Interest income in the statement of profit and loss.

Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

Notes to financial statements as at and for the year ended 31 Mar 2026

Dividend income

Dividend income (including from investment at FVOCI) is recognised when the Company receives it. It is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

Trading income

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

3.9 Expenses

All expenses are accounted for on accrual basis.

3.10 Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognised in the Statement of profit and Loss except to the extent that it relates to a business combination, or items recognised 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 end of the reporting period.

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to off set current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax liabilities / assets on change in fair value of investments not part of the profit or loss are recognised through OCI.

3.11 Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the goods and services tax paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable;
- When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

3.12 Earnings per share

Basic earnings per share is 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 period.

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

3.13 Dividend on ordinary shares

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

Notes to financial statements as at and for the year ended 31 Mar 2026

3.14 Determination of fair values

Fair values have been determined for measurement and disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

i) Financial assets

Financial assets are initially measured at fair value. If the financial asset is not subsequently accounted for at fair value through profit or loss, then the initial measurement includes directly attributable transaction costs. These are measured at amortised cost or at FVTPL or at FVOCI.

Investments in equity instruments are measured at FVOCI and combination of different methodologies i.e. discounted cash flow method, comparable companies method and net assets method with different weightage has been used for fair valuations of investment in unquoted securities.

ii) Trade and other receivables

The fair values of trade and other receivables are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

iii) Financial liabilities

Financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

4. Cash and cash equivalents

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks		
- Current accounts	27.61	163.72
Cash on hand	3.00	0.04
	30.61	**163.76**

5. Bank balance other than cash and cash equivalent

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Bank deposits having original maturity of more than 3 months but less than 12 months from reporting date	250.00	8.49
	250.00	**8.49**

6. Receivables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good		
Trade receivables	-	-
Other receivables	-	9.64
	-	**9.64**

(a) No debt is due by directors or other officers of the Company or any of them either severally or jointly with any other person or firms including limited liability partnership (LLPs) or private companies respectively in which any director is a partner or a director or a member.

(b) The Company's exposure to credit risks and loss allowances related to receivables are disclosed in Note 29(C).

7. Investments

₹ in lakhs

Particulars	No. of Shares	Face Value of Share (₹)	As at 31 March 2026	As at 31 March 2025
Equity shares (fully paid) carried at FVOCI - (Quoted)				
- Avadh Sugar & Energy Ltd.	13,614	10.00	63.90	61.07
- Magadh Sugar & Energy Ltd.	20,238	10.00	97.68	120.31
- Ganges Securities Ltd.	16,060	10.00	16.73	22.34
			178.31	**203.72**
Equity shares (fully paid) carried at FVOCI - (Unquoted)				
- Birla Buildings Ltd.	1,920	10.00	137.18	117.74
- Moon Corporation Ltd. ('A' Class)	745	100.00	43.15	39.66
- Moon Corporation Ltd. ('B' Class)	2,502	5.00	7.25	6.66
- The Oudh Trading Company Pvt. Ltd.	25	100.00	9.90	9.33
			197.48	**173.39**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	No. of Shares	Face Value of Share (₹)	As at 31 March 2026	As at 31 March 2025
Equity shares (fully paid) of Subsidiaries carried at cost - (Unquoted)				
- Morton Foods Ltd.*	1,33,49,930	10.00	-	1,986.75
- Champaran Marketing Company Ltd.	43,49,000	2.50	192.95	192.96
- Hargaon Investment & Trading Company Ltd.	30,45,727	10.00	609.13	609.14
- OSM Investment & Trading Company Ltd.	17,40,418	10.00	261.06	**261.06**
			1,063.14	**3,049.91**
Equity shares (fully paid) of Associate carried at cost - (Unquoted)				
- Morton Foods Ltd.*	1,33,49,930	10.00	1,986.75	-
			3,425.68	**3,427.02**
Investments outside India			-	-
Investments in India			3,425.68	3,427.02
			3,425.68	**3,427.02**

* During the year ended 31 March 2026, pursuant to completion of a Rights Issue by one of the Subsidiaries, Morton Foods Limited ("MFL") in which the Holding Company did not participate, the aggregate shareholding of the Holding Company along with its subsidiaries in MFL reduced from 51.37% to 44.95%. Consequently, the Group ceased to have control over MFL with effect from 18th November 2025, and MFL ceased to be a subsidiary of the Holding Company from that date and became an Associate.

(a) The Company received dividends other than from subsidiaries of ₹4.08 lakhs (31 March 2025: ₹4.55 lakhs) from its investments in equity shares, carried at FVOCI, recognised as dividend income.

(b) The Company has designated its equity investments at FVOCI on the basis that these are not held for trading and held for strategic purposes.

8. Other Financial Assets

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
At amortised cost		
Security deposits	0.60	0.60
Interest accrued on bank deposits	10.54	0.03
	11.14	**0.63**

9. Current Tax assets (net)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Tax deducted at source	98.74	130.44
Less: Provision for taxation	96.19	129.20
	2.55	**1.24**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

10. Investment Property , Property, Plant and Equipment (PPE) and Capital Work-in progress

10a. Investment Property & Property , Plant and Equipment

₹ in lakhs

Particulars	Investment Property			PPE - Buildings
	Freehold Land	Buildings	Total	
Reconciliation of carrying amount				
Cost or deemed cost (gross carrying amount)				
Balance at 1 April 2025	**9.89**	**53.72**	**63.61**	**0.08**
Additions during the year	-	-	-	-
Disposals / discard during the year	**-**	**-**	**-**	**-**
Balance at 31 March 2026	**9.89**	**53.72**	**63.61**	**0.08**

₹ in lakhs

Particulars	Investment Property			PPE - Buildings
	Freehold Land	Buildings	Total	
Balance at 1 April 2024	9.89	36.25	46.14	0.08
Additions during the year	-	17.47	17.47	-
Disposals / discard during the year	-	-	-	-
Balance at 31 March 2025	**9.89**	**53.72**	**63.61**	**0.08**
Accumulated depreciation				
Balance at 1 April 2025	**-**	**13.99**	**13.99**	**0.06**
Depreciation for the year	**-**	**5.46**	**5.46**	**0.01**
Balance at 31 March 2026	**-**	**19.45**	**19.45**	**0.07**
Balance at 1 April 2024	-	12.64	12.64	0.05
Depreciation for the year	-	1.35	1.35	0.01
Balance at 31 March 2025	**-**	**13.99**	**13.99**	**0.06**
Carrying amount (net)				
At 31 March 2026	**9.89**	**34.27**	**44.16**	**0.01**
At 31 March 2025	9.89	39.73	49.62	0.02

Note :-

a. The Company has not revalued its property, plant and equipment during the year and the previous financial year.

b. Refer note 27 for title deeds not held in the name of the Company.

c. There is no proceedings that has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Fair value of the above-mentioned investment property is as under:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Freehold Land along with Building	**1,355.83**	1,355.83

Note:

For the purpose of valuation of the aforesaid investment property, the Company has referred the previous year's circle rate decided by the appropriate authority and no independent report of valuation has been obtained from registered valuer.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The amounts recognised in profit or loss for:

₹ in lakhs

	Particulars	As at 31 March 2026	As at 31 March 2025
(i)	Rental income from investment property	**35.69**	**35.16**
(ii)	Expenses (including tax, insurance, repairs and maintenance etc.) other than depreciation in relation to investment property that generated rental income during the year; and	**2.69**	**2.21**
(iii)	Expenses (including tax, insurance, repairs and maintenance etc.) other than depreciation in relation to investment property that did not generate rental income during the year	**5.50**	**6.34**

10b. Capital Work-in-Progress

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year		
Additions during the year	131.21	-
Disposals / discard during the year		
Balance at the end of the year	**131.21**	-

Capital Work-in-Progress

₹ in lakhs

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress	131.21	-	-	-	**131.21**

11. Other Non-financial Assets

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(Unsecured, considered good)		
Advances other than Capital Advances		
Advances to suppliers	3.79	1.75
Other advances		
- Balance with government authorities	1.65	2.42
- Prepaid expenses	1.89	2.53
	7.33	**6.70**

12. Payables

12a. Trade Payables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Trade Payables *		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	4.16	4.89
	4.16	**4.89**

* entire outstanding are unbilled.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The following details relating to Micro enterprises and small enterprises are as under: ₹ in lakhs

Particulars		As at 31 March 2026	As at 31 March 2025
(i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the accounting year:		
	Principal amount due to micro and small enterprises	-	-
	Interest due on above	-	-
	Total	**-**	**-**
(ii)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006) along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
(iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

12b. Other Payables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Other Payables *		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.36	-
	1.36	**-**

* entire outstandings are unbilled.

The following details relating to Micro enterprises and small enterprises are as under: ₹ in lakhs

Particulars		As at 31 March 2026	As at 31 March 2025
(i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the accounting year:		
	Principal amount due to micro and small enterprises	-	-
	Interest due on above	-	-
	Total	**-**	**-**
(ii)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006) along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
(iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

13. Deferred Tax Liabilities (net)

The Company has recognised deferred tax liabilities / (asset) as per the Company's Accounting Policies (refer Note 3.10).

The breakup of Deferred tax liabilities and assets are as under: ₹ in lakhs

Particulars	As at 1 April 2025	Recognised in profit or loss	Recognised on equity instrument measured at FVOCI	As at 31 March 2026
Deferred tax liabilities				
Investments - Unquoted Equity Shares	24.64		3.44	28.08
Investments - Quoted Equity Shares	19.26	-	(3.83)	15.43
	43.90	**-**	**(0.40)**	**43.50**
Deferred tax assets	-	-	-	-
Net deferred tax liabilities	**43.90**	**-**	**(0.40)**	**43.50**

₹ in lakhs

Particulars	As at 1 April 2024	Recognised in profit or loss	Recognised on equity instrument measured at FVOCI	As at 31 March 2025
Deferred tax liabilities				
Investments - Unquoted Equity Shares	33.51	-	(8.87)	24.64
Investments - Quoted Equity Shares	14.27	-	4.99	19.26
	47.78	**-**	**(3.88)**	**43.90**
Deferred tax assets	-	-	-	-
Net deferred tax liabilities	**47.78**	**-**	**(3.88)**	**43.90**

14. Other Non-financial Liabilities

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory dues	0.86	0.66
	0.86	**0.66**

15. Share Capital

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised:		
1,35,00,000 equity shares of ₹10 each	1,350.00	1,350.00
15,00,000 preference shares of ₹10 each	150.00	150.00
	1,500.00	**1,500.00**
Issued, subscribed and fully paid-up:		
1,00,03,102 equity shares of ₹10 each	1,000.31	1,000.31
	1,000.31	**1,000.31**

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
At the beginning and at the end of the year	1,00,03,102	1,000.31	1,00,03,102	1,000.31

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares with par value of ₹10 per share. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared by the Company from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company.

(c) Particulars of shareholder's holding more than 5% shares

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% of total shares in the class	No. of shares	% of total shares in the class
Equity shares of ₹10 each fully paid up held by				
Ganges Securities Ltd.	12,83,234	12.83	12,83,234	12.83
SCM Investment & Trading Co. Ltd.	10,78,958	10.79	10,78,958	10.79
New India Retailing & Investment Ltd.	10,71,532	10.71	10,71,532	10.71
RTM Investment & Trading Co. Ltd.	9,04,951	9.05	9,04,951	9.05
Deepshikha Trading Co. Pvt. Ltd.	6,88,741	6.89	6,88,741	6.89
Sonali Commercial Ltd.	5,62,658	5.62	5,62,658	5.62
Ronson Traders Ltd.	5,38,463	5.38	5,38,463	5.38

(d) Details of shares held by promoters:

Sr. No.	Promoter Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of total shares	% Change during the year
Equity shares of ₹10 each fully paid up held by						
As on 31 March 2026						
1	Ganges Securities Ltd.	12,83,234	-	12,83,234	12.8284%	-
2	SCM Investment & Trading Co. Ltd.	10,78,958	-	10,78,958	10.7862%	-
3	New India Retailing & Investment Ltd.	10,71,532	-	10,71,532	10.7120%	-
4	RTM Investment & Trading Co. Ltd.	9,04,951	-	9,04,951	9.0467%	-
5	Deepshikha Trading Co. Pvt. Ltd.	6,88,741	-	6,88,741	6.8853%	-
6	Sonali Commercial Ltd.	5,62,658	-	5,62,658	5.6248%	-
7	Ronson Traders Ltd.	5,38,463	-	5,38,463	5.3830%	-
8	Sidh Enterprises Ltd.	3,06,658	-	3,06,658	3.0656%	-
9	Yashovardhan Investment & Trading Co. Ltd.	3,04,715	-	3,04,715	3.0462%	-
10	Mr. Chandra Shekhar Nopany [As Trustee of Shekhar Family Trust]	2,54,293	-	2,54,293	2.5421%	-
11	Uttam Commercial Ltd.	1,67,643	-	1,67,643	1.6759%	-
12	Mr. Chandra Shekhar Nopany	28,468	-	28,468	0.2846%	-
13	Rajpur Farms Ltd.	15,315	-	15,315	0.1531%	-
14	Narkatiaganj Farms Ltd.	9,756	-	9,756	0.0975%	-
15	Mrs. Nandini Nopany	4,425	-	4,425	0.0442%	-
16	The Oudh Trading Co. Pvt. Ltd.	477	-	477	0.0048%	-
		72,20,287	**-**	**72,20,287**	**72.1804%**	**-**
As on 31 March 2025						
1	Ganges Securities Ltd.	12,83,234	-	12,83,234	12.8284%	-
2	SCM Investment & Trading Co. Ltd.	10,78,958	-	10,78,958	10.7862%	-
3	New India Retailing & Investment Ltd.	10,71,532	-	10,71,532	10.7120%	-

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Sr. No.	Promoter Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of total shares	% Change during the year
4	RTM Investment & Trading Co. Ltd.	9,04,951	-	9,04,951	9.0467%	-
5	Deepshikha Trading Co. Pvt. Ltd.	6,88,741	-	6,88,741	6.8853%	-
6	Sonali Commercial Ltd.	5,62,658	-	5,62,658	5.6248%	-
7	Ronson Traders Ltd.	5,38,463	-	5,38,463	5.3830%	-
8	Sidh Enterprises Ltd.	3,06,658	-	3,06,658	3.0656%	-
9	Yashovardhan Investment & Trading Co. Ltd.	3,04,715	-	3,04,715	3.0462%	-
10	Mr. Chandra Shekhar Nopany [As Trustee of Shekhar Family Trust]	2,46,855	7,438	2,54,293	2.5421%	0.0744%
11	Uttam Commercial Ltd.	1,67,643	-	1,67,643	1.6759%	-
12	Mr. Chandra Shekhar Nopany	28,468	-	28,468	0.2846%	-
13	Rajpur Farms Ltd.	15,315	-	15,315	0.1531%	-
14	Narkatiaganj Farms Ltd.	9,756	-	9,756	0.0975%	-
15	Mrs. Nandini Nopany	4,425	-	4,425	0.0442%	-
16	The Oudh Trading Co. Pvt. Ltd.	477	-	477	0.0048%	-
		72,12,849	**7,438**	**72,20,287**	**72.1804%**	**0.0744%**

16. Other Equity

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Reserve		
Balance at the beginning and at the end of the year	**1,635.40**	**1,635.40**
Capital Redemption Reserve		
Balance at the beginning of the year	130.00	130.00
Add: Transfer from Retained Earnings	-	-
Balance at the end of the year	**130.00**	**130.00**
Retained Earnings		
Balance at the beginning of the year	533.08	61.29
Add: Profit for the year	236.08	471.79
Balance at the end of the year	**769.16**	**533.08**
Equity Instruments through OCI		
Balance at the beginning of the year	318.88	287.60
Add / (Less): Net change in fair value for the year	(0.95)	31.28
Balance at the end of the year	**317.93**	**318.88**
	2,852.49	**2,617.36**

The description of purpose of each reserve within equity is as follows:

(a) Capital Reserve

The difference between the net fair value of assets and liabilities acquired and shares issued pursuant to the scheme of arrangement approved in earlier year had been credited to Capital Reserve.

(b) Capital Redemption Reserve

The Company has created Capital Redemption Reserve for redemption of preference shares in accordance with the provision of Section 69 of the Companies Act, 2013.

(c) Retained Earnings

It comprise of accumulated profit of the Company after dividends or other distributions, if any, paid to shareholders.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(d) Equity instruments through OCI

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments within equity. The Company transfers amounts therefrom to retained earnings when the relevant equity securities are derecognised.

17. Interest Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On financial assets measured at amortised		
Interest on bank deposits	13.69	13.86
	13.69	**13.86**

18. Other Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on refund from income tax department	-	0.07
	-	**0.07**

19. Fees and Commission Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Listing and Other Regulatory Fees	7.64	6.96
Fees related to ROC matters	0.04	0.04
	7.68	**7.00**

20. Employee Benefits Expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages	16.08	1.63
	16.08	**1.63**

21. Depreciation Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on Investment Property [Note 10a]	5.46	1.35
Depreciation on Property, Plant and Equipment [Note 10a]	0.01	0.01
	5.47	**1.36**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

22. Other Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026		Year ended 31 March 2025	
Rent, Tax and Energy Costs		2.13		2.76
Repairs and Maintenance		6.06		5.79
Printing and Stationery		3.85		2.92
Advertisement and Publicity		1.25		1.24
Director's Sitting Fees [Note 28B]		2.13		2.40
Auditor's Fee and Expenses				
For Statutory audit	4.50		1.50	
For Limited review of quarterly results	2.00		0.75	
For certificates and other services	-	6.50	3.25	5.50
Legal and Professional Charges		2.83		3.80
Insurance		2.76		1.64
Miscellaneos Expenses		1.18		0.09
		28.68		**26.14**

23. Tax expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax	96.19	129.20
Current tax related to earlier years	17.85	2.49
	114.04	**131.69**

Reconciliation of Income Tax expense and accounting profit multiplied by domestic tax rate of India

Particulars	Year ended 31 March 2026		Year ended 31 March 2025	
	Rate	₹ in lakhs	Rate	₹ in lakhs
Accounting Profit before tax		350.12		603.48
Tax using the Company’s domestic tax rate	25.168%	88.12	25.168%	151.88
Tax effect of:				
- Current tax related to earlier year		17.85		2.49
- On account of differential tax rates		-		(9.78)
- On account of net expenses disallowed		8.07		1.80
Others		-		(14.70)
Effective tax		**114.04**		**131.69**

The Company has decided to opt the income tax as per the provisions of Section 115 BAA of the Income Tax Act, 1961, introduced by the Taxation Laws (Amendment) Act, 2019 and the same is being considered in these financial statements.

24. Earnings per equity share (EPS)

Basic and Diluted earnings per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic and diluted earnings per share calculation are as follows:

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
(i)	Profit attributable to equity shareholders (₹ in lakhs)	236.08	471.79
(ii)	Weighted average number of equity shares for the year		
	At the beginning and at the end of the year	1,00,03,102	1,00,03,102
(iii)	**Earning per equity share [Nominal value of share ₹10] [(i)/(ii)]**		
	Basic and Diluted (₹)	2.36	4.72

There is no dilutive potential equity share.

25. The Company has only one business segment i.e. Investing Business and as such segment reporting as required by Ind AS 108 Operating Segments is not applicable.

26. Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

₹ in lakhs

Particulars	As at 31 March 2026		
	Within twelve months	After twelve months	Total
Financial Assets:			
Cash and Cash Equivalents	30.61	-	30.61
Bank Balance other than above	250.00	-	250.00
Investments	-	3,425.68	3,425.68
Other Financial Assets	10.54	0.60	11.14
Non-financial Assets:			
Current Tax Assets (net)	2.55	-	2.55
Investment Property	-	44.16	44.16
Property, Plant and Equipment	-	0.01	0.01
Capital Work-in-progress	131.21	-	131.21
Other Non-financial Assets	7.33	-	7.33
Total Assets	**432.23**	**3,470.45**	**3,902.68**
Financial Liabilities:			
Payables	5.52	-	5.52
Non-financial Liabilities:			
Deferred Tax Liabilities (Net)	-	43.50	43.50
Other Non-financial Liabilities	0.86	-	0.86
Total Liabilities	**6.38**	**43.50**	**49.88**
Net Assets [Total Assets - Total Liabilities]	**425.85**	**3,426.95**	**3,852.80**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	As at 31 March 2025		
	Within twelve months	After twelve months	Total
Financial Assets:			
Cash and Cash Equivalents	163.76	-	163.76
Bank Balance other than above	8.49	-	8.49
Other Receivable	9.64		9.64
Investments	-	3,427.02	3,427.02
Other Financial Assets	0.03	0.60	0.63
Non-financial Assets:			
Current Tax Assets (net)	1.24	-	1.24
Investment Property	-	49.62	49.62
Property, Plant and Equipment	-	0.02	0.02
Other Non-financial Assets	6.70	-	6.70
Total Assets	**189.86**	**3,477.26**	**3,667.12**
Financial Liabilities:			
Payables	4.89	-	4.89
Subordinated Liabilities	-	-	-
Non-financial Liabilities:			
Deferred Tax Liabilities (Net)	-	43.90	43.90
Other Non-financial Liabilities	0.66	-	0.66
Total Liabilities	5.55	43.90	49.45
Net Assets [Total Assets - Total Liabilities]	**184.31**	**3,433.36**	**3,617.67**

27. The title deeds of following immovable properties are not held in the name of the Company:

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (₹ in lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative # of promoter * / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
As on 31 March 2026 and As on 31 March 2025 both						
Investment Property	Freehold Land	9.89	The erstwhile company : The Oudh Sugar Mills Limited	No	1 April 2015	Mutation in the name of the Company is pending.

Relative here means relative as defined in the Companies Act, 2013.

* Promoter here means promoter as defined in the Companies Act, 2013.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

28. Related Party Disclosures

In accordance with the requirements of Ind AS 24 Related Party Disclosures, names of the related parties, related party relationships, transactions and outstanding balances, where control exist and with whom transactions have been taken placed during the reported periods are:

A. Names of related parties and related party relationship

Related parties where control exist / with whom transactions have been taken place during the year

Wholly owned Subsidiary Companies	Morton Foods Limited	– Subsidiary(upto 17 Nov 2025)
	Champaran Marketing Company Limited	– Subsidiary
	Hargaon Investment & Trading Company Limited	– Subsidiary
	OSM Investment & Trading Company Limited	– Subsidiary
	Morton Foods Limited	– Associates(w.e.f. 18 Nov 2025)
	Hargaon Properties Limited	– Step down Subsidiary
Key management personnel	Ms. Shalini Nopany	– Chairperson / Non-Executive Director
	Mr. Arun Kumar Newar	– Independent / Non-Executive Director
	Mr. Chand Bihari Patodia	– Managing Director(upto 29 Mar 2026)
	Mr. Suraj Kumar Agrawal	– Managing Director(w.e.f. 30 Mar 2026)
	Mr. Deepak Kumar Sharma	– Chief Financial Officer
	Mr. Chhedi Lal Agarwal	– Independent / Non-Executive Director
	Mr. Dinesh Kacholia	– Independent / Non-Executive Director
	Mr. Suresh Kumar Khandelia	– Independent / Non-Executive Director
	Mr. Vikram Kumar Mishra	– Company Secretary

B. The following transactions were carried out with related parties in the ordinary course of business:

(a) Director's sitting fees

₹ in lakhs

Particulars	Year ended 31 March	Remuneration to KMPs	Director's sitting fees	Amount owed to related parties
Mrs. Shalini Nopany	**2026**	-	**0.30**	-
	2025	-	0.30	-
Mr. Arun Kumar Newar	**2026**	-	**0.55**	-
	2025	-	0.60	-
Mr. Chhedi Lal Agarwal	**2026**	-	**0.55**	-
	2025	-	0.60	-
Mr. Dinesh Kacholia	**2026**	-	**0.48**	-
	2025	-	0.60	-
Mr. Suresh Kumar Khandelia	**2026**	-	**0.25**	-
	2025	-	0.30	-
Mr. Vikram Kumar Mishra	**2026**	**16.08**	**-**	-
	2025	1.63	-	-

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(b) Investments in Equity Shares / Dividend Income thereon

₹ in lakhs

Particulars	Year ended 31 March	Investments made in equity shares	Investment sold during the year (Sale Proceeds)	Investments in equity shares at the end of year	Dividend Income	Amount owed by related parties
Morton Foods Limited	**2026**	-	-	**1,986.75**	-	-
	2025	600.00	150.00	1,986.75	-	-
Champaran Marketing Company Limited	**2026**	-	-	**192.95**	**86.98**	-
	2025	-	-	192.96	86.98	-
Hargaon Investment & Trading Company Limited	**2026**	-	-	**609.13**	**197.97**	-
	2025	-	-	609.14	304.57	-
OSM Investment & Trading Company Limited	**2026**	-	-	**261.06**	**69.62**	-
	2025	-	-	261.06	104.42	-

C. The Company, being CIC, is not required to disclose details of loans, investments and guarantee covered under Section 186(4) of the Companies Act, 2013.

D. Terms and conditions of transactions with related parties

(i) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.

(ii) Neither amount is outstanding nor receivable. Neither guarantees have been given nor received.

(iii) For the year ended 31 March 2026, the Company has not recorded any impairment of receivables relating to amounts owed by a related parties. This assessment is undertaken in each financial year through examining the financial position of the related parties and the market in which the related party operates.

(iv) The sitting fees of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.

29. Financial instruments - fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities:

₹ in lakhs

Particulars	Carrying amount					Fair value
	FVTPL	FVOCI	Amortised cost	Others At Cost	Total carrying amount	
As at 31 March 2026						
Financial assets						
Investment in equity shares (Quoted)	-	178.31	-	-	178.31	178.31
Investment in equity shares (Unquoted)	-	197.48	-	-	197.48	197.48
Cash and cash equivalents	-	-	30.61	-	30.61	30.61
Bank balances other than Cash and cash equivalents	-	-	250.00	-	250.00	250.00
Investment in subsidiaries	-	-	-	1,063.14	1,063.14	1,063.14
Investment in associate	-	-	-	1,986.75	1,986.75	1,986.75
Other financial assets	-	-	11.14		11.14	11.14
	-	**375.79**	**291.75**	**3,049.89**	**3,717.43**	**3,717.43**
Financial liabilities						
Payables	-	-	5.52	-	5.52	5.52
	-	**-**	**5.52**	**-**	**5.52**	**5.52**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	Carrying amount					Fair value
	FVTPL	FVOCI	Amortised cost	Others At Cost	Total carrying amount	
As at 31 March 2025						
Financial assets						
Investment in equity shares (Quoted)	-	203.72	-	-	203.72	203.72
Investment in equity shares (Unquoted)	-	173.39	-	-	173.39	173.39
Cash and cash equivalents	-	-	163.76	-	163.76	163.76
Bank balances other than Cash and cash equivalents	-	-	8.49	-	8.49	8.49
Other Receivables	-		9.64	-	9.64	9.64
Investment in subsidiaries	-	-	-	3,049.91	3,049.91	3,049.91
Other financial assets		-	0.63	-	0.63	0.63
	-	**377.11**	**182.52**	**3,049.91**	**3,609.54**	**3,609.54**
Financial liabilities						
Payables	-	-	4.89	-	4.89	4.89
	-	**-**	**4.89**	**-**	**4.89**	**4.89**

The following methods and assumptions were used to estimate the fair values:

(a) The fair value of the quoted investments are based on market price at the respective reporting date.

(b) The fair value of the unquoted investments are based on independent valuation report, using net assets value method.

B. Measurement of fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the value into 3 levels.

Financial assets and liabilities measured at fair value - recurring fair value measurements as under:

Particulars	Note	Level 1	Level 2	Level 3	Total
As at 31 March 2026					
Investment in equity shares (Quoted)	7	178.31	-	-	178.31
Investment in equity shares (Unquoted)	7	-	-	197.48	197.48
As at 31 March 2025					
Investment in equity shares (Quoted)	7	203.72	-	-	203.72
Investment in equity shares (Unquoted)	7	-	-	173.39	173.39

Reconciliation of level 3 fair value measurement is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
i) Investments		
Balance at the beginning of the year	**173.39**	**150.34**
Gain included in OCI	**-**	**-**
Net change in fair value (unrealised)	**24.09**	**23.05**
Addition during the year	**-**	**-**
Transfer into level 3	**-**	**-**

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	As at 31 March 2026	As at 31 March 2025
Impairment in value of investments	-	-
Amount derecognised / repaid during the year	-	-
Amount written off	-	-
Balance at the end of the year	**197.48**	**173.39**

C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk

Risk management framework

The Company's principal financial liabilities includes payable, deposits, subordinated liabilities and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, receivables, investments and other financial assets that derive directly from its operations.

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal auditor undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

(i) Credit risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company receivables from customers. The Company has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry also has an influence on credit risk assessment. Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to the customer credit risk management. The Company uses financial information and past experience to evaluate credit quality of majority of its customers. Outstanding receivables and the credit worthiness of its counter parties are periodically monitored and taken up on case to case basis. There is no material expected credit loss based on the past experience. However, the Company assesses the impairment of receivable on case to case basis and has accordingly created loss allowance on receivables.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Exposure to credit risks

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. The Company evaluates the concentration of risk with respect to receivables as low, as the Company's income are mostly on cash.

Receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. As per simplified approach, the Company makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the credit loss allowance for receivables.

The Company's management also pursue all legal option for recovery of dues, wherever necessary based on its internal assessment.

(ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Exposure to liquidity risks

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

₹ in lakhs

Particulars	Carrying amount	Total	Less than 1 years	1 to 2 years	2 to 5 years	More than 5 years
As at 31 March 2026						
Payables	5.52	5.52	5.52	-	-	-
	5.52	**5.52**	**5.52**	**-**	**-**	**-**
As at 31 March 2025						
Payables	4.89	4.89	4.89	-	-	-
	4.89	**4.89**	**4.89**	**-**	**-**	**-**

* including estimated interest / dividend as finance cost.

(iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, regulatory changes, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and payables.

Foreign currency risks

All transactions of the Company are in Indian currency, consequently Company is not exposed to foreign currency risk. The Company has no outstanding foreign currency exposure or related derivative contract.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates relates primarily to the Company's long term and short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Currently the Company's borrowings are within acceptable risk levels, as determined by the management, hence the Company has not taken any swaps to hedge the interest rate risk.

Exposure to interest rate risks

The interest rate profile of the Company's interest bearing financial instruments at the end of the reporting period are as follows:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Fixed rate instruments		
Financial assets	250.00	8.49
Financial liabilities	-	-
Variable rate instruments		
Financial assets	-	-
Financial liabilities	-	-

Cash flow sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

Equity risk

The Company's quoted equity instruments are susceptible to market price risk arising from uncertainties about future values of the investment securities. The reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The senior management reviews and approves all equity investment decisions.

Sensitivity analysis

Investment in equity instruments (Quoted) of the Company are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The table below summaries the impact of increase/decrease of the Nifty 50 index on the Company's equity and profit for the period. The analysis is based on the assumption that the BSE had increased / decreased by 10% with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

₹ in lakhs

Particulars	Profit or loss before tax		Equity, net of tax	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
BSE - increase by 10%	17.83	20.37	15.28	17.46
BSE - decrease by 10%	(17.83)	(20.37)	(15.28)	(17.46)

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Sensitivity analysis in respect of level 3 fair value measurements :

Investments classified within Level 3 of the fair value hierarchy are valued using appropriate valuation techniques that incorporate significant unobservable inputs. The table below presents the sensitivity of the fair value measurement to reasonably possible changes in these unobservable inputs along with the valuation techniques used.

₹ in lakhs

Particulars	Valuation techniques	Unobservable Input	Sensitivity	Impact on Total Comprehensive Income			
				Favourable		Unfavourable	
				31 March 2026	31 March 2025	31 March 2026	31 March 2025
Equity Shares	Net Asset Value	Net asset value and other valuation input	10%	19.75	17.34	(19.75)	(17.34)

Regulatory risk

The Company's operations is significantly regulated by neither by Central Government nor by State Government. Hence, Regulatory risk to the Company is very low.

30. The disclosures as per RBI requirements are as under:

A) Exposure

1) Exposure to capital market ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	178.31	203.72

2) Intra-group exposures ₹ in lakhs

	Particulars	As at 31 March 2026	As at 31 March 2025
i)	Total amount of intra-group exposures	3,425.68	3,427.02
ii)	Total amount of top 20 intra-group exposures	3,425.68	3,427.02
iii)	Percentage of intra-group exposures to total exposure of the NBFC on borrowers / customers	100%	100%

B) Related Party Disclosure -

Disclosed in Note 28.

31. Capital management

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

32. Additional regulatory information required by Schedule III are as follows:-

(i) **Corporate Social Responsibility Activities**

The provisions of Section 135 of the Companies Act, 2013 is not applicable on the company.

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(ii) **Borrowings secured against current asset**

The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets, hence no disclosure is required as such.

(iii) **Wilful defaulter**

The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority or any lender.

(iv) **Relationship with struck off Companies**

The Company has no transactions with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956, hence no disclosure is required as such.

(v) **Compliance with number of layers of Companies**

The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules 2017.

(vi) **Compliance with approved scheme(s) of arrangements**

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) **Utilisation of borrowed funds and share premium**

(A) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kinds of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

a. directly or indirectly lend or invest in other person(s) or entity(ies)identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(B) The Company has not received any fund 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:

a. directly or indirectly lend or invest in other person(s) or entity(ies) identified in any manner whatsoever by or on behalf of the Funding party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) **Undisclosed income**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(ix) **Details of crypto currency or virtual currency**

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(x) **Intangible Assets under development**

The Company does not have any intangible assets under development during the current and previous reporting period.

(xi) **Revaluation of PPE, intangible asset and investment property**

The Company has not revalued any Property Plant and Equipment or Intangible Assets or Investment property during the current or previous year.

(xii) **Title deeds of immovable properties not held in name of the company**

The Company does not have any Immovable Property during the current or previous year.hence,the disclosure is not applicable (Refer Note 27)

Notes to financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(xiii) **Registration of charges or satisfaction with Registrar of Companies**

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

(xiv) **Utilisation of borrowings**

The Company does not have any borrowings from banks and financial institutions at the balance sheet date, hence no further disclosure is required as such.

(xv) **Capital Work in Progress**

The Company has capital work in progress during the current year (Refer Note 10).

(xvi) **Details of Benami Property Held**

The Company does not have any Benami Property held in its name during the current year or previous year, hence disclosure is not applicale.

(xvii) **Loans or advances to promoters.**

The Company has not granted any loans or advances to promoters,directors,KMPs and the related parties(as defined under Companies Act, 2013), either severally or jointly with any other person that are:

a) repayable on demand

b) without specifying any terms or period of repayment.

33. Ratio Analysis and its elements

Ratio	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Change (%)
Capital to risk-weighted assets ratio (CRAR)	Total Capital Fund	Total Risk Weighted Assets	150.46%	128.95%	16.68%
Tier I CRAR	Capital Fund - Tier I	Total Risk Weighted Assets	150.46%	128.95%	16.68%
Tier II CRAR	Capital Fund - Tier II	Total Risk Weighted Assets	-	-	-

34. On 21st November, 2025, the Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the "Labour Codes"), consolidating 29 existing labour laws. The corresponding rules under these codes are notified on 8th May, 2026.

Based on its current assessment, the company has not recognised any impact and expects no additional liability for the year ended 31st March, 2026. Further, the Company continues to monitor the finalisation of all the relevant Rules, along with further clarifications from the Government on other aspects of the Labour Codes and will recognise any impact as and when required based on future developments..

35. The previous year's figures have been regrouped / reclassified wherever necessary .

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Consolidated Financial Statements

Independent Auditors' Report

To the Members of

Palash Securities Limited

Report on the Audit of Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS Financial Statements of **M/s. Palash Securities Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its Subsidiaries together referred to as "the Group") and its associate which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year ended and notes to the consolidated Ind AS financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of the other auditors on separate financial statements of the subsidiaries and associate referred to in the "Other Matters" section of our report below, aforesaid Consolidated Ind AS 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 Companies (Indian Accounting Standard) Rules 2015, as amended ("Ind AS") and other accounting principles generally accepted in India of the consolidated state of affairs of the Group and its associate as at March 31, 2026 and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated Ind AS Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements" section of our report. We are independent of the Group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated Ind AS Financial Statements under the provisions of the Companies Act, 2013 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, and the audit evidence obtained by the other auditors in terms of their reports referred to in the "Other Matters" section of our report below, is sufficient and appropriate to provide a basis for our opinion on the Consolidated Ind AS Financial Statements.

Emphasis of Matter Paragraph

We draw your attention to Note No. 40 of the accompanying Consolidated Ind AS Financial Statements where the associate company, M/s Morton Foods Limited (MFL) indicates the fact that the MFL has incurred a net loss before tax of Rs. 1,668.76 Lakhs during the year ended 31st March 2026 and as of that date the MFL's net worth is substantially eroded. The same has not been audited by us. These conditions indicate the existence of material uncertainty on the MFL's ability to continue as a going concern. However, the financial statements of MFL has been prepared on a going concern basis based on the reason stated in the aforesaid note.

Our Opinion is not modified in respect of this matter.

Key Audit Matters

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

This section of auditor's report is intended to describe the matters communicated with those charged with governance that the auditor has determined, in the auditor's professional judgement, were of most significance in the audit of the Consolidated Ind AS Financial Statements and the auditor has determined that there are no matters to report.

Information other than the Consolidated Ind AS Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, for example, Board of Director's Report, Report on Corporate Governance, Management Discussion & Analysis Report, Business Responsibility Report, Shareholder information, etc., but does not include the Consolidated Financial Statements, Standalone Financial Statement and our auditor's report thereon.

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

In connection with our audit of Consolidated Ind AS Financial Statements, our responsibility is to read the other information compare with the financial statements of the subsidiaries and associate, audited by the other auditors to the extent it relates to these entity and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries or associate, is traced from their financial statements audited by other auditors.

If, based on the work we have performed, and based on work done by other auditor, we conclude that there is a material misstatement of this other information, we are to report that fact. We have nothing to report in this regard.

Responsibilities of the Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income , consolidated cash flows and consolidated changes in equity of the group including its associate in accordance with the accounting principles generally accepted in India, including the applicable Indian Accounting Standards (IND AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules , 2015, as amended.

The respective Board of Directors of the companies included in the Group and its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the group and its associate and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS Financial Statements, the respective Board of Directors of the Company and of its subsidiary and associate company are responsible for assessing the ability of the respective company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of group and of its associate.

Auditor's Responsibilities for the audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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 Consolidated Ind AS Financial Statements.

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

- Identify and assess the risks of material misstatement of the Consolidated Ind AS 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.
- 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 an opinion on internal financial control with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls based on our audit.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of Board of Directors' 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 ability of the Group and its associate 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 Consolidated Ind AS 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 Group and its associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS Financial Statements, including the

disclosures, and whether the Consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate to express an opinion on the Consolidated Ind AS Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the Consolidated Ind AS Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Ind AS Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Ind AS 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 effect of any identified misstatements in the Consolidated Ind AS Financial Statements.

We communicate with those charged with governance of the Holding Company of which we are the independent auditors 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

The Consolidated Financial Statements includes the Audited Financial Statements and other Financial information, in respect of 4 subsidiaries (Except Champaran Marketing Company Limited which has been audited by us) including Morton Foods Limited (MFL), (which was a subsidiary up to 17th November 2025 and thereafter became an Associate pursuant to loss of control as stated in Note No.45 to the accompanied consolidated financial statement) whose financial statements reflect total assets of Rs.38,254.69 Lakhs as at March 31, 2026, total income of Rs. 4,803.69 Lakhs, total net profit after tax of Rs. (667.70) Lakhs, total comprehensive income of Rs. (10,322.81) Lakhs and net cash inflows/(outflows) amounting to Rs. (458.41) Lakhs for the year ended March 31,2026, as considered in the Consolidated Ind AS Financial Statements which have been audited by other Auditors whose reports have been furnished to us by the Holding Company's Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of such auditors.

The Consolidated financial statements also include Group's share of net profit/(loss) after tax of Rs. (550.27) Lakhs, total comprehensive income of Rs. (554.01) Lakhs for the year ended March 31, 2026 as considered in the Consolidated Ind AS Financial Statements in respect of Morton Foods Limited, the associate (w.e.f 18th November 2025 Refer 45 to the accompanied consolidated financial statement), whose financial statement have been audited by other auditor whose reports have been furnished to us by the Management of the Holding company and our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on the report of the other auditor.

Our opinion on the consolidated Ind AS financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to our reliance on the work done and the reports of the other auditors and the financial statements.

