Aeroflex Neu Limited
(Formerly as Sah Polymers Ltd.)
CIN: L24201RJ1992PLC006657

Registered Office: E-260-261, Mewar Industrial Area, Madri, Udaipur - 313003, Rajasthan

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Aeroflex Neu

August 03, 2026
ANL/Stock Exchanges/2026-27

To, The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001 **Company Code No.: 543743**	To, The Listing Department. National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051 **Trading Symbol: AERONEU**

Sub: Annual Report of the Company for the Financial Year 2025-26.

Dear Sir/Madam,

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Annual Report of the Company for the Financial Year 2025-26, which is being sent only through electronic mode to the Members.

The Annual Report is also available on the Company's website at www.aeroflexneu.com

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For Aeroflex Neu Limited

Alka Premkumar Gupta

Digitally signed by Alka Premkumar Gupta
Date: 2026.08.03 12:23:56 +05'30'

Alka Premkumar Gupta
Company Secretary
M.No: A35442

Encl.: As above

Aeroflex
Neu

ANNUAL REPORT
2025-2026

Board of Directors

Your Company is governed by a duly constituted Board of Directors, entrusted with providing strategic guidance, oversight of management, and ensuring compliance with applicable laws and regulations. The Board functions in accordance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other statutory requirements, thereby upholding the highest standards of corporate governance. The composition of the Board, along with details of its members, is set out below.

Mr. Hakim Sadiq Ali Tidiwala

Whole Time Director

Mr. Hakim Sadiq Ali Tidiwala (DIN: 00119156), Whole Time Director, has been associated with the Company since September 29, 1998 and is a key driving force behind its sustained growth.

With over 26 years of experience in the polymer industry, he possesses deep domain expertise and a strong understanding of evolving market dynamics. His leadership has significantly contributed to operational excellence, business expansion and long term strategic development.

Mr. Asad Daud

Non-Executive Director

Mr. Asad Daud (DIN: 02491539) has been serving as a Non-Executive Director of Aeroflex Neu Limited since April 03, 2009. He holds a Bachelor's degree in Accounting and Finance from HR College, Mumbai and a Master's degree in the same discipline from the London School of Economics. He has also completed Executive Education programmes at IIM Bangalore, ISB Hyderabad and Harvard Business School, Boston.

With over 16 years of experience in the manufacturing industry, Mr. Daud provides strong strategic leadership backed by deep financial and operational expertise. His contributions have been pivotal in driving domestic and international expansion, scaling operations, strengthening global presence and diversifying the Company's business verticals and product portfolio through innovation and forward-looking initiatives.

Mr. Harikant Ganeshlal Turgalia

Non-Executive Director

Mr. Harikant Ganeshlal Turgalia (DIN: 00049544) has been serving as a Non-Executive Director of the Company since March 11, 2025. He is a Commerce graduate from the University of Udaipur and brings over 38 years of extensive experience across manufacturing, trading and finance.

Mr. Turgalia possesses deep expertise in financial governance, strategic planning and operational management. He provides strong financial leadership and plays a key role in shaping the Company's financial strategy, overseeing capital management, risk management and financial controls. His disciplined approach and strategic insights have contributed significantly to strengthening the Company's financial resilience, enhancing operational efficiency and supporting its long-term sustainable growth.

Mr. Sanjay Suthar

Independent Director

Mr. Sanjay Suthar (DIN: 07777202) serves as an Independent Director of the Company, is an accomplished finance professional with a strong academic background and extensive expertise in Accounts and Finance. He holds a Master's degree in Commerce from Mohanlal Sukhadia University, Udaipur, providing him with a solid foundation in financial management, accounting principles and business administration.

With over 10 years of professional experience, he has developed comprehensive skills in financial planning, budgeting, treasury management, statutory compliance, and financial reporting. His analytical ability, resource optimisation and commitment to informed decision-making have contributed to strengthening financial discipline and supporting the overall stability and growth of the Company

Ms. Asha Jain

Independent Director

Ms. Asha Jain (DIN: 00218335), Independent Director of the Company, brings to the Board a distinguished blend of academic excellence, financial expertise and extensive professional experience. She holds a Master of Arts (M.A.) degree in Economics from Mohanlal Sukhadia University, Udaipur, equipping her with a strong foundation in economic analysis, financial management and strategic decision making.

With over 21 years of experience in corporate finance, accounting and taxation, she has developed deep expertise in financial planning and analysis, budgeting, taxation, financial reporting, treasury management, internal controls and risk management. Her comprehensive understanding of financial operations and regulatory compliance enables her to effectively contribute to strategic business decisions and strengthen the Company's governance and financial resilience.

Mr. Nikhil Khanderao Raut

Independent Director

Mr. Nikhil Khanderao Raut (DIN: 06653335), Independent Director of the Company, holds a Bachelor of Commerce degree from the University of Mumbai, providing him with a strong academic foundation in finance, accounting, taxation and business management.

With over 11 years of professional experience in accounts and finance, he has developed comprehensive expertise in financial management, accounting practices, budgeting, compliance and financial analysis. Leveraging his academic knowledge and practical experience, Mr. Raut has built a deep understanding of financial operations and corporate governance, making him a valuable contributor to the Company's financial strategy and long term growth initiatives.

Corporate Information

BOARD MEMBERS

Mr. Hakim Sadiq Ali Tidiwala
Whole-Time Director

Mr. Asad Daud
Non-Executive Director

Mr. Harikant Ganeshlal Turgalia
Non-Executive Director

INDEPENDENT DIRECTORS

Mr. Sanjay Suthar

Mr. Nikhil Khanderao Raut

Mrs. Asha Jain

KEY MANAGEMENT

Ms. Alka Gupta
Company Secretary

Ms. Bhagyashree Kamble
Compliance Officer

Mr. Lalit Kumar Bolia
Chief Financial Officer

AUDIT COMMITTEE

Mr. Sanjay Suthar
Chairman

Mr. Hakim Sadiq Ali Tidiwala
Member Director

Mrs. Asha Jain
Member Director

NOMINATION AND REMUNERATION COMMITTEE

Mr. Sanjay Suthar
Chairman

Mrs. Asha Jain
Member Director

Mr. Asad Daud
Member Director

STAKEHOLDER RELATIONSHIP COMMITTEE

Mr. Sanjay Suthar
Chairman

Mr. Asad Daud
Member Director

Mr. Hakim Sadiq Ali Tidiwala
Member Director

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. ASAD DAUD
Chairperson

Mr. Hakim Sadiq Ali Tidiwala
Member Director

Mr. Sanjay Suthar
Member Director

Auditors

Statutory Auditors
M/s. H.R. Jain & Co., Chartered Accountants,

Internal Auditors
M/s. A Modi & Co., Chartered Accountants

Secretarial Auditors
M/s. S.K. Jain & Co., Practicing Company Secretaries

Registered Office Address

E-260-261 Mewar Industrial Area,Madri, Udaipur, Rajasthan, India, 313003

IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has launched a 'Green Initiative in Corporate Governance' by allowing companies to comply paperlessly and has issued circulars stating that a company can serve notices and documents, including the Annual Report, by sending emails to its members. To fully support this government green initiative, members who have not yet registered their email addresses are requested to do so. In the case of members holding shares in demat form, they should register their email addresses with the depository through the concerned Depository Participants.

Management Discussion and Analysis Report

INDUSTRY STRUCTURE AND DEVELOPMENTS

(Source: IMF Data Mapper)

Global Economy

During FY 2025-26, the global economy demonstrated resilience despite geopolitical tensions, trade policy uncertainties and evolving monetary conditions. Growth was supported by robust services activity, resilient labour markets, easing inflation and continued demand for technology products, semiconductors and AI-related equipment. Major central banks adopted a gradual policy easing approach, supporting financial stability and economic activity.

However, geopolitical developments, including the West Asia conflict, heightened uncertainty and raised concerns regarding energy security and global trade routes, particularly the Strait of Hormuz. The resulting volatility in commodity markets and inflation expectations continues to pose risks to global economic growth.

As per the IMF World Economic Outlook (April 2026), Global Economies GDP growth is projected at 3.1% in 2026 and 3.2% in 2027, reflecting continued resilience despite elevated geopolitical tensions and trade uncertainties. Growth is expected to be supported by easing inflation, gradual monetary policy normalization and sustained investment in technology and artificial intelligence. Nevertheless, downside risks remain from geopolitical conflicts, trade fragmentation, supply chain disruptions and commodity price volatility.

Emerging markets and developing economies are projected to remain the primary drivers of global growth, with GDP expected to expand at 4.4% in 2025, moderating to 3.9% in 2026 and recovering to 4.2% in 2027. In contrast, advanced economies are anticipated to grow modestly at around 1.9% in 2025, tapering to 1.7% by 2027, resulting in overall world growth stabilizing near 3.2% by 2027. This divergence underscores the resilience of emerging markets in sustaining global expansion.

(Source: IMF World Economic Outlook April 2026)

Indian Economy

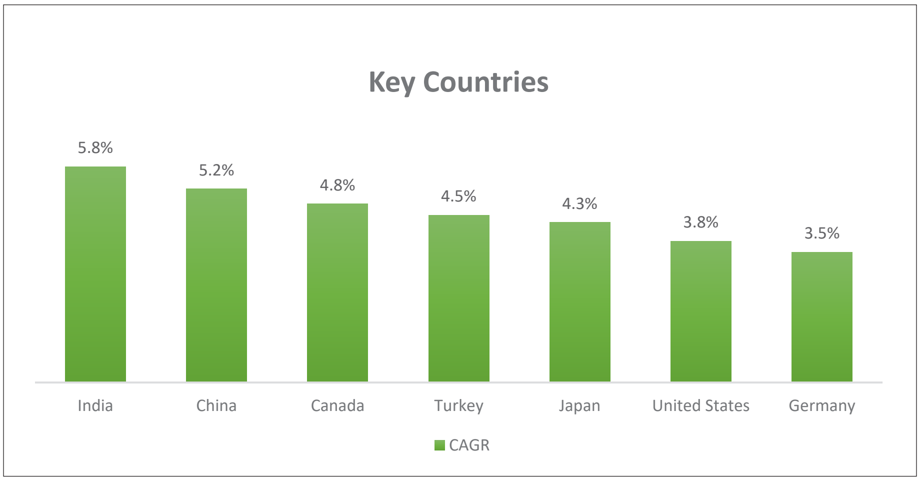
India continued to be one of the fastest growing major economies during FY 2025-26, supported by strong domestic demand, resilient consumption, sustained infrastructure spending and continued growth in the services and manufacturing sectors. Structural reforms, favourable demographics and increasing integration into global supply chains further strengthened economic momentum.

According to the IMF, India's economy is expected to grow by 7.0% in 2026 and 6.4% in 2027, driven by robust domestic fundamentals, rising investments and expanding industrial activity. While global trade uncertainties and fluctuations in commodity prices may present challenges, India's long-term growth outlook remains positive.

Going forward, continued infrastructure development, manufacturing-led growth initiatives, policy reforms and increasing participation in global value chains are expected to support sustained economic expansion and strengthen the country's economic fundamentals.

(Source: IMF World Economic Outlook April 2026)

INDUSTRY OVERVIEW: FLEXIBLE INTERMEDIATE BULK CONTAINERS (FIBCs)



Global FIBC Market Outlook

The global Flexible Intermediate Bulk Container (FIBCs) market size is projected to grow from USD 6.4 billion in 2026 to USD 11.87 billion by 2036 at a CAGR of 6.4%. The market is projected to create an absolute dollar opportunity of approximately USD 5.49 billion between 2026 and 2036, reflecting the continued adoption of FIBCs as a preferred packaging solution due to their cost efficiency, durability, handling convenience and suitability for transportation and storage of bulk materials.

The growth outlook is further supported by increasing focus on sustainable packaging solutions, rising demand for recyclable and reusable packaging products, expansion of global trade in bulk commodities and growth in manufacturing activities across emerging economies. However, factors such as volatility in polypropylene resin prices, fluctuations in crude oil prices, logistics cost pressures and evolving environmental regulations may continue to influence industry dynamics.

Also, sustainability has emerged as a key factor influencing the future direction of the global FIBC industry. Growing emphasis on circular economy principles, reduction of packaging waste, recyclability and responsible resource utilization is encouraging manufacturers to develop reusable, recyclable and technically advanced FIBC solutions. Customers, particularly in developed markets, are increasingly seeking packaging products that combine operational efficiency with environmental responsibility.

(Source: Flexible Intermediate Bulk Container (FIBC) Market | Global Market Analysis Report – 2036)

Indian FIBC Market Dynamics

The Indian FIBC market is expected to witness strong growth, driven by increasing demand for bulk packaging solutions across the chemicals, pharmaceuticals, agriculture and food processing sectors. India's competitive manufacturing capabilities, cost advantages, skilled workforce and integration with global supply chains continue to strengthen its position as a preferred sourcing destination for FIBCs.

The industry is projected to benefit from rising exports, growing adoption of sustainable packaging solutions and increasing industrial activity. However, challenges such as volatility in polypropylene resin and crude oil prices, logistics costs, regulatory changes and global trade uncertainties may impact profitability and growth.

Going forward, companies with strong manufacturing capabilities, quality certifications, innovation-led product offerings and robust customer relationships are expected to be well positioned to capitalize on the long-term growth opportunities in the sector. India continues to emerge as one of the fastest growing FIBC markets globally.

Source: IFIBCA – Indian FIBC Association; Flexible Intermediate Bulk Container (FIBC) Market Reports (2023–2036).

BUSINESS OVERVIEW

Aeroflex Neu Limited (formerly Sah Polymers Limited) is engaged in the manufacture and export of Flexible Intermediate Bulk Containers (FIBCs), and Polypropylene (PP) woven packaging products. With over 25 years of industry experience, the Company has established a strong presence in the industrial packaging sector, supported by advanced manufacturing capabilities, technical expertise and a commitment to quality and customer satisfaction.

The Company's product portfolio includes FIBCs (Jumbo Bags), PP woven fabrics and bags, BOPP laminated bags, PP box bags, silt fences and ground covers, catering to diverse industries such as chemicals, pharmaceuticals, fertilizers, food products, textiles, cement, metals and agriculture.

The Company remains focused on delivering high-quality, customized packaging solutions while strengthening its market position through innovation, operational excellence, capacity expansion and sustainable manufacturing practices to capitalize on the growing demand for flexible packaging solutions in domestic and international markets.

FINANCIAL PERFORMANCE

During FY 2025-26, the Company's consolidated revenue remained largely stable at ₹12,916.50 lakhs during FY 2025-26 (FY 2024-25: ₹12,923.53 lakhs) whereas the Company delivered a significant improvement in profitability driven by enhanced operational efficiencies, disciplined cost management, improved manufacturing productivity and better control over operating expenses.

The Company's focused efforts on operational efficiency, cost optimization and disciplined financial management resulted in a significant improvement in performance. Profit Before Tax (PBT) increased to ₹302.73 lakhs from ₹38.05 lakhs in FY 2024-25, while Profit after Tax (PAT) rose to ₹175.13 lakhs from ₹23.03 lakhs.

Consequently, EBITDA improved to ₹851.38 lakhs from ₹622.11 lakhs in the previous year, with EBITDA margin strengthening to 6.59% from 4.81%, reflecting enhanced operational efficiency and improved profitability.

Financial Ratios

The key financial ratios of the Company for FY 2025-26 and FY 2024-25 are presented as below:

Particulars	As at 31st March 2026	As at 31st March 2025	Explanation for any change in ratio by more than 25% as compared to previous year
Current ratio	3.10	2.07	Significantly Improved due to increase in current assets along with reduction in current borrowings.
Debt equity ratio	0.17	0.31	Due to decrease in borrowings.
Debt Service Coverage Ratio	1.40	0.97	Due to increase in repayment portion of borrowings.
Return on Equity Ratio	1.27%	0.21%	Significantly Improved in profit during the year compared to the previous year.
Inventory turnover ratio	2.55	2.74	-
Trade Receivables turnover ratio	5.49	5.78	-
Trade payables turnover ratio	8.72	9.45	-
Net capital turnover ratio	2.45	3.28	Decrease due to increase in working capital.
Net profit ratio	1.11%	0.15%	Significantly Improved in profit during the year compared to the previous year.
Return on Capital employed	3.39%	2.69%	Significantly Improved due to increase in earnings before interest and tax (EBIT) during the year.
Return on investment	-	-	Not calculated as no investment was made for the purpose of earning returns. Investment was made for acquisition of business in the subsidiary company.

SUSTAINABILITY OVERVIEW

Sustainability remains a key pillar of the Company's long-term strategy, with a continued focus on integrating environmental, social and governance (ESG) principles across its operations. The Company continues to benefit from its renewable energy initiatives, including the operation of its 500 kWp on-grid solar power plant, which supports cleaner energy consumption and contributes to reducing its carbon footprint.

The Company also strengthened its sustainability framework through investments in operational efficiency, environmental management, workplace health and safety, and process improvements. Supported by a robust governance structure and ongoing monitoring mechanisms, the Company remains committed to responsible business practices, regulatory compliance and sustainable value creation.

Going forward, the Company will remain committed to reducing its environmental footprint through increased renewable energy adoption, efficient resource utilization, waste minimization and continuous improvement in environmental performance.

INTERNAL CONTROL AND ADEQUACY

The Company has established a robust internal control framework commensurate with the size and nature of its operations. The framework is designed to safeguard assets, ensure the accuracy of financial records, facilitate regulatory compliance and support effective risk management. Internal controls are supported by well-defined policies, standard operating procedures and periodic reviews by the Internal Auditor, Management and Audit Committee. During the year, no material weakness was observed in the design or operating effectiveness of the Company's internal control systems. The Company remains committed to continuously strengthening its governance and control environment through process improvements and technology driven initiatives.

STRENGTHS AND OPPORTUNITIES

The key strengths and opportunities for the Company are outlined as below:

Strengths

- Extensive experience in manufacturing FIBCs, PP/HDPE woven bags, and other industrial packaging solutions.
- Diversified product portfolio serving multiple industries, including chemicals, pharmaceuticals, food products, fertilizers, and agriculture.
- Strong export presence with an established international customer base.
- Integrated manufacturing facilities supporting operational efficiency, quality assurance, and customized solutions.
- Focus on sustainability through energy efficiency, responsible resource utilization, and environmental management initiatives.

Opportunities

- Growing global demand for FIBCs and bulk packaging solutions across various industries.
- Increasing export opportunities driven by supply chain diversification.
- Rising demand for specialized and compliant packaging solutions in food and pharmaceutical sectors.
- Expanding domestic demand supported by growth in India's chemical, pharmaceutical, food processing, agriculture, and infrastructure sectors.
- India's competitive manufacturing ecosystem positioning it as a preferred global sourcing destination.

KEY RISKS AND MITIGATION MEASURES

The Company has implemented a structured risk management framework to identify and mitigate key business risks.

Risk	Mitigation
Commodity Price Volatility	Strategic sourcing, diversified supplier base, inventory optimization, and efficient production planning.
Supply Chain Disruptions	Supplier diversification, long-term vendor relationships, inventory management, and multiple logistics partnerships.
Health, Safety and Environmental Risks	Comprehensive SHES framework, regular training, workplace inspections, and compliance monitoring to ensure safe and sustainable operations.

HUMAN RESOURCE

The Company considers its employees a key driver of sustainable growth and operational excellence. It continues to invest in employee development through training programs focused on technical skills, operational efficiency, safety awareness and compliance. The Company remains committed to attracting, developing and retaining talent while fostering a culture of accountability, innovation and continuous improvement.

FUTURE OUTLOOK

The global FIBC industry is expected to witness sustained growth, driven by increasing demand for efficient and sustainable bulk packaging solutions across the chemicals, pharmaceuticals, food products, agriculture and construction sectors. India's competitive manufacturing capabilities, skilled workforce and growing integration with global supply chains continue to create significant opportunities for domestic manufacturers. While raw material price volatility, geopolitical uncertainties and evolving trade policies may pose challenges, the Company remains focused on driving sustainable growth through operational excellence, product innovation, prudent risk management and a customer-centric approach. The Company will also continue to leverage its BRC Packaging Certification, ISO Certifications and other internationally recognized quality standards to strengthen its presence in food, pharmaceutical and other quality-sensitive industries, while expanding its export footprint and creating long-term value for all stakeholders.

DISCLAIMER

This Management Discussion and Analysis contains forward looking statements based on the Company's current expectations, assumptions and projections. Actual results may differ materially due to various risks, uncertainties and external factors. The Company undertakes no obligation to publicly update any forward-looking statements to reflect future events or developments.

BOARD'S REPORT

To,
The Members of
Aeroflex Neu Limited

The Directors are pleased to present the 34th Annual Report of Aeroflex Neu Limited ("the Company") (formerly known as Sah Polymers Limited), together with the audited financial statements of the Company for the financial year ("FY") ended March 31, 2026.

1. FINANCIAL SUMMARY AND HIGHLIGHTS

Your Company's performance during the financial year as compared to the previous financial year is summarized as below:

(₹ in Lakhs, except EPS data)

Particulars	Standalone		Consolidated	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Total Revenue	10,557.17	11,568.50	13,418.45	13,139.17
Profit before tax, depreciation, exceptional items and Interest	684.33	547.75	851.38	622.11
Less: Interest & borrowing costs	193.43	288.57	247.17	319.01
Less: Depreciation	248.72	244.16	293.12	265.05
Profit before Tax and Exceptional Items	242.18	15.02	311.09	38.05
Profit before Tax	**233.82**	**15.02**	**302.73**	**38.05**
Less: Tax Expense:				
Current Tax	-	2.34	6.92	12.11
MAT Credit reversal /(entitlement)	(67.26)	2.34	(67.26)	2.34
Deferred Tax	49.53	(2.30)	53.42	5.25
Profit after tax	**117.03**	**17.32**	**175.13**	**23.03**
Earnings per equity share				
Basic	0.45	0.07	0.68	0.09
Diluted	0.38	0.07	0.57	0.09

2. STATE OF COMPANY'S AFFAIRS

The Company is engaged in the business of manufacturing and marketing of Flexible Intermediate Bulk Containers (FIBC), Polypropylene Woven Bags, BOPP Laminated Bags and other flexible packaging products, catering to diverse industries across domestic and international markets.

During the year under review, the Company continued to strengthen its operational performance and market presence through improved efficiencies, enhanced customer relationships and focus on quality and timely delivery.

The Company also continued its association with Indian Oil Corporation Limited as a Del Credere Agent (DCA) and Dealer Owned Polymer Warehouse (DOPW) for polymer marketing operations in the Udaipur and Jaipur regions, contributing steadily to its revenue streams.

Overall, the Company maintained stable operations with a focus on sustainable growth, cost optimization and adherence to all applicable statutory and regulatory requirements.

During the financial year ended March 31, 2026, the Company reported a Standalone Revenue from Operations of ₹10,125.09 lakhs as compared to ₹11,366.74 lakhs in the previous financial year. The Standalone Net Profit for the year stood at ₹117.03 lakhs as against ₹17.32 lakhs in the previous financial year, reflecting improved operational efficiency and cost optimization.

On a consolidated basis, the Company achieved a Revenue from Operations of ₹12,916.50 lakhs as compared to ₹12,923.53 lakhs in the previous financial year. The Consolidated Net Profit for the year stood at ₹175.13 lakhs as against ₹23.03 lakhs in the previous financial year, indicating significant improvement in overall profitability.

Despite a challenging global economic environment, further impacted by geopolitical uncertainties, the Company demonstrated resilience and operational agility. The Company's continued emphasis on product innovation, stringent quality standards and a customer-centric approach enabled it to strengthen its position in both domestic and international markets.

The Company remains committed to achieving sustainable growth, creating long-term value for its stakeholders and upholding the highest standards of corporate governance.

3. DIVIDEND

With a view to conserving the Company's resources for future growth, business expansion and strengthening its financial position, the Board of Directors has not recommended any dividend on the equity shares of the Company for the financial year ended March 31, 2026.

The Board believes that retaining profits within the business will enhance the Company's ability to support its ongoing operations, meet working capital requirements, undertake future growth initiatives and improve overall financial resilience, thereby creating sustainable long-term value for its stakeholders.

4. Material Changes and Commitments Affecting the Financial Position of the Company

In terms of Section 134(3)(l) of the Companies Act, 2013, your Company hereby reports that there have been no material changes and commitments affecting the financial position of the Company between the end of the financial year ended March 31, 2026, and the date of this Report, except as stated below:

1. Your Company has on 22nd May 2026, acquired 2,43,400 (Two Lakh Forty-Three Thousand Four Hundred) equity shares of Stilonn Valves and Controls Private Limited at a price of ₹123.30 per share, for a total consideration of ₹3,00,11,220 (Rupees Three Crore Eleven Thousand Two Hundred and Twenty only).

   Following this acquisition, the Company now holds a 19.58% equity stake in Stilonn Valves and Controls Private Limited.

   This investment is aligned with the Company's strategy of combining stable, cash-generating businesses with high-growth opportunities, thereby enhancing the overall business portfolio and supporting long-term growth.

2. Your Company entered into a Share Purchase Agreement on 15 July 2026 for the sale of its entire 51.01% stake in Fibcorp Polyweave Private Limited, a material subsidiary, for a consideration of ₹192.12 lakh. The transaction is subject to completion of customary conditions and compliances and is proposed to be consummated within 180 days from the date of execution of the agreement. Upon completion, Fibcorp Polyweave Private Limited shall cease to be a subsidiary of the Company.

5. CHANGES IN THE NATURE OF BUSINESS

During the year under review, the Company diversified and expanded the scope of its business activities pursuant to the alteration of the Object Clause of the Memorandum of Association, as approved by the Members at the Extra-Ordinary General Meeting held on June 06, 2025. The amendment enables the Company to undertake additional activities including real estate development, construction and infrastructure projects, engineering and project execution services, property and facility management, data centre development, warehousing and logistics solutions and manufacturing and trading of engineering products, smart technology devices, IT products and allied activities.

The Company intends to leverage these expanded objects to explore new avenues of growth and create sustainable business opportunities, while continuing to pursue its existing packaging operations. Other than the above, there has been no change in the nature of business of the Company during the year under review.

6. TRANSFER TO RESERVES

During the year no amount was transferred to any Reserves.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Act, read along with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure – A.**

8. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

During the year under review, no employee of the Company was in receipt of remuneration in excess of the limits prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached to this report vide **Annexure – B**

9. DIRECTORS' RESPONSIBILITY STATEMENT

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

a. in the preparation of the annual accounts for the financial year ended 31 March 2026, the applicable accounting standards, have been duly followed along with proper explanation relating to material departures;

b. the Directors have selected such accounting policies and applied them consistently, and have made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March 2026 and of the profit of the Company for the year ended on that date;

c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual accounts have been prepared on a going concern basis;

e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

10. DIRECTORS & KEY MANAGERIAL PERSONNEL

As on 31st March 2026, the Board comprised 6 (Six) Directors including 3 (Three) Independent Directors. The Board has an appropriate mix of Executive, Non-Executive and one-woman Independent Director, which is in compliance with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is also aligned with the best practices of Corporate Governance.

I. Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014 and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, as well as considering his experience, expertise and valuable contribution to the affairs of the Company, Mr. Asad Daud (DIN: 02491539), Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment.

The Board recommends his re-appointment to the Members for approval at the ensuing AGM.

II. Appointment and Re- appointment of Directors

During the year under review, there were no appointments or re-appointments of Directors on the Board of the Company.

Accordingly, the composition of the Board remained unchanged throughout the financial year.

III. Cessation of Directors

During the year under review, there were no changes in the composition of the Board on account of cessation or resignation. None of the Directors resigned or vacated their office during the year, and the composition of the Board remained unchanged.

IV. Key Managerial Personnel ("KMP")

During the financial year ended 31st March 2026, the following persons were acting as Key Managerial Personnel of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013:

Sr. No.	Name of the KMP	Designation
1.	Mr. Hakim Sadiq Ali Tidiwala	Whole-Time Director
2.	Mr. Lalit Kumar Bolia	Chief Financial Officer
3.	Ms. Alka Premkumar Gupta	Company Secretary

During the year under review, the following changes took place in the Compliance Officer of the Company

V. Changes in Compliance Officer

1. Cessation:

Ms. Alka Premkumar Gupta ceased to act as Compliance Officer of the Company with effect from June 03, 2025, while continuing to hold the position of Company Secretary of the Company.

2. Appointment:

Ms. Bhagyashree Mohan Kamble was appointed as Compliance Officer of the Company with effect from June 16, 2025.

VI. Declaration from Independent Directors

All Independent Directors of the Company have submitted declarations confirming that they meet the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They have further confirmed compliance with Regulation 25(8) of the SEBI Listing Regulations and affirmed that no circumstances exist which could impair their ability to discharge duties with objective and independent judgment. In addition, the Independent Directors have complied with the requirements relating to registration in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs in accordance with Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Based on the declarations received and after due assessment, the Board is of the opinion that all Independent Directors possess the requisite qualifications, expertise, experience, proficiency, and integrity, and fulfil the conditions specified under the Act, the applicable Rules, and the SEBI Listing Regulations. The Board is satisfied that the Independent Directors are independent of the management and continue to contribute effectively to the governance framework of the Company.

VII. Annual performance evaluation by the Board

Pursuant to Section 134(3)(p) of the Companies Act, 2013, the applicable Rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee laid down the criteria and framework for the annual performance evaluation of the Board of Directors, its Committees, and Individual Directors, including Independent Directors. The evaluation was conducted through a structured questionnaire covering aspects such as Board composition, diversity of skills and experience, effectiveness of processes, quality and timeliness of information flow, strategic oversight, governance practices, participation in discussions, decision-making, and overall Board effectiveness. A separate meeting of the Independent Directors was also held on March 25, 2026, to review the performance of the Executive Director, Non-Independent Directors, and the Board as a whole, while assessing the adequacy of information flow between management and the Board.

All Directors participated in the evaluation process and provided feedback through the prescribed mechanism. The performance of each Independent Director was evaluated by the Board (excluding the Director being evaluated) on parameters such as attendance, participation, independent judgment, safeguarding stakeholder interests, and contribution to governance practices. The Committee reviewed the evaluation process and was satisfied with its objectivity and effectiveness, while the Board noted with satisfaction the overall effectiveness of the Board, its Committees, and Individual Directors. No material concerns were identified, and the suggestions received will be considered to further strengthen governance and enhance Board effectiveness.

VIII. Familiarization Program for Independent Directors

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule IV of the Companies Act, 2013, the Company has adopted a Familiarization Programme for its Independent Directors to acquaint them with the Company's operations, industry environment, regulatory framework and their roles and responsibilities. The programme is designed to provide a comprehensive understanding of the Company's business model, strategic initiatives, governance practices and risk management framework, while also keeping the Independent Directors updated on significant business and regulatory developments.

During the year under review, a familiarization programme was conducted by M/s. GHV & Co., Practicing Company Secretaries, covering critical aspects such as holistic business understanding and strategic value creation, board governance, risk oversight and fiduciary responsibilities, as well as ethical leadership, accountability and continuous board effectiveness.

Details of the Familiarization Programme are available on the Company's website at https://aeroflexneu.com/investor-relations/#details-of-familiarisation-programmes-imparted-to-independent-directors.

11. HOLDING, SUBSIDIARY, JOINT VENTURE & ASSOCIATE COMPANIES:

Holding Company

Your Company is a subsidiary of Aeroflex Enterprises Limited (Formerly known as SAT Industries Limited) with holds 55.50% of the paid-up equity share capital of the Company.

Subsidiary Company

Your Company has one subsidiary, namely Fibcorp Polyweave Private Limited ("FPPL"), in which the Company holds 51.01% of the equity share capital.

Based on the criteria prescribed under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), FPPL qualifies as a Material Subsidiary of the Company.

In accordance with the provisions of Section 129(3) of the Companies Act, 2013, a statement containing the salient features of the financial statements of the subsidiary in Form AOC-1 is annexed to the financial statements as **Annexure – C**.

Performance and Overview of Material Subsidiary

FPPL is engaged in the business of manufacturing and marketing Flexible Intermediate Bulk Containers (FIBC), with its manufacturing facilities located at Kaladwas Industrial Area, Udaipur. The subsidiary has established a strong presence in both domestic and international markets.

During the financial year ended March 31, 2026, FPPL recorded a total revenue of ₹4,217.01 lakhs, of which ₹2,660.81 lakhs (approximately 63.10%) was derived from exports.

The subsidiary continues to strengthen its global presence and currently exports its products to more than seven countries, thereby expanding its international footprint and contributing significantly to the overall growth of the Company.

Joint Ventures and Associates

During the financial year ended March 31, 2026, the Company did not have any Associate Company or Joint Venture within the meaning of the Companies Act, 2013.

Accordingly, the disclosure requirements relating to Associate Companies and Joint Ventures are not applicable to the Company for the year under review.

12. CONSOLIDATED FINANCIAL STATEMENT

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Accounts) Rules, 2014, the Consolidated Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

The audited Consolidated Financial Statements, together with the Independent Auditors' Report thereon, form an integral part of this Annual Report and are presented along with the Standalone Financial Statements of the Company.

