REPONO LIMITED

To,
The Corporate Relationship Department
Bombay Stock Exchange Limited
25th Floor, P J Tower, Dalal Street
Fort, Mumbai – 400 001.

Date: 20.08.2026

Scrip Code: 544463

Scrip Id: REPONO

Subject: Submission of Annual Report for the Financial Year 2025-26

Dear Sir/Madam,

Pursuant to **Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**, we hereby submit the **Annual Report of Repono Limited ("the Company") for the Financial Year 2025-26**, which includes, inter alia, the **Notice convening the 9th Annual General Meeting** of the Company.

The 9th Annual General Meeting of the Company is scheduled to be held on **Saturday, 12th September 2026 at 11.00 AM IST** through **Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")**.

The Annual Report for the Financial Year 2025-26 is being dispatched to the Members electronically in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

The Annual Report is also available on the website of the Company at www.repono.in.

You are requested to take the same on record.

Thanking you,

For REPONO LIMITED

DIBYENDU DEEPAK
Digitally signed by DIBYENDU DEEPAK
Date: 2026.08.20 15:27:27 +05'30'

REPONO LIMITED NAVI MUMBAI

Dibyendu Deepak
Managing Director
DIN: 06484282

3/31/2026

Annual Report

FY 2025-2026

REPONO LIMITED

REPONO LIMITED

ANNUAL REPORT
FY 2025-2026

REGISTERED OFFICE

S-WING, 3RD FLOOR, OFFICE NO. 3061, PLOT NO 03, AKSHAR BUSINESS PARK, VASHI, NAVI MUMBAI SANPADA, THANE MAHARASHTRA, INDIA, 400703

CIN: L74999MH2017PLC290217 **| Website:** www.repono.in |
Stock Exchange: Bombay Stock Exchange Limited

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I. Chairman's Note

Dear Shareholders,

It gives me immense pleasure to present the Annual Report of Repono Limited for the Financial Year 2025–26, a year that will always be remembered as a defining milestone in our corporate journey.

During the year, Repono Limited successfully transitioned into a publicly listed company with the listing of its equity shares on the BSE SME Platform. This achievement represents much more than a capital market milestone; it reflects the confidence that investors, customers, business partners and other stakeholders have placed in our vision, governance standards and long-term growth strategy. On behalf of the Board of Directors, I sincerely thank all our stakeholders for their continued trust and support.

The financial year also witnessed encouraging operational and financial performance. The Company recorded revenue from operations of ₹6,526.68 Lakhs and a Profit After Tax of ₹658.14 Lakhs, reflecting sustained business momentum and disciplined execution despite a dynamic economic environment. These results reinforce our commitment to creating sustainable value through operational excellence, prudent financial management and customer-centric solutions.

Our strategic initiatives during the year further strengthened the foundation for future growth. The acquisition of Repono Terminal Private Limited has expanded our operational capabilities, while our proposed investment in Repono GW in Saudi Arabia demonstrates our intent to explore international opportunities and build a stronger global presence.

These initiatives are aligned with our long-term objective of creating an integrated and diversified business platform capable of delivering sustainable growth.

As we continue to evolve, our focus remains on strengthening governance, enhancing operational efficiency, embracing technology and fostering a culture of innovation.

We firmly believe that strong corporate governance, transparent business practices and ethical conduct are fundamental to building a resilient and respected organisation.

The infrastructure and logistics sector continues to present significant opportunities, supported by India's economic growth, increasing industrialisation and continued investment in infrastructure development. Repono is well-positioned to capitalise on these opportunities through its experienced leadership team, customer relationships and strategic vision.

Our achievements would not have been possible without the dedication of our employees, the confidence of our customers, the guidance of our Board of Directors and the unwavering support of our shareholders. I extend my heartfelt appreciation to each one of them for being an integral part of our journey.

As we move into the next phase of growth, we remain committed to creating long-term value while maintaining the highest standards of governance, responsibility and sustainability. With a clear strategic direction and a strong foundation, we look ahead with confidence and optimism.