Report on other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of audit report of the other auditors on separate financial statements of the subsidiaries and associate as noted in the 'Other Matter' paragraph above, we report to the extent applicable 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 of the aforesaid Consolidated Ind AS Financial Statements.

b) In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except for the matters stated in the paragraph h. vi. below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements.

d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries and associate, incorporated in India, none of the directors of the companies in the Group and associate incorporated in India is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) The modifications, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above and paragraph h. vi. below on reporting under Rule 11(g).

g) With respect to the adequacy of the internal financial controls over financial reporting with reference to Consolidated Ins AS Financial Statements and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"** which is based on the auditors' reports of the Holding company and its subsidiaries and associate incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us no remuneration has been paid to the directors by the Holding Company. Further based on the auditor's reports of other auditors the remuneration paid/provided during the current year by subsidiary companies and associate company is in accordance with the provisions of Section 197 of the Companies Act, 2013 to the extent applicable.

i) With respect to the other matters to be included in the Auditor's Report in accordance with the Rule 11 of the Companies

(Audit and Auditors) rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements of such subsidiaries and associate, as noted in the 'Other matter' paragraph:

i. The Consolidated Financial Statements disclose the impact of pending litigations as at 31st March 2026 on the consolidated financial position (Refer Note 39 to the Consolidated Financial Statement).

ii. The Group and associate did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries and associate.

iv. (a) The respective Managements of the Holding Company and its subsidiaries and associate incorporated in India, whose financial statements have been audited under the act, have represented to us and to the other auditors of such subsidiaries and associate that, to the best of its knowledge and belief, 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 Holding Company or any of such subsidiaries or associate to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding company or any of such subsidiaries or associate ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The respective Managements of the Holding Company and its subsidiary and associate companies which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, that, to the best of its knowledge and belief, other than as disclosed in financial statements, no funds have been received by the Holding Company or any of such subsidiaries or associate from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries or associate shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries and associate whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or other auditors to believe that the representations under Report on Other Legal and Regulatory Requirements paragraph (h)(iv) (a)&(b) above, contain any material misstatement.

v. (a) In our opinion and according to the information and explanations given to us, the Holding Company and associate company has neither declared nor paid any dividend during the current financial year. Further, the Holding and associate Company have also not proposed any dividend for the current financial year.

(b) The dividend declared and/or paid during the year by the subsidiary companies is in compliance with section 123 of the Companies Act, 2013 to the extent applicable. Further, the dividend proposed by subsidiary companies for the current financial year which is subject to approval of the members of ensuing Annual General Meeting is in accordance with section 123 of the Companies Act, 2013 to the extent it applies to declaration of dividend.

vi. Based on our examination which included test checks, and as reported by the other auditors of subsidiaries and associate whose financial statements have been audited under the Act, we report that the Holding company, its subsidiaries and associate have used accounting software for maintaining its books of accounts for the financial year ended 31st March 2026, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year ***except for the matters stated in the paragraph below*** for all relevant transactions recorded in the software. Further, during the course of our audit, we and the respective other auditors, whose reports have been furnished to us by the management of the Holding Company, have not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Holding Company and its subsidiary and associate companies, as per the statutory requirements for record retention except the following instance:

- In case of the associate company M/s. Morton Foods Limited (MFL), not audited by us, the other auditor reported that in Respect of SAP S/4 HANA ERP, the audit trail feature at the data base level was enabled with effect from 25 August 2025 and has been preserved since then. Accordingly, the database-level audit trail was not maintained for the period from 1 April 2025 to 24 August 2025.
- In respect of another software TMI Payroll (SaaS) Application used by M/s. Morton Foods Limited (MFL), for maintaining payroll records, they reported that they were unable to obtain sufficient appropriate audit evidence regarding the operation of the audit trail (edit log) feature throughout the year, restriction of access to audit trail records, existence of audit trail at the database level, non-editability of audit trail records, and preservation of audit trail in accordance with the statutory requirements for record retention, as the SOC 1 Type II Report made available to them did not contain conclusive evidence in respect of these matters. Accordingly, they are unable to comment on the Company's compliance with the requirements of Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 in respect of the said application.

(Refer Note 50 to the Consolidated Financial Statement)

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us on the standalone financial statements of the Holding Company and based on our consideration of CARO reports issued by respective auditors of the subsidiaries and associate, included in the Consolidated Financial Statements, to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that there are certain remarks included in their reports under Companies (Auditor's Report) Order,2020 ("CARO"), which have been reproduced as per the requirement of the Guidance Note on CARO:

Sl. No.	Name of the Entities	CIN	Holding Company / Subsidiary / Associate/Joint venture	Clause No. of the CARO Report
1	Palash Securities Limited	L74120UP2015PLC069675	Holding Company	Clause(i)(c)
2	Morton Foods Limited (Formerly known as Allahabad Canning Limited)	U15122UP2015PLC069645	Associate Company (w.e.f November 18, 2025)	Clause(i)(c) Clause (ii)(b) Clause (vii)(b) Clause(xvii) Clause(xix)
3	Hargaon Properties Limited	U70101WB2003PLC097280	Subsidiary Company	Clause (xvii)

For, **Agrawal Subodh & Co.**
Chartered Accountants
Firm's Registration No – 319260E

Prosanta Mukherjee
Partner
Membership No. – 053651
UDIN: 26053651POFSYU6332

Place: Kolkata
Date: 15th May 2026

Annexure – A

to the Independent Auditors' Report on the Consolidated Ind AS Financial Statements of Palash Securities Limited as on 31st March 2026

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section our report of even date addressed to the members of Palash Securities Limited on the Consolidated Ind AS financial statements as on 31st March, 2026)

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

In conjunction with our audit of the Consolidated Ind AS Financial Statements of **Palash Securities Limited** as of and for the year ended 31 March, 2026, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of **Palash Securities Limited** (hereinafter referred to as the "Holding Company") and its subsidiary companies (The Holding Company and its subsidiary together referred to as "the Group") and its associate which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Management of the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to the consolidated Ind AS financial statements based on internal control over financial reporting criteria established by the respective company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 the respective companies' 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to the Consolidated Ind AS Financial Statements of the Holding Company, its Subsidiary Companies, and its Associate Company, which are companies incorporated in India, 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") issued by ICAI and the Standards on Auditing ("SA"), prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Consolidated Ind AS Financial Statements. Those SAs 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 with reference to consolidated Ind AS financial statements 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 with reference to the Consolidated Ind AS Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Consolidated Ind AS Financial Statements included obtaining an understanding of internal financial controls with reference to the Consolidated Ind AS Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and associate in terms of their reports referred to in the 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Ind AS Financial Statements of the Holding Company, its subsidiary companies and its associate, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to Consolidated Ind AS Financial Statements

A company's internal financial control with reference to Consolidated Ind AS Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Consolidated Ind AS Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the Consolidated Ind AS Financial Statements 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 Consolidated Ind AS 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 with reference to Consolidated Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Consolidated Ind AS Financial Statements, 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 with reference to the Consolidated Ind AS Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Consolidated Ind AS Financial Statements 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 to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Holding Company, its subsidiary companies and its associate which are companies incorporated in India, have maintained, in all material respects, an adequate internal financial controls system with reference to Consolidated Ind AS Financial Statements and such internal financial controls with reference to Consolidated Ind AS Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial controls with reference to Consolidated Ind AS Financial Statements established by the respective companies, 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).

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the Internal Financial Controls with reference to Consolidated Ind AS Financial Statements, in so far as it relates to the subsidiary companies and associate, which are companies incorporated in India, is based solely on the corresponding reports of the auditor of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For, **Agrawal Subodh & Co.**
Chartered Accountants
Firm's Registration No – 319260E

Prosanta Mukherjee
Partner
Membership No. – 053651
UDIN: 26053651POFSYU6332

Place: Kolkata
Date: 15th May 2026

Consolidated Balance Sheet as on 31 March 2026

₹ in lakhs

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
1. Financial Assets			
(a) Cash and Cash Equivalents	4	65.65	832.01
(b) Bank Balances other than (a) above	5	919.83	230.83
(c) Receivables			
(I) Trade Receivables	6	-	328.25
(d) Investments	7	51,056.87	60,894.29
(e) Other Financial Assets	8	17.64	54.05
Total Financial Assets		**52,059.99**	**62,339.43**
2. Non-financial Assets			
(a) Inventories	9	-	1,568.76
(b) Current Tax Assets (net)	10	73.65	92.45
(c) Investment Property	11	44.15	49.62
(d) Property, Plant and Equipment	12	108.07	4,674.53
(e) Capital Work-in Progress	13	131.21	-
(f) Intangible Assets	14	-	19.77
(g) Other Non-financial Assets	15	7.33	160.95
Total Non-financial Assets		**364.41**	**6,566.08**
TOTAL ASSETS		**52,424.40**	**68,905.51**
LIABILITIES AND EQUITY			
LIABILITIES			
1. Financial Liabilities			
(a) Payables			
(I) Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises	16	-	112.46
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	16	5.00	844.19
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises	16	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	16	1.36	-
(b) Borrowings (Other than Debt Securities)	17	10.00	2,439.20
(c) Other Financial Liabilities	18	-	264.05
Total Financial Liabilities		**16.36**	**3,659.90**
2. Non-financial Liabilities			
(a) Provisions	19	-	37.58
(b) Deferred Tax Liabilities (net)	20	4,030.59	4,773.92
(c) Other Non-financial Liabilities	21	0.96	82.75
Total Non-financial Liabilities		**4,031.55**	**4,894.25**
Total Liabilities		**4,047.91**	**8,554.15**
EQUITY			
(a) Equity Share Capital	22	1,000.31	1,000.31
(b) Other Equity	23	47,376.18	57,707.44
Equity attributable to owners of the Company		48,376.49	58,707.75
(c) Non-controlling interest	24	-	1,643.61
Total Equity		**48,376.49**	**60,351.36**
TOTAL LIABILITIES AND EQUITY		**52,424.40**	**68,905.51**
Summary of material accounting policies	3		
See accompanying notes forming part of the financial statements	4 - 52		

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Consolidated Statement of Profit and Loss for the year ended 31 March 2026

₹ in lakhs

Particulars		Notes	Year ended 31 March 2026	Year ended 31 March 2025
I.	**Revenue from Operations**			
	(i) Interest Income	25	52.91	37.30
	(ii) Dividend Income		339.39	362.51
	(iii) Net gain on fair value changes	26	-	17.55
	(iv) Sale of Products	27	4,531.55	4,465.65
	Total Revenue from Operations		**4,923.85**	**4,883.01**
II.	**Other Income**			
	(i) Rental Income		35.69	36.73
	(ii) Other Income	28	2,433.90	33.94
	Total Other Income		**2,469.59**	**70.67**
III.	**Total Income (I + II)**		**7,393.44**	**4,953.68**
IV.	**Expenses**			
	(i) Finance Costs	29	179.08	297.60
	(ii) Fees and Commission Expense	30	8.18	8.42
	(iii) Cost of Materials Consumed	31	1,521.84	1,121.70
	(iv) Purchases of Stock-in-trade		992.00	1,419.76
	(v) Changes in Inventories of Finished goods, Stock-in-trade and Work-in-progress	32	59.68	(450.58)
	(vi) Employee Benefits Expenses	33	1,104.61	1,291.22
	(vii) Net loss on fair value changes	34	19.63	-
	(viii) Depreciation and Amortisation	35	41.00	59.90
	(ix) Other Expenses	36	1,623.21	2,955.95
	Total Expenses		**5,549.23**	**6,703.97**
V.	**Profit / (Loss) before Share of Loss of Associates and Tax (III + IV)**		**1,844.21**	**(1,750.29)**
VI.	**Share of Loss of Associates**		**(550.27)**	**-**
VII.	**Profit / (Loss) before Tax (V + VI)**		**1,293.94**	**(1,750.29)**
VIII.	**Tax expense**	37		
	Current tax		106.47	136.15
	Provision for tax related to earlier years		15.32	(122.31)
	Deferred tax		0.47	1.06
	Total Tax expense		**122.26**	**14.90**
VII.	**Profit / (Loss) for the year (V - VI)**		**1,171.68**	**(1,765.19)**
VIII.	**Other Comprehensive Income**			
	(A) Items that will not be reclassified to profit or loss			
	(a) Remeasurement of defined benefit liability		(0.25)	20.72
	(b) Equity investments through other comprehensive income - net change in fair value		(13,128.69)	12,385.93
	(c) Income tax relating to items that will not be reclassified to profit or loss		1,194.33	(2,124.00)
	(B) Share of Other Comprehensive Income in an Associate		(3.74)	-
	Other comprehensive income for the year, net of income tax (A+B)		**(11,938.35)**	**10,282.65**
IX.	**Total comprehensive income for the year (VII + VIII)**		**(10,766.67)**	**8,517.46**
X	**Profit / (Loss) for the year attributable to:**			
	Owner of the Company		1,606.97	(1,266.48)
	Non-Controlling Interest		(435.29)	(498.71)
			1,171.68	**(1,765.19)**
XI	**Other comprehensive income for the year attributable to:**			
	Owner of the Company		(11,938.23)	10,274.37
	Non-Controlling Interest		(0.12)	8.28
			(11,938.35)	**10,282.65**
XII	**Total comprehensive income attributable to:**			
	Owner of the Company		(10,331.26)	9,007.89
	Non-Controlling Interest		(435.41)	(490.43)
			(10,766.67)	**8,517.46**
XIII.	**Earnings per equity share**	38		
	[Nominal value per equity share ₹10 each]			
	(a) Basic (₹)		16.06	(12.66)
	(b) Diluted (₹)		16.06	(12.66)
Summary of material accounting policies		3		
See accompanying notes forming part of the financial statements		4 - 52		

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Consolidated Statement of Changes in Equity for the year ended 31 March 2026

A. Equity Share Capital

Particulars	Notes	As at 31 March 2026		As at 31 March 2025	
		No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Balance at the beginning of the year	22	1,00,03,102	1,000.31	1,00,03,102	1,000.31
Change in equity share capital during the year		-	-	-	-
Balances at the end of the year	22	1,00,03,102	1,000.31	1,00,03,102	1,000.31

B. Other Equity

₹ in lakhs

Particulars	Reserves and Surplus					Items of OCI		Non-Controlling Interests	Total
	Capital Reserve	Capital Redemption Reserve	General Reserve	Reserve Fund	Retained Earnings	Revaluation Surplus - Land	Equity instruments through OCI		
Balance as at 1 April 2025	**1,641.99**	**175.00**	**324.50**	**1,248.14**	**(77.78)**	**2,070.44**	**52,325.15**	**1,643.61**	**59,351.05**
Derecognition due to loss of control [Note 45]	-	-	-	-	-	-	-	(1,208.20)	(1,208.20)
Transfer of Capital Reserve and Revaluation Surplus to Retained Earnings due to loss of control [Note 45]	(3.88)	-	-	-	2,074.32	(2,070.44)	-	-	-
	1,638.11	**175.00**	**324.50**	**1,248.14**	**1,996.54**	**-**	**52,325.15**	**435.41**	**58,142.85**
Total comprehensive income for the year									
- Profit / (Loss) for the year	-	-	-	-	1,606.97	-	-	(435.29)	1,171.68
- Remeasurement of defined benefit liability	-	-	-	-	(0.13)	-	-	(0.12)	(0.25)
- Net change in fair value of Equity investments	-	-	-	-	-	-	(11,934.36)	-	(11,934.36)
Total comprehensive income	**-**	**-**	**-**	**-**	**1,606.84**	**-**	**(11,934.36)**	**(435.41)**	**(10,762.93)**
Transfer to Reserve Fund from Retained Earnings	-	-	-	65.10	(65.10)	-	-		-
Share of Other Comprehensive Income of an Associate (net of tax)	-	-	-	-	(3.74)	-	-	-	(3.74)
Balance as at 31 March 2026	**1,638.11**	**175.00**	**324.50**	**1,313.24**	**3,534.54**	**-**	**40,390.79**	**-**	**47,376.18**
Balance as at 1 April 2024	**1,643.35**	**175.00**	**324.50**	**1,248.14**	**(968.07)**	**2,794.62**	**42,063.22**	**710.68**	**47,991.44**
Adjustment for changes in ownership interests	(1.36)	-	-	-	2,144.33	(724.18)	-	1,423.36	2,842.15
	1,641.99	175.00	324.50	1,248.14	1,176.26	2,070.44	42,063.22	2,134.04	50,833.59
Total comprehensive income for the year									
- Profit / (Loss) for the year	-	-	-	-	(1,266.48)	-	-	(498.71)	(1,765.19)
- Remeasurement of defined benefit liability	-	-	-	-	12.44	-	-	8.28	20.72
- Net change in fair value of Equity investments	-	-	-	-	-	-	10,261.93	-	10,261.93
Total comprehensive income	**1,641.99**	**175.00**	**324.50**	**1,248.14**	**(77.78)**	**2,070.44**	**52,325.15**	**1,643.61**	**59,351.05**
Transfer to Reserve Fund from Retained Earnings	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2025	**1,641.99**	**175.00**	**324.50**	**1,248.14**	**(77.78)**	**2,070.44**	**52,325.15**	**1,643.61**	**59,351.05**

See accompanying notes forming part of the financial statements

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Consolidated Statement of Cash Flow for the year ended 31 March 2026

₹ in lakhs

	Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(A)	CASH FLOW FROM OPERATING ACTIVITIES:		
	Profit before tax	**1,293.94**	**(1,750.29)**
	Adjustments for:		
	Unspent liabilities, Provision no longer required and Unclaimed balances written back	(13.54)	(11.74)
	Contingent Provision against Standard Assets written back	-	(15.12)
	Gain on Loss of Control	(2,413.64)	-
	Share of Loss of Associates	550.27	-
	Net (gain)/ loss on fair value changes - Unrealised	19.63	(17.55)
	Gain on cancellation of lease	-	(2.48)
	Finance Costs	179.08	297.60
	Loss on sale of Investment	-	662.90
	Depreciation and Amortisation	41.00	59.90
	Provision for Warranties and Claims	7.73	11.25
	Provision for Bad and Doubtful Debts	-	184.75
		(335.53)	**(580.78)**
	Working capital adjustments:		
	(Increase) / Decrease in Receivables	(568.99)	14.71
	(Increase) / Decrease in Other Financial Assets	(9.36)	10.29
	(Increase) / Decrease in Other Bank Balances	(689.00)	767.59
	(Increase) / Decrease in Inventories	(87.17)	(534.60)
	(Increase) / Decrease in Other Non-financial Assets	(20.80)	(72.99)
	(Decrease) / Increase in Payables	207.57	(22.36)
	(Decrease) / Increase in Other Financial Liabilities	(90.76)	45.35
	(Decrease) / Increase in Provisions	(10.11)	(3.75)
	Increase / (Decrease) in Other Non-financial Liabilities	(81.90)	(13.57)
	Cash (used in) / generated from Operations	**(1,686.06)**	**(390.11)**
	Income tax paid (net)	(104.12)	(97.24)
	Net Cash (used in) / generated from Operating Activities	**(1,790.18)**	**(487.35)**
(B)	CASH FLOW FROM INVESTING ACTIVITIES:		
	Payments for purchase of investments	(175.00)	(1,286.17)
	Proceeds from Sale of Investments	-	1,025.42
	Acquisition of Property, Plant and Equipment / Other Intangible Assets	(189.30)	(52.00)
	Net Cash generated from / (used in) Investing Activities	**(364.30)**	**(312.75)**

Consolidated Statement of Cash Flow *(Contd.)* for the year ended 31 March 2026

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(C) CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of equity share by a subsidiary	-	2,532.18
Repayment of Inter-corporate deposit	-	(1,550.00)
Inter-corporate deposit received from others	(948.00)	958.00
(Repayments of) / Proceeds from Current Borrowings (repayable on demand) (net)	2,535.69	10.20
Finance Costs	(173.43)	-
Repayment of Lease liabilities	(2.41)	(7.90)
Interest on Lease liabilities paid	(5.65)	(8.02)
Other Interest paid	(6.96)	(338.28)
Net Cash generated from / (used in) Financing Activities	**1,399.23**	**1,596.18**
Net Changes in Cash & Cash Equivalents (A + B + C)	**(755.24)**	**796.08**
Decrease in cash on account of loss of control of subsidiary (Note 45)	(11.12)	-
Cash & Cash Equivalents at the beginning of the year	832.01	35.93
Cash & Cash Equivalents at the end of the year [Note 4]	**65.65**	**832.01**

Change in Liability arising from financing activities

₹ in lakhs

Particulars	As on 1 April 2025	Cash Flow	Change in Fair Value	Derecognition on account of Loss of control	As on 31 March 2026
Borrowings (other than Debt Securities) [Note 17]	**2,439.20**	**1,587.69**	**-**	**(4,016.89)**	**10.00**
Lease Liabilities [Note 18]	**106.34**	**(8.06)**	**5.65**	**(103.93)**	**-**

₹ in lakhs

Particulars	As on 1 April 2024	Cash Flow	Change in Fair Value	Derecognition on account of Loss of control	As on 31 March 2025
Borrowings (other than Debt Securities) [Note 17]	3,021.00	(581.80)	-	-	2,439.20
Lease Liabilities [Note 18]	11.26	84.58	10.50	-	106.34

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in IND AS 7, 'Statement of Cash Flows'.