The Board of Directors confirms that the Consolidated Financial Statements present a true and fair view of the consolidated financial position, performance and cash flows of the Company and its subsidiary for the financial year ended March 31, 2026.

13. DEPOSITS

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet. Accordingly, disclosing the details of deposits which are not in compliance with the requirements of Chapter V of the Act is not applicable

14. MEETINGS OF THE BOARD

During the Financial Year 2025-26, Eleven (11) meetings of the Board of Directors were held in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The intervening gap between any two consecutive Board Meetings did not exceed the period prescribed under the applicable laws.

The details regarding the number of Board Meetings held during the year, attendance of the Directors thereat and other related information are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

15. INDEPENDENT DIRECTORS MEETING

Pursuant to the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was convened on March 25, 2026, without the attendance of Non-Independent Directors and members of Management.

At the meeting, the Independent Directors reviewed the performance of the Non-Independent Directors and the Board as a whole, and assessed the adequacy, quality, quantity, and timeliness of the flow of information between the Company’s management and the Board.

16. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Pursuant to the provisions of Section 186 of the Companies Act, 2013, the particulars of loans given, guarantees provided, securities given and investments made by the Company during the financial year under review are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

17. PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts, arrangements and transactions entered into by the Company with related parties during the financial year under review were in the ordinary course of business and on an arm's length basis and were in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee reviews the Related Party Transactions on a periodic basis.

The Company has formulated a policy on dealing with Related Party Transactions. The same is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2026/07/Related-Party-Transaction-Policy.pdf

Details of all transactions with related parties are disclosed in the accompanying Standalone Financial Statements. Members may refer to Note No. 36, which provides the related party disclosures in accordance with Ind AS 24.

Since all Related Party Transactions entered into by the Company during the year were in the ordinary course of business and on an arm's length basis, the disclosure of particulars of contracts or arrangements with related parties in Form AOC-2, as prescribed under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is not applicable to the Company.

18. POLICY ON APPOINTMENT AND REMUNERATION FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT EMPLOYEES

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has adopted a policy on selection and appointment of Directors, Key Managerial Personnel ("KMPs") and Senior Management Personnel ("SMPs"), and their remuneration which is available on the website of the Company at https://aeroflexneu.com/wp-content/uploads/2022/12/Nomination-and-remuneration-policy.pdf.

The policy also lays down the criteria for determining qualifications, positive attributes, independence of a director and other related matters. The Nomination and Remuneration Committee identifies and evaluates individuals proposed to be appointed as Directors, KMPs or SMPs, having regard to their integrity, qualifications, expertise and experience, and recommends their appointment to the Board.

We affirm that the remuneration paid to the Directors is as per the terms laid out in the Remuneration Policy.

19. CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted Corporate Social Responsibility Committee in compliance with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014. The Corporate Social Responsibility Committee has formulated a Corporate Social Responsibility Policy (CSR policy) indicating the activities to be undertaken by the Company.

However, the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder are not applicable to the Company for the financial year ended 2026. Accordingly, no CSR expenditure was required to be incurred by the Company during the said financial year

The CSR policy is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2023/03/CSR-Policy-Sah.pdf.

Further details regarding the CSR Committee and its composition are provided in the Corporate Governance Report forming part of this Annual Report.

20. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

21. THE WEB ADDRESS, WHERE ANNUAL RETURN REFERRED TO IN SUB-SECTION (3) OF SECTION 92 HAS BEEN PLACED

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2026/07/Annual-Return-2025-26.pdf.

22. AUDITORS

STATUTORY AUDITORS

M/s. H.R. Jain & Co., Chartered Accountants, were appointed as the Statutory Auditors of the Company at the Annual General Meeting held on September 30, 2022, for a term of five consecutive years, to hold office from the conclusion of the 30th Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company.

The Company has received confirmation from the Statutory Auditors to the effect that they are not disqualified from continuing as the Auditors of the Company in terms of the provisions of the Companies Act, 2013 and the rules made thereunder.

The Auditors' Report for the financial year under review does not contain any qualifications, reservations, adverse remarks or disclaimers.

SECRETARIAL AUDITORS

During the year under review, the Members of the Company, at the Annual General Meeting held on August 20, 2025, approved the appointment of M/s. S.K. Jain & Co., Practicing Company Secretaries (COP: 3076), as the Secretarial Auditors of the Company, for a term of Five (5) consecutive years commencing from the financial year 2025-26 and continuing up to the financial year 2029-30.

Secretarial Audit Report:

In terms of Section 204 of the Companies Act, 2013, a Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report as **Annexure D**. There are no qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report.

Annual Secretarial Compliance Report

A Secretarial Compliance Report for the financial year ended March 31, 2026, on compliance with all applicable SEBI Regulations and circulars/guidelines issued thereunder, pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has been obtained from M/s. S.K. Jain & Co. (COP: 3076), Practicing Company Secretaries, Secretarial Auditors.

Secretarial Audit for Material Subsidiaries

As per regulation 24 (1) of SEBI Listing Regulation, the Company is required to annex the Secretarial Audit Report of its unlisted material subsidiary to its Annual Report. The Secretarial Audit report of the material unlisted subsidiary i.e., Fibcorp Polyweave Private Limited is annexed as **Annexure – E** part of the Board Report. The Secretarial Audit Report of such subsidiary confirm that they have complied with provisions of the Acts, Rules, Regulations and Guidelines and there are no deviations or non – compliances for the Financial Year 2025-2026.

INTERNAL AUDITORS

Pursuant to Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Board, based on the recommendation of the Audit Committee, appointed M/s. A Modi & Co., Chartered Accountants, Udaipur, as the Internal Auditors of the Company for Financial Year 2025–26.

The Internal Auditors periodically review the Company's internal control systems, processes, and compliance framework and compliance mechanisms. The quarterly reports submitted by the Internal Auditors are placed before the Audit Committee for its review, deliberation and necessary guidance/action.

23. DISCLOSURE ON MAINTENANCE OF COST RECORDS:

The provisions of Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended, relating to the maintenance of cost records are not applicable to the Company for the financial year under review, as the Company does not fall within the prescribed threshold limits notified by the Central Government.

24. REMARKS ON QUALIFICATIONS BY STATUTORY AUDITORS AND SECRETARIAL AUDITORS

The Reports issued by the Statutory Auditors and the Secretarial Auditors of the Company for the financial year ended March 31, 2026, do not contain any qualifications, reservations, adverse remarks, observations or disclaimers.

Further, pursuant to the provisions of Section 143(12) of the Companies Act, 2013, the Statutory Auditors of the Company have not reported any instance of fraud committed against the Company by its officers or employees during the financial year under review.

25. CORPORATE GOVERNANCE

The Company has taken adequate steps to adhere to all the stipulations laid down in Regulation 17 to 27 and 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance along with the certificate issued by M/s. S.K. Jain & Co., Practicing Company Secretaries and Secretarial Auditor of the Company confirming the compliance of Corporate Governance requirements is annexed as **Annexure – F**.

26. COMPOSITION OF AUDIT COMMITTEE

As of March 31, 2026, the Audit Committee of the Board of Directors of the Company comprised 3 (Three) Members, namely Mr. Sanjay Suthar, Mrs. Asha Jain, Independent Directors and Mr. Hakim Sadiq Ali Tidiwala, Whole-Time Director of the Company.

Mr. Sanjay Suthar is the Chairman of Audit Committee of the Company. The Company Secretary of the Company acts as Secretary of the Audit Committee.

During the financial year under review, all recommendations made by the Audit Committee were duly considered and accepted by the Board of Directors.

The Audit Committee, inter alia, reviews matters relating to financial reporting, auditing, accounting policies, internal financial controls, risk management and compliance. The Committee also reviews the reports submitted by the Internal Auditors, oversees the internal audit function and monitors the vigil mechanism of the Company.

Further details regarding the composition, terms of reference, meetings and attendance of the Audit Committee are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

27. COMMITTEES OF THE BOARD

In accordance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted the following Four committees of the Board, namely:

1. Audit Committee
2. Stakeholders' Grievance Committee;
3. Nomination and Remuneration Committee and
4. Corporate Social Responsibility Committee

The details of the above-mentioned committee along with their composition, terms of reference, number of meetings held and attendance at the meetings are provided in the Corporate Governance Report which forms an integral part of this Annual Report.

The Committees of the Board are constituted with an appropriate balance of Executive, Non-Executive and Independent Directors, wherever applicable, to ensure effective oversight, independent judgment and good governance practices. The Committees deliberate on matters within their respective areas of responsibility and make recommendations to the Board, wherever required. The decisions and recommendations of the Committees are placed before the Board for its consideration and noting/approval in accordance with the applicable provisions.

28. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section, forming part of the Annual Report.

29. CHANGE IN NAME OF THE COMPANY

During the year under review, the name of the Company was changed from “Sah Polymers Limited” to “Aeroflex Neu Limited” pursuant to the approval of members by way of Special Resolution passed at the Extra-Ordinary General Meeting held on June 06, 2025 and upon receipt of the requisite approval from the Registrar of Companies with effect from July 07, 2025.

The change in name has been undertaken to align the Company's corporate identity with the Aeroflex Group and to reflect its strategic positioning within the Group.The change in name does not affect the legal status of the Company or its existing rights and obligations, contracts, or liabilities.

30. CHANGE IN TRADING NAME AND TRADING SYMBOL OF THE COMPANY

Pursuant to the change in the name of the Company from "Sah Polymers Limited" to "Aeroflex Neu Limited", the trading name of the Company on BSE Limited and the National Stock Exchange of India Limited was changed to "Aeroflex Neu Limited" and the trading symbol was changed from "SAH" to "AERONEU", with effect from August 22, 2025.

The change in the trading name and trading symbol was undertaken to align the Company's market identity with its new corporate name and the Aeroflex Group brand identity.

31. CEO/CFO CERTIFICATE:

The Certifications required as stipulated under Regulation 17(8) and in terms of Part B, Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, from Mr. Hakim Sadiq Ali Tidiwala, Whole-time Director and Lalit Kumar Bolia, Chief Financial Officer of the Company for the Financial Year 2025-2026 is annexed as **Annexure- G**.

32. SHARE CAPITAL

During the year under review, the Authorised Share Capital of the Company was increased from ₹30,00,00,000 (Rupees Thirty Crores only), comprising of 3,00,00,000 (Three Crores) equity shares of ₹10 each, to ₹34,00,00,000 (Rupees Thirty-Four Crores only), comprising of 3,40,00,000 (Three Crores Forty Lakhs) equity shares of ₹10 each.

However, there was no change in the Issued, Subscribed and Paid-up Equity Share Capital of the Company during the year. Accordingly, the Paid-up Equity Share Capital remained unchanged at ₹25,79,60,000 (Rupees Twenty-Five Crores Seventy-Nine Lakhs Sixty Thousand only), comprising 2,57,96,000 (Two Crores Fifty-Seven Lakhs Ninety-Six Thousand) equity shares of ₹10 each.

Further, during the year under review, the Company allotted 72,00,000 (Seventy-Two Lakhs) Convertible Warrants, each having a face value of ₹10 (Rupees Ten only), on a preferential basis at an issue price of ₹90 (Rupees Ninety only) per warrant, including a premium of ₹80 (Rupees Eighty only) per warrant, aggregating to ₹64,80,00,000 (Rupees Sixty-Four Crores Eighty Lakhs only).

The Company has complied with all applicable statutory and regulatory requirements in connection with the increase in its Authorised Share Capital and the preferential allotment of Convertible Warrants, including obtaining the necessary approvals from the Members, stock exchanges and other regulatory authorities, wherever applicable.

33. RISK MANAGEMENT

The Company has a well-defined Risk Management framework in place to identify, assess and mitigate potential risks across its operations. The Board of Directors oversees the risk management process and periodically reviews the key risk areas and mitigation measures.

The Company’s risk management practices are aligned with its business objectives and are aimed at safeguarding the interests of the Company and its stakeholders while ensuring sustainable growth and financial stability.

The Risk Management Policy is available on the website of the Company at https://aeroflexneu.com/wp-content/uploads/2022/12/Risk-Management-policy.pdf.

As on March 31, 2026, the Company is not required to constitute a Risk Management Committee in terms of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

34. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal financial controls with reference to the financial statements in place and such controls are commensurate with the size, scale and complexity of its operations.

The internal financial controls are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with applicable accounting principles. The Company has documented policies and procedures for ensuring orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information.

The Company believes that the existing internal financial controls are adequate and operating effectively as intended.

35. NAME OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANIES DURING THE YEAR

During the year under review, there was no change in the subsidiary companies of the Company. Further, the Company did not have any joint venture or associate company during the financial year. Accordingly, no company became or ceased to be a subsidiary, joint venture or associate of the Company during the year under review.

36. COMPLIANCE WITH THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is firmly committed to maintaining a harassment-free workplace and enforces a zero-tolerance approach toward sexual harassment. To safeguard all of its employees (permanent, contractual, temporary, trainees), the Company has implemented a Policy on Prevention, Prohibition, and Redressal of Sexual Harassment, ensuring that all individuals are protected and that complaints are addressed promptly and effectively.

The policy is supported by duly constituted Internal Committees in accordance with the provision relating to the constitution of Internal Complaints Committees under POSH, 2013, ensuring confidentiality, impartiality, fairness and timely resolution of complaints in accordance with applicable laws and internal governance standards.

During the year under review, your Company has not received any complaint pertaining to sexual harassment.

37. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961, including the amendments made thereunder and the rules framed thereto. The Company is committed to providing a safe, inclusive and supportive workplace and ensuring that eligible employees are provided maternity benefits in accordance with the applicable statutory requirements.

38. GENDER-WISE COMPOSITION OF EMPLOYEES:

In alignment with the principles of diversity, equity and inclusion (DEI), the Company discloses below the gender composition of its workforce as on March 31, 2026.

Sr. No.	Particulars	No. of Employees during the year under review
1	Male Employees	110
2	Female Employees	4
3	Transgender Employees	0

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

39. VIGIL MECHANISM/WHITSLE BLOWER POLICY

The Company has adopted a Vigil Mechanism / Whistle Blower Policy in accordance with the provisions of Section 177(9) and (10) of the Companies Act, 2013, Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Policy provides a formal mechanism for Directors and employees to report genuine concerns, including unethical behaviour, actual or suspected fraud, and violations of the Company's Code of Conduct and Business Ethics. It ensures direct access to the Chairperson of the Audit Committee and safeguards against victimisation of the whistle blower.

The Policy is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2022/12/Vigil-Mechanism-Policy.pdf.

40. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of Board of Directors (SS-1) and General Meetings (SS-2)under Section 118(10) of the Companies Act, 2013, during the financial year under review.

41. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

(a) Issue of equity shares with differential rights as to dividend, voting or otherwise.

(b) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

(c) None of the Whole-time Director of the Company received any remuneration or commission from any of its holding or subsidiary.

(d) No application was filed under the Insolvency and Bankruptcy Code, 2016.

(e) No instance of one-time settlement with any Bank or Financial Institution.

42. TRANSFER TO INVESTOR EDUCTION AND PROTECTION FUND:

In accordance with the applicable provisions of the Companies Act, 2013 read with Investor Education and Protection Fund (Accounting, Audit, Transfer, and Refund) Rules, 2016 (IEPF Rules), all unclaimed dividends are required to be transferred by the Company to the IEPF after completion of 7 years Further, according to IEPF Rules, the shares on which dividend has not been claimed by the shareholders for 7 consecutive years or more shall be transferred to the demat account of the IEPF authority.

During the current year no shares or unclaimed dividend was required to be transferred to IEPF.

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2026, on the Company website, at https://www.aeroflexneu.com.

43. ACKNOWLEDGEMENTS

The Board of Directors thank the Company's employees, customers, vendors, investors and academic partners for their continuous support. The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

For and on behalf of the Board of Directors of
AEROFLEX NEU LIMITED

Place: Udaipur
Dated: 15.07.2026

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Asad Daud
Director
DIN: 02491539

ANNEXURE -A

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

The particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are provided below:

A. Conservation of Energy

i. Steps taken or impact on conservation of energy

The Company has undertaken continuous efforts towards conservation of energy by optimising and streamlining its production processes. Regular monitoring and control mechanisms have been implemented to ensure efficient utilisation of energy across all manufacturing operations.

Preventive maintenance of plant and machinery is carried out to minimise energy loss and enhance operational efficiency. The initiatives taken by the Company are expected to yield improved energy efficiency and cost optimisation over a period of time.

ii. Steps taken by the company for utilising alternate sources of energy

The Company is actively exploring various avenues for the adoption and utilisation of alternate and renewable sources of energy. Feasibility studies are being undertaken to assess viable options that can be integrated into the Company's operations in the future.

iii. Capital investment in energy conservation equipment

The Company has not made any capital investment on energy conservation equipment during the financial year under review.

B. Technology Absorption

The Company has not imported any technology during the last three financial years. The manufacturing processes adopted by the Company for producing Flexible Intermediate Bulk Containers (FIBC), HDPE/PP woven sacks, and fabrics are primarily based on indigenously developed and sourced technologies, which are well-established and continuously refined to meet operational requirements.

The Company places significant emphasis on optimising existing technologies through regular monitoring, testing, and process improvements. The in-house technical and operational teams undertake periodic evaluations of production processes to ensure efficiency, consistency in output, and adherence to quality standards.

Further, the Company remains committed to staying abreast of the latest technological advancements and industry best practices. It continuously evaluates emerging innovations in manufacturing processes, machinery, and materials with a view to improving productivity, reducing costs, enhancing product quality, and maintaining competitiveness in both domestic and international markets.

In line with its commitment to innovation and efficiency, the Company undertakes continuous efforts towards process optimisation, waste reduction, and energy efficiency. Such initiatives not only contribute to cost rationalisation but also support sustainable manufacturing practices and long-term value creation.

Expenditure incurred on research and development

The Company has not incurred any expenditure on research and development activities during the financial year under review. However, the Company continues to focus on process improvements and operational efficiencies through internal expertise and ongoing evaluation of manufacturing practices.

C. Foreign Exchange Earnings and Outgo

During the year under review, the Foreign Exchange earned in terms of actual inflows and Foreign exchange outgo in terms of actual outflows are as under:

(₹ in lakhs)

Particulars	FY 2025-2026	FY 2024-2025
Foreign Exchange inflow	6,780.81	7,232.63
Foreign Exchange Outflow	36.99	229.50

For and on behalf of the Board of Directors of
AEROFLEX NEU LIMITED

Place: Udaipur
Dated: 15.07.2026

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Asad Daud
Director
DIN: 02491539

ANNEXURE-B

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Part A: Information pursuant to Section 197(12) of the Companies Act, 2013

[Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

i. Ratio of remuneration of each Director to the median remuneration of the employees for the financial year 2025-26 and the percentage increase in remuneration of each Director, Chief Financial Officer, Whole-time Director, Company Secretary in the financial year 2025-26.

Sr. No.	Name and Designation of the Director/ Key Managerial Personnel (KMP)	Ratio of remuneration of each director to median remuneration of employees	Percentage increase in remuneration
1.	Mr. Hakim Sadiq Ali Tidiwala – Whole Time Director	1:4.86	-
2.	Mr. Lalit Kumar Bolia- Chief Financial Officer	1:2.86	8.11%

ii. The percentage increase in the median remuneration of employees in the financial year 2025-26: 10.11%

iii. The number of permanent employees on the rolls of the Company: 114

iv. Average percentile increases 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 and point out if there are any exceptional circumstances for increase in the managerial remuneration:

   a. Average increase in remuneration of employees: 10.5%

   b. Average increase in remuneration of managerial personnel: 8.13%

   Justification: The increment given to each individual employee including managerial personnel is based on employees' performance and the Company's overall performance.

v. The Company affirms remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors of
AEROFLEX NEU LIMITED

Place: Udaipur
Dated: 15.07.2026

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Asad Daud
Director
DIN: 02491539

ANNEXURE - C

Form AOC-1

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

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

Part "A": Subsidiaries

(₹ in lakhs)

Sr. No.	Particulars	Details
1.	Name of the subsidiary	**Fibcorp Polyweave Private Limited**
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	NA
3.	The date since when subsidiary was acquired	04.01.2022
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
5.	Share capital	66.43
6.	Reserves & surplus	582.68
7.	Total assets	1,767.85
8.	Total Liabilities	1,118.74
9.	Investments	0
10.	Turnover	4,217.01
11.	Profit before taxation	24.22
12.	Provision for taxation	10.81
13.	Profit after taxation	13.41
14.	Proposed Dividend	0
15.	% of shareholding	51.01%

Part "B": Associates and Joint Ventures

Not Applicable as the Company does not have any Associate and Joint Venture

For and on behalf of the Board of Directors of
AEROFLEX NEU LIMITED

Place: Udaipur
Dated: 15.07.2026

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Asad Daud
Director
DIN: 02491539

Lalit Kumar Bolia
Chief Financial Officer

Alka Premkumar Gupta
Company Secretary
M.No. A35442

ANNEXURE – D

FORM NO. MR - 3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
AEROFLEX NEU LIMITED
(Formerly known as SAH POLYMERS LTD)
CIN: L24201RJ1992PLC006657

Regd. off: E 260-261, Mewar Industrial Area, Madri, Udaipur, Rajasthan, India - 313003.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AEROFLEX NEU LIMITED (Formerly known as SAH POLYMERS LTD) (CIN: L24201RJ1992PLC006657)** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minutes book, 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, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on **March 31, 2026** (“the audit period”) 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.

I have examined the books, papers, minutes book, forms and returns filed and other records maintained by the **AEROFLEX NEU LIMITED (Formerly known as SAH POLYMERS LTD)** as given in **“Annexure-I”** for the period **April 01, 2025 to March 31, 2026** 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 applicable to Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);
5. 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
   b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the company during the audit period)**.
   f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the company during the audit period)**.
   g) 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;
   h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the company during the audit period)**
   i) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018; **(Not Applicable to the company during the audit period)**

I have also examined Compliance with the applicable clauses of the following:

i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

ii. The Equity Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder (“Listing Regulations”).

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of procedure on test basis. The list of major head/groups of Acts, Laws and Regulations as generally applicable to the Company is as per **"Annexure-II"**.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in Compliance with the provisions of the Act.

Adequate notices are given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the Meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

I 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 compliances with the applicable Laws, Rules, Regulations and Guidelines.

I further report that in case of Direct and Indirect Tax Laws like Income Tax Act, Goods and Service Tax Act, I have relied on the Reports given by the Statutory Auditors of the Company.

I further report that during the audit period the Company has specific events as under:

1. Resignation of Ms. Alka Premkumar Gupta from the post of Compliance Officer w.e.f 03.06.2025.
2. Appointment of Ms. Bhagyashree Mohan Kamble, Qualified Company Secretary (Membership No. A75156), as the Compliance Officer of the Company w.e.f 16.06.2025.
3. The Board of Directors, at its meeting held on July 25, 2025, approved the allotment of 72,00,000 (Seventy-Two Lakhs) convertible warrants of face value ₹10 each, at an issue price of ₹90 per warrant, on a preferential basis to persons belonging to the promoter group and certain identified non-promoter investors. The said allotment was subject to the approval of the shareholders, which was duly obtained at the Extra-Ordinary General Meeting (EGM) held on June 06, 2025.
4. During the period under review, the Company increased its Authorised Share Capital from Rs. 30,00,00,000/- divided into 3,00,00,000 Equity Shares of Rs. 10/- each to Rs. 34,00,00,000/- divided into 3,40,00,000 Equity Shares of Rs. 10/- each by creation of an additional 40,00,000 Equity Shares of Rs. 10/- each.
5. The Board of Directors, at its meeting held on May 07, 2025, approved the proposal for change in the name of the Company from "SAH Polymers Limited" to "Aeroflex Neu Limited," subject to the approval of the shareholders. The shareholders accorded their approval for the same at the Extra-Ordinary General Meeting (EGM) held on June 06, 2025.

For S. K. Jain & Co.

Dr. S. K. Jain
Practicing Company Secretary
FCS No.:1473
COP No.: 3076
PR No.: 6574/2025

Date: 14.07.2026
Place: Mumbai
UDIN: F001473H000826198

This report is to be read with our letter of even date which is annexed as **"Annexure-III"** and forms an integral part of this report.

ANNEXURE - I

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished and representations made to me by the Company, its officers and agents, I report that the Company has, during the financial year under review, complied with the provisions of the Acts, the Rules made thereunder the Memorandum & Articles of Association of the Company with regard to: -

1. Minutes of the Meetings of the Board of Directors, Committee Meetings held during the financial year under Report;
2. Minutes of General Body Meetings held during the financial year under report;
3. Maintenance of various Statutory Registers and Documents and making necessary entries therein;
4. Notices and Agenda papers submitted to all the Directors for the Board Meetings;
5. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the financial year under report;
6. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement during the financial year under Report;
7. Disclosure of Interest and Concerns in contracts and arrangement, shareholdings and Directorships in other Companies and interest in other entities by Directors;
8. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 of the Companies Act, 2013 and attachments thereto during the Financial Year under Report;
9. Closure of Register of Members/ record date for dividend.
10. Declaration and payment of Dividend.

ANNEXURE - II

ListList of applicable laws to the Company

i. The Factories Act, 1948 & The Rajasthan Factories Rules 1951;

ii. The Industrial Disputes Act, 1947;

iii. The Payment of Bonus Act, 1965;

iv. The Payment of Gratuity Act, 1972;

v. The Minimum Wages Act, 1948;

vi. The Payment of Wages Act, 1936;

vii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;

viii. The Maternity Benefits Act, 1961;

ix. The Industrial Employment (Standing Orders) Act, 1946;

x. The Employees Provident Fund and Miscellaneous Provisions Act, 1952;

xi. The Air (Prevention and Control of Pollution) Act, 1981;

xii. The Water (Prevention and Control of Pollution) Act, 1974;

xiii. The Environment (Protection) Act, 1986;

xiv. Employees State Insurance Act, 1948;

xv. The Hazardous Waste (Management and Handling) Rules, 1989;

xvi. The Contract Labour (Regulation and Abolition) Act, 1970;

xvii. Arbitration and Conciliation Act, 1996.

ANNEXURE - III

To,
The Members,

AEROFLEX NEU LIMITED
(Formerly known as SAH POLYMERS LIMITED)
CIN: L24201RJ1992PLC006657
Regd. off: E 260-261, Mewar Industrial Area, Madri,
Udaipur, Rajasthan, India - 313003.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of management. My 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.

For S. K. Jain & Co.

Dr. S. K. Jain
Practicing Company Secretary
FCS No.:1473
COP No.: 3076
PR No.: 6574/2025

Date: 14.07.2026
Place: Mumbai
UDIN: F001473H000826198

ANNEXURE – E

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2026

(Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the circular no. CIR/CFD/CMDI/27/2019 dated February 08, 2019 issued by Securities and Exchange Board of India)

To,
The Members,

FIBCORP POLYWEAVE PRIVATE LIMITED

CIN: U17309RJ20 l7PTC05869 l

Regd. Office: E 260-261, Mewar Industrial Area, Madri Udaipur -313003 (Raj.)

We have conducted the Secretarial Audit, in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular no. CIR/CFD/CMDI/27/2019 dated February 08, 2019 issued by Securities and Exchange Board of India, of the compliance of applicable statutory provisions and the adherence to good corporate practices by FIBCORP POLYWEAVE PRIVATE LIMITED (herein after 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 books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by FIBCORP POLYWEAVE PRIVATE LIMITED, the Company, its officers, agents and authorized representatives as made available to us through electronic mode, during the conduct of secretarial audit, We hereby report that in our opinion, the company has complied to the extent applicable during the audit period covering the financial year ended on 31.03.2026 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 FIBCORP POLYWEAVE PRIVATE LIMITED ("the Company") for the financial year ended on 31.03.2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder for specified Sections and Rules notified and came into effect from respective dates and a list of documents verified is as per Annexure A

(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 .

Being Private Limited Company during the audit Period, the followings Acts, Rules, Guidelines and Regulations prescribed under the Securities and Exchange Board of India Act, ('SEBI Act') 1992 were **Not Applicable** to the Company.

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2021;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (Amendment) Regulations, 2021;

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

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, now known as SEBI(Share based Employees Benefits) Regulations, 2014

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2018 regarding the Companies Act and dealing with client;

(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 ; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015, **(Complied to the extent applicable as Material Subsidiary company of the Listed Company)**.

(vi) Other Laws as applicable to the company as certified by the Management:

1. Employee's Provident Funds & Miscellaneous Provisions Act, 1952
2. Employee's State Insurance Act, 1948
3. The Payment of Bonus Act, 1965
4. Payment of Gratuity Act, 1972
5. The Contract Labour (Regulation And Abolition) Act, 1970
6. Negotiable Instruments Act, 1881
7. The Central Goods And Services Tax Act, 2017
8. Central Board of Indirect Tax
9. The Banking Regulation Act, 1949
10. The Income Tax Act, 1961
11. Indian Stamp Act, 1899
12. The Water (Prevention and Control of Pollution) Act, 1974
13. The Air (Prevention and Control of Pollution) Act, 1981
14. The Contract Act 1872
15. Arbitration and Conciliation Act, 1996
16. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
17. The Payment of Wages Act, 1936
18. The Minimum Wages Act, 1948
19. Industrial Disputes Act, 1947
20. The Environment Protection Act, 1986

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

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

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and NonExecutive Directors and is in compliance of Regulation 24(1) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015

There was no change in the composition of the Board of Directors during the period under review.

The company is not required to constitute Audit Committee and Nomination and Remuneration Committee during the period under report as informed to us as it is not covered under Rule 6 of the Companies (Meetings of Board and its powers) Rules, 2014

Adequate notice has been given to all the directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent in accordance with provisions of the Act, Rules and Regulations and a system exists for meaningful participation at the meeting. All decisions at board meeting meetings have been carried out as recorded in the Minutes of the meetings of the Board of Directors.

There were no amendments/modification of the Memorandum and Articles of Association of the Company during the period under report.

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 have relied on the representation made by the Company and its officers for systems and mechanism formed by the company for compliances under other Acts, Laws and Regulations applicable to the Company.

For P. Talesara & Associates
Company Secretaries

Place: Place: Udaipur (Raj.)
Date: 21.05.2026

Pawan Talesara
Proprietor
FCS No.: 8096, C P No.: 2674
UDIN: F008096H000435479

Annexure-F

REPORT ON CORPORATE GOVERNANCE

In accordance with Regulation 34(3) read with Section C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Report on Corporate Governance for the financial year ended March 31, 2026, is set out below. This Report should be read in conjunction with the Board's Report and its annexures, which together provide a comprehensive overview of the Company's governance framework, policies, and practices.

1. BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company views corporate governance as a fundamental pillar of its corporate identity and long-term sustainability. It extends beyond mere regulatory compliance and embodies the Company's enduring commitment to ethical leadership, transparency in decision-making, and accountability across all its operations. The Company strives to foster a culture of integrity and responsible corporate citizenship, ensuring that its governance practices consistently strengthen stakeholder trust and support sustainable value creation.

The Company's governance philosophy is anchored in the core principles of integrity, accountability, fairness, and transparency. Aeroflex believes that adherence to these principles is essential to building and sustaining stakeholder confidence, while also fostering innovation, driving operational excellence, and creating long-term sustainable value.

The Board of Directors of Aeroflex Neu Limited comprises a balanced mix of Executive and Independent members, enabling diverse perspectives and effective strategic oversight. A well-defined Code of Conduct governs the actions of the Board and senior management, while a robust Vigil Mechanism (Whistle Blower Policy) provides employees and stakeholders with a secure and confidential framework to report concerns.

The Company has adopted a Code of Conduct for the Board of Directors and Senior Management Personnel, a Vigil Mechanism (Whistle Blower Policy), and various other policies and governance practices aimed at ensuring ethical conduct, transparency, accountability, and protection of stakeholders' interests. The Company also undertakes periodic evaluation of the performance of the Board, its Committees, and individual Directors, along with familiarisation programmes for Independent Directors, to strengthen the effectiveness of its governance framework.

Aeroflex Neu Limited remains committed to continuously strengthening its corporate governance practices in line with evolving regulatory requirements and globally accepted governance standards. The Company believes that adherence to sound corporate governance principles enhances stakeholder confidence, supports sustainable business growth, and contributes to long-term value creation.

The Company confirms that its has complied with the applicable provisions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, which are detailed in the following report.

2. BOARD OF DIRECTORS

a. Composition and category of director

The Board of Directors ("Board") is responsible for providing strategic direction, exercising overall supervision over the management of the affairs of the Company, and ensuring that the Company's operations are conducted in accordance with the highest standards of corporate governance. The Board oversees the implementation of business strategies, reviews operational and financial performance, and safeguards the interests of all stakeholders.

The composition of the Board is in conformity with the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board comprises an optimum combination of Executive and Non-Executive Directors, including Independent Directors, with an appropriate mix of skills, experience, expertise, and diversity, enabling effective and balanced decision-making.