Thank you for your continued trust and partnership.
With warm regards,

Sankalpa Bhattacherjee
Chairman
Repono Limited

II. INITIAL PUBLIC OFFERING SNAPSHOT

A Landmark Milestone in Our Growth Journey

The successful listing of **Repono Limited** on the **BSE SME Platform** marks a defining chapter in our corporate evolution. Our Initial Public Offering represents far more than a capital-raising exercise—it reflects the confidence reposed in our business model, management team and long-term growth strategy by investors and the capital markets.

The IPO has strengthened our financial foundation, enhanced our corporate visibility and reinforced our commitment to the highest standards of governance, transparency and stakeholder value creation. As a publicly listed company, we are better positioned to accelerate our expansion plans, strengthen our operational capabilities and pursue strategic growth opportunities in India and overseas.

The public issue comprised a **fresh issue of 27,79,200 equity shares** of face value **₹10 each** at an issue price of **₹96 per share**, aggregating to **₹26.68 crore**. Following the successful completion of the issue, the equity shares of the Company were listed on the **BSE SME Platform on 4 August 2025**, marking the beginning of a new phase of sustainable and value-driven growth.

The proceeds from the IPO are expected to support the Company's strategic initiatives, strengthen its financial position and enable investments that enhance long-term competitiveness. With an expanded capital base and increased public participation, Repono is well positioned to leverage emerging opportunities in the infrastructure and logistics sector while delivering sustainable value to all stakeholders.