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026

1. Reporting entity

Palash Securities Limited ('the Company') is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 2013. The registered office of the Company is located at Post Office Hargaon, District Sitapur, Uttar Pradesh 261121. The Company together with its subsidiaries (collectively, the Group), is primarily engaged in investing and dealing etc. in securities mainly of group companies and immovable properties except one subsidiary, which is engaged in food processing business. Its equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE).

The Consolidated financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on 15 May 2026.

2. Basis of preparation

2.1 Statement of compliance

The Group has adhered to all accounting policies in the preparation of these financial statements, ensuring compliance with the Indian Accounting Standards (Ind AS) as prescribed by the Ministry of Corporate Affairs under section 133 of the Companies Act, 2013, in conjunction with the Companies (Indian Accounting Standards) Rules, as amended, and in accordance with Schedule III of the Companies Act, 2013, where applicable. The statement of cash flows which has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows".

Details of the Group's material accounting policies are included in Note 3.

Effective 01st April 2025 the Company has applied the following amendments to existing standards which has been notified by the Ministry of Corporate Affairs ("MCA"):

i. Ind AS 1, Presentation of Financial Statements:

Amendments to Ind AS 1 introduce detailed guidance on the impact of covenants on the classification of liabilities as current or non-current. For FY 2025-26, where a waiver of covenant breach is obtained after the reporting date but before approval of financial statements, the Ind AS carve-out permits non-current classification. The Company has reviewed its borrowings and liabilities and confirmed that no loan covenants exist that affect the current/non-current classification of liabilities as at March 31, 2026. Accordingly, these amendments have no impact on the financial.

ii. Ind AS 7 & Ind AS 107 – Supplier Finance Arrangements :

Amendments to Ind AS 7 (Statement of Cash Flows) and Ind AS 107 (Financial Instruments: Disclosures) introduce new disclosure requirements for supplier finance arrangements, enhancing visibility of financing structures involving suppliers.

The Company has assessed the applicability of these amendments and confirmed that it does not have any supplier finance arrangements (reverse factoring / supply chain finance programs). Accordingly, these amendments have no impact on the financial statements of the Company.

iii. Ind AS 12 – Pillar Two Global Minimum Tax :

Amendments to Ind AS 12 introduce a specific exception for entities to not recognise or disclose deferred tax assets and liabilities related to OECD's Pillar Two global minimum tax rules, with enhanced qualitative and

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

quantitative disclosures about exposure to top-up taxes.

The Company is a domestic entity with no international operations and is not subject to OECD Pillar Two global minimum tax rules. Accordingly, these amendments have no impact on the financial statements."

iv. Ind AS 21 — Lack of Exchangeability :

Amendments to Ind AS 21, effective April 1, 2025, provide guidance on estimating the spot exchange rate when a currency is not exchangeable into another currency.

The Company operates entirely in India with all transactions denominated in Indian Rupees. The Company has no foreign currency transactions, foreign operations, or foreign currency monetary items. Accordingly, these amendments have no impact on the financial statements.

v. Other amendments — Ind AS 101, 108, 109, 115, 28, 32, 10 :

Other standards including Ind AS 101, 108, 109, 115, 10, 28, and 32 have been modified to correct technical inconsistencies, update paragraph references, and clarify transitional provisions.

These are narrow-scope technical amendments. The Company has assessed the impact of these amendments and confirmed that they have no material impact on the recognition, measurement, or disclosure in the financial statements.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company, its subsidiaries and its associate as at 31 March 2026. Significant components of the Group are:

Name	Country of incorporation	% ultimate equity interest	
		31 March 2026	31 March 2025
Subsidiaries			
Morton Foods Limited (upto 17 Nov 2025)	India	-	51.37
Champaran Marketing Company Limited	India	100.00	100.00
Hargaon Investment & Trading Company Limited	India	100.00	100.00
OSM Investment & Trading Company Limited	India	100.00	100.00
Step down Subsidiary			
Hargaon Properties Limited	India	100.00	100.00
Associates			
Morton Foods Limited (w.e.f. 18 Nov 2025)	India	44.95	-

Consolidation procedure:

Investment in Subsidiary

i) Combine on line-by-line basis like items of assets, liabilities, income, expenses and cash flows of the Company with those of its subsidiaries.

ii) Offset (eliminate) the carrying amount of the Company's investment in each subsidiary and equity of each subsidiary and any difference between them is treated as Goodwill / Capital Reserve as the case may be.

iii) Eliminate in full intra-group assets and liabilities, income and expenses and cash flows relating to transactions

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

between entities of the Group. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.

iv) Non-controlling interests in the net assets of subsidiary are identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.

Profit or loss and each component of OCI, reflected in these consolidated financial statements are attributed to the equity holders of the Company.

The consolidated financial statements have been prepared using uniform accounting policies, except stated otherwise, for like transactions and are prepared, to the extent possible, in the same manner as the Company's standalone financial statements. All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Investment in Associates

An Associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. Investment in associates are accounted using the equity method of accounting after initially being recognised at cost.

Under the equity method, an investment in associate is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of profit or loss and other comprehensive income of the associate. Distributions received from an associate reduce the carrying amount of the investment. When the Group's share of losses of an associate exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

The carrying amount of investment in associates is reduced to recognize impairment, if any, when there is objective evidence of impairment.

2.3 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded off to the nearest lakhs, unless otherwise indicated.

2.4 Basis of Preparation

These financial statements are prepared in accordance with the historical cost convention except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the material accounting policies set out below. The financial statements are prepared on a going concern basis using accrual concept except for the statement of cash flows.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

Items		Measurement basis
i)	Certain financial assets and financial liabilities	Fair value
ii)	Employee's defined benefit plan	As per actuarial valuation (present value of defined benefit obligation less fair value of plan assets)

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

2.5 Key accounting estimates and judgements

A. Use of judgements and estimates

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amount of assets, liabilities, income and expenses. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates.

The Group has assessed the materiality of the accounting policy information, which involves exercising judgement and considering both quantitative and qualitative factors by taking into account not only the size and nature of the item or condition but also the characteristics of the transactions, events or conditions that could make the information more likely to impact the decisions of the users of the financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis, revision to accounting estimates are recognised prospectively.

The management makes various judgements, apart from those involving estimations, that can significantly affect the amounts it recognises in the financial statements. Judgements are applied in determining the followings:

Note 3.17 Determining the fair values of investments.

Information about estimation and assumption uncertainties that have a significant risk of resulting in a material adjustment in the financial statements for the every period ended is included in the following notes:

Note 3.1 Impairment of financial assets: key assumptions used in estimating recoverable cash flows.

Note 3.4 Useful life and residual value of investment property;

Note 3.5 Useful life and residual value of property, plant and equipment;

Note 3.6 & 3.9 Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Note 3.8	Measurement of defined benefit obligations: key actuarial assumptions;
Note 3.12	Recognition of deferred tax assets: availability of future taxable profit against which deductions allowed on payment / other basis can be used;

B. Change in Estimates

The estimates and underlying assumptions are reviewed on an ongoing basis. The effect of change in an accounting estimate is recognized prospectively by including it in profit or loss (a) In the period of the change if the change affects only that period; or (b) the period of the change and future periods, if the change affects both.

However, the change in an accounting estimate that gives rise to changes in assets and liabilities, or relates to an item of equity, is recognized by adjusting the carrying amount of the related asset, liability or equity item in the period of the change.

C. Key Sources of Estimation Uncertainty

Key assumption concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as given below.

C.1 Provisions for Income Tax and Deferred Tax

The income tax expense or benefit for the period includes the tax due on the current period's taxable income at the rates prescribed by the Income Tax Act, 1961, adjusted for any changes in deferred tax assets and liabilities arising from temporary differences and unutilized tax losses. Revenue, costs, allowances, and disallowances are allocated based on judgements informed by relevant rulings to determine the income tax provision.

C.1.1 Current Tax

Current tax assets and liabilities are measured at the amounts expected to be recovered or paid, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

C.1.2 Deferred Tax

Deferred tax assets and liabilities are measured using the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on the rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax related to items recognized directly in equity or in other comprehensive income is recorded in the same area, matching the transaction that generated the deferred tax. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets against current tax liabilities and they relate to taxes levied by the same tax authority on either the same taxable entity or different taxable entities which intend to settle balances on a net basis. The recognition of deferred tax assets is contingent upon the likelihood of sufficient future taxable profits against which they can be utilized, necessitating significant judgement about possible legal or economic constraints.

C.2 Impairment of Financial Assets

The Group evaluates the carrying value of its investments at amortized cost annually or more frequently if impairment indicators arise. Meanwhile, the Group acknowledges impairment losses for trade receivables that are not considered a financing transaction by employing the expected credit loss model. This model utilizes a provision matrix based

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

on historical credit loss experience. If the recoverable amount is less than the carrying amount, an impairment loss is recorded.

C.3 Impairment of Non-Financial Assets

The Group evaluates, on each reporting date, whether there is any indication that an asset might be impaired. An asset is considered impaired when its carrying amount surpasses its recoverable value, which is the higher of its value in use and its net selling price. The value in use is calculated as the net present value of the expected cash flows over the asset's remaining useful life. To assess impairment, assets are grouped at the lowest levels for which cash inflows are separately identifiable and largely independent of the cash inflows from other assets or groups of assets, known as Cash Generating Units (CGU).

C.4 Claims, Provisions and Contingent Liabilities and Assets

Provisions for loss contingencies related to claims, litigations, assessments, fines, and penalties are recognized when a liability is likely incurred and the amount can be reliably estimated.

A contingent liability is considered when there is a possible but not probable obligation, or a present obligation that may not likely result in an outflow of resources, or a present obligation that cannot be reliably quantified. Contingent liabilities are not provided for but are disclosed in the notes to the financial statements unless the outflow of resources is considered remote.

Contingent assets are not recorded in the financial statements but are disclosed when an inflow of economic benefits is likely.

C.5 Measurement of Fair value

In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36 – Impairment of Assets. In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs for the asset or liability that are not based on observable market data (unobservable inputs).

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the Group considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

C.6 Useful lives of property, plant and equipment and investment property

Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of IT equipment, software and other plant and equipment. This reassessment may result in change in depreciation expense in future periods.

C.7 Employee's defined benefit plan

The determination of Group's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the Notes to the consolidated financial statements.

3. Material accounting policies

3.1 Financial instruments

Recognition and initial measurement

Receivables issued are initially recognised when they are originated. All other financial assets and liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

i) Financial assets

On initial recognition, a financial asset is classified and measured at:

- Amortised cost; or
- Fair value through other comprehensive income (FVOCI); or
- Fair value through profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

ii) Financial assets at amortised cost

A financial assets is measured at amortised cost if it meet both of the following conditions and is not designated as at FVTPL:

- The financial asset is held within a business model with the objective to hold financial assets in order 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 (SPPI) on the principal amount outstanding.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The details of these conditions are outlined below.

Business model assessment

The Group determines its business model at the level that best reflects how it manages the Group's of financial assets to achieve its business objective.

The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed;
- How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected);
- The expected frequency, value and timing of sales are also important aspects of the Group's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The SPPI test

As a second step of its classification process the Group assesses the contractual terms of financial to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium / discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

iii) Financial assets at FVOCI

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment-by-investment basis.

Financial assets are measured at the FVOCI if both of the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Financial assets included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI).

iv) Financial assets at FVTPL

All financial assets which do not meet the criteria for categorisation as at amortised cost or FVOCI as described above are classified as at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

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 SPPI.

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 SPPI, the Group 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 Group 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 Group'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, which may include reasonable additional compensation for early termination of the contract. 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

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

v) Financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost	"These assets are subsequently measured at amortised cost using the effective interest method (EIR). The amortised cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is recognised in Statement of Profit and Loss."
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of Profit and Loss.
Financial assets at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in Statement of Profit and Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to Statement of Profit and Loss.

vi) Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL.

vii) Financial liabilities at FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss.

viii) Financial liabilities at amortised cost

Deposits, subordinated liabilities and other financial liabilities are subsequently measured at amortised cost using the effective interest (EIR) method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss.

Any gain or loss on derecognition is also recognised in Statement of Profit and Loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

Derecognition

i) Financial assets

The Group derecognises 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 Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised 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 derecognised.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

ii) Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

The Group also derecognises 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 recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Statement of Profit and Loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Impairment

i) Impairment of financial assets

At each reporting date, the Group assess whether financial assets, than those at FVTPL are credit-impaired. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more; or
- it is probable that the borrower will enter bankruptcy or other financial reorganisation.

The Group recognises loss allowances using the expected credit losses (ECL) model for the financial assets which are fair valued through profit or loss.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in Statement of Profit and Loss.

In case of receivables, the Group follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Group to track changes in credit risk. The Group calculates the expected credit losses on receivables using a provision matrix on the basis of its historical credit loss experience.

For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(a) *Measurement of expected credit losses*

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

(b) *Presentation of allowance for expected credit losses in the balance sheet*

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(c) *Write-off*

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) *Impairment of non-financial assets*

The Group's non-financial assets, other than biological assets, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are combined together into cash-generating units (CGUs). Each CGU represents the smallest Group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Group's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or Group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

3.2 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

Bank deposits maturing after 3 months but within 12 months of the reporting date are classified as Bank Balances other than cash and cash equivalents (see Note 5).

3.3 Inventories

Raw Materials, stores and spares are valued at lower of cost and net realizable value. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost. Cost of raw materials and stores and spares is determined on annual weighted average method / moving average method.

Work-in-progress, finished goods and Traded goods are valued at lower of cost and net realizable value. Work-in-progress and Finished goods include cost of conversion and other costs incurred in bringing the inventories to their present location and condition based on normal operating capacity. Cost is determined on weighted average basis.

The comparison of cost and net realisable value is made on an item-by-item basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Assessment of net realizable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realizable value because of changed economic circumstances, the amount so written-down is adjusted in terms of policy as stated above.

3.4 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated using the straight–line method to write down the cost of investment properties to their residual values over their estimated useful lives. Land recognised as investment properties is not depreciated.

The Group depreciates building components of investment property over 5 to 60 years from the date of original purchase.

The Group, based on technical assessment made by management's expert and management estimate, depreciates the

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

building components of investment property over their estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Though the Group measures investment property using cost model, the fair value of investment property is disclosed in the notes. Fair values are determined based on technical assessment made by management's expert.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount (net) of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property, the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use.

3.5 Property, plant and equipment

Property plant and equipment is stated at cost excluding the costs of day–to–day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates.

Cost of an item of property, plant and equipment acquired comprises its purchase price , including import duties and non-refundable purchase taxes (after deducting discounts and rebates) , any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

If Significant part of an item of Property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Depreciation is calculated using the straight–line method to write down the cost of property, plant and equipment to their residual values over their estimated useful lives. Land recognised as properties, plant and equipment is not depreciated.

The Group depreciates property, plant and equipment over the useful life prescribed in Schedule II to the Companies Act, 2013.

The estimated useful lives are, as follows:

- Buildings	30 years
- Furniture and Fixtures	10 years
- Computer and Data Processing Equipment	3 years
- Plant and Equipment	15 years
- Vehicles	8 years

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

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

3.6 Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Group 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. The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Expected future operating losses are not provided for.

3.7 Lease

As a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

The right-of-use assets are disclosed in Property, plant and equipment (see Note 12).

(b) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification,

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Lease liabilities are included in other financial liabilities (see Note 17).

Short-term lease and lease of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of twelve months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of offices, equipment, etc. that are of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

As a lessor

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessor will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Group is the lessor.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3.8 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 recognised for the amount expected to be paid, if the Group 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.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Statement of Profit and Loss in the periods during which the related services are rendered by employees. The Group makes specified periodically contribution to Provident / Pension funds as the defined contribution plans.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of defined benefit

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plans ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in Other comprehensive income (OCI). The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Statement of profit and Loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The contributions are deposited with the Life Insurance Corporation of India based on information received by the Group. When the benefits of a plan are improved, the portion of the increased benefit related to past service by employees is recognised in Statement of Profit and Loss on a straight-line basis over the average period until the benefits become vested.

Compensated absences

The employees of the Group are entitled to compensated absences which are both accumulating and non-accumulating in nature.

The expected cost of accumulating compensated absences is measured on the basis of an annual independent actuarial valuation using the projected unit credit method, for the unused entitlement that has accumulated as at the balance sheet date. Remeasurement gains or losses are recognised in the Statement of Profit and Loss in the period in which they arise.

Non-accumulating compensated absences are recognised in the period in which the absences occur.

3.9 Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is possible. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognised in the financial statements but disclosed, where an inflow of economic benefit is probable.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

3.10 Revenue Recognition

Interest income

Interest income is recognised in the statement of Profit and Loss using effective interest rate (EIR) on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVTOCI) except for those classified as held for trading.

The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Group recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through Interest income in the statement of profit and loss.

Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

Dividend income

Dividend income (including from investment at FVOCI) is recognised when the Group receives it. It is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

Trading income

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

Sale of Goods

Revenue from the sale of goods is recognized when the Group transfers control along with risk, and rewards of the goods to the customer according to the contract terms, without retaining effective ownership, usually coinciding with delivery. Revenue is measured at the fair value of the consideration received or receivable, determined by the contractual transaction price adjusted for discounts, commissions, rebates, and imputed interest at the time of sale. The Group assesses if the contract contains other promises that are separate performance obligations requiring allocation of a portion of the transaction price. In calculating the transaction price, the Group considers variable consideration, significant financing components, non-cash considerations, and customer payments, if any.

Revenue is measured at the transaction price net of returns, discounts, volume rebates, and outgoing sales taxes, including goods and service tax. The Group recognizes revenue when it can reliably measure the revenue amount and it is probable that future economic benefits will flow to the Group, irrespective of the payment timing. Since the period between transferring the promised goods to the customer and the customer's payment is typically one year or less, financing components are not considered.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Taxes collected by the Group on the government's behalf, clearly identified on sales documents, are excluded from revenue.

Some contracts grant customers the right to return goods. The Group employs the expected value method to estimate returns, as it most accurately forecasts the variable consideration it will not receive. In line with Ind AS 115 "Revenue from Contracts with Customers," estimates of variable consideration are constrained to ascertain the amount to be deducted from the transaction value for goods anticipated to be returned, leading to the derecognition of associated receivables. Additionally, an asset for the right of return is recognized, along with a corresponding inventory adjustment, for the right to reclaim products from a customer.

Contract with customer

"Revenue from sale of products is recognized when property in the goods and significant risk and rewards are transferred and no effective ownership control is retained, which generally co-insides with delivery. Revenue is measured at fair value of consideration received or to be received. Fair value is determined based on contractual transaction price adjusted with discount/ commission/ rebates/ imputed interest etc at the time of sale.

As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are taken into account.

The taxes collected by the Company on behalf of the Government and specifically identified as such on the sales documents is excluded from the revenue.

Certain contracts provide a customer with a right to return the goods. The Company uses the expected value method to estimate the goods that will be returned because this method best predicts the amount of variable consideration to which the Company will not be entitled. The requirements of Ind AS 115 "Revenue from Contracts with Customers" on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that are to be excluded from the value of goods delivered but are expected to be returned by de-recognizing the related receivables. A right of return asset (and corresponding adjustment to change in inventory is also recognized for the right to recover products from a customer)."

3.11 Expenses

All expenses are accounted for on accrual basis.

3.12 Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognised in the Statement of profit and Loss except to the extent that it relates to a business combination, or items recognised 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 end of the reporting period.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to off set current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax liabilities / assets on change in fair value of investments not part of the profit or loss are recognised through OCI.