As on March 31, 2026, the composition of the Board was in compliance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

As at March 31, 2026, the Board comprised Six (6) Directors, categorized as follows:

Sr. No.	Name of the Director	Promoter/ Non-Promoter	Category
1.	Mr. Hakim Sadiq Ali Tidiwala	Non-Promoter	Executive Director
2.	Mr. Asad Daud	Non-Promoter	Non-Executive Non-Independent Director
3.	Mr. Harikant Ganeshlal Turgalia	Non-Promoter	Non-Executive Non-Independent Director
4.	Mr. Sanjay Suthar	Non-Promoter	Non-Executive Independent Director
5.	Mr. Nikhil Khanderao Raut	Non-Promoter	Non-Executive Independent Director
6.	Mrs. Asha Jain	Non-Promoter	Non-Executive Independent Director

All Directors have complied with the applicable provisions relating to the number of directorships and committee memberships:

- None of the Directors holds directorships in more than twenty (20) companies, including ten (10) public companies, in accordance with Section 165 and disclosures made under Section 184 of the Companies Act, 2013.
- None of the Independent Directors serves as an Independent Director in more than seven (7) listed entities.
- In compliance with Regulation 26 of the SEBI Listing Regulations, none of the Directors is a member in more than ten (10) committees or acts as Chairperson of more than five (5) committees (Audit Committee and Stakeholders' Relationship Committee) across all public companies in which they are Directors.

Further:

- None of the Directors are related to each other.
- None of the Independent Directors has any material pecuniary relationship or transaction with the Company, its Promoters, Directors or Senior Management, which could affect their independence.

b. Attendance of each Director at the Meetings of the Board of Directors and the last Annual General Meeting:

Sr. No.	Name of the Director	No. of meetings held	No. of meetings attended	Whether attended last AGM
1.	Mr. Hakim Sadiq Ali Tidiwala	11	11	Yes
2.	Mr. Asad Daud	11	11	Yes
3.	Mr. Harikant Ganeshlal Turgalia	11	11	No
4.	Mr. Sanjay Suthar	11	11	Yes
5.	Mr. Nikhil Khanderao Raut	11	11	No
6.	Mrs. Asha Jain	11	11	No

c. Number of Committees in which a Director is a Member or Chairperson:

Sr. No.	Name of the Director	Directorships in Other Public Companies *	Memberships of Committees of Other Boards*	Chairmanships of Committees of Other Boards**	Names of the other listed entities where the person is a director and the category of directorship
1.	Mr. Hakim Sadiq Ali Tidiwala	-	-	-	-
2.	Mr. Asad Daud	2	3	-	1. Aeroflex Industries Limited- Chairman & Managing Director 2. Aeroflex Enterprises Limited (Formerly known as SAT Industries Limited)- Non-Executive Non-Independent Director

Sr. No.	Name of the Director	Directorships in Other Public Companies *	Memberships of Committees of Other Boards*	Chairmanships of Committees of Other Boards**	Names of the other listed entities where the person is a director and the category of directorship
3.	Mr. Harikant Ganeshlal Turgalia	2	3	1	1. Aeroflex Enterprises Limited (Formerly known as SAT Industries Limited)- Whole Time Director & CFO 2. Aeroflex Industries Limited - Non-Executive Non-Independent Director.
4.	Mr. Sanjay Suthar	-	-	-	-
5.	Mr. Nikhil Khanderao Raut	-	-	-	-
6.	Mrs. Asha Jain	-	-	-	-

Note:

1. * The directorship and number of Committee positions held by directors as mentioned above does not include directorships and committee positions in private companies / high value debt listed entities / companies incorporated under Section 8 of the Act / foreign companies as on March 31, 2026.
2. ** Membership/Chairpersonship of only the Audit Committee and Stakeholders' Relationship Committee of all public companies / subsidiary of public companies, as provided under Regulation 26(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 have been considered.

d. Meetings of the Board of Directors held and dates on which held:

The Board of Directors met Eleven (11) times during the financial year 2025–26, i.e., on May 05, 2025, May 07, 2025, May 14, 2025, June 16, 2025, July 15, 2025, July 25, 2025, August 01, 2025, August 30, 2025, November 04, 2025, February 03, 2026 and March 20, 2026. The maximum interval between any two consecutive Meetings did not exceed one hundred and twenty (120) days.

The agenda for each Meeting is prepared well in advance and circulated to all Directors, along with detailed notes and relevant information necessary for informed deliberations and decision-making.

e. Disclosure of relationships between Directors inter-se:

None of the Directors on the Board are related to each other.

f. Number of shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Directors of the Company holds any shares in the Company.

The Company has not issued any convertible instruments to any of its Non-Executive Directors.

g. Web link where details of familiarisation programmes imparted to Independent Directors is disclosed:

The Independent Directors are, from time to time, familiarised with the Company, their roles, rights and responsibilities within the Company, the nature of the industry in which the Company operates, its business model, and other relevant aspects.

The details of the familiarisation programmes imparted to the Independent Directors, pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are available on the website of the Company at https://aeroflexneu.com/investor-relations/#details-of-familiarisation-programmes-imparted-to-independent-directors

h. Matrix of Core Skills / Experience / Competencies of the Board of Directors

The Board of Directors of Aeroflex Neu Limited has identified the core skills, expertise and competencies required for the effective functioning of the Board, taking into consideration the nature and scale of the Company's business. In accordance with Regulation 34(3) read with Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board is of the opinion that its Directors collectively possess an appropriate balance of skills, experience and knowledge necessary to provide strategic direction, effective oversight and sound corporate governance.

The Directors appointed to the Board of the Company bring with them diverse industries across domestic and international markets. The Directors bring with them extensive experience across manufacturing, business management, finance, governance and regulatory compliance, enabling the Company to achieve sustainable growth and create long-term value for its stakeholders.

The core skills, expertise and competencies identified by the Board are set out below:

Sr. No.	Core Skill / Expertise / Competency	Description
1.	Leadership & Strategic Vision	Ability to provide strategic leadership, formulate long-term business strategies, drive organisational growth and promote a culture of innovation, integrity and sustainable value creation.
2	Manufacturing Operations & Industry Knowledge	Experience in manufacturing, production planning, quality assurance, supply chain management, flexible packaging products, operational excellence and understanding of industry trends and customer requirements.
3	Business Development & Commercial Expertise	Expertise in business development, sales and marketing, customer relationship management, procurement, export markets and identifying opportunities for sustainable business growth.
4	Corporate Governance, Legal & Regulatory Compliance	Knowledge of corporate governance practices, legal and regulatory requirements, compliance frameworks, risk management and ethical business conduct applicable to listed entities.
5	Finance, Accounts, Audit & Risk Management	Financial literacy with experience in accounting, financial reporting, budgeting, internal controls, audit processes, capital management and enterprise risk management.
6	Global Business & International Markets	Understanding of international trade, export operations, global customer expectations, cross-border business practices and evolving economic and regulatory developments affecting international markets.

The mapping of the above skills and competencies to the Directors is as follows:

Sr. No.	Name of the Director	Leadership & Strategic Vision	Manufacturing Operations & Industry Knowledge	Business Development & Commercial Expertise	Corporate Governance, Legal & Regulatory Compliance	Finance, Accounts, Audit & Risk Management	Global Business & International Markets
1	Mr. Asad Daud	√	√	√	×	√	√
2	Mr. Harikant Ganeshlal Turgalia	√	√	√	×	√	√
3	Mr. Hakim Sadiq Ali Tidiwala	√	√	√	×	√	√
4	Mr. Sanjay Suthar	√	√	×	×	√	√
5	Mr. Nikhil Khanderao Raut	√	√	×	√	√	√
6	Mrs. Asha Jain	√	√	×	√	√	√

Note: The absence of a particular competency against the name of a Director should not be construed to mean that the Director does not possess such competency; rather, it indicates that such competency has not been identified as one of the Director's primary areas of expertise.

i. SEPARATE MEETING OF THE INDEPENDENT DIRECTORS

In accordance with the provisions of Schedule IV of the Act and Regulation 25 of SEBI LODR, Meetings of the Independent Directors of the Company was held on March 25, 2026 without the presence of Non-Independent Directors and members of the management. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors and the Board as a whole; taking into account the views of Executive and Non-Executive Directors and assessed 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.

j. CONFIRMATION THAT IN THE OPINION OF THE BOARD, THE INDEPENDENT DIRECTORS FULFILL THE CONDITIONS SPECIFIED IN THESE REGULATIONS AND ARE INDEPENDENT OF THE MANAGEMENT

In the opinion of the Board, all the Independent Directors on the Board fulfil the conditions of independence as specified under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Independent Directors have submitted the requisite declarations and disclosures confirming their independence in accordance with Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI Listing Regulations.

The Board is of the opinion that the Independent Directors are persons of integrity and possess the relevant expertise and experience. All Independent Directors are independent of the Management and are not related to any other Director on the Board.

k. DETAILED REASONS FOR THE RESIGNATION OF THE INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS TENURE ALONG WITH A CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASONS OTHER THAN THOSE PROVIDED

During the year under review, none of the Independent Directors resigned from the Board of the Company before the expiry of their respective tenure.

l. COMPANY'S POLICY ON PROHIBITION OF INSIDER TRADING

The Company has formulated a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended.

The Code of Conduct for prevention of insider trading lays down detailed guidelines for Promoters, Directors, Key Managerial Personnel, Designated Persons and other Connected Persons, specifying the procedures to be followed and disclosures to be made while dealing in the securities of the Company. The Code also sensitises such persons about the consequences of any non-compliance or violation. Further, the Code provides for a structured process to be followed in case of any inquiry relating to the leak or suspected leak of UPSI.

The Code of Practices and Procedures for Fair Disclosure of UPSI outlines the framework adopted by the Company for ensuring timely, adequate and fair disclosure of unpublished price sensitive information, in accordance with the principles of transparency and equitable dissemination of information to all stakeholders.

The trading window was closed during the time of declaration of results and occurrence of any material events as per the applicable regulations. The Compliance officer is responsible for adherence to the Code.

m. SUBSIDIARY COMPANIES

As on March 31, 2026, the Company has one subsidiary, namely Fibcorp Polyweave Private Limited ("FPPL"), in which the Company holds 51.01% of the equity share capital.

Based on the criteria prescribed under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), FPPL qualifies as a material subsidiary of the Company.

A separate statement containing the salient features of the financial statements of the subsidiary in Form AOC-1 forms part of the financial statements of the Company. Further details relating to the subsidiary have been provided in the Consolidated Financial Statements forming part of the Annual Report.

Policy on Material Subsidiaries

The Company has formulated a Policy for Determining Material Subsidiaries in accordance with the provisions of SEBI LODR. The said policy is available on the website of the Company and can be accessed at https://aeroflexneu.com/wp-content/uploads/2022/12/Policy-for-determining-material-subsidiary.pdf

Performance and Overview of Material Subsidiary

FPPL is engaged in the business of manufacturing and marketing Flexible Intermediate Bulk Containers (FIBC), with its manufacturing facilities located at Kaladwas Industrial Area, Udaipur. The products of FPPL have a strong presence in both domestic and international markets.

During the financial year ended March 31, 2026, FPPL recorded a total revenue of ₹4,217.01 lakhs, of which ₹2,660.81 lakhs (approximately 63.10%) was derived from exports. The Company continues to expand its international footprint and exports its products to more than 7 countries.

3. AUDIT COMMITTEE

The Audit Committee of the Company is constituted in accordance with the provisions of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Section 177 of the Companies Act, 2013.

(a) Brief description of terms of reference

The terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18(3) read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The role of the Audit Committee, inter alia, includes the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of the statutory auditors of the Company and approval of payment for any other services rendered by them;
3. Review of the annual and quarterly financial statements and auditor's report thereon, before submission to the Board for approval, with particular reference to:
   - matters required to be included in the Director's Responsibility Statement;
   - changes in accounting policies and practices and reasons thereof;
   - major accounting entries involving estimates based on management judgement;
   - significant adjustments arising out of audit findings;
   - compliance with listing and other legal requirements relating to financial statements;
   - disclosure of related party transactions; and
   - qualifications in the draft audit report, if any;
4. Review of utilisation of funds raised through public issues, rights issues, preferential issues or other means, including statements of deviation(s) or variation(s), and related monitoring agency reports, if any;
5. Monitoring the end use of funds raised through public offers and related matters;
6. Review and monitoring of the independence and performance of auditors and effectiveness of the audit process;
7. Approval or subsequent modification of related party transactions;
8. Scrutiny of inter-corporate loans and investments;
9. Valuation of undertakings or assets of the Company, wherever necessary;
10. Evaluation of internal financial controls and risk management systems;
11. Review of performance of statutory and internal auditors and adequacy of internal control systems;
12. Review of the adequacy and effectiveness of the internal audit function, including its structure, staffing, reporting lines and frequency;
13. Discussion with internal auditors on significant findings and follow-up thereon;
14. Review of findings of internal investigations in cases of suspected fraud or irregularity or failure of internal control systems of a material nature, and reporting the matter to the Board;
15. Discussion with statutory auditors before commencement of audit and post-audit discussions to ascertain any area of concern;
16. Examination of reasons for substantial defaults, if any, in payment to depositors, debenture holders, shareholders and creditors;
17. Review of the functioning of the whistle blower mechanism;
18. Approval of appointment of the Chief Financial Officer after assessing qualifications, experience and background;
19. Review of utilisation of loans and/or advances from or investments by the Company in its subsidiary exceeding ₹100 crore or 100% of the asset size of the subsidiary, whichever is lower, where applicable; and
20. Carrying out such other functions as may be assigned by the Board from time to time or as prescribed under applicable laws and regulations.

    The Audit Committee is empowered to investigate any matter within its terms of reference, seek information from employees, obtain external legal or professional advice and invite the participation of experts or outsiders as deemed necessary.

    The Committee also reviews, as mandated under the SEBI Listing Regulations, key information including the management discussion and analysis

(b) Composition, Name of Members and Chairperson

The Audit Committee comprises one Executive Director and two Non-Executive Independent Directors. All members of the Committee are financially literate and possess the requisite expertise and experience in accounting, finance, audit and related matters.

The Statutory Auditors and Internal Auditors of the Company, or their authorised representatives, are invited to attend the meetings of the Committee, as and when required. The Company Secretary acts as the Secretary to the Audit Committee.

The composition of the Audit Committee as on March 31, 2026 is set out below:

Name	Category	Designation
Mr. Sanjay Suthar	Non-Executive Independent Director	Chairperson
Mr. Hakim Sadiq Ali Tidiwala	Executive Director	Member
Mrs. Asha Jain	Non-Executive Independent Director	Member

c) Meetings and attendance

The Audit Committee met five (5) times during the financial year 2025–26, i.e., on May 05, 2025; May 07, 2025; August 01, 2025; November 04, 2025; and February 03, 2026. The intervening gap between any two consecutive meetings did not exceed one hundred and twenty (120) days.

The requisite quorum was present at all the meetings of the Committee. The details of attendance of each member are provided below:

Name	No. of meeting held	No. of meeting attended
Mr. Sanjay Suthar	5	5
Mr. Hakim Sadiq Ali Tidiwala	5	5
Mrs. Asha Jain	5	5

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ("NRC") of the Company has been constituted in accordance with the provisions of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Section 178 of the Companies Act, 2013.

(a) Brief description of terms of reference

a) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

b) formulation of criteria for evaluation of performance of independent directors and the board of directors;

c) devising a policy on diversity of board of directors;

d) 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 of directors their appointment and removal.

e) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

f) recommend to the board, all remuneration, in whatever form, payable to senior management

g) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

(b) Composition, Name of members and Chairperson

As on March 31, 2026, the Nomination and Remuneration Committee comprised of Non – Executive Directors. The Company Secretary of the Company acts as Secretary to the Committee. The Composition of Nomination and Remuneration Committee as on March 31, 2026 is given below:

Name	Category	Designation
Mr. Sanjay Suthar	Non-Executive Independent Director	Chairperson
Mrs. Asha Jain	Non-Executive Independent Director	Member
Mr. Asad Daud	Non-Executive Non-Independent Director	Member

(c) Meetings and attendance

The Nomination and Remuneration Committee met two (2) times during the financial year 2025–26, i.e., on May 05, 2025 and June 16, 2025.

The requisite quorum was present for the meetings. The attendance of each member of the Company is given below:

Name	No. of meeting held	No. of meeting attended
Mr. Sanjay Suthar	2	2
Mrs. Asha Jain	2	2
Mr. Asad Daud	2	2

(d) Performance evaluation criteria for Independent Directors

The Nomination and Remuneration Committee of the Board has laid down the criteria for the performance evaluation of the Board, its Committees, and individual Directors, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

(e) Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and in accordance with the criteria laid down by the Nomination and Remuneration Committee, the Board of Directors carried out an annual performance evaluation for the financial year 2025–26 of its own performance, that of its Committees, and of individual Directors. The evaluation was conducted internally through structured questionnaires designed to facilitate a comprehensive and objective assessment.

5. STAKEHOLDER's RELATIONSHIP/ GRIEVANCE REDRESSAL COMMITTEE

The terms of reference and scope of powers of the Stakeholders' Relationship / Grievance Redressal Committee are aligned with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The Company is committed to ensuring prompt and effective resolution of shareholder correspondence, queries, and grievances through its Secretarial Department. The status of investor complaints and their resolution is periodically placed before the Stakeholders' Relationship / Grievance Redressal Committee for review and oversight, enabling continuous monitoring and enhancement of investor service standards.

(a) Brief description of terms of reference

The role of the committee shall inter-alia include the following:

a) Review of measures taken for effective exercise of voting rights by shareholders.

b) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar to an Issue and Share Transfer Agent.

c) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

(b) Composition, Name of members and Chairperson

As on March 31, 2026, the Stakeholder's Relationship/ Grievance Redressal Committee comprised of three members (including one Independent Director). The Chairperson of the Committee is a Non-Executive Director.

The Committee consists of the following:

Name	Category	Designation
Mr. Sanjay Suthar	Non-Executive Independent Director	Chairperson
Mr. Asad Daud	Non-Executive Non - Independent Director	Member
Mr. Hakim Sadiq Ali Tidiwala	Executive Director	Member

(c) Meetings and attendance

The Stakeholders' Relationship/ Grievance Redressal Committee met two (2) times during the financial year, on May 05, 2025, and November 04, 2025.

The requisite quorum was present for the meetings. The attendance of each member of the Company is given below:

Name	No. of meeting held	No. of meeting attended
Mr. Sanjay Suthar	2	2
Mr. Asad Daud	2	2
Mr. Hakim Sadiq Ali Tidiwala	2	2

(d) Name and designation of Compliance Officer

Ms. Bhagyashree Mohan Kamble has been appointed as the Compliance Officer of the Company with effect from June 16, 2025.

During the year under review, Ms. Alka Premkumar Gupta resigned from the position of Compliance Officer with effect from June 03, 2025.

(e) Number of shareholders' complaints received during the financial year

During the financial year 2025–26, no shareholder complaints were received by the Company.

(f) Number of complaints not solved to the satisfaction of shareholders: NIL

(g) Number of pending complaints: NIL

5(A) RISK MANAGEMENT COMMITTTEE

The provisions relating to the constitution of a Risk Management Committee pursuant to Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company during the financial year under review.

5(B) KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

The particulars of the Key Managerial Personnel of the Company, including changes therein since the close of the previous financial year, are detailed below:

Name of the Key Managerial Personnel	Designation
Mr. Hakim Sadiq Ali Tidiwala	Whole-Time Director
Mr. Lalit Kumar Bolia	Chief Financial Officer
*Ms. Alka Premkumar Gupta	Company Secretary
**Ms. Bhagyashree Mohan Kamble	Compliance Officer

* Ms. Alka Premkumar Gupta (ceased to hold office with effect from June 03, 2025 as the compliance officer of the company)

**Ms. Bhagyashree Mohan Kamble (appointed as the Compliance Officer of the Company with effect from June 16, 2025.)

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Although the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility ("CSR") were not applicable to the Company during the Financial Year 2025–26, The Company has duly constituted a Corporate Social Responsibility ("CSR") Committee and adopted a Corporate Social Responsibility Policy ("CSR Policy") in accordance with the applicable provisions of the Companies Act, 2013. These initiatives reflect the Company's commitment to responsible business practices, sustainable development, and creating a positive social impact through its CSR activities.

(a) Terms of Reference

The CSR Committee is responsible for overseeing the Company's CSR framework and reviewing the CSR Policy from time to time. The Committee also provides guidance on initiatives that promote ethical business practices, community development, environmental sustainability, and social welfare, wherever considered appropriate by the Company.

The Company is committed to conducting its business in a socially responsible and ethical manner while creating long-term value for its stakeholders and the communities in which it operates.

(b) Composition, Name of members and Chairperson

As on March 31, 2026, the Committee comprised three (3) members, including One Independent Director. The Committee is chaired by Mr. Asad Daud, Non- Executive Director.

Name	Category	Designation
Mr. Asad Daud	Non-Executive Non-Independent Director	Chairperson
Mr. Hakim Sadiq Ali Tidiwala	Executive Director	Member
Mr. Sanjay Suthar	Non-Executive Independent Director	Member

(c) Meetings and attendance

During the Financial Year 2025-26, no meeting was held, as the provisions of Section 135 of the Companies Act, 2013 were not applicable to the Company and no matters requiring the Committee's consideration arose during the year.

7. REMUNERATION OF DIRECTORS

a. All pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company:

The Non-Executive Directors had no pecuniary relationship or transactions with the Company during the financial year 2025–26.

b. Criteria of making payments to non-executive directors:

No remuneration / compensation is paid to Non-Executive Directors for attending board meetings.

c. Details of remuneration and sitting fees paid to the directors:

Details of remuneration / sitting fees paid to the Directors during the financial year 2025–26, along with their shareholding in the Company as on March 31, 2026, are provided below:

(₹ in lakhs)

Name of the Director	Designation	Salary & Perquisites	Performance/ Incentive/ Bonus/ Stock option/ Bonus/	Sitting Fees	Total	No. of Shares held
Mr. Hakim Sadiq Ali Tidiwala	Executive Director	17.69	0	0	17.69	0

i. The above details of remuneration or fees paid include all elements of remuneration package of individual directors summarized under major heads.

ii. Apart from the above-mentioned remuneration or fees paid, there are no other fixed component and performance-linked incentives based on the performance criteria.

iii. No remuneration / compensation is paid to Non-Executive Directors for attending board meetings.

iv. The Company has entered into service contracts with Whole-time Director. The tenure of office of Whole-time Directors is for three years from their respective dates of appointment and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees.

The Nomination and Remuneration Committee recommends the remuneration payable to the Directors to the Board of Directors for its consideration and approval. The Remuneration Policy of the Company is available on the website of the Company at https://aeroflexneu.com/wp-content/uploads/2022/12/Nomination-and-remuneration-policy.pdf.

GENERAL BODY MEETINGS

d. Details of the Annual General Meetings of the Company held during the last 3 years are as follows:

Financial Year / Type of Meeting	Date & Time	Venue / Mode	Special Resolution(s) passed
2024-25 Annual General	August 20, 2025, at 11:00 a.m.	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan)-313003.	No
2023-24 Annual General Meeting	July 12, 2024, at 11: 00 a.m.	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan)-313003.	No
2022-23 Annual General Meeting	July 14, 2023 at 11: 00 a.m.	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan)-313003.	No

e. Extra-ordinary General Meeting

Details in respect of the last three Extra-Ordinary General Meeting (EGM) held and special resolutions passed thereat:

Financial Year / Type of Meeting	Date & Time	Venue / Mode	Special Resolution (s) passed
2025-2026 Extra-ordinary General	June 06, 2025, at 10:30 a.m.	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan) - 313003.	1. Amendment in Object Clause of the Memorandum of Association of the Company 2. Alteration of Clause V of the Memorandum of Association Consequent upon increase in Authorized Share Capital 3. To consider and approve change in the name of the Company from 'Sah Polymers Limited' to 'Aeroflex Neu Limited' or such other name. 4. Authority to borrow money under section 180 (1)(c) of the Companies Act, 2013. 5. Approve the sale, creation of mortgage or charge on the assets, properties or undertaking(s) of the Company under section 180(1)(a) of the Companies Act, 2013. 6. Advance any loan, give any guarantee or provide any security as specified under section 186 of the Companies Act, 2013. 7. Approve disinvestment of the entire equity shares held in Fibcorp Polyweave Private Limited, a subsidiary of the Company. 8. Approval for Issuance of 72,00,000 fully Convertible Warrants on Preferential Basis to Promoter and Non Promoter persons/entities.
2023-2024 Extra-ordinary General	June 23, 2023 at 3:00 PM	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan)-313003.	No

f. Special Resolution passed last year through postal ballot – details of voting pattern and procedure thereof

During the Financial Year 2025-26, no Special Resolution was passed through postal ballot.

g. Person who conducted the postal ballot exercise

Not Applicable.

h. Special Resolution proposed to be conducted through postal ballot

No special Resolution is proposed to be conducted through postal ballot process.

8. MEANS OF COMMUNICATION

Timely disclosure of consistent, comparable, relevant and reliable information relating to the Company's financial performance is fundamental to good corporate governance and reinforces transparency, accountability and stakeholder confidence.

(a) Quarterly Results

The Company publishes limited reviewed unaudited standalone and consolidated financial results on a quarterly basis. For the fourth quarter, the Company publishes audited standalone and consolidated financial results for the entire financial year.

(b) Newspapers wherein results normally published

The quarterly, half-yearly and annual financial results of the Company are published in The Indian Express and The Sunday Express (English) and Dainik Pukar (Hindi).

The results are published in accordance with the requirements of Regulations 33 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, in widely circulated newspapers. The same are also submitted to the Stock Exchanges and displayed on the Company's website.

(c) Website, where displayed

The financial results and the official news releases are also placed on the Company's website www.aeroflexneu.com in the investor relations section and can be accessed from https://aeroflexneu.com/investor-relations/#financials/quarterly-results.

(d) Presentations made to institutional investors or to the analysts

During the Financial Year 2025-26 no presentations were made to the analysts/institutional investors.

(e) Website

The Company's website www.aeroflexneu.com provides detailed information regarding its business segments, products, and highlights its key numbers including leadership, apart from the quarterly key performance indicators.

(f) Framework for handling and monitoring investor complaints

Shareholders are requested to approach the Company's RTA directly at the first instance for their grievances. If the RTA/ Company does not resolve the grievances within the stipulated timeline or the shareholder is not satisfied with the RTA/ Company's response, they may approach SEBI and file their grievance through SCORES at https://scores.sebi.gov.in, the centralized online system for lodging and tracking complaints where all activities are carried out online

The Company is registered on SCORES and endeavors to resolve the investor complaints received through SCORES.

Further, SEBI has also introduced a common ODR portal https://smartodr.in to further streamline the complaint/ dispute resolution mechanism, under the aegis of stock exchanges and Depositories by establishing an online conciliation and arbitration process where disputes between investors and listed companies (including their RTAs) can be referred for resolution.

It may be noted that in case the investor files a dispute on the ODR portal while the complaint is pending on SCORES, the complaint shall automatically be treated as disposed on SCORES.

In order to serve the investors better and in compliance with the SEBI Listing Regulations, the Company also has a designated e-mail Id viz. corporate@aeroflexneu.com. This e-mail Id is monitored by the in-house Corporate Secretary team to address grievances/requests/complaints, if any raised by the investors.

(g) Other Information

The Company ensures timely disclosure to the Stock Exchanges of all information required under Regulation 30 read with Part A and Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. This includes disclosure of all material events and information having a bearing on the performance or operations of the Company, as well as other price sensitive information.

9. GENERAL INFORMATION FOR SHAREHOLDER

a. 34th Annual General Meeting

Day	Tuesday
Date	August 25, 2026
Time	11:00 A.M.
Venue	**Mode of Meeting:** Physical Meeting **Venue:** Registered Office of the Company situated at E-260-261, Mewar Industrial Area, Madri Udaipur (Rajasthan)-313003.

b. Financial Year:

The financial year of the Company commences on April 1 and ends on March 31 of the following year.

c. Dates of Book Closure / Record Date:

As mentioned in the Notice of the Annual General Meeting.

d. Dividend Payment Date: Not Applicable

e. Listing on Stock Exchanges

The equity shares of the Company are listed on the following stock exchanges:

Name of Stock Exchange	Address
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
National Stock Exchange of India Limited	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

- **ISIN of Equity Shares:** INE035801013
- **Listing Fees:** The Company has duly paid the annual listing fees for the financial year 2025–26 to both the Stock Exchanges.

f. In case the securities are suspended from trading, the Directors' Report shall explain the reason thereof

The Company confirms that its equity shares were not suspended from trading on any Stock Exchange during the financial year under review.

g. Registrar to an issue and Share Transfer Agents

M/s. MUFG Intime India Private Limited

(Formerly known as Link Intime India Private Limited)

Address: C-101, 1st Floor, 247 Park, L.B.S Marg, Vikhroli (West) Mumbai- 400 083.
Tel: 022-49186200
Fax: 022-49186060
E-mail: rnt.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com

h. Share transfer system

Shares held in the dematerialized form are electronically traded in the depository. The registrar and share transfer agents of the company periodically receive from the depository the beneficiary holdings to enable them to update their records and to send out corporate communications such as dividend warrant.

i. Distribution of Shareholding as on March 31, 2026

Sr. No.	Categories (Shares)	No. of shareholders	% of total shareholders	No. of shares	% of total shares
1	1 to 500	5,622	94.3764	3,26,610	1.2661
2	501 to 1000	120	2.0144	95,349	0.3696
3	1001 to 2000	59	0.9904	84,073	0.3259
4	2001 to 3000	28	0.4700	66,595	0.2582
5	3001 to 4000	22	0.3693	74,454	0.2886
6	4001 to 5000	9	0.1511	44,172	0.1712
7	5001 to 10000	25	0.4197	1,86,847	0.7243
8	10001 & above	72	1.2087	2,49,17,900	96.5960
	Total	**5,957**	**100%**	**25796000**	**100%**

Categories of equity shareholding:

Sr. No.	Categories	Number of equity shares held	Percentage of holding
1	Promoter & Promoter Group	1,55,96,000	60.46%
2	Non-Promoters:		
	Institutional Investors (Domestic):		
	Alternate Investment Fund	1,00,395	0.39%
3	Institutional Investors (Foreign):		
	Foreign portfolio Investors Category I	10,62,765	4.12%
4.	Resident Individual holding nominal share capital up to Rs. 2 lakhs.	8,93,756	3.46%
5.	Resident individual holding nominal share capital in excess of Rs. 2 lakhs.	26,05,264	10.10
6	Non-Resident Indians (NRIs)	8,778	0.03%
7	Bodies Corporates	39,57,492	15.34%
8	Others	15,71,550	6.09%
Total		**2,57,96,000**	**100%**

j. Dematerialization of shares and liquidity

As on March 31, 2026, 100% of the Company's equity shares were held in dematerialised form. The equity shares of the Company are actively traded and listed on BSE Limited and the National Stock Exchange of India Limited.

k. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

During the year under review, the Company allotted 72,00,000 (Seventy-Two Lakhs) Convertible Warrants, each having a face value of ₹10 (Rupees Ten only), on a preferential basis at an issue price of ₹90 (Rupees Ninety only) per warrant, including a premium of ₹80 (Rupees Eighty only) per warrant, aggregating to ₹64,80,00,000 (Rupees Sixty-Four Crores Eighty Lakhs only) to promoter and non – promoters.

Except for the aforesaid issuance, the Company has not issued any GDRs, ADRs or any other convertible instruments in the past and, accordingly, as on March 31, 2026, there are no outstanding GDRs, ADRs, or any convertible instruments.

l. Commodity price risk or foreign exchange risk and hedging activities

The company is not dealing in the Commodity price and Commodity hedging activities.

PLANT LOCATIONS

Unit 1:

E-260-261, Mewar, Industrial Area,

Madri, Udaipur (Rajasthan.)-313003

Unit 2:

Araji No. 1164-1166, Village Modi

Tehsil: Vallabh Nagar

Bhinder, Udaipur

(Rajasthan.)-313602

m. Address for Correspondence

i. Address for Correspondence with the Registrar and Transfer Agents

M/s. MUFG Intime India Private Limited

(Formerly known as Link Intime India Private Limited)

(Unit: Aeroflex Neu Limited)

Address: C-101, 1st Floor 247 Park, L.B.S Marg, Vikhroli (West) Mumbai- 400 083.

Tel: 022-49186200

Fax: 022-49186060

E-mail: rnt.helpdesk@in.mpms.mufg.com

Website: www.in.mpms.mufg.com

ii. Investor Relation Department of the Company

Ms. Alka Premkumar Gupta

Company Secretary

Address: Plot No. E-260-261, Mewar, Industrial Area, Madri

Udaipur (Raj.)-313003

Telephone No: + 91 294 2490534

Email: corporate@aeroflexneu.com

Website: www.aeroflexneu.com

n. Details of credit rating obtained by the entity along with revisions (if any):

During the financial year under review, the Company has obtained rating from CareEdge Ratings, a credit rating agency, for the Company's following banking facilities:

Sr. No.	Name of the Instrument	Amount (₹ in Crores)	Rating Assigned and Rating Outlook
1	Fund-based - LT-Term Loan	3.55	CARE BB+; Stable
2	Fund-based - LT/ ST-Cash Credit	16.40	CARE BB+; Stable / CARE A4+
3	Non-fund-based - ST-Bank Guarantee	7.20	CARE A4+

LT: Long term; ST: Short term; LT/ST: Long term/Short term

10. OTHER DISCLOSURES

a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large

The Company has not entered into any materially significant related party transactions which may have a potential conflict with the interests of the Company at large.