III. Company Overview & Brief Profile

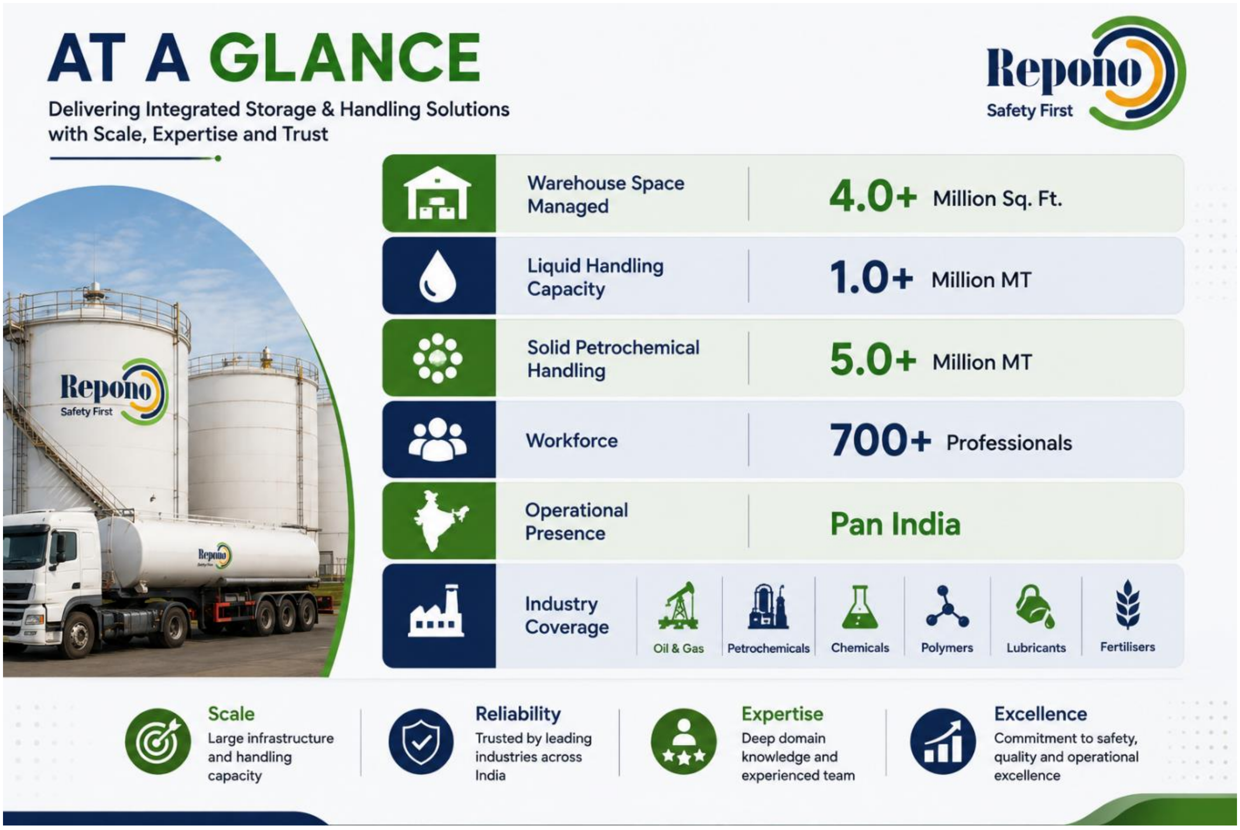
➢ **WHO WE ARE**

India's Trusted Partner for Integrated Storage, Handling & Logistics Solutions

Repono Limited is one of India's leading third-party logistics (3PL) companies specialising in integrated storage, handling and supply chain solutions for the energy, petrochemical and industrial sectors. Since its inception, the Company has built a strong reputation for delivering safe, efficient and customised logistics solutions that enable customers to optimise their supply chains while maintaining the highest standards of operational excellence.

Operating across the entire logistics value chain, Repono provides comprehensive services encompassing warehousing, liquid terminal operations, inventory management, transportation, material handling, project logistics and value-added supply chain solutions. The Company's expertise spans a diverse range of products, including crude oil, petroleum products, lubricants, polymers, specialty chemicals, fertilisers and other industrial commodities.

Today, Repono manages large-scale warehousing and handling operations across strategically located industrial and port-based facilities, serving some of India's most respected organisations in the energy and manufacturing sectors. Supported by an experienced leadership team, robust operating systems and a strong culture of safety, the Company continues to strengthen its position as a trusted logistics partner for complex industrial supply chains.



➢ **WHAT WE DO**

Delivering Integrated Logistics Solutions Across the Supply Chain

Repono delivers end-to-end logistics solutions that integrate infrastructure, technology and operational expertise into a single service platform. Rather than providing isolated logistics services, the Company partners with customers throughout the lifecycle of their supply chain—from engineering and commissioning of storage infrastructure to warehouse operations, inventory management, transportation and value-added logistics.

Its diversified service portfolio includes warehouse management, liquid terminal operations, inventory control, dispatch and loading operations, packaging, customs support, freight forwarding, project logistics, warehouse engineering, mechanised material handling and supply chain consultancy. This integrated approach enables customers to improve operational efficiency, optimise costs and focus on their core business while Repono manages their logistics operations. The Company's "Single Point Responsibility" philosophy provides customers with a single accountable partner for complete logistics management, resulting in greater operational transparency, faster decision-making, improved coordination and enhanced service quality