3.13 Trade Payables

Trade payables represent liabilities for goods and services provided to the Group and are unpaid at the reporting period. The amounts are unsecured and usually paid within time limits as contracted. Trade and other payables are presented as current liabilities unless the payment is not due within 12 months after the reporting period. They are recognised initially at their transactional value which represents the fair value and subsequently measured at amortised cost using the effective interest method wherever applicable.

3.14 Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the goods and services tax paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable;

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

- When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

3.15 Earnings per share

Basic earnings per share is 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 period.

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

3.16 Dividend on ordinary shares

The Group recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

3.17 Determination of fair values

Fair values have been determined for measurement and disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

i) Financial assets

Financial assets are initially measured at fair value. If the financial asset is not subsequently accounted for at fair value through profit or loss, then the initial measurement includes directly attributable transaction costs. These are measured at amortised cost or at FVTPL or at FVOCI.

Investments in equity instruments are measured at FVOCI and combination of different methodologies i.e. discounted cash flow method, comparable companies method and net assets method with different weightage has been used for fair valuations of investment in unquoted securities.

ii) Trade and other receivables

The fair values of trade and other receivables are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

iii) Financial liabilities

Financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

3.18 Intangible assets

Intangible assets including Computer software are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and impairment loss, if any. Intangible assets are amortised on straight line method basis over the estimated useful life. Estimated useful life of the computer software is considered as 5 years.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in Statement of Profit and Loss as incurred.

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted, if appropriate.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

3.19 Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

3.20 Segment information

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments and its operating results are reviewed regularly by the management to make decisions about resources to be allocated to the segments and assess their performance.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

4. Cash and cash equivalents

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks		
- Current accounts	61.65	830.48
Cash on hand	4.00	1.53
	65.65	**832.01**

5. Bank balance other than cash and cash equivalent

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Bank deposits having orignal maturity of more than three months but less than twelve months from reporting date	919.83	230.83
	919.83	**230.83**

6. Receivables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Trade Receivables		
- considered good and secured	-	0.06
- considered good and unsecured	-	335.28
- having significant increase in credit risk	-	114.65
	-	**449.99**
Less: Loss allowance		
Trade Receivables - having significant increase in credit risk	-	121.74
	-	**328.25**

(a) No debt is due by directors or other officers of the Group or any of them either severally or jointly with any other person or firms including limited liability partnership (LLPs) or private companies respectively in which any director is a partner or a director or a member.

(b) The Group's exposure to credit risks and loss allowances related to trade receivables are disclosed in Note 46(C).

(c) The Trade receivables of MFL included above were hypothecated against borrowings [Note 17]. However, due to loss of control over the subsidiary during the year (Refer Note 45), the Group has derecognised such Trade Receivables as on 17 Nov 2025.

(d) Receivables ageing schedule:

₹ in lakhs

Particulars	Outstanding for following years from due dates of payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As on 31 March 2026						
Receivables considered good and secured						
- Undisputed	-	-	-	-	-	**-**
- Disputed	-	-	-	-	-	**-**
	-	-	-	-	-	**-**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	Outstanding for following years from due dates of payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As on 31 March 2026						
Receivables considered good and unsecured						
- Undisputed	-	-	-	-	-	-
- Disputed	-	-	-	-	-	-
	-	**-**	**-**	**-**	**-**	-
Receivables - Having significant increase in credit risk						
- Undisputed	-	-	-	-	-	-
- Disputed	-	-	-	-	-	-
	-	-	-	-	-	-
Less: Loss allowance	-	-	-	-	-	-
	-	**-**	**-**	**-**	**-**	-
As on 31 March 2025						
Receivables considered good and secured						
- Undisputed	-	-	-	-	0.06	0.06
- Disputed	-	-	-	-	-	-
	-	**-**	**-**	**-**	**0.06**	**0.06**
Receivables considered good and unsecured						
- Undisputed	252.25	29.49	21.84	31.70	-	335.28
- Disputed	-	-	-	-	-	-
	252.25	**29.49**	**21.84**	**31.70**	**-**	**335.28**
Receivables - Having significant increase in credit risk						
- Undisputed	-	-	14.55	32.11	67.99	114.65
- Disputed	-	-	-	-	-	-
	-	**-**	**14.55**	**32.11**	**67.99**	**114.65**
Less: Loss allowance	-	-	-	-	-	(121.74)
	252.25	**29.49**	**36.39**	**63.81**	**68.05**	**328.25**

(e) Movement of Loss Allowance:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	121.74	29.94
Change in loss allowance during the year	-	91.80
Derecognition due to loss of control (Refer Note 45)	(121.74)	-
Balance at the end of the year	**-**	**121.74**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

7. Investments

₹ in lakhs

Particulars	No. of Shares		Face Value of Share (₹)	As at 31 March 2026	As at 31 March 2025
	31 March 2026	31 March 2025			
Equity shares (fully paid) carried at FVOCI - Quoted					
Sutlej Textiles & Industries Ltd.	2,66,00,260	2,66,00,260	1.00	6,431.94	8,881.83
Avadh Sugar & Energy Ltd.	8,59,662	8,59,662	10.00	4,035.25	3,856.87
SIL Investments Ltd.	17,58,125	17,58,125	10.00	6,708.13	10,239.31
Magadh Sugar & Energy Ltd.	12,78,075	12,78,075	10.00	6,168.63	7,598.16
Chambal Fertilisers & Chemicals Ltd.	4,39,134	4,39,134	10.00	1,873.78	2,746.78
Ganges Securities Ltd.	10,14,205	10,14,205	10.00	1,056.29	1,410.86
New India Retailing & Investment Ltd.	21,34,992	21,34,992	10.00	8,284.62	10,416.84
Pavapuri Trading & Investment Co. Ltd.**	-	3,800	10.00	-	0.09
				34,558.64	**45,150.74**
Equity shares (fully paid) carried at FVOCI - Unquoted					
SCM Investment & Trading Company Ltd.	37,50,000	37,50,000	10.00	6,774.75	8,239.13
Manbhawani Investment Ltd.	67,500	67,500	10.00	3,007.25	4,092.13
Manavta Holdings Ltd.	72,000	72,000	10.00	1,559.47	2,079.44
Shree Vihar Properties Ltd.	8,96,925	7,47,692	10.00	1,193.54	1,028.23
Birla Building Ltd.	1,920	1,920	100.00	137.18	117.74
Moon Corporation Ltd. - 'A' Class	745	745	100.00	43.15	39.66
Moon Corporation Ltd. - 'B' Class	2,502	2,502	5.00	7.25	6.66
The Oudh Trading Company Pvt. Ltd.	25	25	100.00	9.90	9.33
Modern Diagen Services Ltd.	23,752	23,752	10.00	2.84	2.83
India Educational & Research Institution Pvt. Ltd.	24,500	24,500	10.00	2.40	2.41
Pavapuri Trading & Investment Co. Ltd.**	3,800	-	10.00	343.10	-
				13,080.83	**15,617.56**
Equity Shares of Associate Company accounted using equity method- Unquoted					
Morton Foods Limited* [Net of Share of Loss during the year amounting to Rs. 347.10 lacs (March 31, 2025 - Nil)]	1,60,43,097	-	10.00	3,135.90	-
				3,135.90	**-**
Equity shares (partly paid) carried at FVOCI - Unquoted					
Modern Diagen Services Ltd. (partly paid by ₹ 2 each)	15,45,044	15,45,044	10.00	60.87	60.72
				60.87	**60.72**
Mutual Funds carried at FVTPL					
Kotak Dynamic Bond Fund	1,76,998.487	1,76,998.487		67.14	65.26
ICICI Prudential Large & Mid Cap Fund	14,859.360	-		153.49	-
				220.63	**65.26**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	No. of Shares		Face Value of Share (₹)	As at 31 March 2026	As at 31 March 2025
	31 March 2026	31 March 2025			
Government securities (fully paid) carried at amortised cost - Unquoted					
6 Years National Savings Certificates (Pledge with Uttar Pradesh with Mandi Parishad)				-	0.01
(Maturity 22.07.2028)					
Deposited / pledged with various Government authorities.				-	0.01
				51,056.87	**60,894.29**
Investments outside India				-	-
Investments in India				**51,056.87**	**60,894.29**
				51,056.87	**60,894.29**

* During the year ended 31 March 2026, pursuant to completion of a Rights Issue by one of the Subsidiaries, Morton Foods Limited ("MFL") in which the Holding Company did not participate, the aggregate shareholding of the Holding Company along with its subsidiaries in MFL reduced from 51.37% to 44.95%. Consequently, the Group ceased to have control over MFL with effect from 18th November 2025, and MFL ceased to be a subsidiary of the Holding Company from that date and became an Associate (Refer Note 45).

** The shares of Pavapuri Trading & Investment Co. Ltd. delisted from Calcutta Stock Exchange w.e.f. 27th June 2025.

(a) The Group received dividends of ₹339.39 lakhs (31 March 2025: ₹362.51 lakhs) from its investments in equity shares, carried at FVOCI, recorded in the Statement of profit and loss as dividend income.

(b) The Group has designated its equity investments at FVOCI on the basis that these are not held for trading and held for strategic purposes.

(c) No strategic investment was disposed off during 2025-26 and there were no transfer of any cumulative gain or loss within equity relating to these investments.

8. Other Financial Assets

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Security and Other Deposits	1.08	22.66
Gratuity Fund (Net of Provision) (Note 19 and 45)	-	23.28
Interest accrued on bank deposits	16.56	8.11
	17.64	**54.05**

9. Inventories

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(Value at lower of cost and net realisable value)		
Raw materials	-	55.06
Work-in-progress	-	42.53
Finished goods	-	770.03
Stock-in-trade	-	437.18
Stores, chemicals and spare parts	-	340.09
	-	**1,644.89**
Less Provision for expired and near to expired stock	-	(76.13)
	-	**1,568.76**

a) ₹ NIL (31 March 2025: ₹19.84 lakhs) are recognised as expenses, being write-down of inventories to net realisable value, included in Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-progress [Note 32].

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

b) Inventories were hypothecated against borrowings [Note 17]. However, due to loss of control over the subsidiary during the year, the Group has derecognised such Inventories as on 17 Nov 2025 (Refer Note 45).

10. Current Tax Assets (net)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Advance tax and tax deducted / collected at sources	180.12	228.60
Less: Provision for taxation	106.47	136.15
	73.65	**92.45**

11. Investment Property

₹ in lakhs

Particulars	Freehold Land	Buildings	Total
Reconciliation of carrying amount			
Cost or deemed cost (gross carrying amount)			
Balance at 1 April 2025	**9.89**	**53.72**	**63.61**
Additions during the year	-	-	-
Balance at 31 March 2026	**9.89**	**53.72**	**63.61**
Balance at 1 April 2024	9.89	36.25	46.14
Additions during the year	**-**	**17.47**	**17.47**
Balance at 31 March 2025	**9.89**	**53.72**	**63.61**

₹ in lakhs

Particulars	Freehold Land	Buildings	Total
Accumulated depreciation			
Balance at 1 April 2025	**-**	**13.99**	**13.99**
Depreciation for the year	**-**	**5.47**	**5.47**
Balance at 31 March 2026	**-**	**19.46**	**19.46**
Balance at 1 April 2024	-	12.64	12.64
Depreciation for the year	-	1.35	1.35
Balance at 31 March 2025	-	13.99	13.99
Carrying amount (net)			
At 31 March 2026	**9.89**	**34.26**	**44.15**
At 31 March 2025	9.89	39.73	49.62

Fair value of the above-mentioned investment property is as under:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Freehold Land along with Building	1,355.83	1,355.83

Note: For the purpose of valuation of the aforesaid investment property, the Company has referred the previous year's circle rate decided by the appropriate authority and no independent report of valuation has been obtained from registered valuer.

The amounts recognised in profit or loss for:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Rental income from investment property	35.69	35.16
(ii) Expenses (including tax, insurance, repairs and maintenance etc.) other than depreciation in relation to investment property that generated rental income during the year; and	2.69	2.21
(iii) Expenses (including tax, insurance, repairs and maintenance etc.) other than depreciation in relation to investment property that did not generate rental income during the year	5.50	6.34

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

12. Property, Plant and Equipment

₹ in lakhs

Particulars	Freehold Land	Buildings	Plant and Equipment	Computer and Data Processing Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Right-of-use assets [Note 41]	Total
Reconciliation of carrying amount									
Cost or deemed cost									
(gross carrying amount)									
Balance at 1 April 2025	**4,138.70**	**204.32**	**379.82**	**35.66**	**4.64**	**5.54**	**4.60**	**170.37**	**4,943.65**
Additions during the year	-	49.84	7.05	0.01	0.22	-	0.97	-	58.09
Disposals / discard during the year	-	-	-	-	-	-	-	-	-
Derecognition due to loss of control (Refer Note 45)	**(4,030.66)**	**(254.08)**	**(386.87)**	**(35.67)**	**(4.86)**	**(5.54)**	**(5.57)**	**(170.37)**	**(4,893.62)**
Balance at 31 March 2026	**108.04**	**0.08**	**-**	**-**	**-**	**-**	**-**	**-**	**108.12**
Balance at 1 April 2024	4,138.70	204.32	349.15	33.35	4.21	5.54	3.47	64.90	4,803.64
Additions during the year	-	-	30.67	2.31	0.43	-	1.13	110.88	145.42
Disposals / discard during the year	-	-	-	-	-	-	-	5.41	5.41
Balance at 31 March 2025	4,138.70	204.32	379.82	35.66	4.64	5.54	4.60	170.37	4,943.65
Accumulated depreciation									
Balance at 1 April 2025	**-**	**30.26**	**125.07**	**34.62**	**2.65**	**4.57**	**3.21**	**68.74**	**269.12**
Depreciation for the year	**-**	**3.79**	**13.82**	**2.36**	**0.19**	**0.02**	**1.05**	**7.18**	**28.41**
Disposals / discard during the year	-	-	-	-	-	-	-	-	-
Derecognition due to loss of control (Refer Note 45)	**-**	**(34.00)**	**(138.89)**	**(36.98)**	**(2.84)**	**(4.59)**	**(4.26)**	**(75.92)**	**(297.48)**
Balance at 31 March 2026	**-**	**0.05**	**-**	**-**	**-**	**-**	**-**	**-**	**0.05**
Balance at 1 April 2024	-	24.02	103.19	30.51	2.30	4.56	2.44	55.88	222.90
Depreciation for the year	-	6.24	21.88	4.11	0.35	0.01	0.77	12.86	46.22
Disposals / discard during the year	-	-	-	-	-	-	-	-	-
Balance at 31 March 2025	-	30.26	125.07	34.62	2.65	4.57	3.21	68.74	269.12
Carrying amount (net)									
At 31 March 2026	**108.04**	**0.03**	**-**	**-**	**-**	**-**	**-**	**-**	**108.07**
At 31 March 2025	4,138.70	174.06	254.75	1.04	1.99	0.97	1.39	101.63	4,674.53

(a) Revaluation model had been adopted by a subsidiary (which became an Associate of the Holding Co. w.e.f. 17 Nov 2025 - Refer Note 45) for valuing it's land. ₹ 4,030.40 lakhs, which represented net change in carrying amount due to revaluation based on valuation by a registered valuer as prescribed, has been derecognised during the year due to loss of control (Refer Note 45).

(b) Movable Property, Plant and Equipment of a subsidiary was given as security for borrowings [Note 17]. However, due to loss of control over a subsidiary during the year (Refer Note 45), the Group has derecognised such Property, Plant and Equipment as on 17 Nov 2025.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

13. Capital Work-in-Progress

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	-	-
Add : Additions during the year	131.21	-
Less : Transferred to Property, Plant and Equipment	-	-
	131.21	**-**
Carrying amount	**131.21**	**-**

There are no projects under Capital work in progress which are suspended or which have exceeded its budgeted cost in the year ended 31 March, 2026 (31 March, 2025 : NIL)

Capital Work-in-Progress ageing schedule:

₹ in lakhs

Capital Work-in-Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As on 31 March 2026					
Projects in progress	131.21			-	131.21
Projects temporarily suspended	-	-	-	-	-
	131.21	**-**	**-**	**-**	**131.21**
As on 31 March 2025					
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-

14. Intangible Assets

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Computer Software:		
Reconciliation of carrying amount		
Balance at the beginning of the year	76.03	76.03
Additions during the year	-	-
Disposal / discard during the year	-	-
Derecognition due to loss of control (Refer Note 45)	(76.03)	-
Balance at the end of the year	**-**	**76.03**
Accumulated depreciation		
Balance at the beginning of the year	56.26	43.92
Amortisation for the year	7.13	12.34
Disposal / discard during the year	-	-
Derecognition due to loss of control (Refer Note 45)	(63.39)	-
Balance at the end of the year	**-**	**56.26**
Carrying amount (net)	-	**19.77**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

15. Other Non-financial Assets

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Advances to suppliers and others		
Advances to suppliers - Good	3.79	79.83
Advances to suppliers - Doubtful	-	154.62
	3.79	**234.45**
Less: Loss Allowance for doubtful advances	-	154.62
	3.79	**79.83**
Other advances		
Balance with Government Authorities	1.65	73.71
Prepaid Expenses	1.89	7.41
	7.33	**160.95**

Movement of Loss Allowance:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	154.62	84.17
Change in loss allowance during the year	-	70.45
Derecognition due to loss of control (Refer Note 45)	(154.62)	-
Balance at the end of the year	-	154.62

16. Payables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Trade Payables *		
Total outstanding dues of micro enterprises and small enterprises	-	112.46
Total outstanding dues of creditors other than micro enterprises and small enterprises	5.00	844.19
	5.00	**956.65**
Other Payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.36	-
	1.36	**-**
	6.36	**956.65**

Due to loss of control over the subsidiary during the year, the Group has derecognised Trade Payables of MFL as on 17 Nov 2025 (Refer Note 45).

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(a) The following details relating to Micro enterprises and small enterprises are as under:

₹ in lakhs

	Particulars	As at 31 March 2026	As at 31 March 2025
(i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the accounting year:		
	Principal amount due to micro and small enterprises	-	112.46
	Interest due on above	-	2.92
	Total	**-**	**115.38**
(ii)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006) along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
(iii)	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	2.92
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

(b) Payables aging schedule:

₹ in lakhs

Particulars	Outstanding for following period from due dates of payment	Outstanding for following period from due dates of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As on 31 March 2026						
- MSME	-	-	-	-	-	-
- Others	6.36	-	-	-	-	6.36
- Disputed dues - MSME	-	-	-	-	-	-
- Disputed dues - Others	-	-	-	-	-	-
	6.36	**-**	**-**	**-**	**-**	**6.36**
As on 31 March 2025						
- MSME	-	79.41	-	-	-	79.41
- Others	5.75	787.70	8.02	35.99	6.73	844.19
- Disputed dues - MSME	-	3.84	2.51	26.71	-	33.05
- Disputed dues - Others	-	-	-	-	-	-
	5.75	**870.95**	**10.53**	**62.70**	**6.73**	**956.65**

(c) The Group's exposure to currency and liquidity risk related to trade payable are disclosed in Note 46 (C)

17. Borrowings (Other than Debt Securities)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
Cash credit from a bank (repayable on demand)*	-	1,481.20
Unsecured		
Inter-corporate deposit from a body corporate	10.00	958.00
	10.00	**2,439.20**
The Group's exposure to interest and liquidity risk is included in Note 46(C).		

* Derecognised due to loss of control in subsidiary (Refer Note 45).

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Nature of Securities and Terms of repayment

(i) Cash credit from a bank

(a) Cash credit from a bank, carried interest rate of I-MCLR-6M + Spread of 2.10% p.a., and was secured by hypothecation of entire current assets of the associate Company ranking pari passu and also by way of first charge created on the movable property, plant and equipment of the Company, both present and future. However, due to loss of control over a subsidiary during the year (Refer Note 45), the Group has derecognised such Cash Credit as on 17 Nov 2025.

(ii) Inter-corporate deposit from a body corporate

(a) Inter-corporate deposits, carry interest at the rate of 9.00% p.a.(31 March 2025: 9.25% p.a.), are repayable on demand.