Transactions with related parties, as required under Indian Accounting Standard (Ind AS) 24, are disclosed in the Notes to Accounts forming part of the Annual Financial Statements. The policy on dealing with related party transactions is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2026/07/Related-Party-Transaction-Policy.pdf

b. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years

The Company has consistently complied with all applicable requirements under the securities laws. During the last three financial years, there has been no instance of non-compliance, nor has any penalty, stricture or adverse action been imposed on the Company by the Stock Exchanges, the Securities and Exchange Board of India or any other statutory authority in respect of any matter relating to the capital markets.

c. Whistle-Blower Policy / Vigil Mechanism and affirmation that no personnel has been denied access to the Audit Committee

- The Company's Whistleblower Policy meets the requirement of the vigil mechanism framework prescribed under the Act and the SEBI Listing Regulations. The Whistleblower Policy is hosted on the Company's website at https://aeroflexneu.com/wp-content/uploads/2022/12/Vigil-Mechanism-Policy.pdf
- The Policy aims to provide an appropriate platform and protection to whistleblowers to report instances of any actual or suspected incidents of unethical practices, violation of applicable laws and regulations including without limitation the Integrity Code and/or Securities Dealing Code.
- The Policy also provides for adequate safeguards against victimization of the whistleblower. The Company investigates complaints speedily, confidentially and in an impartial manner, and takes appropriate action to ensure that the requisite standards of professional and ethical conduct are maintained. All Employees and Directors have access to Chairperson of the Audit Committee.
- The Audit Committee reviews on a quarterly basis, the complaints received under the vigil mechanism and the closure actions taken for complaints where allegations are substantiated.

During the financial year 2025–26, no director or employee was denied access to the Audit Committee, and the Company affirms that effective access to the Audit Committee was available to all.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has complied with all the mandatory requirements specified under Regulation 27 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In addition, the Company has adopted the following non-mandatory requirements as specified under Regulation 27 and Part E of Schedule II of the aforesaid Regulations:

i. **Un-Modified Opinion(s) in Audit Report:** During the year under review, the Auditors' Report on the Company's financial statements did not contain any modified opinion, and the Company continues to follow best practices to ensure the issuance of unmodified audit opinions.

ii. **Reporting of Internal Auditor:** The Internal Auditor reports functionally to the Audit Committee of the Company, thereby ensuring the independence and objectivity of the internal audit function.

iii. **Shareholder Rights:** The annual financial performance of the Company is disseminated to all Members whose e-mail addresses are registered with the Company or the Depositories. The said results are also hosted on the Company's website at www.aeroflexneu.com.

e. Web link where policy for determining 'material' subsidiaries is disclosed

The Company has formulated a Policy for determining 'Material Subsidiaries', which is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2022/12/Policy-for-determining-material-subsidiary.pdf

f. Web link where policy on dealing with related party transactions is disclosed:

The Company has formulated a Policy for Related Party Transactions, which is available on the Company's website at https://aeroflexneu.com/wp-content/uploads/2026/07/Related-Party-Transaction-Policy.pdf

g. Details of utilization of funds raised through preferential allotment or qualified institutions placement

During the year under review, the Company made a preferential allotment of Warrants. The Board of Directors, at its meeting held on July 25, 2025, inter alia, approved the allotment of 72,00,000 warrants of face value of ₹10/- each at an issue price of ₹ 90 per warrant (including a premium of ₹ 80 per warrant), aggregating to ₹ 64,80,00,000.

Out of the total proceeds raised, part of the funds has been utilised during the year. The utilisation is in accordance with the approved objects of the issue, as detailed below:

(Amount in lakhs)

Object	Original Allocation	Funds Utilised
To Construct, build, operate, establish, develop, acquire, purchase of land for, and invest in, Plug and Play Office complex, AI Park, IT Park, residential and industrial complexes through self, subsidiary(ies) or in joint collaboration	4,000	0
Long-term working capital requirements	1,200	275
Preferential Issue expenses	25	10.33
General Corporate Purpose	1,255	0
Total	**6,480**	**285.33**

A Corrigendum to the Notice of the Extra-Ordinary General Meeting, originally dated May 14. 2025, was issued and duly circulated to the shareholders.

The Notice of the Extra-Ordinary General Meeting dated May 14, 2025 and the Corrigendum thereto were duly submitted to the stock exchanges, circulated to the shareholders and are available on the website of the Company at www.aeroflexneu.com. All other contents of the Notice remained unchanged, except to the extent modified or supplemented by the Corrigendum.

Further, there has been no deviation or variation in the utilisation of the said proceeds from the objects approved by the shareholders, and requisite disclosures have been duly submitted to the Stock Exchanges in compliance with Regulation 32 of the SEBI (LODR) Regulations, 2015.

h. Certificate from Company Secretary in Practice about disqualification of Director/s by SEBI/MCA/ any other statutory body:

None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs, or any other statutory authority.

A certificate to this effect has been received from S.K Jain & Co., Practicing Company Secretaries, and is annexed to this Report as **Annexure I**.

i. Where the Board had not accepted any recommendation of any Committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof

During the financial year 2025–26, all recommendations made by the Committees of the Board were duly accepted by the Board, and there were no instances of non-acceptance.

j. The total audit and taxation fees paid by the Company and its subsidiaries, on a consolidated basis, for the financial year 2025–26 is as follows:

(₹ in lakhs)

Particulars	Amount
Statutory Audit Fee	0.62
Tax Audit Fee	0.13
Reimbursement Expenses	0.03
Total	**0.78**

k. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to providing a safe and healthy work environment, where every employee is treated with dignity and respect and is able to work without fear of discrimination, prejudice, gender bias or any form of harassment at the workplace. The Company has in place a Prevention of Sexual Harassment ('POSH') Policy in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder. The Policy is gender-neutral, and its principles are communicated to employees on a regular basis through awareness and sensitisation programmes.

Details of complaints handled under the aforesaid Policy during the financial year are as follows:

Particulars	Status
Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on end of the financial year	Nil

l. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/ companies in which directors are interested

There are no loans and advances given by the listed entity and its subsidiaries to firms/companies in which directors are interested.

m. Details of material subsidiaries of the Company:

Sr. No.	Name of the material subsidiary Company	Date of Incorporation	Place of Incorporation	Name of statutory auditor	Date of Re-appointment of Statutory Auditor
1	Fibcorp Polyweave Private Limited	31.07.2017	Udaipur	M/s. Ajay Paliwal & Co.	03.07.2023

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT, WITH REASONS THEREOF SHALL BE DISCLOSED

There is no instance of non-compliance of any requirement of Corporate Governance report of sub-paras (2) to (10) of para C of Schedule-V of SEBI Listing Regulations.

12. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II.

a. The Board of Directors:

The Company has no chairperson either executive or non-executive who is entitled to maintain his office at the Company's expense.

Further, the Company has one Woman Independent Director on its Board as on March 31, 2026, in compliance with the applicable requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b. Shareholder Rights:

As the Quarterly and Half Yearly Financial Results are published in the newspapers as well as displayed on the Company's Website https://www.aeroflexneu.com/investor-relation/ The complete Annual report is sent to each and every shareholder of the Company.

c. Audit Qualifications:

The Company continues to maintain a track record of unmodified audit opinions on its financial statements, demonstrating its commitment to transparent and reliable financial reporting.

d. Separate posts of Chairperson and the Managing Director or the CEO:

Presently there is no Chairperson and Managing Director in the Company. Mr. Hakim Sadiq Ali Tidiwala is the Whole Time Director of the Company.

e. Reporting of Internal Auditor:

The Internal Auditor of the Company reports directly to the Audit Committee of the Company.

f. Independent Directors

During the financial year 2025-26, the meeting of Independent Directors was held without the presence of Non-Independent Directors and Members of Management.

g. Risk Management Committee

The provisions relating to the constitution of Risk Management Committee under Regulation 21 of the SEBI LODR Regulations are not applicable to the Company.

13. DISCLOSURE OF COMPLIANCE OF REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB REGULATION (2) OF REGULATION 46.

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub–regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14. DECLARATION ON COMPLIANCE FOR CODE OF CONDUCT

The Board has formulated and adopted a Code of Conduct and Ethics for the Board of Directors of the Company. The said Code is available on the Company's website at https://www.aeroflexneu.com/.

A confirmation from the Whole-Time Director of the Company regarding compliance with the Code of Conduct and Ethics by all the Directors has been obtained and forms an integral part of this Report as **Annexure II**.

15. CERTIFICATE ON CORPORATE GOVERNANCE

A certificate from S.K. Jain & Co., Practicing Company Secretaries, certifying compliance with the conditions of Corporate Governance is annexed and forms an integral part of this Report as **Annexure III**.

16. DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

The company does not have any shares in the demat suspense or unclaimed suspense account.

17. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES

During the financial year under review, the Company has not entered into any agreements falling within the scope of Clause 5A of paragraph A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or its holding, subsidiary or associate company, whether among themselves, with the Company, or with any third party, either solely or jointly, which, directly or indirectly or potentially, have the purpose or effect of impacting the management or control of the Company or impose any restriction or create any liability upon the Company.

18. POLICIES OF THE COMPANY

As part of its commitment to good corporate governance, the Company has adopted various policies and codes from time to time. These policies and codes are hosted on the Company's website at https://www.aeroflexneu.com/ wherever required.

19. OTHER USEFUL INFORMATION FOR SHAREHOLDERS

a. Update E-mails for receiving notice/ documents in e-mode:

- The Ministry of Corporate Affairs (MCA), vide its circulars issued in 2011, has permitted service of documents by companies, including notices of general meetings and annual reports, to shareholders through electronic mode as part of its 'Green Initiative' aimed at reducing paper consumption and promoting environmental sustainability. The Company, being a responsible corporate citizen, fully supports this initiative.
- Accordingly, the Company has adopted the practice of sending notices of general meetings, annual reports and other communications to its shareholders in electronic mode at their registered e-mail addresses. Shareholders who wish to receive such documents in physical form are requested to inform the Company accordingly.
- The Annual Report along with the Notice of the Meeting is being sent to the shareholders in electronic mode at their registered e-mail addresses. Shareholders who have not yet registered their e-mail addresses are requested to do so. Members holding shares in dematerialised form may register their e-mail address with their respective Depository Participants.

b. Nomination Facility:

Shareholders holding shares in dematerialised form are requested to register their nominations with their respective Depository Participants in accordance with the applicable provisions.

c. Update your Correspondence Address/ Bank Mandate/Email Id:

Shareholders holding shares in dematerialised form are requested to intimate any change in their bank details, address or e-mail address directly to their respective Depository Participants.

d. Quote Folio No. / DP ID No.

Shareholders / Beneficial Owners are requested to quote their Folio Number or DP ID and Client ID, as applicable, in all correspondence with the Company. They are also requested to furnish their e-mail address, contact details and fax number, if any, to facilitate prompt response to their communications.

e. SWAYAM developed by Registrar and Share Transfer Agents

Security holders may register on 'SWAYAM', the Registrar and Transfer Agent's (RTA) online investor self-service portal, which enables them to conveniently access information through a dashboard and avail various services in digital mode- SWAYAM Portal - https://swayam.in.mpms.mufg.com/

Also, you can raise your request directly through service request https://web.in.mpms.mufg.com/helpdesk/Service_Request.html

f. Unpaid Dividend and KYC Updation

During the year under review, the Company did not declare or pay any dividend. Consequently, no amount was required to be transferred to the Unpaid Dividend Account

The Company encourages all security holders to ensure that their KYC details, including PAN, address, bank account particulars, email address, mobile number, and nomination details, are updated with their respective Depository Participants (for shares held in dematerialized form) or with the Registrar and Share Transfer Agent (for shares held in physical form), as applicable, in accordance with the requirements prescribed by the Securities and Exchange Board of India (SEBI).

For and on behalf of the Board of Directors of
AEROFLEX NEU LIMITED

Place: Udaipur	**Hakim Sadiq Ali Tidiwala**	**Asad Daud**
Dated: 15.07.2026	Whole-Time Director	Director
	DIN: 00119156	DIN: 02491539

ANNEXUER-I

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

AEROFLEX NEU LIMITED

(Formerly known as SAH POLYMERS LTD)

E-260-261 Mewar Industrial Area,
Madri, Udaipur, Rajasthan,
India, 313003

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **AEROFLEX NEU LIMITED (Formerly known as SAH POLYMERS LTD)** having **CIN: L24201RJ1992PLC006657** and having its Registered office at E-260-261 Mewar Industrial Area, Madri, Udaipur, Rajasthan, India, 313003 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors as stated below for the Financial Year ending on 31st March, 2026 on the Board of the Directors of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company	Date of Cessation
1.	NIKHIL KHANDERAO RAUT	06653335	10/03/2017	-
2.	SANJAY SUTHAR	07777202	28/03/2017	-
3.	ASAD DAUD	02491539	03/04/2009	-
4.	HAKIM SADIQ ALI TIDIWALA	00119156	29/09/1998	-
5.	HARIKANT GANESHLAL TURGALIA	00049544	11/03/2025	-
6.	ASHA JAIN	00218335	14/07/2023	-

Ensuring the eligibility for the appointment /continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S. K. Jain & Co.

Date: 14.07.2026
Place: Mumbai
UDIN: F001473H000826143

Dr. S. K. Jain
Practicing Company Secretary
FCS No.:1473
COP No.: 3076
PR No.: 6574/2025

ANNEXURE-II

Declaration of Compliance with the Code of Conduct

In terms of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained affirmations from all Members of the Board confirming their compliance with the Code of Conduct for Board Members for the financial year ended March 31, 2026.

For Aeroflex Neu Limited

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Place: Udaipur
Date: 15.07.2026

ANNEXURE-III

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE REPORT

To,
The Members of

AEROFLEX NEU LIMITED

(Formerly known as SAH POLYMERS LTD)

E-260-261 Mewar Industrial Area,
Madri, Udaipur, Rajasthan,
India, 313003

I have examined the compliance of conditions of Corporate Governance by AEROFLEX NEU LIMITED (Formerly known as SAH POLYMERS LTD) ("the Company") for the year ended on March 31, 2026.

I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Management's Responsibility

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

Opinion

Based on my examination of the relevant records and according to the information and explanations provided to me and the representation provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clause (b) to (i) of Regulation 46 (2) and Para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026.

I 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

The certification is addressed to and provided to the members of the Company solely for the purpose to enable the Company to comply with requirement of aforesaid Regulations, and should not be used by any other person for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without my prior consent in writing.

For S. K. Jain & Co.

Date: 14.07.2026
Place: Mumbai
UDIN: F001473H000826176

Dr. S. K. Jain
Practicing Company Secretary
FCS No.:1473
COP No.: 3076
PR No.: 6574/2025

ANNEXURE-G

CERTIFICATION BY WHOLE-TIME DIRECTOR/CFO

To,
The Board of Directors

Aeroflex Neu Limited
(formerly known as Sah Polymers Limited)

Compliance Certificate as required under Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We, Mr. Hakim Sadiq Ali Tidiwala, Whole-time Director, and Mr. Lalit Kumar Bolia, Chief Financial Officer hereby certify that in respect of the year ended on March 31, 2026:

(a) have reviewed the financial statements and the cash flow statement for the year and to the best of our knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) confirm that there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2026 which are fraudulent, illegal or violate the Company's code of conduct.

(c) accept responsibility for establishing and maintaining internal controls for financial reporting; and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting; and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) have indicated to the Auditors and the Audit Committee:

i. significant changes, if any, in internal control over financial reporting during the year;

ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the

iii. financial statements; and

iv. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Udaipur
Dated: 08.05.2026

Hakim Sadiq Ali Tidiwala
Whole-Time Director
DIN: 00119156

Lalit Kumar Bolia
Chief Financial Officer

Independent Auditor's Report

Report on the Audit of the Consolidated Financial Statements

To the Members of Aeroflex Neu Limited

(Formerly known as Sah Polymers Limited)

Opinion

We have audited the accompanying consolidated financial statements of **Aeroflex Neu Limited** (formerly known as Sah Polymers Limited) (hereinafter referred to as the 'Holding Company") and its subsidiary Company – **Fibcorp Polyweave Private Limited** (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2026, and the consolidated statement of Profit and Loss, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, the consolidated Profit and consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

On the facts and circumstances of the Group and the audit, we determine that there are no key Audit matters to communicate.

Other Information

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

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/ audit reports of other auditors, 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 Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group 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 are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place 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 Group 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 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 financial statements, including the disclosures, and whether the consolidated 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 entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

For the other entities included in the consolidated 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements 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 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

(a) We did not audit the financial statements of the subsidiary, whose financial statements reflect total assets of ₹1767.85 lakhs (before consolidated adjustments) as at 31st March, 2026 total revenues of ₹ 4217.01 lakhs (before consolidated adjustments) and net cash inflows (before consolidated adjustments) amounting to ₹ 422.40 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements As required by Section 143(3) of the Act, we report, to the extent applicable, that:

1. 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, based on our audit we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) of the Order.

2. (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 financial statements.

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

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

   (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies 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) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure- "B".

   (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, the remuneration paid by the Group to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      (i) There were no pending litigations which would impact the consolidated financial position of the Group.

      (ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

      (iv) (a) The respective Managements of the Parent Company and its subsidiary which is a company incorporated in India, whose financial statements have been audited under the Act, has represented to us and to the other auditors of such subsidiary, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company and its subsidiary company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company and its subsidiary company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Managements of the Parent Company and its subsidiary which is a company incorporated in India, whose financial statements have been audited under the Act, has represented to us and to the other auditors of such subsidiary that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Holding Company and its subsidiary company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company and its subsidiary company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, nothing has come to our attention or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11 (e) as provided under (a) and (b) above, contain any material misstatement.

(v) During the year the Holding Company and its subsidiary company have neither paid or declared any dividend requiring compliance with Section 123 of the Act.

(vi) Based on our examination which included test checks and that performed by the auditors of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, the company and subsidiary have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and the auditors of the above referred subsidiary did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company and above referred subsidiary as per the statutory requirements for record retention.

For H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459WKGZEU6804

Annexure - A to the Independent Auditor’s Report

(Referred to in paragraph 8 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and to the best of our knowledge and belief, we state that:

(i) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor’s Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459WKGZEU6804

Annexure - B to the Independent Auditor's Report

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to Financial Statement 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 the Company as of and for the year ended 31st March, 2026, we have audited the internal financial controls over financial reporting of **Aeroflex Neu Limited** (formerly known as Sah Polymers Limited) (hereinafter referred to as "the Parent") and its subsidiary company – **Fibcorp Polyweave Private Limited**, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Parent, its subsidiary companies and, its associate company, which are companies incorporated in India, are 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 the respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, 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 the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and associate company, which are companies incorporated in India, 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 system over financial reporting of the Parent, its subsidiary companies and its associate company, which are companies incorporated in India.

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 given to us and based on the consideration of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies and its associate company, which are companies incorporated in India, have, 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to one subsidiary company, which is incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

For H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459WKGZEU6804

Consolidated Balance Sheet

As at March 31, 2026

(₹ in lakhs)

Particulars		Note	As at 31.03.2026		As at 31.03.2025	
	ASSETS					
(1)	**Non-current assets**					
	(a) Property, Plant and Equipment	3		4,967.50		5,158.33
	(b) Capital work -in- Progress	3		-		
	(c) Right to Assets			22.52		
	(c) Investment Property					
	(d) Goodwill			307.81		307.81
	(e) Other Intangible Assets	3		0.53		1.06
	(f) Intangible assets under development					
	(g) Biological Assets other than bearer plants					
	(h) Financial Assets					
	(i) Investments			-		-
	(ii) Trade receivables					
	(iii) Loans		-		-	
	(iv) Others	4	121.07	121.07	114.93	114.93
	(i) Deferred tax assets (net)					
	(j) Other non-current assets	5		66.01		8.11
(2)	**Current assets**					
	(a) Inventories	6		2,988.83		3,404.95
	(b) Financial Assets					
	(i) Investments					
	(ii) Trade receivables	7	2,309.73		2,134.99	
	(iii) Cash and cash equivalents	8	1,677.38		479.28	
	(iv) Bank balances other than (iii) above	9	80.88		75.22	
	(v) Loans	10	1,233.93		458.98	
	(vi) Others	11	30.45	5,332.37	7.13	3,155.60
	(c) Current Tax Assets (Net)	12		37.12		18.74
	(d) Other current assets	13		632.90		602.63
	Total Assets			**14,476.66**		**12,772.16**
	EQUITY					
	(a) Equity Share Capital	14	2,579.60		2,579.60	
	(b) Other Equity		-		-	
	Equity attributable to the owner of the parent	15	7,622.97		5,834.40	
	Non- controlling Interest		316.89	10,519.46	310.33	8,724.33
	LIABILITIES					
(1)	**Non-current liabilities**					
	(a) Financial Liabilities					
	(i) Borrowings	16	158.18		424.39	
	(ia) Lease liabilities	17	14.93			
	(ii) Trade payables					
	(iii) Other financial liabilities(other than those specified in item (b))			173.11		424.39
	(b) Provisions					
	(c) Deferred tax liabilities (Net)	18		305.02		184.34
	(d) Other non-current liabilities					
(2)	**Current liabilities**					
	(a) Financial Liabilities					
	(i) Borrowings	19	2,232.70		2,405.34	
	(ia) Lease liabilities	20	8.90			
	(ii) Trade payables :	21				
	(A) Total outstanding dues of micro enterprises and small enterprises		129.59		164.04	
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		775.14		610.79	
	(iii) Other financial liabilities(other than those specified in item(c)	22	1.94	3,148.27	1.93	3,182.10
	(d) Other current liabilities	23		265.44		211.11
	(c) Provisions	24		65.36		45.89
	(d) Current Tax Liabilities (Net)			-		-
	Total Equity and Liabilities			**14,476.66**		**12,772.16**
	See accompanying notes to the financial statements	1 to 72				

As per our Audit report of even date attached.
for and on behalf of

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

Manoj Jain
Partner
M.No. 400459

for and on behalf of the Board

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

Statement of Profit and Loss

For the year ended March 31, 2026

(₹ in lakhs)

	Particulars	Note	As at 31.03.2026		As at 31.03.2025	
I	Revenue from operations	25		12,916.50		12,923.53
II	Other income	26		501.95		215.64
III	**Total Income (I+II)**			**13,418.45**		**13,139.17**
IV.	**Expenses :**					
	Cost of Materials consumed	27		6,541.70		7,505.71
	Purchases of Stock-in-Trade	28		736.14		480.65
	Changes in inventories of finished goods work-in-progress and Stock -in-Trade	29		594.37		(499.59)
	Employee benefits expense	30		1,022.85		902.62
	Finance costs	31		247.17		319.01
	Depreciation and amortization expense	3		293.12		265.05
	Other expenses	32		3,672.01		4,127.67
	Total expenses			**13,107.36**		**13,101.12**
V	Profit/(loss) before share of profit /(loss)of an associate/a joint venture and exceptional items(IV-V)			311.09		38.05
VI	Share of Profit /(loss) of an associate			-		-
VII	Profit/(loss) before exceptional items and tax (V+VI)			311.09		38.05
VIII	Exceptional items			(8.36)		-
IX	Profit/(loss) before tax (VII+VIII)			302.73		38.05
X	Tax expense :					
	(1) Current tax		6.92		12.11	
	Less: MAT credit reversal/(entitlement)(refer to note no. 71)		(67.26)		2.34	
			74.18		9.77	
	(3) Deferred tax		53.42	127.60	5.25	15.02
XI	Profit/(loss)for the period from continuing operation (XI-XII)			175.13		23.03
XII	Profit/(Loss) from discontinued operations.					
XIII	Tax expense of discontinued operations					
XIV	Profit/(loss) from discontinued operation (after tax) (XII-XIII)					
XV	Profit/(loss) for the period (XV+XVI)			175.13		23.03
	Attributable to					
	a) Owners of the company			168.57		10.21
	(b) Non-controlling interest			6.56		12.82
XVI	Other Comprehensive Income					
	A (i) Item that will not be reclassified to profit or loss Equity Instruments through Other Comprehensive income			-		-
	(ii) Income tax relating to item that will not be reclassified to profit or loss			-		-
	iii) Exchange difference on translation of Financial statement of Foreign operation			-		-
	B (i) item that will not be reclassified to profit or loss			-		-
	(ii) Income tax relating to item that will not be reclassified to profit or loss			-		-
XVII	Total Comprehensive Income for the period (XV+XVI) (Comprising profit (loss) and other Comprehensive Income for the period)		-	175.13	-	23.03
	Attributable to					
	a) Owners of the parent		-	168.57	-	20.22
	b) Non-controlling interests			6.56		2.81
	Of the total comprehensive income above,					
	Profit for the year attributable to :					
	Owners of the parent			168.57		20.22
	Non-controlling interests			6.56		2.81
	Of the total comprehensive income above,					
	Other comprehensive income attributable to :					
	Owners of the parent			-		-
	Non-controlling interests			-		-
XVIII	Earnings per equity share:(for continued Operation):					
	(1) Basic	34		0.68		0.09
	(2) Diluted	34		0.57		0.09
XIX	Earnings per equity share:(for discontinued Operation):					
	(1) Basic					
	(2) Diluted					
XX	Earnings per equity share:(for discontinued & continuing operations)					
	(1) Basic	34		0.68		0.09
	(2) Diluted	34		0.57		0.09

As per our Audit report of even date attached.
for and on behalf of

for and on behalf of the Board

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

Manoj Jain
Partner
M.No. 400459

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

Cash Flow Statement

For the year ended March 31, 2026

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A	**Cash Flow from Operating Activities**		
	Net Profit before tax	302.73	38.05
	Adjustments for:		
	Depreciation	293.12	265.05
	Interest Paid	247.17	319.01
	Interest received	(64.30)	(19.21)
	Unrealised Foreign exchange fluctuation on conversion	(7.00)	(57.74)
	Balances written off	79.41	136.76
	(Profit)/Loss on sale of property, plant and equipment	(26.13)	(0.27)
	provisions for gratuity and Leave encashment	19.47	12.09
	Operating Profit before working capital changes	**844.47**	**693.74**
	Adjustment for Changes in Working Capital:		
	Decrease/(Increase) in Trade Receivables	(247.15)	(10.79)
	Increase/(decrease) in other current liabilities and Provision	73.80	(68.04)
	Increase in financial liabilities	0.01	(0.76)
	Increase in Loan	(774.95)	288.27
	Other bank Balances	(5.66)	536.44
	Increase/(Decrease) in Trade Payables	110.43	(107.56)
	Increase in other non current assets	(57.00)	(2.43)
	Non Current Financial assets	(6.14)	50.37
	Current Financial assets	(23.32)	(1.89)
	Increase in other current assets	(30.27)	(84.73)
	Increase in tax assets	(18.38)	(5.46)
	Decrease/(Increase) in Stock	416.12	(414.68)
	Cash Generated from Operations	**281.96**	**872.48**
	Income Taxes Refund / (Paid)	(6.92)	16.33
	Net Cash Inflow /(Out Flow) from Operation (A)	**288.88**	**856.15**
B	**Cash Flow from Investing Activities:**		
	Sale of Property,plant and equipment	69.25	0.40
	Purchase of Property,plant and equipment	(134.48)	(571.23)
	Interest received	64.30	19.21
	Net Cash Inflow/(Outflow) from investing Activities (B)	**(0.93)**	**(551.62)**
C	**Cash flow from Financing Activities**		
	Repayment of borrowings	(457.02)	(284.70)
	Increase in borrowing	198.49	69.32
	Amalgamation Expenses	-	(5.37)
	Lease liabilities	(23.83)	-
	Money received against warrants	1,620.00	-
	Interest Paid	(247.17)	(319.01)
	Net Cash Inflow /(Out Flow) from Financing Activities (C)	**1,090.47**	**(539.76)**
	Net Increase/Decrease in cash & Cash equivalents (A+B+C)	**1,378.42**	**(235.23)**
	CASH AND CASH EQUIVALENTS		
	As at the beginning of the year (Refer Note 9)	**479.28**	**728.59**
	Less : Cash Credit	**1,757.03**	**1,771.11**
	As at the end of the year (Refer Note 9)	**1,677.38**	**479.28**
	Less : Cash Credit	**1,576.71**	**1,757.03**
	Net Increase/Decrease in cash & Cash equivalents	**1,378.42**	**(235.23)**

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	I. Cash and cash equivalents as per above comprise of the following:		
	Cash on hand	3.66	4.24
	Balances with scheduled banks:		
	-On current accounts	174.94	373.47
	-On deposit accounts	1,498.78	101.57
	(deposits having an original maturity of 3 months or less)		
	Cash and cash equivalent as per note	**1,677.38**	**479.28**

II. The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows" specified under Section 133 of the Companies Act, 2013.

The notes 1 to 72 form an integral part of the financial statements.

This is the Statement of Cash Flows referred to in our report of even date.

As per our Audit report of even date attached.
for and on behalf of

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

Manoj Jain
Partner
M.No. 400459

Place: Udaipur
Date: May 8, 2026

for and on behalf of the Board

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Statement of Changes in equity

A. EQUITY SHARE CAPITAL

(1) Current reporting period

(₹ in lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current y	Balance at the end of the current reporting period
2,579.60	-	-	-	2579.60

(2) Previous reporting period:

(₹ in lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current y	Balance at the end of the current reporting period
2,579.60	-	-	-	2579.60

B. OTHER EQUITY

(1) Current reporting period

(₹ in lakhs)

	Money against share warrants	Reserves & Surplus			Attributable to owners of the parent	non-controlling interest
		Capital Reserve	Securities premium	Retained earnings		
Balance at the end of the reporting period -31.03.2024	**-**	**79.75**	**4,952.88**	**786.92**	**5,819.55**	**307.52**
Profit for the year	0			20.22	20.22	2.81
Amalgamation Expenses	0			(5.37)	(5.37)	-
Other comprehensive income	0			-	-	-
Balance at the end of the reporting period -31.03.2025	**0**	**79.75**	**4,952.88**	**801.77**	**5,834.40**	**310.33**
Profit for the year	0	-	-	168.57	168.57	6.56
Other comprehensive income	0	-	-	-	-	-
Money against share warrants	1620	-		-	1,620.00	-
Balance at the end of the reporting period -31.03.2026	**1620**	**79.75**	**4,952.88**	**970.34**	**7,622.97**	**316.89**

As per our Audit report of even date attached.
for and on behalf of

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

Manoj Jain
Partner
M.No. 400459

Place: Udaipur
Date: May 8, 2026

for and on behalf of the Board

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Notes to the Consolidated Financial Statements

Note 1: Company Information:

Aeroflex Neu Limited(ANL) (formerly known as Sah Polymers Limited)- parent - is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act,1956. The Registered Office of the ANL is situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003.

ANL is engaged in the manufacture of HDPE/ PP woven fabrics and sacks. The manufacturing capacities are situated at Udaipur (Rajasthan). The fabrics and sacks find applications in the packing of cement, minerals, food grains etc.

2. Significant Accounting Policies

Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

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. 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, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, leasing transactions that are within the scope of Ind AS 116 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

Basis of Consolidation

The Consolidated Financial Statements (CFS) include the financial statements of the Company and its subsidiaries.

Subsidiary is entity controlled by the Group.

Control and significant influence is assessed annually with reference to the voting power (usually arising from equity shareholdings and potential voting rights) and other rights (usually contractual) enjoyed by the Group in its capacity as an investor that provides it the power and consequential ability to direct the investee's activities and significantly affect the Group's returns from its investment. Such assessment requires the exercise of judgement and is disclosed by way of a note to the Financial Statements. The Group is considered not to be in control of entities where it is unclear as to whether it enjoys such power over the investee.

The assets, liabilities, income and expenses of subsidiary are aggregated and consolidated, line by line, from the date control is acquired by any Group entity to the date it ceases. Profit or loss and each component of other comprehensive income are attributed to the Group as owners and to the non-controlling interests. The Group presents the non-controlling interests in the Balance Sheet within equity, separately from the equity of the Group as owners. The excess of the Group's investment in a subsidiary over its share in the net worth of such subsidiary on the date control is acquired is treated as goodwill while a deficit is considered as a capital reserve in the CFS. On disposal of the subsidiary, attributable amount on goodwill is included in the determination of the profit or loss and recognised in the Statement of Profit and Loss.

Impairment loss, if any, to the extent the carrying amount exceeds the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or a group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP. Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All up gradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset.

Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

The estimated useful lives of property, plant and equipment of the Group are as follows:

Buildings	30 Years
Plant and Equipment	7 – 25 Years
Furniture and Fixtures	8 – 10 Years
Vehicles	8 – 10 Years
Office Equipment	5 Years
No write off is made in respect of leasehold land.	
Non Tangible assts	5 years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

Goodwill on Consolidation

Goodwill arising on consolidation is stated at cost less impairment losses, where applicable. On disposal of a subsidiary, attributable amount of goodwill is included in the determination of the profit or loss recognised in the Statement of Profit and Loss. On acquisition of an associate, the goodwill / capital reserve arising from such acquisition is included in the carrying amount of the investment and also disclosed separately.