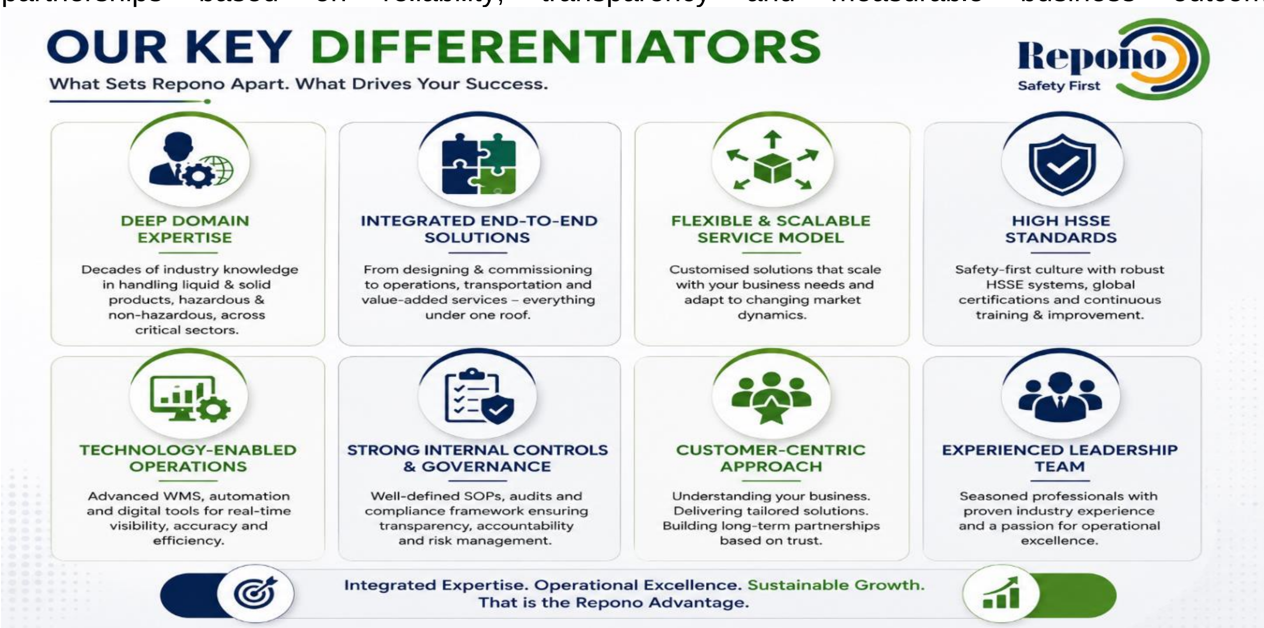
➢ **WHY REPONO**

Delivering Value Beyond Logistics

Repono differentiates itself through a combination of deep industry knowledge, operational excellence and an unwavering commitment to safety. The Company has developed specialised capabilities for handling both liquid and solid products across hazardous and non-hazardous categories, enabling it to successfully manage complex logistics operations for highly regulated industries.

Its experienced management team brings decades of leadership experience gained from globally recognised organisations, allowing Repono to understand customer operations, product characteristics, safety requirements and business challenges in depth. This enables the Company to design customised, scalable and efficient logistics solutions tailored to each customer's operational requirements.

Every project is supported by well-defined Standard Operating Procedures (SOPs), robust Key Performance Indicators (KPIs), technology-enabled monitoring systems and a culture of continuous improvement. Repono's focus extends beyond operational execution to building long-term partnerships based on reliability, transparency and measurable business outcomes.



➢ BUILDING A SAFER & SUSTAINABLE FUTURE

Safety First. Always.

Safety is the foundation of Repono's operational philosophy. Guided by its "Safety First" commitment, the Company has embedded Health, Safety, Security and Environment (HSSE) principles into every aspect of its operations. Comprehensive risk assessments, structured operating procedures, continuous employee training and rigorous compliance systems ensure safe, reliable and efficient execution across all locations. The Company maintains internationally recognised management systems certified under **ISO 9001:2015**, **ISO 14001:2015** and **ISO 45001:2018**, reflecting its commitment to quality management, environmental responsibility and occupational health & safety. Repono also promotes continuous improvement through internal audits, operational reviews and a strong compliance culture to deliver sustainable value for customers, employees and stakeholders.

As industries continue to evolve, Repono remains committed to investing in people, technology and operational excellence while delivering safe, reliable and innovative logistics solutions that support India's growing industrial and energy ecosystem.

➢ OUR BUSINESS MODEL

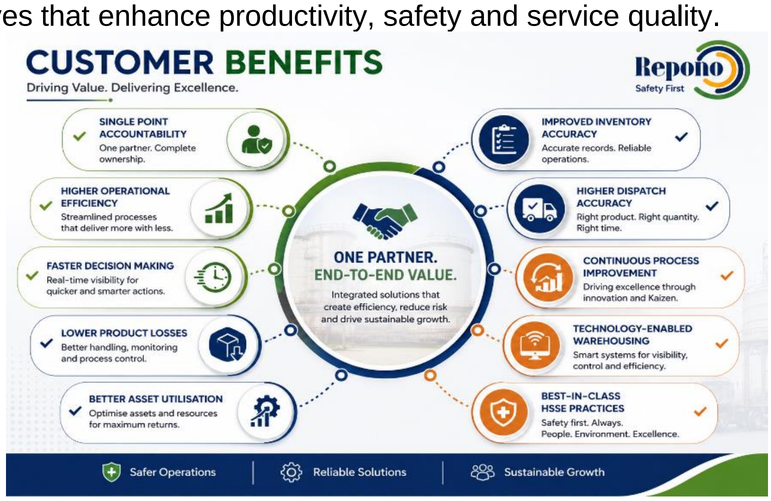
Delivering End-to-End Logistics Solutions Across the Industrial Value Chain

Repono Limited operates an integrated business model that combines infrastructure, engineering expertise, warehousing operations and technology-driven logistics solutions into a seamless service platform. The Company's objective is to become a strategic logistics partner by managing the complete storage and handling lifecycle for customers operating in the energy, petrochemical and industrial sectors. From designing and commissioning storage facilities to operating warehouses, managing inventory, handling cargo, coordinating transportation and providing value-added logistics services, Repono offers customers a comprehensive "Single Point Responsibility" model that enhances operational efficiency while reducing complexity across the supply chain

➢ VALUE PROPOSITION

Single Point Responsibility. Maximum Operational Efficiency.