(iii) The summary of reconciliation of quarterly statement filed to the bank (ICICI Bank Ltd.) and books of accounts, if any, is given below:

Quarter ended on	Particulars of security provided	Amount as per books of account (₹ in lakhs)	Amount as reported in the quarterly return / statement (₹ in lakhs)	Amount of difference (₹ in lakhs)	Reason
30 September 2025	**Inventories**	1,769.22	1,927.41		The quarterly statements submitted to Bank were prepared and filed before the completion of all financial statement closure activities including Ind AS related adjustments/ reclassifications and regrouping as applicable, which led to these differences between the final books of accounts and quarterly statements submitted to bank based on provisional books of accounts.
	Trade Receivables	**955.51**	**1,018.79**		
	Total	**2,724.73**	**2,946.20**	221.47	
30 June 2025	**Inventories**	**1,820.40**	**1,929.76**		
	Trade Receivables	**397.72**	**397.71**		
	Total	**2,218.12**	**2,327.47**	109.35	
31 March 2025	Inventories	1,568.76	2,063.46		
	Trade Receivables	318.60	369.42		
	Total	1,887.36	2,432.88	545.52	
31 December 2024	Inventories	1,212.26	1,265.23		
	Trade Receivables	369.44	369.44		
	Total	1,581.70	1,634.67	52.97	
30 September 2024	Inventories	1,057.04	1,216.69		
	Trade Receivables	448.77	493.29		
	Total	1,505.81	1,709.98	204.17	
30 June 2024	Inventories	1,346.16	2,106.62		
	Trade Receivables	160.99	386.49		
	Total	1,507.15	2,493.11	985.96	

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

18. Other Financial Liabilities

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Trade and other deposits	-	16.67
Lease liabilities [Note 41]	-	106.34
Interest accrued but not due	-	11.09
Interest outstanding on ICD Loan	-	16.30
Payable to employees	-	113.65
	-	**264.05**

Due to loss of control over the subsidiary during the year, the Group has derecognised Other Financial Liabilities as on 17 Nov 2025 (Refer Note 45).

19. Provisions

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Liability for compensated absences	-	26.33
	-	**26.33**
Other Provisions		
For warranties and claims	-	11.25
	-	**11.25**
	-	**37.58**

Due to loss of control over the subsidiary during the year, the Group has derecognised Provisions as on 17 Nov 2025 (Refer Note 45).

Defined benefits - Gratuity Plan

A subsidiary (which became an Associate of the Holding Co. w.e.f. 18 Nov 2025 - Refer Note 45) had a defined benefit gratuity plan. Every employee who had completed continuously at least five years or more of service was entitled to Gratuity on terms as per the provisions of The Payment of Gratuity Act, 1972. However, due to loss of control over the subsidiary during the year (Refer Note 45), the Group has derecognised such Defined Benefit Obligations and Plan Assets as on 17 Nov 2025.

Net defined benefit liabilities

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Present value of defined benefit obligations	-	77.71
Fair value of plan assets	-	100.99
Net defined benefit liabilities	-	(23.28)

The following tables analyse present value of defined benefit obligations, fair value of defined plan assets, actuarial gain / (loss) on plan assets, expense recognised in the Statement of Profit and Loss and Other Comprehensive Income, actuarial assumptions and other information:

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Reconciliation of the net defined benefit liabilities / (assets):

₹ in lakhs

Particulars			As at 31 March 2026	As at 31 March 2025
(i)	**Reconciliation of present value of defined benefit obligations**			
	(a)	Balance at the beginning of the year	77.71	102.23
	(b)	Service cost	(2.50)	9.30
	(c)	Interest cost	-	7.29
	(d)	Benefits paid	-	(20.00)
	(e)	Derecognition due to loss of control (Refer Note 45)	(75.21)	-
	(f)	Actuarial (gain) / loss on defined benefit obligations:		
		- due to change in financial assumptions	-	2.21
		- due to experience changes	-	(23.32)
	Balance at the end of the year		**-**	**77.71**
(ii)	**Reconciliation of fair value of plan assets**			
	(a)	Balance at the beginning of the year	100.99	103.63
	(b)	Actual return on plan assets	-	7.00
	(c)	Contributions by the employer	-	10.36
	(d)	Benefits paid	-	(20.00)
	(e)	Derecognition due to loss of control (Refer Note 45)	(100.99)	-
	Balance at the end of the year		**-**	**100.99**
(iii)	**Actuarial gain / (loss) on plan assets**			
	(a)	Expected Interest Income	-	7.38
	(b)	Actual return on plan assets	(0.25)	6.99
	Actuarial gain / (loss) on plan assets		**(0.25)**	**(0.39)**
(iv)	**Expense recognised in Employee benefits expenses**			
	(a)	Service cost	(2.50)	9.30
	(b)	Interest cost	-	7.29
	(c)	Interest income	-	(7.38)
	Amount charged to Employee benefits expenses		**(2.50)**	**9.21**
(v)	**Remeasurement recognised in Other Comprehensive Income**			
	(a)	Actuarial loss on defined benefit obligations	-	21.11
	(b)	Actuarial loss on plan assets	(0.25)	(0.39)
	Amount recognised in Other Comprehensive Income		**(0.25)**	**20.72**
(vi)	**Plan assets**			
	Plan assets comprise of the following:			
	(a)	Investments with LIC	-	100%
(vii)	**Actuarial assumptions**			
	Principal actuarial assumptions at the reporting date (expressed as weighted averages)			
	(a)	Discount rate	-	6.72%
	(b)	Future salary growth	-	5.00%
	(c)	Attrition rates	-	Less than 40 Years - 4.2%
			-	40 Years and above - 1.8%

Assumptions regarding future mortality experience are set in accordance with the published rates under Indian Assured Lives Mortality (2012-14).

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(viii) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligations by the amounts shown below:

₹ in lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Increase	Decrease	Increase	Decrease
(a) Discount rate (0.50% movement)	-	-	3.46	(3.67)
(b) Future salary growth (1% movement)	-	-	(7.64)	6.88
(c) Withdrawal assumption (4% movement)	-	-	(1.55)	2.05

(ix) Maturity profile of defined benefit obligations (valued on undiscounted basis)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Within the next 12 months (next annual reporting year)	-	5.89
Between 1 and 2 years	-	2.12
Between 2 and 3 years	-	4.45
Between 3 and 4 years	-	5.07
Between 4 and 5 years	-	17.28
Beyond 5 years	-	103.46
	-	**138.27**

Reconciliation of Other Provisions:

₹ in lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Other Provisions for		Other Provisions for	
	Standard assets	Warranties and claims	Standard assets	Warranties and claims
Balance at the beginning of the year	-	11.25	15.12	17.69
Provided during the year	-	7.73	-	11.25
Utilised / Written back during the year	-	(13.36)	(15.12)	(17.69)
Derecognition due to loss of control (Refer Note 45)	-	(5.62)	-	-
Balance at the end of the year	**-**	**-**	**-**	**11.25**

(a) Every NBFC is required to make provision towards its standard assets at the rate notified by Reserve Bank of India and disclosed separately as "Contingent Provision against Standard Assets".

(b) A provision is recognised for expected warranty claims on products based on the management's estimate computed on the basis of past experience. It is expected that the entire provision will be utilised within one year of the reporting date, since the warranty is generally for one year. The table above gives information about movement in warranties provisions.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

20. Deferred Tax Liabilities / (Assets) (net)

The Company along with its subsidiaries other than MFL has recognised deferred tax liabilities / assets as per the Accounting Policies (refer Note 3.12). MFL (previously being subsidiary which became an Associate of the Holding Co. w.e.f. 18 Nov 2025 - Refer Note 45) has recognised deferred tax liabilities / assets on carried forward business losses, unabsorbed depreciation and other timing differences between the carrying amount of an asset or liability in the balance sheet and its tax base.

Due to loss of control over MFL during the year, the Group has derecognised all relevant items of Deferred Tax Assets & Liabilities of MFL as on 17 Nov 2025 (Refer Note 45).

Deferred tax assets of ₹450.53 lakhs recognised by MFL during the year ended 31 March 2022 in view of a reasonable certainty, has been reversed during the year ended 31st March 2026 by the associate company.

The breakup of Deferred tax liabilities and assets are as under: ₹ in lakhs

Particulars	As at 1 April 2025	Recognised in profit or loss	Recognised in OCI	As at 31 March 2026
Deferred tax liabilities				
Investments - Unquoted	2,010.81	-	(301.85)	1,708.96
Investments - Quoted	3,212.31	-	(892.48)	2,319.83
Investments - Mutual funds	1.32	0.47	-	1.79
Property, plant and equipment / Intangible assets	35.20	-	-	35.20
Provision for employee's benefits	-	-	-	-
	5,259.64	**0.47**	**(1,194.33)**	**4,065.79**
Less : Derecognised on account of loss of control (refer Note 45)				**35.20**
	5,259.64	**0.47**	**(1,194.33)**	**4,030.59**
Deferred tax assets				
Carried forward tax losses / unabsorbed depreciation	2,374.90	-	-	2,374.90
Investments - Quoted	-	-	-	-
Other provisions	121.36	-	-	121.36
Provision for employee's benefits	6.32	-	-	6.32
Deduction of disallowances allowed on payment basis	33.04	-	-	33.04
	2,535.62	**-**	**-**	**2,535.62**
Less : Deferred tax assets not recognised	2,049.89	-	-	2,049.89
Less : Derecognised on account of loss of control (Refer Note 45)	-	-	-	485.73
	485.73	**-**	**-**	**0.00**
Net deferred tax liabilities / (assets)	**4,773.92**	**0.47**	**(1,194.33)**	**4,030.59**

Particulars	As at 1 April 2024	Recognised in profit or loss	Recognised in OCI	As at 31 March 2025
Deferred tax liabilities				
Investments - Unquoted	2,042.82	-	(32.01)	2,010.81
Investments - Quoted	1,056.30	-	2,156.01	3,212.31
Investments - Mutual funds	0.27	1.05	-	1.32
Property, plant and equipment / Intangible assets	46.16	(10.96)	-	35.20
Provision for employee's benefits	-	-	-	-
	3,145.55	**(9.91)**	**2,124.00**	**5,259.64**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	As at 1 April 2024	Recognised in profit or loss	Recognised in OCI	As at 31 March 2025
Deferred tax assets				
Carried forward tax losses / unabsorbed depreciation	2,038.04	336.86	-	2,374.90
Investments - Quoted	-	-	-	-
Other provisions	75.03	46.33	-	121.36
Provision for employee's benefits	0.93	5.39	-	6.32
Deduction of disallowances allowed on payment basis	27.81	5.23	-	33.04
	2,141.81	**393.81**	**-**	**2,535.62**
Less : Deferred tax assets not recognised	1,645.12	404.77	-	2,049.89
	496.69	**(10.96)**	**-**	**485.73**
Net deferred tax liabilities	**2,648.86**	**1.05**	**2,124.00**	**4,773.92**

21. Other Non-financial Liabilities

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Advance from customers	-	53.16
Statutory dues	0.96	29.59
	0.96	**82.75**

22. Share Capital

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised:		
1,35,00,000 equity shares of ₹ 10 each	1,350.00	1,350.00
15,00,000 preference shares of ₹ 10 each	150.00	150.00
	1,500.00	**1,500.00**
Issued, subscribed and fully paid-up:		
1,00,03,102 equity shares of ₹ 10 each	1,000.31	1,000.31
	1,000.31	**1,000.31**

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	₹ in lakhs	No. of shares	₹ in lakhs
Equity shares				
At the beginning and at the end of the year	1,00,03,102	1,000.31	1,00,03,102	1,000.31

(b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares with par value of ₹10 per share. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared by the Company from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(c) Particulars of shareholders holding more than 5% shares of fully paid up equity shares

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% of total shares in the class	No. of shares	% of total shares in the class
Equity shares of ₹ 10 each fully paid up held by				
Ganges Securities Ltd.	12,83,234	12.83	12,83,234	12.83
SCM Investment & Trading Co. Ltd.	10,78,958	10.79	10,78,958	10.79
New India Retailing & Investment Ltd.	10,71,532	10.71	10,71,532	10.71
RTM Investment & Trading Co. Ltd.	9,04,951	9.05	9,04,951	9.05
Deepshikha Trading Co. Pvt. Ltd.	6,88,741	6.89	6,88,741	6.89
Sonali Commercial Ltd.	5,62,658	5.62	5,62,658	5.62
Ronson Traders Ltd.	5,38,463	5.38	5,38,463	5.38

(d) Details of shares held by promoters:

Sr. No.	Promoter Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of total shares	% Change during the year
Equity shares of ₹ 10 each fully paid up held by						
As on 31 March 2026						
1	Ganges Securities Ltd.	12,83,234	-	12,83,234	12.8284%	-
2	SCM Investment & Trading Co. Ltd.	10,78,958	-	10,78,958	10.7862%	-
3	New India Retailing & Investment Ltd.	10,71,532	-	10,71,532	10.7120%	-
4	RTM Investment & Trading Co. Ltd.	9,04,951	-	9,04,951	9.0467%	-
5	Deepshikha Trading Co. Pvt. Ltd.	6,88,741	-	6,88,741	6.8853%	-
6	Sonali Commercial Ltd.	5,62,658	-	5,62,658	5.6248%	-
7	Ronson Traders Ltd.	5,38,463	-	5,38,463	5.3830%	-
8	Sidh Enterprises Ltd.	3,06,658	-	3,06,658	3.0656%	-
9	Yashovardhan Investment & Trading Co. Ltd.	3,04,715	-	3,04,715	3.0462%	-
10	"Mr. Chandra Shekhar Nopany [As Trustee of Shekhar Family Trust]"	2,54,293	-	2,54,293	2.5421%	-
11	Uttam Commercial Ltd.	1,67,643	-	1,67,643	1.6759%	-
12	Mr. Chandra Shekhar Nopany	28,468	-	28,468	0.2846%	-
13	Rajpur Farms Ltd.	15,315	-	15,315	0.1531%	-
14	Narkatiaganj Farms Ltd.	9,756	-	9,756	0.0975%	-
15	Mrs. Nandini Nopany	4,425	-	4,425	0.0442%	-
16	The Oudh Trading Co. Pvt. Ltd.	477	-	477	0.0048%	-
		72,20,287	**-**	**72,20,287**	**72.1804%**	**-**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Sr. No.	Promoter Name	No. of shares at the beginning of the year	Change during year	No. of shares at the end of the year	% of total shares	% Change during the year
As on 31 March 2025						
1	Ganges Securities Ltd.	12,83,234	-	12,83,234	12.8284%	-
2	SCM Investment & Trading Co. Ltd.	10,78,958	-	10,78,958	10.7862%	-
3	New India Retailing & Investment Ltd.	10,71,532	-	10,71,532	10.7120%	-
4	RTM Investment & Trading Co. Ltd.	9,04,951	-	9,04,951	9.0467%	-
5	Deepshikha Trading Co. Pvt. Ltd.	6,88,741	-	6,88,741	6.8853%	-
6	Sonali Commercial Ltd.	5,62,658	-	5,62,658	5.6248%	-
7	Ronson Traders Ltd.	5,38,463	-	5,38,463	5.3830%	-
8	Sidh Enterprises Ltd.	3,06,658	-	3,06,658	3.0656%	-
9	Yashovardhan Investment & Trading Co. Ltd.	3,04,715	-	3,04,715	3.0462%	-
10	"Mr. Chandra Shekhar Nopany [As Trustee of Shekhar Family Trust]"	2,46,855	7,438	2,54,293	2.5421%	0.0744%
11	Uttam Commercial Ltd.	1,67,643	-	1,67,643	1.6759%	-
12	Mr. Chandra Shekhar Nopany	28,468	-	28,468	0.2846%	-
13	Rajpur Farms Ltd.	15,315	-	15,315	0.1531%	-
14	Narkatiaganj Farms Ltd.	9,756	-	9,756	0.0975%	-
15	Mrs. Nandini Nopany	4,425	-	4,425	0.0442%	-
16	The Oudh Trading Co. Pvt. Ltd.	477	-	477	0.0048%	-
		72,12,849	**7,438**	**72,20,287**	**72.1804%**	**0.0744%**

23. Other Equity

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Reserve		
Balance at the beginning of the year	1,641.99	1,643.35
Add: Adjustment for changes in ownership interests	-	(1.36)
Add: Transfer to Retained Earnings due to derecognition due to loss of control (Refer Note 45)	(3.88)	-
Balance at the end of the year	**1,638.11**	**1,641.99**
Capital Redemption Reserve		
Balance at the beginning and at the end of the year	**175.00**	**175.00**
General Reserve		
Balance at the beginning and at the end of the year	**324.50**	**324.50**
Reserve Fund		
Balance at the beginning of the year	1,248.14	1,248.14
Add: Transfer from Retained Earnings	65.10	-
Balance at the end of the year	**1,313.24**	**1,248.14**
Retained Earnings		
Balance at the beginning of the year	(77.78)	(968.07)

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	As at 31 March 2026	As at 31 March 2025
Add: Adjustment for changes in ownership interests	-	2,144.33
Add: Transfer from Revaluation Surplus due to derecognition due to loss of control (Refer Note 45)	2,074.32	-
Add / (Less) : Profit / (Loss) for the year	1,606.97	(1,266.48)
Add / (Less) : Remeasurement of defined benefit liability / (asset)	(0.13)	12.44
Add / (Less) : Share of Other Comprehensive Income of an Associate (net of tax)	(3.74)	-
Less: Transfer to Reserve Fund	(65.10)	-
Balance at the end of the year	**3,534.54**	**(77.78)**
Revaluation Surplus - Land through OCI		
Balance at the beginning of the year	2,070.44	2,794.62
Add: Adjustment for changes in ownership interests	-	(724.18)
Add: Transfer to Retained Earnings due to derecognition due to loss of control (Refer Note 45)	(2,070.44)	-
Balance at the end of the year	**-**	**2,070.44**
Equity Instruments through OCI		
Balance at the beginning of the year	52,325.15	42,063.22
Net change in fair value during the year	(11,934.36)	10,261.93
Balance at the end of the year	**40,390.79**	**52,325.15**
	47,376.18	**57,707.44**

The description of purpose of each reserve mentioned above within equity is as follows:

(a) Capital Reserve

The difference between the net fair value of assets and liabilities acquired and shares issued pursuant to the scheme of arrangement approved in earlier year had been credited to Capital Reserve.

Offset (eliminate) the carrying amount of the Company's investment in each subsidiary and equity of each subsidiary and any difference between them is treated as Goodwill / Capital Reserve as the case may be.

(b) Capital Redemption Reserve

The Company and its subsidiaries had created "Capital Redemption Reserve" on redemption of preference shares in accordance with the Companies Act. The reserve may be applied in accordance with the provision of Section 69 of the Companies Act, 2013.

(c) General Reserve

The Company and its subsidiaries had created "General Reserve" on declaration of dividend in accordance with the Companies (Transfer of Profit to Reserve) Rules, 1975 read with the relevant provisions of the Companies Act, 1956. After enactment of the Companies Act, 2013, it is not mandatory on declaration of dividend. It is a free reserve.

(d) Retained Earnings

It comprise of accumulated profit of the Company after dividends or other distributions, if any, paid to shareholders.

(e) Reserve Fund

Some of its subsidiaries (NBFC's) had created "Reserve Fund" in accordance with provisions of Section 45-IC of the Reserve Bank of India Act, 1934.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(f) Revaluation Surplus - Land

Revaluation Surplus consists change in carrying amount of freehold land due to revaluation model adopted by a sudsidiary.

(g) Equity instruments through OCI

The Company and its subsidiaries have elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments within equity. The Company and its subsidiaries transfer amounts therefrom to retained earnings when the relevant equity securities are derecognised.

(h) Non-Controlling Interests

Non-Controlling Interests consists amount attributable to other than owner of the Company.

24. Non-controlling interest

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Total assets net of total liabilities of Morton Foods Limited*		
Financial Assets	-	382.72
Non-financial Assets	-	6,760.82
Financial Liabilities	-	(3,644.15)
Non-financial Liabilities	-	(119.57)
Net assets	-	3,379.82
Non-Controlling Interest NIL (31 March 2025: 48.63%) in total assets net of total liabilities (derecognised on account of loss of control during the year) (Refer Note 45)	**-**	**1,643.61**

25. Interest Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On financial assets measured at amortised cost		
Interest on bank deposits	52.91	37.30
	52.91	**37.30**

26. Net gain on fair value changes

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(A) Net Gain on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments	-	-
- Derivatives	-	-
- Others	-	-
(ii) On financial instruments designated at fair value through profit or loss	-	17.55
(B) Others	-	-
Total Net Gain on fair value changes	-	17.55
Fair value changes		
- Realised	-	12.44
- Unrealised	-	5.11
Total Net Gain on fair value changes	**-**	**17.55**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

27. Sale of Products

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Finished goods *	4,567.01	3,133.61
Stock-in-trade *	-	1,380.02
	4,567.01	**4,513.63**
Less: Claims, Rebates, etc.	44.13	57.92
	4,522.88	**4,455.71**
Scrap sales	8.67	9.94
	4,531.55	**4,465.65**

* net of returns.