Impairment loss, if any, to the extent the carrying amount exceed the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed. For impairment testing, goodwill is allocated to Cash Generating Unit (CGU) or group of CGUs to which it relates, which is not larger than an operating segment, and is monitored for internal management purposes.

Intangible Assets

Intangible Assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

a. for assets acquired in a business combination or by way of a government grant, at fair value on the date of acquisition/grant

b. for separately acquired assets, at cost comprising the purchase price (including import duties and nonrefundable taxes) and directly attributable costs to prepare the asset for its intended use.

Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands, websites and customer lists are not recognised as intangible assets.

The carrying value of intangible assets includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2016 measured as per the previous GAAP.

Intangible assets that have finite lives are amortized over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortized.

All intangible assets are tested for impairment. Amortization expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss.

Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortization and / or impairment losses. The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortization or depreciation) had no impairment loss been recognised in previous years.

Inventories

Inventories (other than harvested product of biological assets) are stated at cost and net realisable value, whichever is lower. Cost is determined on periodic moving weighted average basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to effect the sale.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to the present location and condition. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

Due allowances are made for slow | non-moving, defective and obsolete inventories based on estimates made by the Company.

Items such as spare parts, stand-by equipment and servicing equipment that are not plant and machinery get classified as inventory.

Foreign Currency Transactions

The presentation currency of the Group is Indian Rupee. Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains / losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

Exchange differences arising on monetary items that, in substance, form part of the Group's net investment in a foreign operation (having a functional currency other than Indian Rupee) are accumulated in foreign currency translation reserve.

For the preparation of the consolidated financial statements:

(a) assets and liabilities of foreign operations, together with goodwill and fair value adjustments assumed on acquisition thereof, are translated to Indian Rupees at exchange rates prevailing at the reporting period end;

(b) income and expense items are translated at the average exchange rates prevailing during the period; when exchange rates fluctuate significantly the rates prevailing on the transaction date are used instead.

Differences arising on such translation are accumulated in foreign currency translation reserve and attributed to non-controlling interests proportionately

On the disposal of a foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group is reclassified to the Statement of Profit and Loss. In relation to a partial disposal, that does not result in losing control over the subsidiary, the proportionate exchange differences accumulated in equity is reclassified to the Statement of Profit and Loss.

Financial instruments, Financial assets, Financial liabilities and Equity instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date when the Company commits to purchase or sell the asset.

Financial Assets

Recognition:

Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price when the Group becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification:

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/or interest.

(b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment:

The Group assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification: When and only when the business model is changed, the Group shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

(a) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;

(b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition:

Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption / settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

Revenue

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers. Revenue from the sale of goods includes excise and other duties which the Group pays as a principal but excludes amounts collected on behalf of third parties, such as sales tax and value added tax.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable. Revenue from services is recognised in the periods in which the services are rendered.

Government Grant

The Group may receive government grants that require compliance with certain conditions related to the Group's operating activities or are provided to the Group by way of financial assistance on the basis of certain qualifying criteria.

Government grants are recognised when there is reasonable assurance that the grant will be received, and the Group will comply with the conditions attached to the grant. Accordingly, government grants:

(a) related to or used for assets are included in the Balance Sheet as deferred income and recognised as income over the useful life of the assets.

(b) related to incurring specific expenditures are taken to the Statement of Profit and Loss on the same basis and in the same periods as the expenditures incurred.

(c) by way of financial assistance on the basis of certain qualifying criteria are recognised as they become receivable.

In the unlikely event that a grant previously recognised is ultimately not received, it is treated as a change in estimate and the amount cumulatively recognised is expensed in the Statement of Profit and Loss.

Employee Benefits

i) Short-term Employee benefits Liabilities for wages and salaries including nonmonetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short term employee benefits and are recognized as an expense in the Statement of Profit and Loss as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

iii) Post-Employment Benefits Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund maintained with Regional Provident Fund Office and Superannuation Fund are charged as an expense in the Statement of Profit and Loss as they fall due.

Defined Benefit Plans

Gratuity Fund

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of the payment of the Gratuity (Amendment) Act, 1997 or as per the Company's scheme whichever is more beneficial to the employees.

Provident Fund

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

iv) Other Long Term Employee Benefits

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by the employees upto the end of the reporting period using the projected unit credit method

Re-measurements are recognised in profit or loss in the period in which they arise. Actuarial gains and losses in respect of such benefits are charged to Statement of Profit and Loss in the period in which they arise.

Leases

Leases are recognised as a finance lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Group as a Lessee

Assets used under finance leases are recognised as property, plant and equipment in the Balance Sheet for an amount that corresponds to the lower of fair value and the present value of minimum lease payments determined at the inception of the lease and a liability is recognised for an equivalent amount.

The minimum lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the Statement of Profit and Loss.

Rentals payable under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Group as a Lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Group is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the term of the lease.

Taxes on Income

Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

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

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Claims

Claims against the Group not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

Provisions

Provisions are recognised when, as a result of a past event, the Group has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Corporate Management Committee

Segments are organised based on business which have similar economic characteristics as well as exhibit similarities in nature of products and services offered, the nature of production processes, the type and class of customer and distribution methods.

Segment revenue arising from third party customers is reported on the same basis as revenue in the financial statements. Inter-segment revenue is reported on the basis of transactions which are primarily market led. Segment results represent profits before finance charges, unallocated corporate expenses and taxes.

"Unallocated Corporate Expenses" include revenue and expenses that relate to initiatives/costs attributable to the enterprise as a whole and are not attributable to segments.

Financial and Management Information Systems

The Group's Accounting System is designed to comply with the relevant provisions of the Companies Act, 2013, to provide financial information appropriate to the businesses and facilitate Internal Control.

Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

A. Judgements in applying accounting policies

The following are the judgements, apart from those involving estimations (see note below), that the Group have made in the process of applying the accounting policies and that have a significant effect on the amounts recognised in the consolidated financial statements:

1. Control:

The Group assessed whether or not it has control on its investees based on whether, as an investor, it has the power/rights and consequently the practical ability to direct the relevant activities of its investees unilaterally. In making this judgement, the Group considered the absolute size of its holding, the relative size of and dispersion of other shareholders, and whether any contractual arrangements exist between the Company (and its subsidiaries) and other shareholders of the investees. Based on this, and in accordance with its Accounting Policy, the Group has determined that the entities listed in the notes to the financial statements are the only entities over which Group has control.

2. Significant influence:

The Group assessed whether or not it has significant influence on its investees based on its practical ability to participate in the financial and operating policy decisions of the investee, though it is not in control of these policies. Based on such assessment, the Group determined that the entities listed in the notes to the financial statements are the only entities over which the Group has significant influence.

3. Useful life of Intangible Assets:

The Group is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement.

B. Key sources of estimation uncertainty

The following are the key assumptions 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.

1. Useful lives of property, plant and equipment and intangible assets:

As described in the significant accounting policies, the Group reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period.

2. Fair value measurements and valuation processes:

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

3. Actuarial Valuation:

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 depend 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 notes to the financial statements.

4. Claims, Provisions and Contingent Liabilities:

In resepct of litigations where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

NOTE - 3 PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Land -Leasehold	Owned Assets									Total
		land Freehold	Building	Plant and Equipment	Furniture and fixtures	Vehicles	Office Equipment	DG Sets	Tube well	Computer	
Year ended March.,2026											
GROSS CARRYING AMOUNT											
Opening Gross Carrying Amount	29.57	115.96	2,048.18	4,160.65	116.34	89.91	67.82	58.24	7.28	41.24	6,735.19
Additions	-	0.77	5.65	100.98	15.85	7.94	0.94	-	-	2.35	134.48
Disposals/Adjustment	-	-	-	106.51	-	4.79	12.20	-	-	-	123.50
Closing Gross Carrying Amount	**29.57**	**116.73**	**2,053.83**	**4,155.12**	**132.19**	**93.06**	**56.56**	**58.24**	**7.28**	**43.59**	**6,746.17**
ACCUMULATED DEPRECIATION											
Opening Accumulated Depreciation	-	-	311.09	1,075.17	38.74	38.93	40.34	37.07	1.01	34.51	1,576.86
Depreciation charged during the year	-	-	68.70	176.73	13.00	7.44	8.56	2.55	0.24	4.97	282.19
Disposals/Adjustments	-	-	-	67.88	-	3.94	8.56	-	-	-	80.38
Closing Accumulated Depreciation	-	-	379.79	1,184.02	51.74	42.43	40.34	39.62	1.25	39.48	1,778.67
Net Carrying Amount	**29.57**	**116.73**	**1,674.04**	**2,971.10**	**80.45**	**50.63**	**16.22**	**18.62**	**6.03**	**4.11**	**4,967.50**
Year ended March.,2025											
GROSS CARRYING AMOUNT											
Opening Gross Carrying Amount	29.57	115.96	1,957.88	3,667.13	91.24	89.01	59.98	58.24	7.28	37.41	6,113.70
Additions	-	-	90.30	493.95	25.10	0.90	7.84	-	-	3.83	621.92
Disposals/Adjustment	-	-	-	0.43	-	-	-	-	-		0.43
Closing Gross Carrying Amount	**29.57**	**115.96**	**2,048.18**	**4,160.65**	**116.34**	**89.91**	**67.82**	**58.24**	**7.28**	**41.24**	**6,735.19**
ACCUMULATED DEPRECIATION											
Opening Accumulated Depreciation	-	-	245.35	914.55	28.28	32.70	28.24	34.52	0.78	28.23	1,312.65
Depreciation charged during the year	-	-	65.74	160.93	10.46	6.23	12.10	2.55	0.23	6.28	264.52
Disposals/Adjustments	-	-	-	0.31	-	-	-	-	-	-	0.31
Closing Accumulated Depreciation	-	-	311.09	1,075.17	38.74	38.93	40.34	37.07	1.01	34.51	1,576.86
Net Carrying Amount	**29.57**	**115.96**	**1,737.09**	**3,085.48**	**77.60**	**50.98**	**27.48**	**21.17**	**6.27**	**6.73**	**5,158.33**

NOTE - 3 INTANGIBLE ASSETS

(₹ in lakhs)

Particulars	Owned Assets	
	Software	Total
Year ended March.,2026		
GROSS CARRYING AMOUNT		
Opening Gross Carrying Amount	11.16	11.16
Additions	-	-
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**11.16**	**11.16**
ACCUMULATED DEPRECIATION		**-**
Opening Accumulated Depreciation	10.10	10.10
Depreciation charged during the year	0.53	0.53
Disposals/Adjustments	-	-
Closing Accumulated Depreciation	**10.63**	**10.63**
Net Carrying Amount	**0.53**	**0.53**
Year ended March.,2025		
GROSS CARRYING AMOUNT		
Opening Gross Carrying Amount	11.16	11.16
Additions	-	-
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**11.16**	**11.16**
ACCUMULATED DEPRECIATION		**-**
Opening Accumulated Depreciation	9.57	9.57
Depreciation charged during the year	0.53	0.53
Disposals/Adjustments	-	-
Closing Accumulated Depreciation	**10.10**	**10.10**
Net Carrying Amount	**1.06**	**1.06**

Right to use Assets

Particulars	Owned Assets	
		Total
Year ended March., 2026		
GROSS CARRYING AMOUNT		
Opening Gross Carying Amount	-	-
Additions	32.92	32.92
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**32.92**	**32.92**

Particulars	Owned Assets	
		Total
Year ended March,2026		
GROSS CARRYING AMOUNT		
Opening Gross Carying Amount	-	-
Additions	10.40	10.40
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**10.40**	**10.40**
Net Carrying Amount	**22.52**	**22.52**

Note :

(a) There are no immovable Properties whose title deeds are not in the name of the companies included in the consolidation.

(b) The Group has not revalued Property, Plant and Equipment.

(c) The Group has not revalued its intangible assets.

(d) The Group has no Capital Work-in-progress

(e) There is no intangible assets under development.

Note 4: OTHER NON- CURRENT FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	121.07	114.93
	121.07	**114.93**

Note 5: OTHER NON-CURRENT ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Advances	60.00	2.10
Advances other than capital advances :		
-With Statutory Authorities	6.01	6.01
	66.01	**8.11**

Note 6: INVENTORIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
At lower of cost and net realisable value		
Raw material	596.25	391.79
Work-in -progress	1,731.26	1,996.58
Finished Goods	341.40	670.45
Stores and Spares	264.35	287.92
Printing Ink	55.57	58.21
	2,988.83	**3,404.95**

Note 7: TRADE RECEIVABLE

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Trade Receivables considered good- secured		
(b) Trade Receivables considered good- unsecured	2,309.73	2,134.99
(c) Trade Receivables which have significant increase in Credit Risk	-	-
(d) Trade Receivables -Credit impaired	-	-
	2,309.73	**2,134.99**
Less: Allowance for doubtful receivables	-	-
	2,309.73	**2,134.99**

Note 7.1 : No trade receivables are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no trade receivables are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 37.

Trade receivables ageing schedule as at 31st March, 2026

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed Trade receivables – considered good	612.62	1,281.87	160.97	254.27	-	-	2,309.73
(ii) Undisputed Trade receivables – which have significant increase in credit risk							
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
Total	**612.62**	**1,281.87**	**160.97**	**254.27**	**-**	**-**	**2,309.73**

Trade receivables ageing schedule as at 31st March, 2025

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed Trade receivables – considered good	701.38	1,293.45	116.73	23.43	-	-	2,134.99
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
Total	**701.38**	**1,293.45**	**116.73**	**23.43**	**-**	**-**	**2,134.99**

Note 8: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Balances with banks:		
i) on Current Account	174.94	373.47
ii) on Fixed Deposit with maturity less three months *	1,498.78	101.57
	1,673.72	**475.04**
b) Cash on hand	3.66	4.24
	1,677.38	**479.28**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

*includes accrued interest ₹ 53.85 lakhs (previous year ₹ 0.45 lakhs)

Note 9: OTHER BANK BALANCES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deposit with more than 3 months and remaining maturity period less than 12 months from the date of the balance sheet*	80.88	75.22
	80.88	**75.22**

*includes accrued interest ₹ 9.68 lakhs (previous year ₹ 5.22 lakhs) out of deposit ₹ 70(₹70) Lakh liened with UCO Bank for Bank Gurantee ₹ 700Lakhs

Note 10 : LOANS (CURRENT)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Loan Receivables considered good- secured	-	-
(b) Loan Receivables considered good- unsecured	1,233.93	458.98
(c) Loan Receivables which have significant increase in credit risk	-	-
(d) Loan Receivables- credit impaired	-	-
	1,233.93	**458.98**
Less: Allowance for doubtful loans	-	-
	1,233.93	**458.98**

Note 10.1 : No loans are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no loans are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 37.

No loans and advances are due from directors or other officers and related party of the Company

Loans or advances in the nature of loans granted to promoters, directors, KMPS and the related parties

(a)Repayable on demand or (b) without specifying terms of period of repayment

(₹ in lakhs)

Type of Borrower	Promoters	Directors	KMP's	Total
Amount of loan or advance in the nature of outstanding	0 (0)	0(0)	0.00(0.65)	0.00 (0.65)
Percentage to the total Loans & Advances in the nature of Loans	0(0)	0(0)	0.00(0.11)	0.00(0.11)

*amount in bracket represents previous year's figures.

Note 11: OTHER- CURRENT FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
-Interest accrued on loan, deposit etc.	30.45	7.13
	30.45	**7.13**

Note 12: CURRENT TAX ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax Refund	37.12	18.74
	37.12	**18.74**

Note 13: OTHER CURRENT ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances other than capital advances :		
Other advances :		
- advance against expenses	4.78	21.65
- Statutory authorities employees, pre-paid expenses etc.	93.28	256.24
- Other advances	78.78	78.78
- Other receivables	456.06	245.96
	632.90	**602.63**

Note 14: SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised :		
3,40,00,000(pr. yr.3,00,00,000) Equity Shares of ₹10/- each	3,400.00	3,000.00
	3,400.00	**3,000.00**
Issued, subscribed and fully paid		
25796000(pr. yr. 25796000) Equity Shares of ₹10/- each	2,579.60	2,579.60
fully paid up		
	2,579.60	**2,579.60**

Reconciliation of number of shares :

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Face value per share (₹)	10	10
Number of Equity Shares outstanding at the beginning of the reporting period	2,57,96,000	2,57,96,000
No. of Equity Shares issued during the year	-	-
	2,57,96,000	**2,57,96,000**
Less : Deduction during the year	-	-
Number of Equity Shares outstanding at the end of the reporting period	**2,57,96,000**	**2,57,96,000**

Name of the shareholders holding more than 5% shares in the company

(₹ in lakhs)

Name of shareholder	Class	As at March 31, 2026		As at March 31, 2025	
		No. of shares	%	No. of shares	%
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	Equity	14316000	55.50	14316000	55.50

Shares held by promoters at the end of the year

(₹ in lakhs)

Promoter name	No.of shares	% of total shares	% change during the year
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	14316000 (14316000)	55.50 (55.50)	0
Total	**14316000 (14316000)**	**55.50 (55.50)**	**0**

Figures in bracket represent previous year figures

* Considered as per the information filed by the Company with stock exchanges for the year ended March 31, 2026 and Annual return filed by the Company for the year ended March 31,2025.

Shares held by holding Company

(₹ in lakhs)

Name of holding Company	Class	As at March 31, 2026		As at March 31, 2025	
		No.of shares	% Holding	No.of shares	% Holding
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	Equity	14316000	55.50	14316000	55.50

The Parent has only one class of equity shares having face value of ₹ 10/- each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Parent. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Parent, the holders of equity shares will be entitled to receive the remaining assets of the Parent in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Parent

The Parent Company has not allotted any shares pursuant to contract without payment being received in cash.

There are no call unpaid on equity shares.

No shares have been reserved for issue on option.

No equity shares have been forfeited.

Note 15: OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
1.SEURITIES PREMIUM		
As per the last year accounts	4,952.88	4,952.88
	4,952.88	**4,952.88**
2.GENERAL RESERVE		
As per the last year accounts	79.75	79.75
3. RETAINED EARNINGS		
As per the last year accounts	801.77	786.92
Amalgamation Expenses	-	(5.37)
Add: Surplus for the year	168.57	20.22
	970.34	**801.77**
4. Money received against share warrants	1620.00	-
***(72,00,000 warrants issue price₹ 90/- each, paid up ₹22.50 each)		
Equity attributable to the owners of the parent	**7,622.97**	**5,834.40**
Non-controlling interest	**316.89**	**310.33**
TOTAL	**7,939.86**	**6,144.73**

1. Securities Premium :

The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. The reserve is utilised in accordance with the provisions of the Act.

2. General Reserve

This includes the amount received from the Government under an incentive scheme for capital expansion and on the expiry of requisite period, the amount was transferred to it.

3.Retained Earnings:

This Reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

***On 25.07.2025 the Company issued 72,00,000 fully convertible warrants at an issue price of ₹ 90/- each in respect of which ₹22.50 per share were paid on application and allotment. These warrants are fully convertible into equity shares on payment of balance issue price. Uptil 31.03.2026, no warrants were converted into equity shares.

Note 16: BORROWINGS -NON CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-Current	Current	Non-Current
SECURED :				
(a) Term Loans:				
From Banks :				
UCO Bank :				
Term Loan- Guaranteed Emergency Credit Line(GECL) (i)	-	-	34.67	6.82
Term Loan(ii)	200.00	133.18	200.00	333.25
Term Loan-Vehicle Loan(iii)	-	-	4.31	5.58
Term Loan-Soler Loan(iv)	37.50	25.00	37.50	62.41
Term Loan- HDFC Bank (v)	-	-	5.06	8.88
Term Loan- HDFC Bank (vi)	-	-	2.45	7.45
	237.50	**158.18**	**283.99**	**424.39**

(i) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District: Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in process, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalments ₹ 2,63,376.35 each commencing from December 15, 2023 and the last instalment is repayable on December 15, 2026. Rate of interest as on 31.03.2026 is 8.75 % per annum. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited. (formerly known as Sat Industries Limited)

(ii) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District : Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in process, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalments ₹ 16,66,667.00 each commencing from December 15, 2023 and the last instalment is repayable on June 15, 2028. Rate of interest as on 31.03.2026 is 8.75 % per annum.It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited. (formelry known as Sat Industries Limited)

(iii) Secured against Hypothecation of Vehicle No. RJ27UE0279. The loan is repayable in 60 equal monthly instalment ₹ 40,649.00 each commencing from June 06, 2022 and the last instalment is repayable on May 31, 2027. Rate of interest as on 31.03.2026 is 9.20 % per annum.

(iv) Secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District : Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in progress, stores and spares, book debts, and packing materials etc. The loan is repayable in 48 equal monthly instalments ₹ 3,12,500.00 each commencing from September 30, 2023 and the last instalment is repayable on September 30, 2028. Rate of interest as on 31.03.2026 is 8.75 % per annum.It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited. (formerly known as Sat Industries Limited)

(v) Secured against Hypothecation of Vehicle No.RJ27GE0153. The loan is repayable in 60 equal monthly instalment ₹ 49,946.00 each commencing from November 15, 2022 and the last instalment is repayable on October 15, 2027. Rate of interest as on 31.03.2026 is 8.02 % per annum.

(vi) Secured against Hypothecation of Vehicle No. RJ27UC2292. The loan is repayable in 60 equal monthly instalments ₹ 27,050.00 each commencing from November 05, 2023 and the last instalment is repayable on October 05, 2028. Rate of interest as on 31.03.2026 is 9.10 % per annum.

(vii) There is no continuing default in the payment of principal and interest thereof in respect of loans (i) to (vi) stated above.

Note 17: LEASE LIABILITIES NON CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured		
Siemens Financial Services Private Limited	14.93	-
	14.93	**-**

Note 18: DEFERRED TAX LIABILITIES (NET)

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
a)	**Deferred tax liability**	251.60	246.35
	Depreciation	41.92	90.85
	Deferred tax assets		
	Leave encashment &gratuity (provisions) etc.	(2.43)	1.36
	Deferred Tax Assets -Unabsorbed depreciation and loss	13.93	(86.96)
	Net amount charged to Statement of Profit and Loss	**53.42**	**5.25**
	Deferred tax liabilities(net)	**305.02**	**251.60**
b)	**MAT Credit Entitlement**		
	Opening	67.26	64.92
	Addition	-	2.34
	Less :- Reversal of MAT Credit (refer to note no.71)	67.26	-
	MAT Balance	**-**	**67.26**
		305.02	**184.34**

Note 19: BORROWINGS -CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
SECURED :		
Current maturity of Long term debt	237.50	283.99
@for security etc. refer Note 16		
Repayable on demand		
From Banks:		
Cash Credit facilities from :		
UCO Bank (a) and (ai)	1,390.80	1,757.03
State Bank of India (b)	185.91	-
Export Packaging Credit Facilities from :-		
State Bank of India (c)	198.49	-
ICICI Bank Ltd- Overdraft (d)	-	69.32
	1,775.20	**1,826.35**
UNSECURED :		
Repayable on demand		
From Bank		
ICICI Bank Ltd (e)	220.00	295.00
	220.00	**295.00**
	2,232.70	**2,405.34**

(a) Secured against equitable mortgage of land and building of the Parent Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and at Vill : Modi, District : Udaipur by way of first charge on all current assets such as raw material, finished goods, work -in process, stores and spares, book debts, and packing materials etc. of the Parent Company. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited (formerly known as Sat Industries Limited). Rate of interest as on 31.03.2026 is 8.75% per annum.

(ai) Includes also cash credit facilities availed by the subsidiary company - Fibcorp Polyweave Private Limited amounting to ₹ 293.61 lakhs. The same is secured by way of the first charge on all current assets such as raw material, finished goods, work-in-process, stores and spare parts, book debts, and packing materials etc. of the subsidiary Company situated at G-1 202-203,IID center RIICO, Kaladwas, Udaipur. It is also secured by way of personal guarantee of Mr.Murtaza Ali Moti, Director and corporate guarantee of Aeroflex Neu Ltd.

(b&c) Borrowings from SBI Bank is a fund based cash credit facility and it is secured by Pari-Passu Charge along with UCO Bank by way of Hypothecation over entire current assets in form of inventory (Raw material, consumables, Store & spare, stock in Process, Finished goods and other lying in the factory premises, Godowns, elsewhere and including inventory in transit) receivables and other current assets (existing & future) created /acquired out of bank finance.

(d) Secured against lien of fixed deposit with ICICI Bank and also secured by ways of corporate guarantee of Aeroflex Enterprises Ltd.(formerly known as Sat Industreis Limited) Rate of interest as on 31.03.2026 is 8.25% per annum.

(e) Guaranteed by Mr. Asad Daud,Director and Mr. Hakim Sadiq Ali Tidiwala,Wholetime Director of the Company. Rate of interest as on 31.03.2026 is 9.25% per annum.

(f) There is no continuing default in the payment of interest.

Note 20: LEASE LIABILITIES CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Siemens Financial Services Private Limited	8.90	-
	8.90	**-**

Note 21: TRADE PAYABLES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	129.59	164.04
Total outstanding dues of creditors other than micro enterprises and small enterprises	775.14	610.79
	904.73	**774.83**

Trade payables ageing schedule as at 31st March, 2026

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed -Micro & small enterprises	129.59	-	-	-	-	-	129.59
(ii) Undisputed Others	775.14	-	-	-	-	-	775.14
(iii) Disputed dues – Micro & small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-		-	-
Total	**904.73**	**-**	**-**	**-**	**-**	**-**	**904.73**

Trade payables ageing schedule as at 31st March, 2025

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed -Micro & small enterprises	164.04	-	-	-	-	-	164.04
(ii) Undisputed Others	610.79	-	-	-	-	-	610.79
(iii) Disputed dues – Micro & small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-		-	-
Total	**774.83**	**-**	**-**	**-**	**-**	**-**	**774.83**

Note 22: OTHER- CURRENT FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on loan	1.94	1.93
	1.94	**1.93**

Note 23: OTHER CURENT LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory Liabilities	74.47	20.24
Advance received from customers	79.19	142.91
Others	111.78	47.96
	265.44	**211.11**

Note 24: PROVISIONS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits	65.36	45.89
	65.36	**45.89**

Note 25: REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Sales of Products		
(i) Manufacturerd	11,420.37	12,274.40
(ii) Traded Goods	875.14	495.01
(b) Sale of Services		
(i) Jobwork	245.72	-
(ii) Export Services	195.68	-
(iii) Commission received (on DOPW sales -IOCL)	68.55	58.94
(c) Interest income (Business)	111.04	95.18
	12,916.50	**12,923.53**

Note 26: OTHER INCOME

(₹ in lakhs)

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Rent	0.24	0.24
(b)	Interest on financial assets on amortised cost	64.30	19.21
(c)	Miscellaneous income	44.47	0.06
(d)	Foreign Exchange Fluctuation	338.48	180.47
(e)	Export Incentive	12.67	14.75
(f)	Profit on sale of Property, Plant and Equipment.	26.13	0.27
(g)	RIPS Subsidy	14.59	-
(h)	Income from Interest on Income tax refund	1.07	0.64
		501.95	**215.64**

Note 27: COST OF MATERIAL CONSUMED

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Stock	391.79	520.89
Purchases	6,746.16	7,376.61
	7,137.95	**7,897.50**
Less: Closing Stock	596.25	391.79
	6,541.70	**7,505.71**

Note 28: PURCHASES OF STOCK -IN TRADE

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Traded goods	736.14	480.65
	736.14	**480.65**

Note 29: CHANGES IN INVENTORIES

(₹ in lakhs)

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Current	Non-Current	Current	Non-Current
Opening Stock :				
Finished Goods	670.45		452.08	
Work-in-progress	1,996.58		1,715.36	
		2,667.03		**2,167.44**
Less : Closing Stock :				
Finished Goods	341.40		670.45	
Work-in-progress	1,731.26		1,996.58	
		2,072.66		2,667.03
		594.37		**(499.59)**

Note 30: EMPLOYEE BENEFITS

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Salaries, wages and bonus	877.25	796.80
(ii) Contribution to provident and other funds	35.91	36.46
(iii) Gratuity	18.89	13.37
(vi) Staff welfare expenses	90.80	55.99
	1,022.85	**902.62**

Note 31: FINANCE COSTS

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(I) Interest expenses		
(a) Interest on borrowings	230.93	308.76
(b) Interest on delayed payment of taxes	0.04	0.55
(II) Other borrowing costs - Processing Charges	16.20	9.70
	247.17	**319.01**

Note 32: OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Bag Printing Expenses	29.38	20.55
Bag Stitching Expenses	170.96	918.45
Bank Commission and charges	51.28	41.89
Bad debts	79.41	136.76
Carriage Outward	23.35	19.15
Other manufacturing Exp.	262.22	271.78
Repairs & Maintenance on :		
-Plant and Machinery	44.28	36.26
-Building	40.74	30.68
-Others	2.96	2.07
Commission on sales	80.22	117.87
Advertise and Publicity	8.48	10.88
Consultancy	25.51	25.50
Consumption of stores and spare parts	228.21	127.20
Festival Expenses	6.10	6.69
Electric & Power	444.45	552.11
Export Freight, Insurance & other Expenses	646.54	902.41
Fabric Weaving Expenses	120.96	128.45
Loading & Unloading exp.	-	4.24
Fuel & Lubricant	93.97	37.55

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inspection Charges of bags	1.75	1.17
Insurance Charges	26.36	18.92
Job Charges	640.53	50.04
Lease Rent	90.75	89.39
Legal & Professional Exp.	50.77	33.00
Miscellaneous Expenses	152.67	159.56
Material Handling Charges	6.70	6.31
Packing Materials	57.07	145.05
Payment to Auditors as:		
(i) as Auditor	0.62	0.90
(ii) for taxation matter	0.12	0.20
(iii) for reimbursement of expenses	0.03	-
Postage & Telegram	9.04	13.14
Printing Ink	48.76	34.36
Rebate, Claim & Discounts	42.61	9.91
Sales Promotion Expenses	2.67	26.47
Software Expenses	3.54	1.54
Sorting and counting charges	120.86	65.00
Stationery & Printing	5.60	6.03
Subscription & Membership	10.01	8.92
Telephone and Mobile	4.69	4.87
Travelling Expenses	20.68	41.80
Vehicle Running & Maintenance Expenses.	13.77	14.08
Warehouse Management charges	0.42	3.07
Water Expenses	2.97	3.45
	3,672.01	**4,127.67**

Note 33: Additional Information

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Depreciation and Amortisation :		
(a) Depreciation expense	282.19	264.52
(b) Amortization expense	0.53	0.53
	282.72	**265.05**
(ii) Payment to Auditors as:		
(a) as Auditor	0.62	0.90
(b) for taxation matter	0.13	0.13
(c) Reimbursement of expenses	0.03	-
	0.78	**1.03**

Note 34: Earnings per share

(₹ in lakhs)

Particulars		2025-2026	2024-2025
Earning per share has been computed as under			
(a)	Profit for the year	175.13	23.03
(b)	Weighted average number of Ordinary shares outstanding for the purpose of basic earnings per share	25796000	25796000
(c)	Effect of potential Equity shares on conversion of outstanding share warrants	4931507	0
(d)	Weighted average number of equity shares in computing diluted earnings per share [(b) + (c)]	30727507	25796000
(e)	Earnings per share on profit for the year (Face Value ₹ 10.00 per share) –		
	- Basic (a/b)	0.68	0.09
	- Diluted (a/d)	0.57	0.09

Note 35: Contingent Liabilities and Commitments

(a) Contingent liabilities

There are no contingent liabilities or Commitments for the company as on 31.03.2026

(₹ in lakhs)

GUARANTEES			31st March,2026	31st March,2025
i)	Guarantee given on behalf of subsidiary			
	a)	Guarantee given by the Company to UCO Bank and SBI against cash credit limit provided to Fibcorp Polyweave private Limited	700.00	300.00

Note 36: Financial Instruments and Related Disclosures

1. Capital Management

The Group capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Group.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets.

The Group determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

The Group financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The group funds its operations through internal accruals, borrowings etc. The groups aims at maintaining a strong capital base largely towards supporting the future growth of its businesses as a going concern.

For the purpose of the group's capital management, capital includes issued capital and other equity reserves. The primary objective of the group’s capital management is to safeguard its ability to continue as going concern and to maintain and optimal capital structure so as to maximise shareholders value. The group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt and adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current borrowings	158.18	424.39
Current borrowings	2232.70	2405.34
Gross debt	2390.88	2829.73
Less - Cash and cash equivalents	1677.38	479.28
Less - Other bank deposits	80.88	75.22
Adjusted net debt (A)	**632.62**	**2275.23**
Total equity (B)	**10519.46**	**8724.33**
Adjusted net debt to equity ratio	6.01	26.08
Total capital (A)+(B)	**11152.08**	**10999.56**
Gearing ratio *	22.73	32.43

*The Group's ideal gearing ratio is 22.73% to32.43%.