At Repono, logistics is not viewed merely as the movement or storage of goods—it is managed as an integrated business process. By acting as a single accountable partner, the Company enables customers to improve operational performance while focusing on their core business activities. The Company's value proposition is built on specialised industry expertise, process-driven execution, operational excellence and long-term customer partnerships. Every engagement is supported by clearly defined operating procedures, measurable performance indicators and continuous improvement initiatives that enhance productivity, safety and service quality.



➢ INDUSTRIES WE SERVE

Supporting India's Critical Industrial Supply Chains

Repono serves a diversified portfolio of industries that demand specialised storage, handling and logistics capabilities. The Company's extensive domain expertise enables it to safely manage both hazardous and non-hazardous products while meeting the highest operational and regulatory standards.

The Company's diversified customer base reduces concentration risk while creating opportunities for sustainable long-term growth across multiple industrial segments.

➢ OPERATIONAL FOOTPRINT

Pan-India Presence. Local Execution. National Capability.

Repono has established a strong operational footprint across India's major industrial corridors, ports and manufacturing hubs. Its strategically located operations enable efficient service delivery for customers across the country while ensuring faster response times and operational flexibility.

The Company manages warehousing, liquid terminal operations and specialised handling facilities across multiple locations, supported by regional offices, experienced operational teams and strong local execution capabilities.

IV. CORPORATE INFORMATION

Corporate Identity

Particulars	Details
Corporate Name	Repono Limited
Corporate Identification Number (CIN)	L74999MH2017PLC290217
Date of Incorporation	6th February, 2017
Registered Office	S-Wing, 3rd Floor, Office No. 3061, Plot No. 03, Akshar Business Park, Vashi, Navi Mumbai – 400703, Maharashtra, India
Corporate Office	Same as Registered Office
Website	www.repono.in
Investor Email ID	investorgrievance@repono.in
General Email ID	info@repono.com
Stock Exchange	BSE Limited (SME Platform)
Scrip Code	544463
ISIN	INE15WN01014
Financial Year	1st April, 2025 to 31st March, 2026

Board of Directors and Key Managerial Personnel

1. Mr. Sankalpa Bhattacherjee – Chairman and Executive Director
2. Mr. Dibyendu Deepak – Managing Director
3. Mr. Sivaraman Gopalakrishnan – Non-Executive & Non-Independent Director
4. Mr. Lajpat Rai Gupta – Non-Executive Independent Director
5. Mrs. Dipti Taparia – Non-Executive Independent Director
6. Mr. Manoj Pandey – Chief Financial Officer
7. CS Sonal Vyas – Company Secretary and Compliance Officer

Audit Committee

1. Mr. Lajpat Rai Gupta – Chairman
2. Mrs. Dipti Taparia – Member
3. Mr. Dibyendu Deepak – Member

NRC Committee

1. Mr. Lajpat Rai Gupta – Chairman
2. Mrs. Dipti Taparia – Member
3. Mr. Sivaraman Gopalakrishnan – Member

SRC Committee

1. Mr. Sivaraman Gopalakrishnan – Chairman
2. Mrs. Dipti Taparia – Member
3. Mr. Sankalpa Bhattacherjee - Member

Auditors & Advisors

Particulars	Details
Statutory Auditor	M/s. V. S. Bapna & Associates, Chartered Accountants
Secretarial Auditor	M/s. Sandeep P. Parekh & Co., Practicing Company Secretaries
Internal Auditor	M/s. SDA & Associates, Chartered Accountants
Cost Auditor	Mr. Ajay Mohan, Cost Accountant in Practice ***Cost Audit not applicable to the Company for FY 2025-26.***