Disclosure pursuant to Ind AS 115 "Revenue from Contracts with Customers":

(a) Nature of goods and services: MFL (previously being subsidiary which became an Associate w.e.f. 18 Nov 2025 - Refer Note 45) is engaged in manufacturing and sale of food stuff and the same is it's only reportable primary segment.

(b) Disaggregation of revenue: The major operation of MFL is manufacturing and sale of food stuff, operating globally. Disaggregation of revenue from sale of product based on the geographical segment is as follows: ₹ in lakhs

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
(i)	Sale in India	4,531.55	4,465.65
(ii)	Sale outside India	-	-
		4,531.55	**4,465.65**

(c) **Disaggregation of Revenue based on Timing of Revenue Recognition** ₹ in lakhs

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
(i)	Goods transferred at a point in time	4,531.55	4,465.65
(ii)	Goods/Services transferred over time	-	-
		4,531.55	**4,465.65**

(d) **Reconciliation of Revenue recongnized in the Statement of Profit and Loss with Contracted Price** ₹ in lakhs

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
(i)	Revenue as per Contracted Price	4,575.68	4,523.57
(ii)	Less: Claims, Rebates, etc.	44.13	57.92
	Revenue from Contract with Customers	**4,531.55**	**4,465.65**

(e) **Contract balances:** Receivables from contract with customers of MFL are included in Trade Receivables is ₹ NIL (31 March 2025: ₹ 318.60 lakhs) (Refer Note 6 & 45). Contract assets and contract liabilities with customers of MFL is ₹ NIL (31 March 2025: ₹ 53.15 lakhs).

(f) **No Customer individually accounted for more than 10% of the revenues from external Customer during the year except for the following:**

Army Purchase Organisation		
Amount (₹ in Lakhs)	1,547.26	1,127.35
% of total sales	33.88%	24.98%

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

28. Other Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on refund from income tax department	5.10	4.60
Unspent liabilities, Provision no longer required and Unclaimed balances written back	13.54	11.74
Gain on cancellation of lease	-	2.48
Contingent Provision against Standard Assets written back	-	15.12
Miscellaneous income	1.62	-
Gain on Loss of Control [Note 45]	2,413.64	-
	2,433.90	**33.94**

29. Finance Costs

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on Borrowings (other than securities)	0.90	289.58
Interest on Deposits	172.53	-
Interest on Lease Liabilities [Note 41]	5.65	8.02
	179.08	**297.60**

30. Fees and Commission Expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Listing and other regulatory fees	7.93	7.33
Fees relating to ROC matters	0.25	1.09
	8.18	**8.42**

31. Cost of Materials Consumed

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventory of materials at the beginning of the year	55.06	49.42
Add: Purchases and procurement expenses	1,466.78	1,127.34
	1,521.84	**1,176.76**
Less: Inventory of materials at the time of loss of control of subsidiary [Note 45]/ at the end of the year	-	55.06
	1,521.84	**1,121.70**

32. Changes in Inventories of Finished goods, Stock-in-trade and Work-in-progress

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the time of loss of control [Note 45] / at the end of the year		
Finished goods	909.74	770.03
Work-in-progress	214.39	42.54
Stock-in-trade	65.94	437.18
	1,190.07	**1,249.75**
Inventories at the beginning of the year		
Finished goods	770.03	528.31

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Work-in-progress	42.54	79.60
Stock-in-trade	437.18	191.26
	1,249.75	**799.17**
Changes in inventories of Finished Goods, Stock-in-trade and work in progress	**59.68**	**(450.58)**

33. Employee Benefits Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries, wages, bonus etc.	1,017.65	1,173.08
Contribution to provident and other funds *	69.79	87.11
Expenses related to post-employment defined benefit plans [Note 20]	(2.50)	9.21
Staff welfare expenses	19.67	21.82
	1,104.61	**1,291.22**
The amount belongs to -		
- Related parties [Note 44]	105.38	89.21
- Others	999.23	1,202.01
	1,104.61	**1,291.22**

* are defined contribution plans.

34. Net loss on fair value changes

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(A) Net loss on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
- Investments	-	-
- Derivatives	-	-
- Others	-	-
(ii) On financial instruments designated at fair value through profit or loss	19.63	-
(B) Others	-	-
Total Net loss on fair value changes	**19.63**	**-**

35. Depreciation and Amortisation

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on Investment property [Note 11]	5.46	1.35
Depreciation on Property, plant and equipment [Note 12]	21.23	33.36
Depreciation on Right-of-use assets [Note 12]	7.18	12.86
Amortisation of Intangible Assets [Note 14]	7.13	12.33
	41.00	**59.90**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

36. Other Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026		Year ended 31 March 2025	
Consumption of stores and spares		106.68		125.27
Packing materials consumed		835.00		1,002.82
Repairs and maintenance		37.87		66.32
Rent, tax and energy costs		92.08		144.95
Printing and stationery		3.89		7.47
Advertisement and publicity		1.26		1.24
Director's sitting fees [Note 44]		3.00		4.18
Payment to auditors				
As Auditors				
- Statutory audit	5.37		6.10	
- Limited review of quarterly results	7.85		2.89	
In other capacity				
- For certificates and other services	-		4.08	
Reimbursement of expenses	-	13.22	0.60	13.67
Legal and professional charges		45.08		66.97
Service charges		24.60		24.60
Insurance		10.68		15.39
Freight and forwarding charges		232.80		288.64
Loss on sale of Investment		-		662.90
Other selling expenses		61.68		105.65
Provision for warranties and claims		7.73		11.25
Provision for bad and doubtful debts and advances		-		184.75
Miscellaneous expenses		147.64		229.88
		1,623.21		2,955.95

37. Tax expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax	106.47	136.15
Provision for tax related to earlier years	15.32	(122.31)
Deferred tax		
Attributable to origination and reversal of temporary differences	0.47	1.06
	122.26	**14.90**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Reconciliation of tax expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (Loss) before tax	**1,293.94**	**(1,750.29)**
Aggregated Tax using the Group's domestic tax applicable rates	325.66	(328.09)
Tax effect of:		
- Deferred tax expense (net of deferred tax credit) adjusted with deferred tax assets not recognised	-	404.77
- Current tax related to earlier year	15.32	(124.79)
- On account of net expenses disallowed	8.07	-
- Others (including permanent differences)	(226.79)	63.01
Total Tax expense	**122.26**	**14.90**

38. Earnings per equity share (EPS)

Basic and Diluted earnings per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic and diluted earnings per share calculation are as follows:

₹ in lakhs

	Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i)	Profit attributable to equity shareholders (₹ in lakhs)	1,606.97	(1,266.48)
(ii)	Weighted average number of equity shares for the year		
	At the beginning and at the end of the year	1,00,03,102	1,00,03,102
(iii)	**Earning per equity share [Nominal value of share ₹ 10] [(i)/(ii)]**		
	Basic and Diluted (₹)	16.06	(12.66)

There is no dilutive potential equity share.

39. Contingent Liabilities & Commitments *(to the extent not provided for)*

A. Contingent Liabilities

Group's Shares in Contingent Liabilities of MFL (subsidiary which became an Associate w.e.f. 18 Nov 2025) (descriptive notes herein below are as reproduced from the Financial Statements of the Associate)

Claim against the company not acknowledged as debt

₹ in lakhs

	Particulars	As at 31 March 2026	As at 31 March 2025
(i)	Sales tax	0.74	1.65
(ii)	Bank guarantees outstanding	127.90	153.37
(iii)	A case was filled by the ESI authorities for recovery of contribution in Allahabad High Court, pending for hearing.	2.04	4.54
		130.68	**159.56**

*** Notes:**

(i) Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments / decisions pending with various forums / authorities.

(ii) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position. Also, the Company does not expect any reimbursement in respect of the above contingent liabilities.

(iii) Sales Tax demand is pending due to non receiving of 'F' forms from the CFA agents for the year 1993-94,1996-1997 and 1997-98.

(iv) Bank guarantees given to Army Purchase Organisation against the Performance Bank Guarantee for the year 2023 to 2026.

(v) The case was filled due to recovery notice sent under section 5 of the Revenue Recovery Act,1950 for recovery of contribution under section 45 b of ESI Act,1939 (as amended) for the year 1976-77 and pending in Hon'ble Allahabad High Court.

Note: Items of Contingent Liabilities in respect of MFL have been considered being a Subsidiary till 17 Nov 2025 and as an Associate thereafter (Refer Note 45)

B. Commitments

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Uncalled Capital on partly paid shares held as investment	123.60	123.60
	123.60	**123.60**

40. Morton Foods Limited (previously being subsidiary which became an Associate of the Holding Co. w.e.f. 18 Nov 2025 - Refer Note 45), has incurred net loss of ₹1,668.76 lakhs during the year ended 31 March 2026 for which its net worth has been substantially eroded. However, based on the positive outlook towards the growth and the ability of the said associate to continue as a going concern in the foreseeable future. Its financial statement/ information has been consolidated in these consolidated financial statements for the year ended 31 March 2026 on a going concern basis.

41. Lease

As Lessee

MFL (previously being subsidiary which became an Associate of the Holding Co. w.e.f. 18 Nov 2025 - Refer Note 45) had lease contract for one item of building used in its operations. MFL's obligation under its lease was secured by lessor's title to the leased assets. However, due to loss of control over the subsidiary during the year, the Group has derecognised such Leases amounting to ₹ 103.93 as on 17 Nov 2025.

The carrying amount of lease liabilities included in Note 18 and its movements during the year are as under: ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	106.34	11.26
Additions	-	110.88
Derecognition on cancellation	(2.41)	(10.38)
Derecognition due to loss of control (Refer Note 45)	(103.93)	-
Finance cost accrued	-	8.02
Gain on cancellation of lease	-	2.48
Payment of lease liabilities	-	(15.92)
Balance at the end of the year	**-**	**106.34**
Non-current	-	92.01
Current	-	14.33
	-	**106.34**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The maturity analysis of lease liabilities on an undiscounted basis are as under: ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	-	14.33
One to two years	-	16.13
Two to five years	-	53.19
More than five years	-	82.52
Total	**-**	**166.17**

The followings are the amounts recognised during the year in profit or loss (Refer Note 45): ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Depreciation on right-of-use assets [Note 12]	7.18	12.86
Interest on lease liabilities [Note 29]	5.65	8.02
Expenses relating to short-term and low-value leases	2.69	0.33
Gain on cancellation of lease [Note 28]	-	2.48
	15.52	**23.69**

There is no liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when due.

42. Segment information

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments and its operating results are reviewed regularly by the management to make decisions about resources to be allocated to the segments and assess their performance.

The Group had two reportable segments as described below, which are the Group's strategic business:

Investing Business	Consists of interest income from inter-corporate deposits and bank deposits and dividend income from investment in shares and securities.
Food Processing Business	Consists of business of canned fruits and vegetables, jam, jellies, squashes and juices etc.

During the year ended 31st March 2026, pursuant to loss of control over MFL with effect from 18th November 2025, the business operations of MFL, which constituted the only separately identifiable operating segment of the Group, have ceased to be consolidated in accordance with Ind AS 110, ""Consolidated Financial Statements"". Consequently, in accordance with the requirements of Ind AS 108, ""Operating Segments"", the Group no longer has more than one reportable segment for the year ended 31st March 2026, with effect from such date. Accordingly, separate segment reporting is not applicable for the period after such date, as the Group's operations now represent a single reportable segment.

Comparative segment information has been presented in accordance with the segment structure prevailing in the respective earlier periods.

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Revenue from operations		
Investing Business	392.30	417.36
Food Processing Business	4,531.55	4,465.65
	4,923.85	**4,883.01**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	As at 31 March 2026	As at 31 March 2025
Segment results		
Investing Business	2,194.82	(254.36)
Food Processing Business	(710.67)	(1,185.07)
	1,484.15	**(1,439.43)**
Less: Finance costs	179.08	297.60
Less: Other unallocable expenditure (net of unallocable income)	11.13	13.26
Profit / (Loss) before tax	**1,293.94**	**(1,750.29)**
Segment assets		
Investing Business	52,285.10	61,308.34
Food Processing Business	-	6,672.71
Unallocable Assets	139.30	924.46
Total assets	**52,424.40**	**68,905.51**
Segment liabilities		
Investing Business	4,037.91	5,230.94
Food Processing Business	-	752.86
Unallocable Liabilities	10.00	2,570.35
Total liabilities	**4,047.91**	**8,554.15**
Other segment information		
Capital expenditure - Property, Plant and Equipment		
Investing Business	-	-
Food Processing Business	189.30	52.00
	189.30	**52.00**
Depreciation and Amortisation		
Investing Business	5.46	1.34
Food Processing Business	35.54	58.56
	41.00	**59.90**

43. Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

₹ in lakhs

Particulars	As at 31 March 2026		
	Within twelve months	After twelve months	Total
Financial Assets:			
Cash and Cash Equivalents	65.65	-	65.65
Bank Balances other than Cash and Cash Equivalents	919.83	-	919.83
Receivables	-	-	-
Investments	-	51,056.87	51,056.87
Other Financial Assets	16.94	0.70	17.64

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	As at 31 March 2026		
	Within twelve months	After twelve months	Total
Non-financial Assets:			
Inventories	-	-	-
Current Tax Assets (net)	73.65	-	73.65
Investment Property	-	44.15	44.15
Property, Plant and Equipment	-	108.07	108.07
Capital Work In Progress	131.21	-	131.21
Intangible Assets	-	-	-
Other Non-financial Assets	7.33	-	7.33
Total Assets	**1,214.61**	**51,209.79**	**52,424.40**
Financial Liabilities:			
Payables	6.36	-	6.36
Borrowings (Other than Debt Securities)	10.00	-	10.00
Other Financial Liabilities	-	-	-
Non-financial Liabilities:			
Provisions	-	-	-
Deferred Tax Liabilities (net)	-	4,030.59	4,030.59
Other Non-financial Liabilities	0.96	-	0.96
Total Liabilities	**17.32**	**4,030.59**	**4,047.91**
Net Assets [Total Assets - Total Liabilities]	**1,197.29**	**47,179.20**	**48,376.49**

₹ in lakhs

Particulars	As at 31 March 2025		
	Within twelve months	After twelve months	Total
Financial Assets:			
Cash and Cash Equivalents	832.01	-	832.01
Bank Balances other than Cash and Cash Equivalents	230.83	-	230.83
Receivables	274.65	53.60	328.25
Investments	-	60,894.29	60,894.29
Other Financial Assets	18.47	35.58	54.05
Non-financial Assets:			
Inventories	1,568.76	-	1,568.76
Current Tax Assets (net)	92.45	-	92.45
Investment Property	-	49.62	49.62
Property, Plant and Equipment	-	4,674.53	4,674.53
Capital Work In Progress	-	-	-
Intangible Assets	-	19.77	19.77
Other Non-financial Assets	160.35	0.60	160.95
Total Assets	**3,177.52**	**65,727.99**	**68,905.51**
Financial Liabilities:			
Payables	876.69	79.96	956.65
Borrowings (Other than Debt Securities)	2,439.20	-	2,439.20
Other Financial Liabilities	155.37	108.68	264.05

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

₹ in lakhs

Particulars	As at 31 March 2025		
	Within twelve months	After twelve months	Total
Non-financial Liabilities:			
Provisions	34.41	3.17	37.58
Deferred Tax Liabilities (net)	-	4,773.92	4,773.92
Other Non-financial Liabilities	82.75	-	82.75
Total Liabilities	**3,588.42**	**4,965.72**	**8,554.15**
Net Assets [Total Assets - Total Liabilities]	**(410.90)**	**60,762.26**	**60,351.36**

44. Related Party Disclosures

In accordance with the requirements of Indian Accounting Standard (Ind-AS) 24 Related Party Disclosures, names of the related parties, related party relationships, transactions and outstanding balances, where control exist and with whom transactions have been taken place during the reported periods are:

A. Names of related parties and related party relationship

Related parties where control exist / with whom transactions taken place during the year (Refer Note 2.2 & 45)

Key management personnel	Ms. Shalini Nopany	– Chairperson / Non-Executive Director
	Mr. Arun Kumar Newar	– Independent / Non-Executive Director
	Mr. Chand Bihari Patodia	– Managing Director (upto 29 Mar 2026)
	Mr. Suraj Kumar Agrawal	– Managing Director(w.e.f. 30 Mar 2026)
	Mr. Deepak Kumar Sharma	– Chief Financial Officer
	Mr. Chhedi Lal Agarwal	– Independent / Non-Executive Director
	Mr. Dinesh Kacholia	– Independent / Non-Executive Director
	Mr. Suresh Kumar Khandelia	– Independent / Non-Executive Director
	Mr. Himanshu Bajaj	– Director of a subsidiary (upto 20 Nov 2025)
	Mr. Arpit Kumar	– Director of a subsidiary (w.e.f. 18 Nov 2025)
	Mr. Baij Nath Bansal	– Director of a subsidiary
	Mr. Brij Mohan Agarwal	– Director of a subsidiary
	Mr. Prakash Poddar	– Director of a subsidiary
	Mr. Subramanian Sathyamurthy	– Director of a subsidiary
	Mr. Sanjay Poddar	– Director of a subsidiary
	Mr. Mahesh Chandra Jhawar	– Director of a subsidiary
	Mr. Shubh Karan Verma	– Director of a subsidiary
	Mr. Chandra Shekhar Nopany	– Non-Executive Director of a subsidiary
	Ms. Urvi Mittal	– Non-Executive Director of a subsidiary
	Mr. Vinayak Vishwanath Kamath	– Non-Executive Director of a subsidiary
	Mr. Shounak Mitra	– Non-Executive Director of a subsidiary
	Ms. Meena Jagtiani	– Non-Executive Director of a subsidiary
	Mr. Vikram Kumar Mishra	– Company Secretary
	Mr. Pradipta Kumar Sahoo	– Whole-time Director of a subsidiary (w.e.f 1 April 2024)
	Mr. Nirmal Kumar Sharma	– Chief Financial Officer (w.e.f. 6 Nov 2025)
	Mr. Shravan Kumar Jain	– Chief Financial Officer of a subsidiary (from 7 Feb 2025 to 7 Aug 2025)
	Mr. Ashishkumar Harimohan Srivastava	– Non-Executive Director of a subsidiary (w.e.f. 7 Nov 2025)

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

B. The following transactions were carried out with related parties in the ordinary course of business

Director's sitting fees / Remuneration to KMPs

(i) Short term employee benefits

₹ in lakhs

Particulars	Year ended 31 March	Director's sitting fees	Remuneration to KMPs	Amount owed to related parties
Key management personnel				
Ms. Shalini Nopany	**2026**	0.30		
	2025	0.30	-	-
Mr. Chandra Shekhar Nopany	**2026**	0.10		
	2025	0.28	-	-
Ms. Urvi Mittal	**2026**	0.10		
	2025	0.28	-	-
Mr. Arun Kumar Newar	**2026**	0.55		
	2025	0.60	-	-
Mr. Chhedi Lal Agarwal	**2026**	0.55		
	2025	0.60	-	-
Mr. Dinesh Kacholia	**2026**	0.48		
	2025	0.60	-	-
Mr. Suresh Kumar Khandelia	**2026**	0.43		
	2025	0.65	-	-
Mr. Chand Bihari Patodia	**2026**	0.13		
	2025	0.23	-	-
Mr. Vinayak Vishwanath Kamath	**2026**	0.15		
	2025	0.25	-	-
Mr. Shounak Mitra	**2026**	0.13		
	2025	0.19	-	-
Ms. Meena Jagtiani	**2026**	0.10		
	2025	0.20	-	-
Mr. Pradipta Kumar Sahoo	**2026**	-	78.73	-
	2025	-	82.80	4.03
Mr. Shravan Kumar Jain	**2026**		10.57	-
	2025	-	4.78	2.39
Mr. Vikram Kumar Mishra	**2026**	-	16.08	-
	2025	-	1.63	-

(ii) Post employment benefits

The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis.