2. Categories of financial Instruments

(₹ in lakhs)

Particulars			Note	As at March 31, 2026		As at March 31, 2025	
				Carrying Value	Fair Value	Carrying Value	Fair Value
A	**Financial assets**						
	a) Measured at amortised cost						
		i) Cash and cash equivalent	8	1,677.38	1,677.38	479.28	479.28
		ii) Other Bank balance	9	80.88	80.88	75.22	75.22
		iii) Loan	4&11	1,233.93	1,233.93	458.98	458.98
		v) Trade receivables	8	2,309.73	2,309.73	2,134.99	2,134.99
		vi) Other financial assets	5&13	151.52	151.52	122.06	122.06
	Total Financial assets			**5453.44**	**5453.44**	**3270.53**	**3270.53**
B	**Financial Liabilities**						
	a) Measured at amortised cost						
		i) Cash Credit facilities	19	1,576.71	1,576.71	1,826.35	1,826.35
		ii) Term loans	16	395.68	395.68	708.38	708.38
		iii) Other loans	19	220.00	220.00	295.00	295.00
		iv) Trade payables	21	904.73	904.73	774.83	774.83
	Total financial liabilities			**3,097.12**	**3,097.12**	**3,604.56**	**3,604.56**

3 : FINANCIAL RISK MANAGEMENT

The activities of the Group exposes it to a number of financial risks namely market risk, credit risk and liquidity risk. The Group seeks to minimize the potential impact of unpredictability of the financial markets on its financial performance. The Group does regularly monitor,analyse and manage the risks faced by the Group and to set and monitor appropriate risk limits and controls for mitigation of the risks.

A. MANAGEMENT OF MARKET RISK:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, price risk and currency rate risk. Financial instruments affected by market risk includes borrowings and investments. The Group has international trade operations and is exposed to a variety of market risks, including currency and interest rate risks.

(i) Management of 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 does not have any exposure to interest rate risks since its borrowings and investments are all in fixed rate instruments.

(ii) Management of price risk:

The Group has no surplus for investment in debt mutual funds, deposits etc. The Group does make deposit with the banks to provide security/margin against guarantee given by the banks. Deposit is made in fixed rate instrument. In view of this it is not susceptible to market price risk, arising from changes in interest rates or market yields which may impact the return and value of the investments.

(iii) Management of currency risk:

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group has foreign currency trade receivables and is therefore exposed to foreign exchange risk. The Group mitigates the foreign exchange risk by setting appropriate exposure limits, periodic monitoring of the exposures etc.. The exchange rates have been volatile in the recent years and may continue to be volatile in the future. Hence the operating results and financials of the Group may be impacted due to volatility of the rupee against foreign currencies.

Exposure to currency risk(The Group has exposure only in USD/EURO converted to functional currency i.e.INR)

The currency profile of financial assets and financial liabilities as at March 31st, 2026, are as below:

(₹ in lakhs)

Particulars	Exposure currency	As at 31.03.2026	Exposure currency	As at 31.03.2025
Financial assets:				
Trade receivables	USD	886.90	USD	647.78
	EURO	291.95	EURO	1,265.85
	GBP	142.18	GBP	0.97
Financial liabilities:				
Trade payable	USD	-	USD	-
	EURO	-	EURO	68.39
	GBP	-	GBP	47.53
		1,321.03		**1,798.68**

Sensitivity analysis

A reasonably possible 5% strengthening (weakening) of the Indian Rupee against USD/EURO at March 31 would have affected the measurement of financial instruments denominated in USD/EURO and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(₹ in lakhs)

Particulars	As at	Strengthening	Weakening
Profit/(Loss)	31.03.2026	66.05	66.05
Profit/(Loss)	31.03.2025	89.93	89.93

B. MANAGEMENT OF CREDIT RISK:

Credit risk refers to the risk of default on its obligations by a counter party to the Group resulting in a financial loss to the Group. The Group is exposed to credit risk from its operating activities (trade receivables) and foreign exchange transactions and financial instruments.

Credit risk from trade receivables is managed through the Group's policies, procedures and controls relating to customer credit risk management by establishing credit limits, credit approvals and monitoring creditworthiness of the customers to which the Group extends credit in the normal course of business. Outstanding customer receivables are regularly monitored. The Group has no concentration of credit risk as the customer base is widely distributed.

The Group's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the counterparty etc. Loss allowances and impairment is recognised, where considered appropriate by responsible management.

C. MANAGEMENT OF LIQUIDITY RISK:

Liquidity risk is the risk that the Group may not be able to meet its present and future cash obligations without incurring unacceptable losses. The Group's objective is to maintain at all times, optimum levels of liquidity to meet its obligations. The Group closely monitors its liquidity position and has a cash management system. The Group maintains adequate sources of financing including debt and overdraft from domestic and international banks and financial markets at optimized cost.

The Group's Current assets aggregate to ₹ 8,991.22 (pr yr ₹ 7,181.92) lakhs including Cash and cash equivalents and Other bank balances of ₹ 1,758.26 (pr.yr ₹ 554.50) lakhs against an aggregate Current liability of ₹ 3,479.04 (pr yr ₹ 3,439.10) lakhs ; Non-current liabilities due between one year to three years amounting to ₹ 478.13 (pr yr ₹ 608.73) lakhs and Non-current liability due after three years amounting to NIL on the reporting date. Further, while the Group's total equity stands at ₹ 10,519.46 (Pr yr ₹ 8,724.33) lakhs, it has non-current borrowings of ₹ 478.13 (pr yr ₹ 608.73) lakhs. In such circumstances, liquidity risk or the risk that the Group may not be able to settle or meet its obligations as they become due does not exist.

D. Fair value measurement

Fair value hierarchy

Fair value of the financial instruments is classified in various fair value hierarchies based on the following three levels:

Level 1: Quoted prices (unadjusted) in active market for identical assets or liabilities.

Level 2: Inputs other than quoted price included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

The fair value of financial instruments that are not traded in an active market is determined using market approach and valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

If one or more of the significant inputs is not based on observable market data, the fair value is determined using generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparty.

The fair value of trade receivables, trade payables and other Current financial assets and liabilities is considered to be equal to the carrying amounts of these items due to their short-term nature. Where such items are Non-current in nature, the same has been classified as Level 3 and fair value determined using discounted cash flow basis. Similarly, unquoted equity instruments where most recent information to measure fair value is insufficient, or if there is a wide range of possible fair value measurements, cost has been considered as the best estimate of fair value.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Group has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2 during the year.

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

(₹ in lakhs)

Particulars	Fair value hierarchy	As at 31st March, 2026	As at 31st March, 2025
		Fair Value	Fair Value
A Financial assets			
a) Measured at amortised cost			
i) Cash and cash equivalent	L2	1,677.38	479.28
ii) Other Bank balance	L2	80.88	75.22
iii) Loan	L2	1,233.93	458.98
vi) Trade receivables	L2	2,309.73	2,134.99
v) Other financial assets	L2	151.52	122.06
Total Financial assets		**5453.44**	**3270.53**
B Financial Liabilities			
a) Measured at amortised cost			
i) Cash Credit facilities	L2	1576.71	1826.35
ii) Term loans	L2	395.68	708.38
iii) Other loans	L2	220.00	295.00
iv) Trade payables	L2	904.73	610.79
Total financial liabilities		**3097.12**	**3440.52**

Note 37: Disclosures in respect of related parties pursuant to Ind AS 24

(i) Ultimate Holding Company

01) Aeroflex Enterprises Limited (formerly known as Sat Industries Limited)

(ii) Fellow Subsidiary

(1) Italica Global FZC.

(iii) Key Managerial Personnel

01) Mr. Hakim Sadiq Ali Tidiwala, Wholetime Director

02) Mr. Lalit Kumar Bolia, Chief Financial Officer

03) Mrs Alka Gupta,Company Secretary

During the year following transactions were carried out with the related parties in the ordinary course of business at arm's length price :

(₹ in lakhs)

Name of related party	Nature of relation	For the period ended on 31/03/2026	For the period ended on 31/03/2025	Nature of transaction
Aeroflex Enterprises Limited (formerly known as Sat Industries Limited)	Holding Company	-	700	Loan Taken
		-	700	Loan Repayment
		810.00	0	Money against share warrant
		-	13.87	Interest Paid
		0.24	0.24	Rent Received
M.R. Organtion Limited	Fellow Subsidiary	1.10	0	Purchase Spare Parts
Italica Global FZC.	Fellow Subsidiary	0	21.12	Business Development Expenses
Mr. Hakim Sadiq Ali Tidiwala	Key Management Personnel	17.69	17.69	Remuneration
Mr. Murtaza Moti Ali upto 12.02.2025	Key Management Personnel	0.00	20.86	Remuneration
Mr. Lalit Kumar Bolia	Key Management Personnel	9.77	8.95	Remuneration
Ms. Runel Saxena upto 24.03.2025	Key Management Personnel	0.00	5.95	Remuneration

Closing balances

(₹ in lakhs)

Name	As at March 31, 2026	As at March 31, 2025
Closing balances in the case of the parties is	NIL	NIL

No amount in respect of the related parties have been written off/back are provided for during the year.

Related party relationship has been identified by the Management and relied upon by the auditor₹

Terms and conditions of transactions with related parties:

The sale to and purchases from related parties are made in the ordinary course of business and based on the price lists in force and terms that would be available to third parties.

The loans to and from from related parties are made in the ordinary course of business and are on arm's length basis based on the price lists in force and terms that would be available to third parties.

Outstanding balances at the year end are unsecured and interest free and settlement occurs in cash. No provision are held against receivables from related parties.

Note 38 : EMPLOYEE BENEFITS

a) DEFINED CONTRIBUTION PLAN

Provident Fund:

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

b) DEFINED BENEFIT PLAN

Gratuity:

The Group participates in the Employees' Group Gratuity-Scheme of Life Insurance Corporation Limited, a funded defined benefit plan for qualifying employees. Gratuity is payable to all eligible employees on death or on separation / termination in terms of the provisions of the Payment of Gratuity (Amendment) Act, 1997, or as per the Group's scheme whichever is more beneficial to the employees.

The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary.

Provident Fund:

The Group makes Provident Fund contribution to the Government administered Provident fund. The Group has no part to play in this respect.

c) Amounts Recognised as Expense:

i) Defined Contribution Plan

Employer's Contribution to Provident Fund including contribution to Family Pension Fund amounting to ₹ 53.34 lakhs (pr yr ₹ 28.19Lakhs) has been included under Contribution to Provident and Other Funds.

ii) Defined Benefit Plan

Gratuity cost amounting to ₹ 27.25 (pr yr ₹ 13.37) Lakhs has been included in Note 30 and note 67

Note 39: TAX RECONCILIATIONS

(₹ in lakhs)

Particulars	Period ended March 31,2026	Period ended March 31,2025
Tax expenses recognised in the Statement of Profit and Loss		
Current Tax :		
Current tax on profits for the year	74.18	9.77
Deferred tax (Net)	53.42	5.25
Total income tax expenses	**127.60**	**15.02**

Reconciliation of tax expenses and the accounting profit

The reconciliation between estimated income tax at statutory income tax rate into income tax expenses reported in Statement of Profit and Loss is given below :

(₹ in lakhs)

Particulars	Period ended March 31,2026	Period ended March 31,2025
Profit before income tax	302.73	38.05
Indian statutory income tax rate	25.17%	26.00%
Expected income tax expenses	65.14	9.89
Tax effect of adjustment to reconcile expected income tax Expenses to reported Income tax Expenses		
Tax impact of income not subject to tax	(129.77)	0.02
Tax effects of amounts which are not deductible for taxable income	70.88	-
Tax impact due to 43B of the Income tax Act,1961	2.56	4.69
MAT credit entitlement	67.26	-
Others	(1.89)	(2.49)
	9.04	**2.22**
Total income tax expenses	**74.18**	**12.11**
Effective rate of tax (%)	24.50	31.83

Deferred Tax Liabilities

(₹ in lakhs)

Particulars	Period ended March 31,2026	Period ended March 31,2025
Property Plant and Equipment	55.85	90.85
Others	-	-
Total deferred tax liabilities	**55.85**	**90.85**

Deferred Tax Assets

(₹ in lakhs)

Particulars	Period ended March 31,2026	Period ended March 31,2025
Provisions		
Others	2.43	(85.98)
Total deferred tax Assets	**2.43**	**(85.98)**
Net Deferred tax (Liabilities)/Assets	**53.42**	**176.83**

Movement in Deferred tax Liabilities /Assets

(₹ in lakhs)

Particulars	Property, plant and equipment	Other deferred tax liability	Provisions	Other Deferred Tax Assets	Deferred Tax Liabilities/ Asset (Net)
As at 31st March, 2024	248.58	-	-2.23	-64.92	181.43
(Charged)/Credited to profit and Loss account	90.85		1.36	(89.30)	2.91
As at 31st March, 2025	339.43	0.00	-0.87	-154.22	184.34
(Charged)/Credited to profit and Loss account	41.92	-	(2.43)	81.19	120.68
As at 31st March, 2026	381.35	-	-3.30	-73.03	305.02

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and deferred tax assets and deferred liabilities relate to income taxes levied by tax authority.

Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over deferred income tax assets will be recovered.

Note 40

There are no Micro, Small and Medium Enterprises, to whom the Parent and Subsidiary owes dues (principal and/or interest), which are outstanding for more than 45 days as at the balance sheet date. During the year, there have been no payments made to Micro, Small and Medium Enterprises beyond 45 days. There were no amounts on account of interest due that were payable for the period where the principal has been paid but interest under the MSMED Act, 2006 not paid. Further, there were no amounts towards interest accrued that were remaining unpaid at the end of accounting year. Accordingly, there were no amounts due to further interest due and payable in the succeeding year.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the parent and subsidiary.

(₹ in lakhs)

Information relating to the Micro, Small and Medium Enterprises	As at March 31, 2026	As at March 31, 2025
(a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
(i) Principal amount	129.59	164.04
(ii) Interest	-	
(b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note 41: SEGMENT INFORMATION

The Company operates in three primary business segments viz. Manufacturing of Fabrics & Woven Sacks etc., Consignment Stockist and financing Activities.

As per Ind AS 108 " Operating Segment", the segments details are as under Primary:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Segment Revenue		
Manufacturing	12,565.46	12,828.35
Engineering Services	240.00	-
Others	111.04	95.18
Total	**12,916.50**	**12,923.53**
Segment results		
Manufacturing	-235.74	96.89
Engineering Services	220.98	-

Particulars	As at March 31, 2026	As at March 31, 2025
Others	48.16	38.06
Total Segment Results	**33.40**	**134.95**
Finance costs	224.26	312.54
Unallocable income net of expenditure	501.95	215.64
Profit before exceptional items and tax	**311.09**	**38.05**
Exceptional items(net of tax)	8.36	-
Profit before tax	302.73	38.05
Provision for tax	127.60	15.02
Profit after tax	175.13	23.03
Share in profit /(loss) after tax of associate(net)	-	-
Profit for the year	**175.13**	**23.03**
Non-controlling interest	6.56	2.81
Profit for the year attributable to Owners of the Company	**168.57**	**20.22**
Segment Assets		
(a) Flexible Packaging solution activity	11,713.50	12,203.28
(b) Engineering Activity	0.00	-
(c) Others	1264.38	568.88
Total	**12,977.88**	**12,772.16**
Unallocable	1,498.78	-
Consolidated total	14,476.66	12,772.16
Segment liabilities		
(a) Flexible Packaging solution activity	3,735.26	3,642.92
(b) Engineering Activity	-	-
(c) Others	221.94	404.90
Total	**3,957.20**	**4,047.82**
Unallocable	-	-
Consolidated total	3,957.20	4,047.82
Capital Employed	**10,519.46**	**8,724.34**

Secondary :

(₹ in lakhs)

GEOGRAPHICAL INFORMATION		As at March 31, 2026	As at March 31, 2025
Non Current Assets	– Within India	5,485.44	5,590.24
	– Outside India		
Revenue from external customers	– Within India	3,308.55	2,798.41
	– Outside India	8,986.96	9,971.00

Note 42

The Group has elected not to apply the Indian Accounting Standard (Ind AS) 116- Leases to account for those leases where underlying assets is of low value.

Note 43

Balances of banks, sundry debtors and trade payables, current liabilities etc. as on 31.03.2026 are subject to confirmation and reconciliation.

Note 44

In the opinion of the Management,there is no impairment of assets in accordance with the Ind AS -36 as on the Balance Sheet date.

Note 45

There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.

Note 46

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

Note 47

The financial statements were authorised for issue by the Board of Directors on May 8, 2026.

Note 48

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs and decimal thereof as per the requirements of Schedule III to the Companies Act, 2013, unless otherwise stated.

Note 49

Previous year's figures have been reclassified/ regrouped wherever necessary to conform with the current Financial Statements.

Note 50

No proceeding has been initiated or pending against the Parent and Subsidiary for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

Note 51

The Group has borrowings from banks on the basis of security of current assets and the quarterly returns or statements of current assets filed by the Group with banks or financial institutions are in agreement with the books of accounts.

Note 52

The Parent and Subsidiary are not declared wilful defaulters by any bank or financial institution or other lender.

Note 53

The Group has no transaction with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act, 1956.

Note 54

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

Note 55

The Group has complied with the number of layers, wherever applicable, prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

Note 56

No Scheme of Arrangement has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act,2013.

Note 57 Utilisation of Borrowed funds and share premium :

(a) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) the the Intermediary (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company(ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Group has not received any fund from any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Note 58

There is no transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961. Further there is no previously unrecorded income and related assets requiring recording in the books of account during the year.

Note 59

The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

Note 60

Corporate Social Responsibility (CSR)

The conditions and requirements of section 135 of the the Companies Act, 2013 are not applicable to the Group.

Note 61

During the previous year 2024-2025 relevant to the assessment year 2025-2026, the parent Company opted taxation under section 115 BAA of Income tax Act, 1961, accordingly the parent Company is not entitled to the MAT credit as available under the provision of the section 115 JC of the Income tax Act,1961,hence the MAT balance available as on 01/04/2025 was reversed.

Note 62

The Group has done an assessment to identify Core Investment Company (CIC) [including CICs in the Group] as per the necessary guidelines of Reserve Bank of India [including Core Investment Companies (Reserve Bank) Directions, 2016]. The Group is not a CIC and no entities have been identified as CIC in the Group, of which Parent and subsidiary is a part.

Note 63

Revenue from contract with customers differ from the revenue as per contracted price due to factors such as taxes recovered, volume rebate, discounts, etc.

Note 64

The Group has assets (equipment etc.) with a lease term of 12 months or less. The Group applies the 'short term lease' recognition exemption for these leases. The Group also has certain leases of assets of low value. The Company applies 'low values lease' recognition exemption for these leases.

Note 65

The Group has neither long-term contracts nor derivatives as at March 31, 2026.

Note 66

The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Note 67

The Government of India notified the four Labour Codes ('New Labour Codes') effective November 21, 2025. The Ministry of Labour & Employment has also issued draft Central Rules and FAQS to help assess the financial impact of these changes. The Group has ascertained its estimated obligations under the New Labour Codes based on actuarial valuation, best estimates and consistent with guidance provided by the Institute of Chartered Accountants of India. Considering the regulatory-driven and non-recurring nature of this impact, the Group has recognised incremental estimated obligations aggregating to ₹ 8.36 lakhs as an exceptional item on account of employees past services in the financial statement for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the New Labour Codes and would recognise the impact of change in the estimate in that period, as needed.

Note 68: The company considered in the consolidated financial statement is :

(₹ in lakhs)

Name	Country of incorporation	% of ownership interest as at 31/03/2026	% of ownership interest as at 31/03/2025
Subsidiary :			
Fibcorp Polyweave Private Limited	India	51.01	51.01

Note 69

Maintenance of Books of account under Section 128 of the Companies Act, 2013 The Company has defined process to take daily back-up of books of account maintained electronically and complied with the provisions of The Companies (Accounts) Rules, 2014 (as amended).

Note 70: Offsetting financial assets and liabilities

The Group has not offset any financial asset and financial liability. It offsets a financial asset and a financial liability when it currently has a legal enforceable right to set-off the recognised amounts and it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Collateral against borrowings

The Group has hypothecated/mortgaged assets as collateral against a number of its sanctioned line of credit (Refer Note 16 and 19 for further information on assets hypothecated/mortgaged as security). In case of default as per borrowing arrangement, such collateral can be adjusted against the amounts due.

Note 71

On July 25, 2025 the parent Company allotted 72,00,000 warants, to the promoters and non-promoters at a price of ₹ 90/- per warrant aggregating to ₹ 6,480 lakhs, convertible into equal number of equity shares having face value of ₹ 10/- per equity share with the option to the holders of the warrants to exercise the option of conversion within 18 months from the date of allotment of warrants on preferential basis. Out of the issued price being ₹90/- per warrant, ₹22.50 /- being 25 % of the issued price was paid on application(up-front) and the balance being 75% of the issued price is to be paid at the time exercise of the option of conversion of warrant. Accordingly the Company received ₹ 1620 lakhs on allotment of warrants. Till close of the year, none of the warrant holders has exercised the option of conversion. Details of amount raised, utilised etc. during the year are as under :

(₹ in lakhs)

Nature of the fund raised	Purpose for which funds were raised	Proposed allocation of amount	Amount utilized for the purpose during the year out of the amount received *	Unutilized balance as at Balance sheet date (based on amount received)	Remark
Preferential allotment of convertible warrants	To Construct, build, operate, establish, develop, acquire, purchase of land for, and invest in, Plug and Play Office complex, AI Park, IT Park, residential and industrial complexes through self, subsidiary(ies) or in joint collaboration	4000.00	0.00	₹ 1334.67 lakhs (1620 lakhs- 285.33 lakhs)	Unutilised balance has been deposited with the scheduled bank in fixed deposit
	Long-term working capital requirements	1200.00	275.00		
	General Corporate Purpose	1255.00	0.00		
	Preferential Issue expenses	25.00	10.33		
	Total	6480.00	285.33	1334.67	

*₹1620 lakhs

Note 72

Additional information, as required under schedule III to the Companies Act,2013, of enterprises controlled as subsidiary (after elimination) for the year ended March 31,2026.

(₹ in lakhs)

Name of the enterprises	Net assets (i.e. total assets minus total liabilities)		Share in profit or Loss		Share in Other comprehensive income		Share in Total comprehensive income	
	As % of consolidated net assets	Amount (₹ In lakhs)	As % of consolidated profit or loss	Amount (₹ In lakhs)	As % of consolidated Other comprehensive income	Amount (₹ In lakhs)	As % of consolidated total Comprehensive income	Amount (₹ In lakhs)
Parent								
Aeroflex Neu Limited	94.20	10107.91	54.72	95.83	-	-	54.72	95.83
Subsidiary								
Indian								
Fibcorp Polyweave Private Limited	5.80	622.17	45.28	79.30	-	-	45.28	79.30
Total	100.00	10,730.08	100.00	175.13	-	-	100.00	175.13

As per our Audit report of even date attached.
for and on behalf of

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

Manoj Jain
Partner
M.No. 400459

Place: Udaipur
Date: May 8, 2026

for and on behalf of the Board

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Independent Auditor's Report

Report on the Audit of the Standalone Financial Statements

To the Members of Aeroflex Neu Limited

(Formerly known as Sah Polymers Limited)

Opinion

We have audited the standalone financial statements of **Aeroflex Neu Limited** (formerly known as Sah Polymers Limited) ("the Company"), which comprise the balance sheet as at 31st March, 2026, and the Statement of Profit and Loss, Statement of changes in equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the 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 income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report along with its Annexures and Financial Highlights included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Key Audit Matters

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

On the facts and circumstances of the Company and the audit, we determine that there are no key Audit matters to communicate.

Responsibility of Management for Standalone 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 financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

(i) 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 Companies Act, 2013, in terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we give in the Annexure – "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(ii) As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under

Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 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 with reference to the financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(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, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

(i) The Company does not have any pending litigations which would impact its financial position.

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

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

(iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(c) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

(v) The Company has neither declared nor paid any dividend during the year.

(vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459R11PY09802

Annexure - A to the Independent Auditor's Report

(Referred to in paragraph (i) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and the situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars Intangible Assets.

(b) These property, plant and equipment were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer; specifying the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statement does not arise.

(ii) (a) The physical verification of inventory (excluding stocks with third parties) have been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with the third parties, these have substantially been confirmed by the third parties. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the Company with such bank or financial institutions are in agreement with the books of account of the Company.

(iii) During the year the Company has neither made investment nor provided any security but has, however, provided guarantee and unsecured loans and advances in the nature of loans, to companies, firms, Limited Liability Partnerships or any other parties:

(a) During the year the company has provided loans or provided advances in the nature of loans and stood guarantee but has not provided security to any other entity.

(A) & (B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees to:

(₹ in lakhs)

Particulars	Aggregate amount for the financial year 2025-2026		Balance outstanding as at 31/03/2026	
	Loan	Guarantee	Loan	Guarantee
Subsidiaries, joint ventures and associates	-	700.00	-	700.00
Other than subsidiaries, joint ventures and associates	1780.49	-	1226.59	-

(b) the Company has neither made investment nor given security. Further the terms and conditions of the grant of all loans and advances in the nature of loans and guarantee provided are not prejudicial to the Company's interest.

(c) In respect of loans and advances in the nature of loans, no schedule of repayment of principal and payment of interest has been stipulated.

(d) In respect of the aforesaid loans, there is no amount overdue for more than ninety days.

(e) During the year no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) During the year the Company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 are as under;

Aggregate amount (₹ In lakhs)	% of the total loans granted	Aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 (₹ in lakhs)
1780.49	100.00	-

(iv) In our opinion and according to the information and explanations given to us the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans granted, investments made, guarantees, and security provided;

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with Sections 73 and 76 of the Companies Act, 2013 does not arise. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 74 and 75 or any other relevant provisions of the Companies Act, 2013. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal on the Company.

(vi) The maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 in respect of products of the Company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and there is no arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, there are no statutory dues referred to in sub-clause (a) have not been deposited as on 31st March, 2026 on account of disputes.

(viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), that has not been recorded in the books of account.

(ix) (a) According to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted on repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Willful Defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us, and the procedure performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short term basis have been utilised for long term purposes by the Company.

(e) According to the information and explanations given to us, and the procedure performed by us, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us, and the procedure performed by us, we report that the company has not raised loans during the year on the pledged of securities held in its subsidiaries, joint venture, or associate companies.

(x) (a) During the year the Company has raised no money by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting under clause 3(x) (a) of the Order is not applicable to the Company.

(b) During the year the Company has made a preferential allotment of 72,00,000 warrants of ₹ 90/-each aggregating to ₹ 6480 lakhs convertible into qual number of equity shares and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with. Out of the said amount 25% was received as upfront, and the funds raised have been used for the purposes for which the funds were raised. The details whereof are as under:

(A) & (B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees to:

(₹ in lakhs)

Nature of the fund raised	Purpose for which funds were raised	Proposed allocation of amount	Amount utilized for the purpose during the year out of the amount received *	Unutilized balance as at Balance sheet date (based on amount received)	Remark
Preferential allotment of convertible warrants	To Construct, build, operate, establish, develop, acquire, purchase of land for, and invest in, Plug and Play Office complex, AI Park, IT Park, residential and industrial complexes through self, subsidiary(ies) or in joint collaboration	4000.00	0.00	₹ 1334.67 lakhs (1620 lakhs- 285.33 lakhs)	Unutilised balance has been deposited with the scheduled bank in fixed deposit
	Long-term working capital requirements	1200.00	275.00		
	General Corporate Purpose	1255.00	0.00		
	Preferential Issue expenses	25.00	10.33		
	Total	6480.00	285.33	1334.67	

*₹1620 lakhs

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 explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) 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 explanation given to us, a report under section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, was not required to be filed with the Central Government. Accordingly, reporting under clause 3(xi) (b)of the Order is not applicable to the Company.

(c) 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 explanation given to us and as represented by the Management, the Company has received no whistle -blower complaints during the year. Accordingly, reporting under clause 3(xi) (c)of the Order is not applicable to the Company.

(xii) (a) As the Company is not a Nidhi company, therefore, the clauses (xii)(a), (b) and (c) of the Order are not applicable to the Company.

(xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act and the details have been disclosed in the financial statements, etc., as required by the Indian Accounting Standard 24 "Related Party Disclosures" specified under section 133 of the Act.

(xiv) (a) In our opinion and According to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors for the period under audit were considered by us.

(xv) The company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) In our opinion and according to the information and explanation given to us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934);

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934; Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, Accordingly, the reporting under clause 3(xv)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the Management of the Company, the Group does not have any CIC, which is part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xv)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, the reporting under clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanation given to us and on the basis of the financial ratios (also refer Note 55 to the financial statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumption,nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is 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 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) Based on the examination of records of the Company and information and explanations given to us, the conditions and requirements of section 135 of the act are not applicable to the Company. Hence, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459R11PY09802

Annexure - B to the Independent Auditor's Report

on the Internal Financial Controls with reference to financial statement 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 **Aeroflex Neu Limited** (formerly known as Sah Polymers 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. 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.

Auditor's 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 (Referred to in paragraph (ii) (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date) 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 given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 H R JAIN & CO.,
Chartered Accountants
Firm's Registration No. 000262C

Manoj Jain
Partner
Place of signature: Udaipur
Membership No.: 400459
Date: May 8, 2026
ICAI UDIN: 26400459R11PY09802

Standalone Balance Sheet

As at March 31, 2026

(₹ in lakhs)

	Particulars	Note	As at 31.03.2026		As at 31.03.2025	
	ASSETS					
(1)	**Non-current assets**					
	(a) Property, Plant and Equipment	3		4,763.54		5,070.80
	(b) Capital work -in- Progress	3		-		
	(c) Investment Property					-
	(d) Goodwill			-		-
	(e) Other Intangible Assets	3		0.53		1.06
	(f) Intangible assets under development					
	(g) Biological Assets other than bearer plants					
	(h) Financial Assets					
	(i) Investments	4	560.78		560.78	
	(ii) Trade receivables		-		-	
	(iii) Loans					
	(iv) Others	5	88.68	649.46	107.10	667.88
	(i) Deferred tax assets (net)		-		-	
	(j) Other non-current assets	6		66.01		8.11
(2)	**Current assets**					
	(a) Inventories	7		2,156.25		2,644.61
	(b) Financial Assets					
	(i) Investments					
	(ii) Trade receivables	8	1,820.43		1,871.03	
	(iii) Cash and cash equivalents	9	1,669.04		475.81	
	(iv) Bank balances other than (iii) above	10	80.88		76.42	
	(v) Loans	11	1,226.59		567.43	
	(vi) Others	12	30.45	4,827.39	7.13	2,997.82
	(c) Current Tax Assets (Net)	13		29.77		14.39
	(d) Other current assets	14		453.48		532.48
	Total Assets			**12,946.43**		**11,937.15**
	EQUITY					
	(a) Equity Share Capital	15	2,579.60		2,579.60	
	(b) Other Equity	16	7,501.40	10,081.00	5,764.37	8,343.97
	LIABILITIES					
(1)	**Non-current liabilities**					
	(a) Financial Liabilities					
	(i) Borrowings	17	158.18		424.39	
	(ia) Lease liabilities					
	(ii) Trade payables		-		-	
	(iii) Other financial liabilities(other than those specified in item (b))		-	158.18	-	424.39
	(b) Provisions			-		-
	(c) Deferred tax liabilities (Net)	18		295.57		178.78
	(d) Other non-current liabilities			-		-
(2)	**Current liabilities**					
	(a) Financial Liabilities					
	(i) Borrowings	19	1,554.69		2,155.81	
	(ia) Lease liabilities					
	(ii) Trade payables :	20				
	(A)Total outstanding dues of micro enterprises and small enterprises		156.51		164.04	
	(B)Total outstanding dues of creditors other than micro enterprises and small enterprises		417.86		565.42	
	(iii) Other financial liabilities(other than those specified in item(c)	21	1.94	2,131.00	1.93	2,887.20
	(d) Other current liabilities	22		256.77		88.55
	(c) Provisions	23		23.91		14.26
	(d) Current Tax Liabilities (Net)			-		
	Total Equity and Liabilities			**12,946.43**		**11,937.15**
	See accompanying notes to the financial statements	1 to 72		-		-

As per our Audit report of even date attached.
for and on behalf of

for and on behalf of the Board

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

Manoj Jain
Partner
M.No. 400459

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

Statement of Profit and Loss

For the year ended March 31, 2026

(₹ in lakhs)

	Particulars	Note	As at 31.03.2026		As at 31.03.2025	
	Income :					
I	Revenue from operations	24		10,125.09		11,366.74
II	Other income	25		432.08		201.76
III	**Total Income (I+II)**			**10,557.17**		**11,568.50**
IV.	**Expenses :**					
	Cost of Materials consumed	26		4,649.23		6,519.08
	Purchases of Stock-in-Trade	27		832.58		347.83
	Changes in inventories of finished goods	28		650.37		(463.42)
	work-in-progress and Stock -in-Trade					
	Employee benefits expense	29		508.77		523.07
	Finance costs	30		193.43		288.57
	Depreciation and amortization expense	3		248.72		244.16
	Other expenses	31		3,231.89		4,094.19
	Total expenses			**10,314.99**		**11,553.48**
V.	Profit before exceptional items and tax(III-IV)			242.18		15.02
VI.	Exceptional items			(8.36)		-
VII	Profit/(loss) before tax (V-VI)			233.82	`	15.02
VIII	Tax expense :					
	(a) Current tax		-		2.34	
	Less: MAT credit reversal/(entitlement)(refer to note no. 71)		67.26		2.34	
			67.26		-	
	(2) Deferred tax		49.53	116.79	(2.30)	(2.30)
IX	Profit(loss)for the period from continuing operation (VII-VIII)			117.03		17.32
X	Profit/(Loss) from discontinued operations.			-		-
XI	Tax expense of discontinued operations			-		-
XII	Profit/(loss) from discontinued operation (X-XI)			-		-
XIII	Profit(loss) for the period (IX+XII)\			117.03		17.32
XIV	Other Comprehensive Income					
	A (i) Item that will not be reclassified to profit or loss		-		-	
	(ii) Income tax relating to item that will not be reclassified to profit or loss		-		-	
	B (i) Item that will be reclassified to profit or loss		-		-	
XV	(ii) Income tax relating to item that will be reclassified to profit or loss		-	-	-	-
XVI	Total Comprehensive Income for the period (XIII+XIV) (Comprising profit (loss) and other Comprehensive Income for the period)			117.03		17.32
XVII	Earnings per equity share:(for continued Operation):					
	(1) Basic	33		0.45		0.07
	(2) Diluted	33		0.38		0.07
XVII	Earnings per equity share:(for discontinued Operation):					
	(1) Basic			-		-
	(2) Diluted			-		-
XVIII	Earnings per equity share:(for discontinued & continuing operations)					
	(1) Basic	33		0.45		0.07
	(2) Diluted	33		0.38		0.07
	See accompanying notes to the financial statements	1 to 72				

As per our Audit report of even date attached.
for and on behalf of

for and on behalf of the Board

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

Manoj Jain
Partner
M.No. 400459

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

Cash Flow Statement

For the year ended March 31, 2026

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A	**Cash Flow from Operating Activities**		
	Net Profit before tax	233.82	15.02
	Adjustments for:		
	Depreciation	248.72	244.16
	Interest Paid	185.39	288.57
	Interest received	(64.30)	(19.13)
	Bad Debts	79.41	136.76
	Unrealised foreign exchange fluctuation on conversion	(52.93)	(41.00)
	(Profit)/Loss on sale of property, plant and equipment	23.25	(0.27)
	Provision for gratuity and leave encashment.	9.65	5.24
	Operating Profit before working capital changes	**663.01**	**629.35**
	Adjustment for Changes in Working Capital:		
	Decrease/(Increase) in Trade Receivables	24.12	94.49
	Increase/(decrease) in other current liabilities and provision	168.22	(155.46)
	Increase in financial liabilities	0.01	(0.76)
	Decrease(Increase) in Loan	(659.16)	440.96
	Decrease in other current financial assets	(23.32)	(1.89)
	Other bank Balances	(4.46)	535.24
	Increase/(Decrease) in Trade Payables	(155.09)	(17.19)
	Increase in other non current assets	(57.90)	(1.45)
	Non Current Financial assets	18.42	49.03
	Increase in other current assets	79.00	(109.31)
	Increase in tax assets	-15.38	-2.10
	Decrease/(Increase) in Stock	488.36	(608.04)
	Cash Generated from Operations	**525.83**	**852.87**
	Income Taxes Refund / (Paid)		2.34
	Net Cash Inflow /(Out Flow) from Operation (A)	**525.83**	**850.53**
B	**Cash Flow from Investing Activities:**		
	Sale of Property, Plant and Equipment	103.21	0.40
	Purchase of Property, Plant and Equipment	(67.39)	(539.56)
	Interest received	64.30	19.13
	Net Cash Inflow/(Outflow) from investing Activities (B)	**100.12**	**(520.03)**
C	**Cash flow from Financing Activities**		
	Repayment of borrowings	(457.02)	(284.70)
	Increase in borrowing	-	69.32
	Amalgamation Exp	-	(5.37)
	Money Against Share Warrant	1,620.00	
	Interest Paid	(185.39)	(288.57)
	Net Cash Inflow /(Out Flow) from Financing Activities (C)	977.59	(509.32)
	Net Increase/Decrease in cash & Cash equivalents (A+B+C)	**1,603.54**	**(178.82)**
	CASH AND CASH EQUIVALENTS		
	As at the beginning of the year (Refer Note 10)	**475.81**	**725.57**
	Less : Cash Credit	**1,507.50**	**1,578.44**
	As at the end of the year (Refer Note10)	**1,669.04**	**475.81**
	Less : Cash Credit	**1,097.19**	**1,507.50**
	Net Increase/Decrease in cash & Cash equivalents	**1,603.54**	**(178.82)**

(₹ in lakhs)

Sr. No.	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	I. Cash and cash equivalents as per above comprise of the following:		
	Cash on hand	3.31	3.92
	Balances with scheduled banks:		
	-On current accounts	166.95	371.52
	-On deposit accounts	1,498.78	100.37
	(deposits having an original maturity of 3 months or less)		
	Cash and cash equivalent as per note	1,669.04	475.81

The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows" specified under Section 133 of the Companies Act, 2013.

The notes 1 to 72 form an integral part of the financial statements.

This is the Statement of Cash Flows referred to in our report of even date.

As per our Audit report of even date attached.
for and on behalf of

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

Manoj Jain
Partner
M.No. 400459

Place: Udaipur
Date: May 8, 2026

for and on behalf of the Board

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Statement of Changes in equity

A. EQUITY SHARE CAPITAL

(1) Current reporting period

(₹ in lakhs)

	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
For the year ended on 31/03/2026	2579.60	0.00	0.00	0.00	2579.60

(2) Previous reporting period:

(₹ in lakhs)

	Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
For the year ended on 31/03/2025	2579.60	0.00	0.00	0.00	2579.60

B. OTHER EQUITY

(₹ in lakhs)

	Reserves and Surplus			Money against Share warrants	Total
	Securities premium	General Reserve	Retained earnings		
Balance at the beginning of the reporting period -01/04/2024	4,952.88	79.75	719.79	-	5,752.42
Agamalgametion Expenses	-	-	(5.37)	-	(5.37)
Profit for the year	-	-	17.32	-	17.32
Balance at the end of the reporting period -31/03/2025	4,952.88	79.75	731.74	-	5,764.37
Profit for the year	-	-	117.03	-	117.03
Money received against share warrant	-	-	-	1,620.00	1,620.00
Balance at the end of the reporting period -31/03/2026	4,952.88	79.75	848.77	1,620.00	7,501.40

As per our Audit report of even date attached.
for and on behalf of

for and on behalf of the Board

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

Manoj Jain
Partner
M.No. 400459

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

Notes to the Consolidated Financial Statements

Note 1. Company Information

a) Aeroflex Neu Limited (formerly known as Sah Polymers Limited (the Company), is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India with CIN: L24201RJ1992PLC006657. Its shares are listed on two recognised stock exchanges in India viz; BSE Limited and National Stock Exchange Limited. The registered office of the Company is located at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003.

b) The Company is primarily engaged in the manufacture of Flexible Intermediate Bulk Containers (FIBC) and other flexible packaging with annual production capacity of 7920 MT. The manufacturing capacities are situated at and around Udaipur (Rajasthan). The FIBC and other flexible pacakaging find applications in the packing of cement, minerals, food grains etc.

2. Significant Accounting Policies

Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies.

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. 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, except for share-based payment transactions that are within the scope of Ind AS 102 – Share-based Payment, leasing transactions that are within the scope of Ind AS 17 – Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Property, Plant and Equipment – Tangible Assets

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any.

Cost is inclusive of inward freight, duties and taxes and incidental expenses related to acquisition. In respect of major projects involving construction, related pre-operational expenses form part of the value of assets capitalised. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All up gradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortizes the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight line basis. Land is not depreciated.

Assets in the course of construction are capitalised in the assets under capital work in progress account (CWIP). At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences. Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized. Revenue generated from production during the trial period is capitalised.

- Freehold land is not depreciated

The estimated useful lives of property, plant and equipment of the Company are as follows:

Buildings	30 Years
Plant and Equipment	7 – 25 Years
Furniture and Fixtures	8 – 10 Years
Vehicles	8 – 10 Years
Office Equipment	5 Years
No write off is made in respect of leasehold land.	

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

Property, plant and equipment's residual values and useful lives are reviewed at each Balance Sheet date and changes, if any, are treated as changes in accounting estimate.

Intangible Assets

Intangible Assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition and measured initially:

a. for assets acquired in a business combination or by way of a government grant, at fair value on the date of acquisition/grant

b. for separately acquired assets, at cost comprising the purchase price (including import duties and non-refundable taxes) and directly attributable costs to prepare the asset for its intended use.

Internally generated assets for which the cost is clearly identifiable are capitalised at cost. Research expenditure is recognised as an expense when it is incurred. Development costs are capitalised only after the technical and commercial feasibility of the asset for sale or use has been established. Thereafter, all directly attributable expenditure incurred to prepare the asset for its intended use are recognised as the cost of such assets. Internally generated brands, websites and customer lists are not recognised as intangible assets.

The useful life of an intangible asset is considered finite where the rights to such assets are limited to a specified period of time by contract or law (e.g., patents, licenses, trademarks, franchise and servicing rights) or the likelihood of technical, technological obsolescence (e.g., computer software, design, prototypes) or commercial obsolescence (e.g., lesser known brands are those to which adequate marketing support may not be provided). If, there are no such limitations, the useful life is taken to be indefinite. Intangible assets that have finite lives are amortized over their estimated useful lives by the straight line method unless it is practical to reliably determine the pattern of benefits arising from the asset. An intangible asset with an indefinite useful life is not amortized.

All intangible assets are tested for impairment. Amortization expenses and impairment losses and reversal of impairment losses are taken to the Statement of Profit and Loss. Thus, after initial recognition, an intangible asset is carried at its cost less accumulated amortization and / or impairment losses.

The useful lives of intangible assets are reviewed annually to determine if a reset of such useful life is required for assets with finite lives and to confirm that business circumstances continue to support an indefinite useful life assessment for assets so classified. Based on such review, the useful life may change or the useful life assessment may change from indefinite to finite. The impact of such changes is accounted for as a change in accounting estimate.

The estimated useful lives of intangible assets of the Company is : 5 years

Impairment of Assets

Impairment loss, if any, is provided to the extent, the carrying amount of assets or cash generating units exceed their recoverable amount.

Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life.

Impairment losses recognised in prior years are reversed when there is an indication that the impairment losses recognised no longer exist or have decreased. Such reversals are recognised as an increase in carrying amounts of assets to the extent that it does not exceed the carrying amounts that would have been determined (net of amortization or depreciation) had no impairment loss been recognised in previous years.

Inventories

Inventories (other than harvested product of biological assets) are stated at cost and net realisable value, whichever is lower. Cost is determined on periodic moving weighted average basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to effect the sale.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to the present location and condition. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

Due allowances are made for slow | non-moving, defective and obsolete inventories based on estimates made by the Company.

Items such as spare parts, stand-by equipment and servicing equipment that are not plant and machinery get classified as inventory.

Foreign Currency Transactions

The functional and presentation currency of the Company is Indian Rupee.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

Exchange differences arising on monetary items that, in substance, form part of the Company's net investment in a foreign operation (having a functional currency other than Indian Rupee) are accumulated in Foreign Currency Translation Reserve.

Investment in Subsidiary

Investment in subsidiary is carried at cost less accumulated impairment, if any.

Financial instruments, Financial assets, Financial liabilities and Equity instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date when the Company commits to purchase or sell the asset.

Financial Assets

Recognition:

Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification:

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/or interest.

(b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment:

The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition.

Reclassification: When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

(a) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;

(b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition:

Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established.

Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption / settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

Revenue

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers. Revenue from the sale of goods includes duties which the Company pays as a principal but excludes amounts collected on behalf of third parties, such as goods and service tax.

Revenue from the sale of goods is recognised when significant risks and rewards of ownership/control have been transferred to the customer, which is mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable. Revenue from services is recognised in the periods in which the services are rendered.

Government Grant

The Company may receive government grants that require compliance with certain conditions related to the Company's operating activities or are provided to the Company by way of financial assistance on the basis of certain qualifying criteria.

Government grants are recognised when there is reasonable assurance that the grant will be received, and the Company will comply with the conditions attached to the grant. Accordingly, government grants:

(a) related to or used for assets are included in the Balance Sheet as deferred income and recognised as income over the useful life of the assets.

(b) related to incurring specific expenditures are taken to the Statement of Profit and Loss on the same basis and in the same periods as the expenditures incurred.

(c) by way of financial assistance on the basis of certain qualifying criteria are recognised as they become receivable.

In the unlikely event that a grant previously recognised is ultimately not received, it is treated as a change in estimate and the amount cumulatively recognised is expensed in the Statement of Profit and Loss.

Employee Benefits

i) Short-term Employee benefits Liabilities for wages and salaries including nonmonetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are classified as short term employee benefits and are recognized as an expense in the Statement of Profit and Loss as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

iii) Post-Employment Benefits Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund maintained with Regional Provident Fund Office and Superannuation Fund are charged as an expense in the Statement of Profit and Loss as they fall due.

Defined Benefit Plans

Gratuity Fund

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of the payment of the Gratuity (Amendment) Act, 1997 or as per the Company's scheme whichever is more beneficial to the employees.

Provident Fund

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

iv) Other Long Term Employee Benefits

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by the employees upto the end of the reporting period using the projected unit credit method

Re-measurements are recognised in profit or loss in the period in which they arise. Actuarial gains and losses in respect of such benefits are charged to Statement of Profit and Loss in the period in which they arise.

Leases

Leases are recognised as a finance lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Company as a Lessee

Assets used under finance leases are recognised as property, plant and equipment in the Balance Sheet for an amount that corresponds to the lower of fair value and the present value of minimum lease payments determined at the inception of the lease and a liability is recognised for an equivalent amount. The minimum lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the Statement of Profit and Loss.

Rentals payable under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the Company is a lessor under an operating lease, the asset is capitalised within property, plant and equipment and depreciated over its useful economic life. Payments received under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the term of the lease.

Taxes on Income

Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

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

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Claims

Claims against the Company not acknowledged as debts are disclosed after a careful evaluation of the facts and legal aspects of the matter involved.

Provisions

Provisions are recognised when, as a result of a past event, the Company has a legal or constructive obligation; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. The amount so recognised is a best estimate of the consideration required to settle the obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

Financial and Management Information Systems

The Company's Accounting System is designed to comply with the relevant provisions of the Companies Act, 2013, to provide financial information appropriate to the businesses and facilitate Internal Control.

Use of estimates and judgements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

A. Judgements in applying accounting policies

The judgements, apart from those involving estimations (see note below), that the Company has made in the process of applying its accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of intangible assets. The Company is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement. Certain trademarks have been considered of having an indefinite useful life taking into account that there are no technical, technological or commercial risks of obsolescence or limitations under contract or law. Other trademarks have been amortized over their useful economic life. Refer notes to the financial statements.

B. Key sources of estimation uncertainty

The following are the key assumptions 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.

1. Useful lives of property, plant and equipment and intangible assets:

As described in the significant accounting policies, the Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period.

2. Fair value measurements and valuation processes:

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

3. Actuarial Valuation:

The determination of Company'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 depend 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 notes to the financial statements.

4. Claims, Provisions and Contingent Liabilities:

In the case of litigations where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

NOTE - 3 PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Owned Assets										Total
	land Freehold	Land -Leasehold	Building	Plant and Equipment	Furniture and fixtures	Vehicles	Office Equipment	DG Sets	Tube well	Computer	
Year ended Marchr,2026											
GROSS CARRYING AMOUNT											
Opening Gross Carrying Amount	115.96	29.57	2,039.84	4,056.41	91.10	85.59	56.31	58.24	7.28	31.37	6,571.67
Additions		0.77	5.65	54.20	5.55	-	0.94			0.28	67.39
Disposals/Adjustment				206.22	1.52	0.55					208.29
Closing Gross Carrying Amount	**115.96**	**30.34**	**2,045.49**	**3,904.39**	**95.13**	**85.04**	**57.25**	**58.24**	**7.28**	**31.65**	**6,430.77**
ACCUMULATED DEPRECIATION											`
Opening Accumulated Depreciation	-	-	308.57	1,032.02	25.69	36.51	33.68	37.07	1.01	26.32	1,500.87
Depreciation charged during the year			68.15	151.87	8.20	6.41	7.36	2.55	0.24	3.39	248.17
Disposals/Adjustments				81.15	0.11	0.55					81.81
Closing Accumulated Depreciation	-	-	376.72	1,102.74	33.78	42.37	41.04	39.62	1.25	29.71	1,667.23
Net Carrying Amount	**115.96**	**30.34**	**1,668.77**	**2,801.65**	**61.35**	**42.67**	**16.21**	**18.62**	**6.03**	**1.94**	**4,763.54**
Year ended March.,2025											
GROSS CARRYING AMOUNT											
Opening Gross Carrying Amount	115.96	29.57	1,949.54	3,585.52	71.60	85.59	48.47	58.24	7.28	28.73	5,980.50
Additions			90.30	471.32	19.50		7.84			2.64	591.60
Disposals/Adjustment				0.43							0.43
Closing Gross Carrying Amount	**115.96**	**29.57**	**2,039.84**	**4,056.41**	**91.10**	**85.59**	**56.31**	**58.24**	**7.28**	**31.37**	**6,571.67**
ACCUMULATED DEPRECIATION											**-**
Opening Accumulated Depreciation	-	-	243.44	882.29	18.70	30.78	25.56	34.52	0.78	21.48	1,257.55
Depreciation charged during the year			65.13	150.04	6.99	5.73	8.12	2.55	0.23	4.84	243.63
Disposals/Adjustments				0.31							0.31
Closing Accumulated Depreciation		-	308.57	1,032.02	25.69	36.51	33.68	37.07	1.01	26.32	1,500.87
Net Carrying Amount	**115.96**	**29.57**	**1,731.27**	**3,024.39**	**65.41**	**49.08**	**22.63**	**21.17**	**6.27**	**5.05**	**5,070.80**

NOTE - 3 INTANGIBLE ASSETS

(₹ in lakhs)

Particulars	Owned Assets	
	Software	Total
Year ended March,2026		
Opening Gross Carrying Amount	11.16	11.16
Additions	-	-
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**11.16**	**11.16**
ACCUMULATED DEPRECIATION		**-**
Opening Accumulated Depreciation	10.10	10.10
Depreciation charged during the year	0.53	0.53
Disposals/Adjustments	-	-
Closing Accumulated Depreciation	**10.63**	**10.63**
Net Carrying Amount	**0.53**	**0.53**
Year ended March,2025		
GROSS CARRYING AMOUNT		
Opening Gross Carrying Amount	11.16	11.16
Additions	-	-
Disposals/Adjustment	-	-
Closing Gross Carrying Amount	**11.16**	**11.16**
ACCUMULATED DEPRECIATION		**-**
Opening Accumulated Depreciation	9.57	9.57
Depreciation charged during the year	0.53	0.53
Disposals/Adjustments	-	-
Closing Accumulated Depreciation	**10.10**	**10.10**
Net Carrying Amount	**1.06**	**1.06**

Note :

(a) There are no immovable Properties whose title deeds are not in the name of the Company.

(b) The Company has not revalued Property, Plant and Equipment.

(c) The Company has not revalued its intangible assets.

(d) The Company has no capital work in progress.

(e) There is no intangible assets under development.

Note 4: INVESTMENTS -NON CURRENT

(₹ in lakhs)

	Face value per unit (rupees)	As at March 31, 2026		As at March 31, 2025	
		Number	Rupees in lakhs	Number	Rupees in lakhs
Investments in Equity Instruments (fully paid-up, unless stated otherwise)					
Unquoted					
At Cost					
In subsidiary company					
Equity shares					
Fibcrop Polyweave Private Limited	**100**	**33884**	**560.78**	**33884**	**560.78**
			560.78		**560.78**

Note 5: OTHER NON- CURRENT FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	88.68	107.10
	88.68	**107.10**

Note 6: OTHER NON-CURRENT ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Advances	60.00	2.10
Advances other than capital advances :		
-With Statutory Authorities	6.01	6.01
	66.01	**8.11**

Note 7: INVENTORIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
At lower of cost and net realisable value		
Raw material	457.79	254.46
Work-in -progress	1,251.52	1,544.36
Finished Goods	165.57	523.10
Stores and Spares	225.80	264.48
Printing Ink	55.57	58.21
	2,156.25	**2,644.61**

Note 8: TRADE RECEIVABLE

(₹ in lakhs)

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	Trade Receivables considered good- secured	-	-
(b)	Trade Receivables considered good- unsecured	1,820.43	1,871.03
(c)	Trade Receivables which have significant increase in Credit Risk	-	-
(d)	Trade Receivables -Credit impaired	-	-
		1,820.43	**1,871.03**
Less: Allowance for doubtful receivables		-	-
		1,820.43	**1,871.03**

Note 8.1 : No trade receivables are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no trade receivables are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 36.

Trade receivables ageing schedule as at 31st March, 2026

(₹ in lakhs)

Particulars		Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
			Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i)	Undisputed Trade receivables – considered good	612.62	803.89	160.94	242.98	-		1,820.43
(ii)	Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
(iii)	Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	
(iv)	Disputed Trade Receivables– considered good	-	-	-	-	-	-	
(v)	Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	
(vi)	Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	
Total		**612.62**	**803.89**	**160.94**	**242.98**	**-**	**-**	

Trade receivables ageing schedule as at 31st March, 2025

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed Trade receivables – considered good	-	1,744.49	111.05	15.5	-	(0.00)	1,871.03
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
Total	**-**	**1,744.49**	**111.05**	**15.49**	**-**	**-**	

Note 9: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Balances with banks		
On Current Account	166.95	371.52
On Fixed Deposit with maturity less three months *	1,498.78	100.37
(b) Cash on hand	3.31	3.92
	1,669.04	**475.81**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.

*includes accrued interest ₹ 53.85 lakhs (previous year ₹ 0.37 lakhs),out of deposit ₹ 100.00 lakhs(Pr.yr ₹100.00 lakhs liened with ICICI Bank to secure over draft facilities.

Note 10: OTHER BANK BALANCES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deposit with more than 3 months and remaining maturity period less than 12 months from the date of the balance sheet *	80.88	76.42
	80.88	**76.42**

*includes accrued interest ₹ 9.68 lakhs (previous year ₹ 5.30 lakhs). Out of deposit ₹ 70 (pr. yr ₹ 70) Lakh liened with UCO Bank for Bank Guarantee ₹700 Lakh)

Note 11: LOANS (CURRENT)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Loan Receivables considered good- secured	-	-
(b) Loan Receivables considered good- unsecured	1,226.59	567.43
(c) Loan Receivables which have significant increase in credit risk	-	-
(d) Trade Receivables- credit impaired	-	-
	1,226.59	**567.43**
Less: Allowance for doubtful loans	-	-
	1,226.59	**567.43**

Note 11.1 : No loans are due from directors or other officers of the Company or any of them either severally or jointly with any other person. Further, no loans are due from firms or private companies in which any director is a partner, a director or a member, other than dues from related parties disclosed as mentioned in note 36.

No loans and advances are due from directors or other officers and related party of the Company

Loans or advances in the nature of loans granted to promoters, directors, KMPS and the related parties

(a)Repayable on demand or (b) without specifying terms of period of repayment

(₹ in lakhs)

Type of Borrower	Promoters	Directors	KMPs	Related Parties	Total
Amount of loan or advance in the nature of outstanding	0(0)	0(0)	0.00 (0.65)	0.00 (109.90)	0.00(110.55)
Percentage to the total Loans & Advances in the nature of Loans	0(0)	0(0)	0.00(0.11)	0.00(19.37)	0.00(19.48)

*amount in bracket represents previous year 's figures.

Note 12: OTHER- CURRENT FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on deposits	30.45	7.13
	30.45	**7.13**

Note 13: CURRENT TAX ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax Refund	29.77	14.39
	29.77	**14.39**

Note 14: OTHER CURRENT ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances other than capital advances :		
Other advances :		
-balance with statutory authorities	0.31	221.51
-advance against expenses	2.47	6.22
-Other advances	78.78	78.78
-pre-paid expenses	27.92	28.29
Other receivables	344.00	197.68
	453.48	532.48

Note 15: SHARE CAPITAL

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised :		
34000000 (pr.yr.30000000) Equity Shares of ₹ 10/- each (pr. yr.₹ 10/-)	3,400.00	3,000.00
	3,400.00	**3,000.00**
Issued, subscribed and fully paid		
25796000(pr.yr. 25796000) Equity Shares of ₹ 10/- each fully paid up	2,579.60	2,579.60
	2,579.60	**2,579.60**

Reconciliation of number of shares :

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Face value per share (₹)	10	10
Number of Equity Shares outstanding at the beginning of the reporting period	2,57,96,000	2,57,96,000
No. of Equity Shares issued during the year	-	-
	2,57,96,000	**2,57,96,000**
Less : Deduction during the year	-	-
Number of Equity Shares outstanding at the end of the reporting period	**2,57,96,000**	**2,57,96,000**

Name of the shareholders holding more than 5% shares in the company

(₹ in lakhs)

Name of shareholder	Class	As at March 31, 2026		As at March 31, 2025	
		No. of shares	%	No. of shares	%
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	Equity	14316000	55.50	14316000	55.50

Shares held by promoters at the end of the year

(₹ in lakhs)

Promoter name	No.of shares	% of total shares	% change during the year
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	14316000 (14316000)	55.50 (55.50)	NIL
Total	**14316000 (14316000)**	**55.50 (55.50)**	**NIL**

Figures in bracket represent previous year figures

* Considered as per the information filed by the Company with stock exchanges for the year ended March 31, 2026 and Annual return filed by the Company for the year ended March 31, 2025.

Shares held by holding Company

(₹ in lakhs)

Name of holding Company	Class	As at March 31, 2026		As at March 31, 2025	
		No.of shares	% Holding	No.of shares	% Holding
Aeroflex Enterprises Limited (Formerly known as Sat Industries Ltd)	Equity	14316000	55.50	14316000	55.50

The Company has only one class of equity shares having face value of ₹ 10/- each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company

The Company has not allotted any bonus shares during the period of five years immediately preceding March 31,2026

The Company has not allotted any shares pursuant to contract without payment being received in cash.

There are no call unpaid on equity shares.

No shares have been reserved for issue on option.

No equity shares have been forfeited.

Note 16: OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
1.SEURITIES PREMIUM		
As per the last year accounts	4,952.88	4,952.88
	4,952.88	**4,952.88**
2.GENERAL RESERVE		
As per the last year accounts	79.75	79.75
3. RETAINED EARNINGS		
As per the last year accounts	731.74	719.79
Amalgamation Expenses	-	(5.37)
Surplus for the year	117.03	17.32
	848.77	**731.74**
4. Money received against share warrants		
***(72,00,000 warrants issue price₹ 90/- each, paid up ₹22.50 each)	1,620.00	-
TOTAL	**7,501.40**	**5,764.37**

1. Securities Premium :

The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. The reserve is utilised in accordance with the provisions of the Act.

2. General Reserve

This includes the amount received from the Government under an incentive scheme for capital expansion and on the expiry of requisite period, the amount was transferred to it.

3. Retained Earnings:

This Reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

***On 25.07.2025 the Company issued 72,00,000 fully convertible warrants at an issue price of ₹ 90/- each in respect of which ₹22.50 per share were paid on application and allotment. These warrants are fully convertible into equity shares on payment of balance issue price. Uptil 31.03.2026, no warrants were converted into equity shares.

Note 17: BORROWINGS -NON CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-Current	Current	Non-Current
SECURED :				
(a) Term Loans:				
from banks :				
UCO Bank :				
I) Term Loan- Guaranteed Emergency Credit Line (GECL)	-	-	34.67	6.82
II) Term Loan	200.00	133.18	200.00	333.25
III) Term Loan	-	-	4.31	5.58
IV) Term Loan	37.50	25.00	37.50	62.41
V) HDFC Bank	-	-	5.06	8.88
VI) HDFC Bank	-	-	2.45	7.45
	237.50	**158.18**	**283.99**	**424.39**

(I) Borrowings from UCO Bank is secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District: Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in progress, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalment ₹ 263376.35 each commencing from December 15, 2023 and the last instalment is repayable on December 15,2026. Rate of interest as on 31.03.2026 is 8.75 % per annum. It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited (formerly known as Sat Industries Limited).

(II) Borrowings from UCO Bank is secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill: Modi, District : Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in progress, stores and spares, book debts, and packing materials etc. The loan is repayable in 36 equal monthly instalment ₹ 1666667.00 each commencing from December 15, 2023 and the last instalment is repayable on June 15,2028. Rate of interest as on 31.03.2026 is 8.75 % per annum.It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited (formerly known as Sat Industries Limited).

(III) Borrowings from UCO Bank is secured against Hypothecation of Vehicle No. RJ27UE0279. The loan is repayable in 60 equal monthly instalment ₹ 40649.00 each commencing from June 06, 2022 and the last instalment is repayable on May 31,2027. Rate of interest as on 31.03.2026 is 9.20% per annum.

(IV) Borrowings from UCO Bank is secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District : Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in progress, stores and spares, book debts, and packing materials etc. The loan is repayable in 48 equal monthly instalments ₹ 3,12,500.00 each commencing from September 30, 2023 and the last instalment is repayable on September 30,2028. Rate of interest as on 31.03.2026 is 8.75 % per annum.It is also secured by way of corporate guarantee of Aeroflex Enterprises Limited (formerly known as Sat Industries Limited).

(V) Borrowings from HDFC bank is secured against Hypothecation of Vehicle No.RJ27GE0153. The loan is repayable in 60 equal monthly instalment of ₹ 49946.00 each commencing from November 15, 2022 and the last instalment is repayable on October 15,2027. Rate of interest as on 31.03.2026 is 8.02 % per annum.

(VI) Borrowings from HDFC Bank is secured against Hypothecation of Vehicle No. RJ27UC2292. The loan is repayable in 60 equal monthly instalment of ₹ 27050.00 each commencing from November 05,2023 and the last instalment is repayable on October 05,2028. Rate of interest as on 31.03.2026 is 9.10 % per annum.

(VII) There is no continuing default in the payment of principal and interest thereof in respect of loans (I) to (VI) stated above.

Note 18: DEFERRED TAX LIABILITIES (NET)

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Deferred tax liability		
Opening	246.04	248.34
Depreciation	38.03	83.30
Deferred tax assets :	-	
Unabsorbed Depreciation	13.93	(83.30)
Unabsorbed loss	-	(3.66)
Provision Leave encash	(2.43)	1.36
Net amount charged to Statement of Profit and Loss	**49.53**	**(2.30)**
Deferred tax liabilities(net)	**295.57**	**246.04**
b) Mat Credit Entitlement		
Opening	67.26	64.92
Addition	-	2.34
Less :- Reversal of MAT Credit (refer to note no.71)	67.26	-
	-	**67.26**
	295.57	**178.78**

Note 19: BORROWINGS -CURRENT

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
SECURED :		
Current maturity of long term borrowings *	237.50	283.99
(*for security refer to Note 17)		
Repayable on demand		
From Banks :		
Cash Credit facilities from UCO Bank (a)	1,097.19	1507.50
ICICI Bank -OD (b)	-	69.32
	1,334.69	**1,860.81**
UNSECURED :		
Repayable on demand		
From Bank		
ICICI Bank Ltd (c)	220.00	295.00
	220.00	**295.00**
	1,554.69	**2,155.81**

(a) Borrowings from UCO Bank is secured against equitable mortgage of land and building of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 and Vill : Modi, District : Udaipur and also by way of first charge on all current assets such as raw material, finished goods, work -in progress, stores and spares, book debts, and packing materials etc. It is also secured by way of corporate guarantee of Aeroflex Enterprises (formerly known as Sat Industries Ltd). Rate of interest as on 31.03.2026 is 8.75% per annum.

(b) Secured against lien of fixed deposit with ICICI Bank Ltd and also secured by way of corporate guarantee of Aeroflex Enterprises Limited (formerly known as Sat Industries Limited). Rate of interest as on 31.03.2026 is 8.25% per annum.

(c) Guaranteed by Mr. Asad Daud,Director and Mr. Hakim Sadiq Ali Tidiwala,Wholetime Director of the Company. Rate of interest as on 31.03.2026 is 9.25 % per annum.

(d) There is no continuing default in the payment of interest.