Note : Related party disclosures have been consolidated for the period 01 Apr 2025 to 17 Nov 2025 for Morton Foods Limited (Refer Note 45).

C. Details of loans, investments and guarantee covered under Section 186(4) of the Companies Act, 2013

(i) The Company and its subsidiaries other than being registered non-banking financial company have neither given any loan nor has advanced any amount during the year ended 31 March 2026 and during the year ended 31 March 2025.

(ii) Particulars of investments as required under Section 186(4) of the Companies Act, 2013 have been disclosed in Note 7.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

D. Terms and conditions of transactions with related parties

(i) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.

(ii) No amount is outstanding or receivable and no guarantees have been given or received.

(iii) For the year ended 31 March 2026, the Group has not recorded any impairment of receivables relating to amounts owed by a related parties. This assessment is undertaken in each financial year through examining the financial position of the related parties and the market in which the related party operates.

(iv) The sitting fees of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.

45. During the year ended 31 March 2026, pursuant to completion of a Rights Issue by one of the Subsidiaries, Morton Foods Limited (""MFL"") in which the Holding Company did not participate, the aggregate shareholding of the Holding Company along with its subsidiaries in MFL reduced from 51.37% to 44.95%. Consequently, the Group ceased to have control over MFL with effect from 18th November 2025, and MFL ceased to be a subsidiary of the Holding Company from that date and became an Associate.

The Group, upon loss of control, derecognized the assets and liabilities of MFL, derecognized non-controlling interest, and recognized the retained investment at its fair value as on the date of loss of control in accordance with Ind AS 110, "Consolidated Financial Statements". Such treatment had resulted in a net gain of ₹ 2,413.64 lakhs which has been recognized under "Other Income" in the Consolidated Financial Statement for the year ended 31 March 2026.

Subsequent to the loss of control, the retained investment of 44.95% in MFL, which is now an Associate, has been accounted for in accordance with Ind AS 28, "Investments in Associates and Joint Ventures."

The calculation of Gain on Loss of Control in Subsidiary is given below : ₹ in lakhs

Particulars	Year ended 31 March 2026
Derecognition of net assets	(2,484.48)
Derecognition of non-controlling interest	1,208.20
Recognition of investment retained in the former subsidiary	3,689.91
Gain on Loss of Control (Refer Note 28)	**2,413.64**

Effect of Loss on Control on the financial position of the Group : ₹ in lakhs

Particulars	As at 17 Nov 2025
Assets	
Cash and cash equivalents	11.12
Trade Receivables	897.24
Investments	0.01
Other Financial Assets	45.77
Inventories	1,655.93
Current Tax Assets (net)	1.13
Deferred Tax Assets (net)	450.53
Property, Plant and Equipment	4,596.11
Other Intangible Assets	12.63
Other Non-financial Assets	174.42
	7,844.89

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Particulars	As at 17 Nov 2025
Liabilities	
Trade Payables	1,144.28
Borrowings (other than Debt securities)	4,016.89
Other Financial Liabilities	163.91
Provisions	35.45
Other Non-financial Liabilities	(0.11)
	5,360.42
Net Assets of MFL as on 17 Nov 2025, derecognised by Holding Company:	**2,484.48**

Details of Profit & Loss and Other Comprehensive Income/ (Loss) of MFL from 01 April 2025 to 17 Nov 2025 consolidated in these financial statements as a Subsidiary :

₹ in lakhs

	Particulars	Year ended 31 March 2026
I.	**Income**	
	Revenue from Operations	4,531.55
	Other Income	15.16
	Total Income	**4,546.71**
II.	**Expenses**	
	Cost of Materials Consumed	1,521.83
	Purchase of Stock-in-trade	992.00
	Changes in inventories of Finished Goods, Stock-in-trade and Work-in-progress	59.68
	Employee benefits expense	1,088.52
	Finance costs	178.18
	Depreciation and amortization expense	35.53
	Other expenses	1,566.05
	Total Expenses	**5,441.79**
III.	**Profit /(loss) before tax (I - II)**	**(895.08)**
IV.	**Tax expense**	-
V.	**Profit/(loss) for the year (III - IV)**	**(895.08)**
VI.	**Other comprehensive income/ (Loss)**	
	(A) Items that will not be reclassified to profit or loss account	(0.25)
	(B) Items that will be reclassifed to profit and loss account	-
	Other comprehensive income/ (loss) for the year, net of income tax	**(0.25)**
VII.	**Total comprehensive income/ (loss) for the year (V + VI)**	**(895.33)**

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

46. Financial instruments - fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities: ₹ in lakhs

Particulars	Carrying amount					Fair value
	FVTPL	FVOCI	Amortised cost	Others at cost	Total carrying amount	
As at 31 March 2026						
Financial assets						
Investments - Quoted	-	34,558.64	-	-	34,558.64	34,558.64
Investments - Unquoted	-	13,141.70	-	-	13,141.70	13,141.70
Investments - Mutual funds	220.63	-	-	-	220.63	220.63
Investment in Associate Company	-	-	-	3,135.90	3,135.90	3,135.90
Cash and cash equivalents	-	-	65.65	-	65.65	65.65
Bank Balances other than Cash and cash equivalents	-	-	919.83	-	919.83	919.83
Receivables	-	-	-	-	-	-
Investment in Government Securities	-	-	-	-	-	-
Other financial assets	-	-	17.64	-	17.64	17.64
	220.63	**47,700.34**	**1,003.12**	**3,135.90**	**52,059.99**	**52,059.99**
Financial liabilities						
Payables	-	-	6.36	-	6.36	6.36
Borrowings (Other than Debts Securities)	-	-	10.00	-	10.00	10.00
Other financial liabilities	-	-	-	-	-	-
	-	**-**	**16.36**	**-**	**16.36**	**16.36**
As at 31 March 2025						
Financial assets						
Investments - Quoted	-	45,150.74	-	-	45,150.74	45,150.74
Investments - Unquoted	-	15,678.28	-	-	15,678.28	15,678.28
Investments - Mutual funds	65.26	-	-	-	65.26	65.26
Investment in Associate Company	-	-	-	-	-	-
Cash and cash equivalents	-	-	832.01	-	832.01	832.01
Bank Balances other than Cash and cash equivalents	-	-	230.83	-	230.83	230.83
Receivables	-	-	328.25	-	328.25	328.25
Investment in Government Securities	-	-	0.01	-	0.01	0.01
Other financial assets	-	-	54.05	-	54.05	54.05
	65.26	**60,829.02**	**1,445.15**	**-**	**62,339.43**	**62,339.43**
Financial liabilities						
Payables	-	-	956.65	-	956.65	956.65
Borrowings (Other than Debts Securities)	-	-	2,439.20	-	2,439.20	2,439.20
Other financial liabilities	-	-	264.05	-	264.05	264.05
	-	**-**	**3,659.90**	**-**	**3,659.90**	**3,659.90**

The management assessed that cash and cash equivalent, receivables, loans and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

The following methods and assumptions were used to estimate the fair values:

(a) The fair value of the quoted investments are based on market price at the respective reporting date.

(b) The fair value of the unquoted investments is based on independent valuation report, using adjusted net assets method.

B. Measurement of fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Group has established the following fair value hierarchy that categories the value into 3 levels. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. During the year ended March 31, 2026, certain equity investments previously classified as Level 1 were transferred to Level 3.

This transfer occurred because the principal market for these securities became inactive or the same got delisted during the year, and fair value was subsequently determined using valuation techniques with unobservable market data inputs (Level 3). The amount transferred out of Level 1 and into Level 3 was ₹ 8627.72 lacs during the year ended 31 March 2026.

Financial assets and liabilities measured at fair value - recurring fair value measurements as under:

Particulars	Note	Level 1	Level 2	Level 3	Total
As at 31 March 2026					
Investments - Quoted	7	**26,274.02**	-	**8,284.62**	**34,558.64**
Investments - Unquoted	7	-	-	**13,141.70**	**13,141.70**
Investments - Mutual funds	7	**220.63**	-	-	**220.63**
As at 31 March 2025					
Investments - Quoted	7	45,150.74	-	-	45,150.74
Investments - Unquoted	7	-	-	15,678.28	15,678.28
Investments - Mutual funds	7	65.26	-	-	65.26

Reconciliation of level 3 fair value measurement is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
i) Investments		
Balance at the beginning of the year	15,678.28	11,914.95
Gain included in OCI	-	-
Net change in fair value (unrealised)	(2,879.68)	3,763.33
Addition during the year	-	-
Transfer into level 3	8,627.72	-
Impairment in value of investments	-	-
Amount derecognised / repaid during the year	-	-
Amount written off	-	-
Balance at the end of the year	**21,426.32**	**15,678.28**

C. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Risk management framework

The Group's principal financial liabilities includes payable, borrowings (other than debt securities) and other financial liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include cash and cash equivalents, bank balances other than cash and cash equivalents, receivables, investments and other financial assets that derive directly from its operations.

The Board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The audit committee is assisted in its oversight role by internal audit. Internal auditor undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

The Group's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Group's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities.

(i) Credit risk

Credit risk is the risk of financial loss of the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group receivables from customers. The Group has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry also has an influence on credit risk assessment. Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to the customer credit risk management. The Group uses financial information and past experience to evaluate credit quality of majority of its customers. Outstanding receivables and the credit worthiness of its counter parties are periodically monitored and taken up on case to case basis. There is no material expected credit loss based on the past experience. However, the Group assesses the impairment of receivable on case to case basis and has accordingly created loss allowance on receivables.

Exposure to credit risks

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. The Group evaluates the concentration of risk with respect to receivables as low, as the Group's income are mostly on cash.

The Group's exposure to credit risk for receivables by type of counterparty is as follows. ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Government entities	-	239.94
Others	-	88.31
	-	**328.25**

Due to loss of control over the subsidiary during the year, the Group has derecognised Trade Receivables of MFL as on 17 Nov 2025 (Refer Note 6 & 45).

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

(ii) Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. Processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Exposure to liquidity risks

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:

₹ in lakhs

Particulars	Carrying amount	Total	Less than 1 years	1 to 2 years	2 to 5 years	More than 5 years
As at 31 March 2026						
Payables	6.36	6.36	6.36	-	-	-
Borrowings (Other than Debts Securities)	10.00	10.00	10.00	-	-	-
	16.36	**16.36**	**16.36**	**-**	**-**	**-**

₹ in lakhs

Particulars	Carrying amount	Total	Less than 1 years	1 to 2 years	2 to 5 years	More than 5 years
As at 31 March 2025						
Payables	956.65	956.65	876.70	10.53	62.70	6.73
Borrowings (Other than Debts Securities)	2,439.20	2,439.20	2,439.20	-	-	-
Lease liabilities	106.34	166.17	14.33	16.13	53.19	82.52
Other financial liabilities*	157.71	157.71	141.04	-	-	16.67
	3,659.90	**3,719.73**	**3,471.27**	**26.66**	**115.89**	**105.92**

* including estimated finance cost including dividend.

(iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, regulatory changes, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and payables.

Foreign currency risks

All transactions of the Group are in Indian currency, consequently the Group is not exposed to foreign currency risk. The Group has no outstanding foreign currency exposure or related derivative contract.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates related primarily to the Group's short term borrowing. However, due to loss of control over a subsidiary during the year (Refer Note 45), the Group has derecognised such floating rate borrowings as on 17 Nov 2025.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Currently the Group's borrowings are within acceptable risk levels, as determined by the management, hence the Group has not taken any swaps to hedge the interest rate risk.

Exposure to interest rate risks

The interest rate profile of the Group's interest bearing financial instruments at the end of the reporting period are as follows:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Fixed rate instruments		
Financial assets	919.83	230.83
Financial liabilities	10.00	958.00
Variable rate instruments		
Financial assets	-	-
Financial liabilities	-	1,481.20

Cash flow sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31st March, 2026				
Variable rate instruments	-	-	-	-
31st March, 2025				
Variable rate instruments	(7.41)	7.41	(5.48)	5.48

Equity risk

The Group's quoted equity instruments are susceptible to market price risk arising from uncertainties about future values of the investment securities. The reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The senior management reviews and approves all equity investment decisions.

Sensitivity analysis

Investment in equity instruments (Quoted) of the Group are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The table below summaries the impact of increase / decrease of the Nifty 50 index on the Group's equity and profit for the period. The analysis is based on the assumption that the BSE / NSE had increased / decreased by 10% with all other variables held constant, and that all the Group's equity instruments moved in line with the index.

₹ in lakhs

Particulars	Profit or loss before tax		Equity, net of tax	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
BSE / NSE - increase by 10%	2,627.40	4,515.07	2,251.68	3,869.41
BSE / NSE - decrease by 10%	(2,627.40)	(4,515.07)	(2,251.68)	(3,869.41)

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

Sensitivity analysis in respect of level 3 fair value measurements :

Investments classified within Level 3 of the fair value hierarchy are valued using appropriate valuation techniques that incorporate significant unobservable inputs. The table below presents the sensitivity of the fair value measurement to reasonably possible changes in these unobservable inputs along with the valuation techniques used.

₹ in lakhs

Particulars	Valuation techniques	Unobservable Input	Sensitivity	Impact on Total Comprehensive Income			
				Favourable		Unfavourable	
				31 March 2026	31 March 2025	31 March 2026	31 March 2025
Equity Shares	Net Asset Value	Net asset value and other valuation input	10%	2,142.63	1,567.83	(2,142.63)	(1,567.83)

Regulatory risk

The Group's operations is significantly regulated by neither by Central Government nor by State Government. Hence, Regulatory risk to the Group is very low.

47. Capital management

The primary objectives of the Group's capital management policy are to ensure that the Group complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Group manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

48. Statutory Group Information

Name of the entity in the Group	Net Assets i.e. Total assets minus total liabilities		Share in profit / (loss)		Share in other comprehensive income [OCI]		Share in total comprehensive income [TCI]	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated OCI	Amount (₹ in Lakhs)	As % of consolidated TCI	Amount (₹ in Lakhs)
Parent:								
Palash Securities Limited								
As at / for the year ended 31 March 2026	**5.62%**	**2,719.01**	**195.88%**	**2,295.12**	**0.01%**	**(0.95)**	**(21.31%)**	**2,294.17**
As at / for the year ended 31 March 2025	0.94%	567.77	1.37%	(24.19)	0.30%	31.30	0.09%	7.11
Subsidiaries (Indian):								
Morton Foods Limited [Note 45]								
As at / for the year ended 31 March 2026	**0.00%**	**-**	**(39.24%)**	**(459.79)**	**0.00%**	**(0.13)**	**4.27%**	**(459.92)**
As at / for the year ended 31 March 2025	2.88%	1,736.22	56.22%	(992.32)	0.12%	12.44	(11.50%)	(979.87)
Champaran Marketing Company Limited								
As at / for the year ended 31 March 2026	**21.30%**	**10,303.78**	**8.07%**	**94.53**	**19.09%**	**(2,278.55)**	**20.29%**	**(2,184.02)**
As at / for the year ended 31 March 2025	20.84%	12,574.78	0.76%	(13.50)	40.17%	4,129.42	48.31%	4,115.92
Hargaon Investment & Trading Company Limited								
As at / for the year ended 31 March 2026	**47.84%**	**23,143.19**	**13.56%**	**158.89**	**51.87%**	**(6,193.31)**	**56.04%**	**(6,034.42)**
As at / for the year ended 31 March 2025	46.65%	28,155.79	5.71%	(100.79)	33.15%	3,408.19	38.83%	3,307.40
OSM Investment & Trading Company Limited								
As at / for the year ended 31 March 2026	**25.16%**	**12,171.44**	**6.00%**	**70.35**	**29.00%**	**(3,461.55)**	**31.50%**	**(3,391.20)**
As at / for the year ended 31 March 2025	25.90%	15,632.26	7.52%	(132.73)	26.19%	2,693.02	30.06%	2,560.29
Hargaon Properties Limited								
As at / for the year ended 31 March 2026	**0.08%**	**39.07**	**(0.16%)**	**(1.86)**	**-**	**-**	**0.02%**	**(1.86)**
As at / for the year ended 31 March 2025	0.07%	40.93	0.17%	(2.95)	-	-	(0.03%)	(2.95)
Minority Interest in Subsidiary (Indian)								
Morton Foods Limited								
As at / for the year ended 31 March 2026	**0.00%**	**-**	**-37.15%**	**(435.29)**	**0.00%**	**(0.12)**	**4.04%**	**(435.41)**
As at / for the year ended 31 March 2025	2.72%	1,643.61	28.25%	(498.71)	0.07%	8.28	(5.76%)	(490.43)
Associate (Indian):								
Morton Foods Limited [Note 45]								
As at / for the year ended 31 March 2026	**0.00%**	**-**	**(46.96%)**	**(550.27)**	**0.03%**	**(3.74)**	**5.14%**	**(554.01)**
As at / for the year ended 31 March 2025	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Total								
As at / for the year ended 31 March 2026	**100.00%**	**48,376.49**	**100.00%**	**1,171.68**	**100.00%**	**(11,938.35)**	**99.99%**	**(10,766.67)**
As at / for the year ended 31 March 2025	100.00%	60,351.36	100.00%	(1,765.19)	100.00%	10,282.65	100.00%	8,517.47

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

49. On 21st November, 2025, the Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively, the""Labour Codes""), consolidating 29 existing labour laws. The corresponding rules under these codes are notified on 8th May, 2026. Based on its current assessment, the Group has not recognised any impact and expects no additional liability for the year ended 31st March, 2026. Further, the Group continues to monitor the finalisation of all the relevant Rules, along with further clarifications from the Government on other aspects of the Labour Codes and will recognise any impact as and when required based on future developments."

50. Investment in Associate

Details and financial information of material Associate:

Summarised financial information in respect of Group's material associate is set out below. The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with Ind AS adjusted by the Group for equity accounting purposes.

Morton Foods Limited [considered a Subsidiary till 17 Nov 2025 and an Associate thereafter (Refer Note 45)]

Principal Activity	Place of incorporation and principal place of business	Proportion of ownership interest / voting rights held by the Group	
		As at 31 Mar 2026	As at 31 Mar 2025
Mfg. of canned fruits & vegetables, jams, jellies, squashes, juices etc.	India	44.95%	51.37%

Summarised financial information of Associate:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current Assets	4,607.72	5,073.30
Current Assets	2,025.17	2,070.24
Non-Current Liabilities	156.58	131.83
Current Liabilities	4,198.21	3,631.89
Contingent liabilities	290.73	159.56

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue	7,158.70	4,492.11
Profit/(loss) for the year	(2,119.29)	(1,491.03)
Other comprehensive income for the year (net of taxes)	(8.56)	20.72
Total comprehensive income for the year	(2,127.85)	(1,470.31)

51. Compliance with Audit Trail for Accounting Software

MFL (previously being subsidiary which became an Associate of the Holding Co. w.e.f. 18 Nov 2025 - Refer Note 45) uses SAP S/4 HANA ERP, a widely adopted enterprise resource planning (ERP) system, for maintaining its books of account. The application includes an audit trail (edit log) feature, which was enabled and operational at the application level throughout the financial year for all relevant transactions. However, the audit trail at the database level was not enabled up to 24 August 2025 to capture direct database changes and was enabled effective 25 August 2025. No instances of tampering of the application-level audit trail came to our notice during the year. Additionally, MFL used a FactoHR for payroll processing up to 31 December 2024, following which it implemented TMI Payroll with effect from 1 January 2025. TMI Payroll includes an audit trail (edit log) feature, which was enabled and operational at the application level throughout the period of its use during the financial year for all relevant transactions. However, based

Notes to consolidated financial statements as at and for the year ended 31 Mar 2026 (Contd.)

on the available SOC 1 Type II report and other audit evidence, no conclusive evidence was available to confirm that audit trail was enabled and maintained at the database level for TMI Payroll during the year. Further, based on the available audit evidence, no instances of tampering of the application-level audit trail came to our notice during the period under review."

52. The previous year's figures have been regrouped / reclassified wherever necessary.

As per our report of even date attached

For **Agrawal Subodh & Co.**
Chartered Accountants
ICAI Firm's Registration No.: 319260E

Prosanta Mukherjee
Partner
Membership No.: 053651

Place: Kolkata
Date: 15 May 2026

For and on behalf of the Board of Directors

Suraj Kumar Agrawal
Managing Director
DIN: 03260442

Shalini Nopany
Director
DIN: 00077299

Vikram Kumar Mishra
Company Secretary

Deepak Kumar Sharma
Chief Financial Officer

Note

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