Note 20: TRADE PAYABLES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	156.51	164.04
Total outstanding dues of creditors other than micro enterprises and small enterprises	417.86	565.42
	574.37	**729.46**

Trade payables ageing schedule as at 31st March, 2026

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed -Micro & small enterprises	156.51		-	-	-	-	156.51
(ii) Undisputed Others	417.86	-	-	-	-	-	417.86
(iii) Disputed dues – Micro & small enterprises	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	
Total	**574.37**	**0**	**0**	**0**	**0**	**0**	**574.37**

Trade payables ageing schedule as at 31st March, 2025

(₹ in lakhs)

Particulars	Not due	Outstanding for following periods from due date of payment				More than 3 years	Total
		Less than 6	6 months - 1 year	1-2 years	2-3 years		
(i) Undisputed -Micro & small enterprises	164.04	-	-	-	-	-	164.04
(ii) Undisputed Others	565.42	-	-	-	-	-	565.42
(iii) Disputed dues – Micro & small enterprises	-	-	-	-	-	-	
(iv) Disputed dues - Others	-	-	-	-	-	-	
Total	**729.46**	**-**	**-**	**-**	**-**	**-**	**729.46**

Note 21: OTHER- CURRENT FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest on loan	1.94	1.93
	1.94	**1.93**

Note 22: OTHER CURENT LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory Liabilities	67.64	13.62
Advance received from customers	77.36	27.00
Others	111.77	47.93
	256.77	**88.55**

Note 23: PROVISIONS

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Gratuity	8.36	-
Provisions for leave encashment	15.55	14.26
	23.91	**14.26**

Note 24: REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Sales of Products		
(i) Manufactured	8,535.36	10,693.52
(ii) Traded Goods	923.29	366.04
(b) Sale of Services		
(i) Jobwork	471.85	94.28
(ii) Lease Rent	6.22	33.24
(iii) Commission received (on DOPW sales -IOCL)	68.55	58.94
	546.62	186.46
(c) Interest Income (Business)	119.82	120.72
	10,125.09	**11,366.74**

Note 25: OTHER INCOME

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Rent	0.24	0.24
(b) Interest on financial assets on amortised cost	64.30	19.13
(c) Miscellaneous income	46.66	3.00

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(d) Foreign Exchange Fluctuation	292.55	163.73
(e) Export Incentive	12.67	14.75
(f) Profit on Sales of Property, Plant and Equipment	-	0.27
(g) RIPS Interest Subsidy	14.59	-
(h) Interest on Income tax Refund	1.07	0.64
	432.08	**201.76**

Note 26: COST OF MATERIAL CONSUMED

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Stock	254.46	149.83
Add: Purchases and adjustments	4,852.56	6,623.71
	5,107.02	**6,773.54**
Less: Closing Stock	457.79	254.46
	4,649.23	**6,519.08**

Note 27: PURCHASES OF STOCK -IN TRADE

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Traded goods	832.58	347.83
	832.58	**347.83**

Note 28: CHANGES IN INVENTORIES

(₹ in lakhs)

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Current	Non-Current	Current	Non-Current
Opening Stock :				
Finished Goods	523.10		388.04	
Work-in-progress	1,544.36	**2,067.46**	1,216.00	**1,604.04**
Less : Closing Stock :				
Finished Goods	165.57		523.10	
Work-in-progress	1,251.52	**1,417.09**	1,544.36	**2,067.46**
		650.37		**(463.42)**

Note 29: EMPLOYEE BENEFITS

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Salaries, wages and bonus	454.31	468.12
(ii) Contribution to provident and other funds	27.65	28.67
(iii) Gratuity	10.07	4.59
(vi) Staff welfare expenses	16.74	21.69
	508.77	**523.07**

Note 30: FINANCE COSTS

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest on borrowings	185.39	279.77
(b) Other borrowing costs - Processing Charges	8.04	8.80
	193.43	**288.57**

Note 31: OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Bag Printing Expenses	7.53	11.52
Bag Stitching Expenses	753.79	918.45
Bank Commission and charges	33.82	37.72
Bad Debts	79.41	136.76
Advertisement Expenses	8.48	10.88
Carriage Outward	23.35	19.15
Commission on sales	73.12	104.87
Consultancy	25.51	25.50
Repairs and Maintenance :		
-Plant and Machinery	19.39	22.62
-Building	23.89	29.18
-Others	2.96	2.07
Consumption of stores and spare parts	156.50	91.84
Festival Expenses	6.10	6.69
Electric and Power	444.45	511.88
Export Incentive	-	14.10
Export Freight, Insurance and other Expenses	532.10	902.41
Fabric Weaving Expenses	120.96	128.45
Listing Fee and Custody fee	5.85	6.60
Fuel and Lubricant	38.25	37.55
Loss on Sales of Assets	23.25	-
House Keeping	12.77	12.69
Inspection Charges of bags	1.75	1.17
Insurance Charges	23.58	17.76
Transport Expenses	9.59	28.85
Job charges	407.64	560.54
Lease Rent	8.13	73.41
Legal and Professional expense	42.93	29.19
Miscellaneous Expenses	16.28	10.13
Material handling Charges	6.70	6.31
Packing Materials	63.62	108.58
Payment to Auditors as:		
(i) auditor	0.50	0.77

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(ii) for reimbursement of expenses	0.03	0.08
Postage and Telegram	6.74	13.02
Printing Ink	48.76	34.36
Rebate, Claim and Discounts	40.85	9.91
Software Expenses	2.10	0.98
Sales Promotion Expenses	2.67	26.47
Sorting and counting charges	120.86	65.00
Security Services	5.30	3.41
Stationery and Printing	4.02	5.04
Subscription and Membership	4.37	8.60
Telephone and Mobile	3.38	4.00
Travelling Expenses	4.72	40.71
Vehicle Running and Maintenance Expenses.	12.92	11.52
Water Expenses	2.97	3.45
	3,231.89	**4,094.19**

Note 32: Additional Information

(₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Depreciation and Amortisation :		
(a) Depreciation expense	248.19	243.63
(b) Amortization expense	0.53	0.53
	248.72	**244.16**
(ii) Payment to Auditors as:		
(a) Auditors	0.50	0.77
(b) Reimbursement of expenses	0.03	0.08
	0.53	**0.85**

Note 33: Earnings per share

(₹ in lakhs)

Particulars	As on 31.03.2026	As on 31.03.2025
Earning per share has been computed as under		
(a) Profit for the year	117.03	17.32
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic earnings per share	25796000	25796000
(c) Effect of potential Equity shares on conversion of outstanding share warrants	4931507	0
(d) Weighted average number of equity shares in computing diluted earnings per share [(b) + (c)]	30727507	25796000
(e) Earnings per share on profit for the year (Face Value ₹ 10.00 per share) –		
- Basic (a/b)	0.45	0.07
- Diluted (a/d)	0.38	0.07

Note 34: Contingent liabilities and commitments

(a) Contingent liabilities

There is no contingent liabilities.

(₹ in lakhs)

GUARANTEES	31st March,2026	31st March,2025
i) Guarantee given on behalf of subsidiary		
a) Guarantee given by the Company to UCO Bank and SBI against cash credit limit provided to Fibcorp Polyweave Private Limited	700.00	300.00

Note 35: Financial Instruments and Related Disclosures

1. Capital Management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets. During the year the Company issued 72,00,000 warrants @₹90/- per share convertible into equal number of equity shares of the Company aggregating to ₹6480 lakhs. The warrants are convertible within 18 months from the date of issue of warrants at option of the warrant holders. On allotment the Company received ₹1620 lakhs being 25% of the issued price as up front. The balance amount being 75% of the issued priced will be received on conversion of warrants.

The Company determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The Company funds its operations through internal accruals, borrowings etc. The Company aims at maintaining a strong capital base largely towards supporting the future growth of its businesses as a going concern.

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's capital management is to safeguard its ability to continue as going concern and to maintain and optimal capital structure so as to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt and adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current borrowings	158.18	424.39
Current borrowings	1554.69	2155.81
Gross debt	1712.87	2580.20
Less - Cash and cash equivalents	1669.04	475.81
Less - Other bank deposits	80.88	76.42
Adjusted net debt (A)	**-37.05**	**2027.97**
Total equity (B)	**10081.00**	**8343.97**
Adjusted net debt to equity ratio	-0.37	24.30
Total capital (A)+(B)	**10043.95**	**10371.94**
Gearing ratio *	16.99	30.92

*The Company's ideal gearing ratio is 16.99% to 30.92%.

2. Categories of financial Instruments

(₹ in lakhs)

Particulars			Note	As at March 31, 2026		As at March 31, 2025	
				Carrying Value	Fair Value	Carrying Value	Fair Value
A	**Financial assets**						
	a)	Measured at amortised cost					
		i) Cash and cash equivalent	10	1,669.04	1,669.04	475.81	475.81
		ii) Other Bank balance	11	80.88	80.88	76.42	76.42
		iii) Trade receivables	9	1,820.43	1,820.43	1,871.03	1,871.03
		iv) Other financial assets	6&13	119.13	119.13	114.23	114.23
	Total Financial assets			**3,689.48**	**3,689.48**	**2537.49**	**2537.49**
B	**Financial Liabilities**						
	a)	Measured at amortised cost					
		i) Cash Credit facilities	20	1,097.19	1,097.19	1,576.82	1576.82
		ii) Term loans- Non current	18	158.18	158.18	424.39	424.39
		iii) Trade payables	21	574.37	574.37	729.46	729.46
		iv) Other financial liabilities	22	1.94	1.94	1.93	1.93
	Total financial liabilities			**1,831.68**	**1,831.68**	**2732.60**	**2732.60**

3 : FINANCIAL RISK MANAGEMENT

The activities of the Company exposes it to a number of financial risks namely market risk, credit risk and liquidity risk. The Company seeks to minimize the potential impact of unpredictability of the financial markets on its financial performance. The Company does regularly monitor,analyze and manage the risks faced by the Company and to set and monitor appropriate risk limits and controls for mitigation of the risks.

A. MANAGEMENT OF MARKET RISK:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, price risk and currency rate risk. Financial instruments affected by market risk includes borrowings and investments. The Company has international trade operations and is exposed to a variety of market risks, including currency and interest rate risks.

(i) Management of 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 does not have any exposure to interest rate risks since its borrowings and investments are all in fixed rate instruments.

(ii) Management of price risk:

The Company has no surplus for investment in debt mutual funds, deposits etc. The Company does make deposit with the banks to provide security/margin against guarantee given by the banks. Deposit is made in fixed rate instrument. In view of this it is not susceptible to market price risk, arising from changes in interest rates or market yields which may impact the return and value of the investments.

(iii) Management of currency risk:

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has foreign currency trade receivables and is therefore exposed to foreign exchange risk. The Company mitigates the foreign exchange risk by setting appropriate exposure limits, periodic monitoring of the exposures etc.. The exchange rates have been volatile in the recent years and may continue to be volatile in the future. Hence the operating results and financials of the Company may be impacted due to volatility of the rupee against foreign currencies.

Exposure to currency risk(The Company has exposure only in USD/EURO converted to functional currency i.e.INR)

The currency profile of financial assets and financial liabilities as at March 31, 2026 and March 31, 2025, are as below:

(₹ in lakhs)

Financial assets	Exposure currency	As at 31.03.2026	As at 31.03.2025
Trade receivables	USD	726.67	555.88
	EURO	252.34	1,164.72
	GBP	75.27	0.97
Trade payable		-	-
		1,054.28	**1,721.57**

Sensitivity analysis

A reasonably possible 5% strengthening (weakening) of the Indian Rupee against USD/EURO at March 31 would have affected the measurement of financial instruments denominated in USD/EURO and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(₹ in lakhs)

Particulars	As at	Strengthening	Weakening
Profit/(Loss)	31.03.2025	86.08	86.08
	31.03.2026	52.71	52.71

B. MANAGEMENT OF CREDIT RISK:

Credit risk refers to the risk of default on its obligations by a counterparty to the Company resulting in a financial loss to the Company. The Company is exposed to credit risk from its operating activities (trade receivables) and foreign exchange transactions and financial instruments.

Credit risk from trade receivables is managed through the Company's policies, procedures and controls relating to customer credit risk management by establishing credit limits, credit approvals and monitoring creditworthiness of the customers to which the Company extends credit in the normal course of business. Outstanding customer receivables are regularly monitored. The Company has no concentration of credit risk as the customer base is widely distributed.

The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the counterparty etc. Loss allowances and impairment is recognised, where considered appropriate by responsible management.

C. MANAGEMENT OF LIQUIDITY RISK:

Liquidity risk is the risk that the Company may not be able to meet its present and future cash obligations without incurring unacceptable losses. The Company's objective is to maintain at all times, optimum levels of liquidity to meet its obligations. The Company closely monitors its liquidity position and has a cash management system. The Company maintains adequate sources of financing including debt and overdraft from domestic and international banks and financial markets at optimized cost.

The Company's Current assets aggregate to ₹ 7,466.89 lakhs(2025 – ₹ 6,189.30 Lakhs) including Cash and cash equivalents and Other bank balances of ₹ 1,749.92 lakhs(2025 – ₹ 552.23 lakhs) against an aggregate Current liability of ₹ 2,411.68 lakhs(2025 – ₹ 2,990.01 Lakhs); Non-current liabilities due between one year to three years amounting to ₹ 158.18 lakhs (2025 – 424.39) and Non-current liability due after three years amounting to NIL(2025– NIL) on the reporting date. Further, while the Company's total equity stands at ₹ 10,081.00 lakhs(2025– ₹ 8,343.97 lakhs), it has non-current borrowings of ₹ 158.18 lakhs (2025 – ₹ 424.39). In such circumstances, liquidity risk or the risk that the Company may not be able to settle or meet its obligations as they become due does not exist.

D. Fair value measurement

Fair value hierarchy

Fair value of the financial instruments is classified in various fair value hierarchies based on the following three levels:

Level 1: Quoted prices (unadjusted) in active market for identical assets or liabilities.

Level 2: Inputs other than quoted price included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

The fair value of financial instruments that are not traded in an active market is determined using market approach and valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

If one or more of the significant inputs is not based on observable market data, the fair value is determined using generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counter party.

The fair value of trade receivables, trade payables and other Current financial assets and liabilities is considered to be equal to the carrying amounts of these items due to their short-term nature. Where such items are Non-current in nature, the same has been classified as Level 3 and fair value determined using discounted cash flow basis. Similarly, unquoted equity instruments where most recent information to measure fair value is insufficient, or if there is a wide range of possible fair value measurements, cost has been considered as the best estimate of fair value.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2 during the year.

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

(₹ in lakhs)

Particulars				Fair value hierarchy	As at 31st March, 2026	As at 31st March, 2025
					Fair Value	Fair Value
A	**Financial assets**					
	a)	Measured at amortised cost				
		i)	Cash and cash equivalent	L2	1,669.04	475.81
		ii)	Other Bank balance	L2	80.88	76.42
		v)	Trade receivables	L2	1,820.43	1,871.03
		vi)	Other financial assets	L2	119.13	114.23
	Total Financial assets				**3,689.48**	**2,537.49**
B	**Financial Liabilities**					
	a)	Measured at amortised cost				
		i)	Cash Credit facilities	L2	1,097.19	1,507.50
		ii)	Term loans	L2	395.68	708.38
		iii)	Trade payables	L2	574.37	729.46
		iv)	Other financial liabilities	L2	1.94	1.93
	Total financial liabilities				**2,069.18**	**2,947.27**

Note 36: Disclosures in respect of related parties pursuant to Ind AS 24

(i) Ultimate Holding Company

01) Aeroflex Enterprises Limited (formerly known as Sat Industries Limited)

(ii) Subsidiary :

01) Fibcorp Polyweave Private Limited

(iii) Fellow Subsidiary :

01) Italica Global FZC.

(iv) Key Managerial Personnel

01) Mr. Hakim Sadiq Ali Tidiwala, Wholetime Director

02) Mr. Lalit Kumar Bolia, Chief Financial Officer

03) Mrs Alka Gupta,Company Secretary

During the year following transactions were carried out with the related parties in the ordinary course of business at arm's length price

(₹ in lakhs)

Name of related party	Nature of relation	For the period ended on 31/03/2026	For the period ended on 31/03/2025	Nature of transaction
Fibcrop Polyweave Private Limited	Subsidiary	184.79	401.71	Purchases
		-	3.73	Purchase Machine
		43.16	-	Sales Machine
		414.58	230.08	Sales
		226.03	643.93	Job work Expenses
		6.22	33.24	Lease rent income
		-	276.00	Loan Given
		109.90	429.10	Loan received Back
		8.77	25.54	Interest received
		5.34		Corporate Gurantee
		585.21	93.17	Job work receipt
Aeroflex Enterprises Limited (formerly known as Sat Industries Limited)	Holding Company	-	700.00	Loan Taken
		-	700.00	Loan Repayment
		-	13.87	Interest Paid
		810.00	-	Money against share warrant
		0.24	0.24	Rent Received
Italica Global FZC.	Fellow Subsidiary	-	21.12	Business Development Expenses
M.R. Organtion Limited	Fellow Subsidiary	1.10	-	Purchase Spare Parts
Mr. Hakim Sadiq Ali tidiwala	Key Management Personnel	17.69	17.69	Remuneration
Mr. Murtaza Moti Ali upto 12.02.2025	Key Management Personnel	-	20.86	Remuneration
Mr. Lalit Kumar Bolia	Key Management Personnel	9.77	8.95	Remuneration
Ms. Runel Saxena upto 24.03.2025	Key Management Personnel	-	5.95	Remuneration

Closing balances

(₹ in lakhs)

Name	As at March 31, 2026	As at March 31, 2025
Fibcorp Polywaeve Private Limited-Loan	-	109.90*
Fibcorp Polywaeve Private Limited	26.92**	95.32**
Corporate bank Guarantee given to UCO Bank and SBI on behalf of Fibcorp Polyweave private Limited	700.00	300.00
Closing balances in the case of other parties is NIL	-	-

*debit balance ** credit balance

No amount in respect of the related parties have been written off/back are provided for during the year.

Related party relationship has been identified by the Management and relied upon by the auditor.

Terms and conditions of transactions with related parties:

The sale to and purchases from related parties are made in the ordinary course of business and based on the price lists in force and terms that would be available to third parties.

The loans to and from from related parties are made in the ordinary course of business and are on arm's length basis based on the price lists in force and terms that would be available to third parties.

Outstanding balances at the year end are unsecured and interest free and settlement occurs in cash. No provision are held against receivables from related parties

Note 37: EMPLOYEE BENEFITS

a) DEFINED CONTRIBUTION PLAN

Provident Fund:

The contributions to the Provident Fund of employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

b) DEFINED BENEFIT PLAN

Gratuity:

The Company participates in the Employees' Group Gratuity-Scheme of Life Insurance Corporation Limited, a funded defined benefit plan for qualifying employees. Gratuity is payable to all eligible employees on death or on separation / termination in terms of the provisions of the Payment of Gratuity (Amendment) Act, 1997, or as per the Company's scheme whichever is more beneficial to the employees.

The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary.

Provident Fund:

The Company makes Provident Fund contribution to the Government administered Provident fund. The Company has no part to play in this respect.

c) Amounts Recognised as Expense:

i) Defined Contribution Plan

Employer's Contribution to Provident Fund including contribution to Family Pension Fund amounting to ₹ 46.57 Lakhs (previous year ₹ 22.15 Lakhs) has been included under Contribution to Provident and Other Funds.

ii) Defined Benefit Plan

Gratuity cost amounting to ₹ 18.43 Lakhs (previous year ₹ 4.84 Lakhs) has been included in Note 29 and in note no. 66.

Note 38: TAX RECONCILIATIONS

(₹ in lakhs)

Particulars	Year ended March 31,2026	Year ended March 31,2025
Tax expenses recognised in the Statement of Profit and Loss		
Current Tax :		
Current tax on profits for the year	67.26	-
Deferred tax (Net)	49.53	(705.39)
Total income tax expenses	**116.79**	**(705.39)**

Reconciliation of tax expenses and the accounting profit

The reconciliation between estimated income tax at statutory income tax rate into income tax expenses reported in Statement of Profit and Loss is given below :

(₹ in lakhs)

Particulars	Year ended March 31,2026	Year ended March 31,2025
Profit before income tax	233.82	15.01
Indian statutory income tax rate	25.17%	26.00%
Expected income tax expenses	58.85	3.90
Tax effect of adjustment to reconcile expected income tax Expenses to reported Income tax Expenses		
Tax impact of income not subject to tax	(129.77)	(0.02)
Tax effects of amounts which are not deductible for taxable income	70.88	-
Tax impact due to 43B of the Income tax Act,1961	-	1.36
MAT credit entitlement	67.26	-
Others	0.04	(5.24)
	8.41	**(3.90)**
Total income tax expenses	**67.26**	**0.00**
Effective rate of tax (%)	28.8	0.0

Deferred Tax (Liabilities)

(₹ in lakhs)

Particulars	Year ended March 31,2026	Year ended March 31,2025
Property Plant and Equipment	38.03	83.30
Others	-	-
Total deferred tax liabilities	**38.03**	**83.30**

Deferred Tax Assets

(₹ in lakhs)

Particulars	Year ended March 31,2026	Year ended March 31,2025
Provisions		
Others	(11.50)	85.60
Total deferred tax Assets	**(11.50)**	**85.60**
Net Deferred tax (Liabilities)/Assets	**49.53**	**(2.30)**

Movement in Deferred tax Liabilities /Assets

(₹ in lakhs)

Particulars	Property, plant and equipment	Other deferred tax liability	Provisions	Other Deferred Tax Assets	Deferred Tax Liabilities/ Asset (Net)
As at 31st March, 2024	297.38		(10.44)	124.4	183.42
(Charged)/Credited to profit and Loss account	83.30		1.36	86.58	(4.64)
As at 31st March, 2025	380.68	0.00	(9.08)	210.98	178.78
(Charged)/Credited to profit and Loss account	51.95	-	-	(64.83)	(12.87)
As at 31st March, 2026	432.63	-	(9.08)	146.15	295.57

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and deferred tax assets and deferred liabilities relate to income taxes levied by tax authority.

Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over deferred income tax assets will be recovered.

Note 39

There are no Micro, Small and Medium Enterprises, to whom the Company owes dues (principal and/or interest), which are outstanding for more than 45 days as at the balance sheet date. During the year, there have been no payments made to Micro, Small and Medium Enterprises beyond 45 days. There were no amounts on account of interest due that were payable for the period where the principal has been paid but interest under the MSMED Act, 2006 not paid. Further, there were no amounts towards interest accrued that were remaining unpaid at the end of accounting year. Accordingly, there were no amounts due to further interest due and payable in the succeeding year.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

(₹ in lakhs)

Information relating to the Micro, Small and Medium Enterprises	As at March 31, 2026	As at March 31, 2025
(a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
(i) Principal amount	156.51	164.04
(ii) Interest	-	-
(b) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note 40: SEGMENT INFORMATION

Segment information in accordance with Ind AS 108, 'Operating Segments', segment information has been given in the Consolidated Financial Statements of Sah Polymers Limited and therefore, no separate disclosure on segment information is given in the Standalone Financial Statements.

Note 41

The Company has elected not apply the Indian Accounting Standard (Ind AS) 116- Leases to account for those leases where underlying assets is of low value.

Note 42

Balances of banks, sundry debtors and trade payables, current liabilities etc. as on 31.03.2026 are subject to confirmation and reconciliation.

Note 43

In the opinion of the Management,there is no impairment of assets in accordance with the Ind AS -36 as on the Balance Sheet date.

Note 44

There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.

Note 45

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

Note 46

These financial statements were approved for issue with a resolution of the Board of Directors on May 08, 2026.

Note 47

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs and decimal thereof as per the requirements of Schedule III to the Companies Act,2013, unless otherwise stated.

Note 48

Previous year's figures have been reclassified/ regrouped wherever necessary to conform with the current Financial Statements.

Note 49

No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 and rules made thereunder.

Note 50

The Company has borrowings from banks on the basis of security of current assets and the quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

Note 51

The Company is not a declared wilful defaulter by any bank or financial institution or other lender.

Note 52

The Company has no transaction with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act,1956.

Note 53

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

Note 54

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act,2013 read with the Companies (Restriction on number of Layers) Rules,2017.

Note 55: Ratios

(₹ in lakhs)

Particulars	Numerator/Denominator	As at 31st March 2026	As at 31st March 2025	Explanation for any change in ratio by more than 25% as compared to previous year.
(a) Current ratio	Current assets/ Current Liabilities	3.10	2.07	Significantly Improved due to increase in current assets along with reduction in current borrowings.
(b) Debt equity ratio	Total Debt/ Shareholder's Equity	0.17	0.31	Due to decrease in borrowings.
(c) Debt Service Coverage Ratio	Earning available for debt service/ Debt Service	1.40	0.97	Due to increase in repayment portion of borrowings.
(d) Return on Equity Ratio	Net profit after taxes/ Average Shareholder's equity	1.27%	0.21%	Significantly Improved in profit during the year compared to the previous year.

Particulars		Numerator/Denominator	As at 31st March 2026	As at 31st March 2025	Explanation for any change in ratio by more than 25% as compared to previous year.
(e)	Inventory turnover ratio	Sales/Average Inventory	2.55	2.74	-
(f)	Trade Receivables turnover ratio	Net credit sales/ Average accounts Receivable	5.49	5.78	-
(g)	Trade payables turnover ratio	Net Credit purchase/ Average Trade Payables	8.72	9.45	-
(h)	Net capital turnover ratio	Net Sales/Working capital	2.45	3.28	Decrease due to increase in working capital.
(i)	Net profit ratio	Net profit/Net sales	1.11%	0.15%	Significantly Improved in profit during the year compared to the previous year.
(j)	Return on Capital employed	Earning before interest and taxes /Capital Employed	3.39%	2.69%	Significantly Improved due to increase in earnings before interest and tax (EBIT) during the year.
(k)	Return on investment	Income generated from investment/ Time weighted average investment	-	-	Not calculated as no investment was made for the purpose of earning returns. Investment was made for acquisition of business in the subsidiary company.

Note 56

No Scheme of Arrangement has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act,2013.

Note 57

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 source or kind of funds) to any other person(s) or entity(is), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) the the Intermediary (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company(ultimate Beneficiaries) or (ii) 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 other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Note 58

There is no transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961. Further there is no previously unrecorded income and related assets requiring recording in the books of account during the year.

Note 59

The Company has used the borrowings from banks for the specific purpose for which it was taken at the balance sheet date.

Note 60

Corporate Social Responsibility (CSR):

The conditions and requirements of section 135 of the the Companies Act, 2013 are not applicable to the Company.

Note 61

The Company has done an assessment to identify Core Investment Company (CIC) [including CICs in the Group] as per the necessary guidelines of Reserve Bank of India [including Core Investment Companies (Reserve Bank) Directions, 2016]. The Company is not a CIC and no entities have been identified as CIC in the Group, of which Company is a part.

Note 62

Revenue from contract with customers differ from the revenue as per contracted price due to factors such as taxes recovered, volume rebate, discounts, etc.

Note 63

The Company has assets (equipment etc.) with a lease term of 12 months or less. The Company applies the 'short term lease' recognition exemption for these leases. The Company also has certain leases of assets of low value. The Company applies 'low values lease' recognition exemption for these leases.

Note 64

The Company has neither long-term contracts nor derivatives as at March 31, 2026.

Note 65

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Note 66

The Government of India notified the four Labour Codes ('New Labour Codes') effective November 21, 2025. The Ministry of Labour & Employment has also issued draft Central Rules and FAQS to help assess the financial impact of these changes. The Company has ascertained its estimated obligations under the New Labour Codes based on actuarial valuation, best estimates and consistent with guidance provided by the Institute of Chartered Accountants of India. Considering the regulatory-driven and non-recurring nature of this impact, the Company has recognised incremental estimated obligations aggregating to ₹ 8.36 lakhs as an exceptional item on account of employees past services in the financial statement for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the New Labour Codes and would recognise the impact of change in the estimate in that period, as needed.

Note 67:

Disclosures pursuant to section 186 (4) of the Companies Act, 2013

(i) for guarantee refer to note 34. Guarantee has been utilised by the recipient for business.

(ii) No security has been provided.

(iii) Details of the loans provided during the year are as under :

(₹ in lakhs)

Name of the borrower	Amount given during the year (₹ in lakhs)	Tenure	Rate of interest	Utilised
Fibcorp Polyweave Private Limited	276(312)	Repayable on demand	12% per annum	Business
Burgeon Flexipack Private Limited	120 (0)	One year	9% per annum	Business
VMVS Textile Private Limited	75(0)	One year	9% per annum	Business
Manak Consultants Private Limited	75 (0)	One year	9% per annum	Business
Goyal Resorts and Hotels Private Limited	300(0)	Three year	12% per annum	Business

**figures in bracket represents previous year's figures.

Note 68

Loans Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 186 (4) of the Companies Act, 2013.

(₹ in lakhs)

Particulars	Purpose	Amount outstanding as at 31.03.2026 (₹ in lakhs)	Maximum Balance during the year (₹ in lakhs)
Subsidiary			
Fibcorp Polyweave Private Limited	working capital and operational purpose	0	109.9

Notes:

Loans given to employees as per the policy of the Company are not considered.

The loanees did not hold any shares in the share capital of the Company.

Note 69

Maintenance of Books of account under Section 128 of the Companies Act, 2013: The Company has defined process to take daily back-up of books of account maintained electronically and complied with the provisions of The Companies (Accounts) Rules, 2014 (as amended).

Note 70

Offsetting financial assets and liabilities

The Company has not offset any financial asset and financial liability. It offsets a financial asset and a financial liability when it currently has a legal enforceable right to set-off the recognised amounts and it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Collateral against borrowings

The Company has hypothecated/ mortgaged assets as collateral against a number of its sanctioned line of credit (Refer Note17 & 19) for further information on assets hypothecated | mortgaged as security). In case of default as per borrowing arrangement, such collateral can be adjusted against the amounts due.

Note 71

During the previous year 2024-2025 relevant to the assessment year 2025-2026, the Company opted taxation under section 115 BAA of Income tax Act,1961, accordingly the Company is not entitled to the MAT credit as available under the provision of the section 115 JAA of the Income tax Act,1961,hence the MAT balance available as on 01/04/2025 was reversed.

Note 72

On July 25,2025 the Company allotted 72,00,000 warrants to the promoters and non-promoters at a price of ₹ 90/- per warrant aggregating to ₹ 6,480 lakhs, convertible into equal number of equity shares having face value of ₹ 10/- per equity share with the option to the holders of the warrants to exercise the option of conversion within 18 months from the date of allotment of warrants on preferential basis. Out of the issued price being ₹90/- per warrant, ₹22.50 /- being 25 % of the issued price was paid on application(up-front) and the balance being 75% of the issued price is to be paid at the time exercise of the option of conversion of warrant. Accordingly the Company received ₹ 1620 lakhs on allotment of warrants. Till close of the year, none of the warrant holders has exercised the option of conversion. Details of amount raised, utilised etc. during the year are as under :

(₹ in lakhs)

Nature of the fund raised	Purpose for which funds were raised	Proposed allocation of amount	Amount utilized for the purpose during the year out of the amount received *	Unutilized balance as at Balance sheet date (based on amount received)	Remark
Preferential allotment of convertible warrants	To Construct, build, operate, establish, develop, acquire, purchase of land for, and invest in, Plug and Play Office complex, AI Park, IT Park, residential and industrial complexes through self, subsidiary(ies) or in joint collaboration	4000.00	0.00	₹ 1334.67 lakhs (1620 lakhs- 285.33 lakhs)	Unutilised balance has been deposited with the scheduled bank in fixed deposit
	Long-term working capital requirements	1200.00	275.00		
	General Corporate Purpose	1255.00	0.00		
	Preferential Issue expenses	25.00	10.33		
	Total	6480.00	285.33	1334.67	

*₹1620 lakhs

As per our Audit report of even date attached.
for and on behalf of

for and on behalf of the Board

H.R. JAIN & CO.,
Chartered Accountants
FRN : 000262C

ASAD DAUD
Director
DIN : 02491539

HAKIM SADIQ ALI TIDIWALA
Wholetime Director
DIN : 00119156

Manoj Jain
Partner
M.No. 400459

LALIT KUMAR BOLIA
Chief Financial Officer

ALKA PREM KUMAR GUPTA
Company Secretary
M.No. A35442

Place: Udaipur
Date: May 8, 2026

SAH POLYMERS LIMITED

IS NOW

Aeroflex Neu

AEROFLEX NEU LIMITED

(Formerly known as Sah Polymers Limited)

CIN: L24201RJ1992PLC006657

Name Change Notification:

Pursuant to the Certificate of Incorporation issued by the Ministry of Corporate Affairs, Government of India, Sah Polymers Limited has been renamed as Aeroflex Neu Limited, with effect from 7th July 2025.

Effective 7th July 2025, Sah Polymers Limited has been renamed as Aeroflex Neu Limited. Accordingly, throughout this Annual Report, references to "Aeroflex Neu Limited" or "Aeroflex Neu", should be understood as referring to the entity formerly known as Sah Polymers Limited. This change in nomenclature does not affect the legal continuity or historical context of the Company's operations, financials, or disclosures presented in this report.