Registrar & Share Transfer Agent

Particulars	Details
Registrar & Share Transfer Agent	**Cameo Corporate Services Limited**
Address	Subramanian Building", No. 01, Club House Road, Chennai- 600 002, India
Telephone	Tel No.: 044 4002 0700 / 2846 0390
Email	investor@cameoindia.com
Website	www.cameoindia.com

Investor Relationship Contact:

Particulars	Details
Name	Mr. Manoj Pandey
Designation	Investor Relationship Contact
Telephone	9322804994
Email	investorgrievance@repono.in

Notice of the Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE 9th ANNUAL GENERAL MEETING (AGM') OF THE MEMBERS OF REPONO LIMITED ('THE COMPANY') WILL BE HELD ON SATURDAY, 12TH SEPTEMBER 2026 AT 11:00 A.M. (IST) THROUGH VIDEO CONFERENCING (VC')/ OTHER AUDIOVISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS

ORDINARY BUSINESS

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

1. **To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026.**

   "RESOLVED THAT in accordance with the provisions of Section 129(2) of the Companies Act, 2013, the Audited (standalone & consolidated) Balance Sheet for the year ended 31/3/2026, the Statement of Profit & Loss, Cash Flow Statement for the year ended as on the said date, the Directors' Report and the Auditors' Report thereon be and the same are hereby received, accepted and adopted.

   RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, and to comply with all other requirements in this regard."

2. **To appoint a director in place of Mr. Sivaraman Gopalakrishnan (DIN: 01058905), who retires by rotation and, being eligible, offers himself for re-appointment.**

   "**RESOLVED THAT** pursuant to Section 152(6) and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, Mr. Sivaraman Gopalakrishnan (DIN: 01058905) Director, who retires by rotation at this Annual General Meeting of the Company, being eligible, has offered himself for re-appointment;

   RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to take such steps, as may be required, for obtaining necessary approvals, if any and further to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution and for the matters concerned and incidental thereto."

By Order of the Board of Directors
For Repono Limited

Sd/-
Dibyendu Deepak
Managing Director
DIN: 06484282
Date: 20th August 2026
Place: Navi Mumbai

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is not annexed to this Notice since there is no Special Business to be transacted at the AGM.

2. The Ministry of Corporate Affairs ("MCA"), vide its circular dated May 5, 2020, April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December, 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the 9th Annual General Meeting (**'9th AGM'/'AGM'**) of the Company is being conducted through Video Conferencing ('VC') facility, without the physical presence of shareholders at a common venue. The deemed venue for the 9th AGM shall be the Registered Office of the Company.

3. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this Meeting will be held through VC/OAVM, in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint a proxy to attend and vote at the AGM is not available for this AGM. Accordingly, the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Institutional/Corporate Members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate and vote through remote e-voting or e-voting during the AGM. A certified true copy of the Board Resolution/Authorization Letter authorising its representative to attend and vote at the AGM shall be sent to the Scrutinizer and to the Company/e-voting agency in the prescribed manner.

5. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, 5th September, 2026 to Saturday, 12th September, 2026 (both days inclusive)**.

7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and all other documents if any referred to in the Annual Report, will be available electronically for inspection. Members seeking to inspect such documents can send an email to manoj@repono.in.

8. Pursuant to the applicable General Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024, the Notice of the 9th Annual General Meeting ("AGM") and the Annual Report of the Company for the Financial Year 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent ("RTA")/Depository Participants ("DPs").

9. Members who wish to obtain a physical copy of the Notice of the 9th AGM and the Annual Report for the Financial Year 2025-26 may send their request to the Company at manoj@repono.in mentioning their name, Folio Number/DP ID and Client ID, postal address and contact details.

10. Members holding shares in dematerialized form are requested to update their e-mail address, bank account details, nomination and other KYC particulars with their respective Depository Participants.

Members holding shares in physical form, if any, are requested to update the same with the Company's Registrar and Share Transfer Agent.

11. The Notice of the AGM and the Annual Report for the Financial Year 2025-26 shall also be available on the Company's website at www.repono.in, on the website of BSE Limited at www.bseindia.com and on the website of the e-voting agency.

12. Members desirous of obtaining any information concerning the accounts or operations of the Company are requested to send their queries to the Company at least seven (7) days before the AGM so that the information required may be made available at the AGM.

13. Members who wish to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address to the Company at manoj@repono.in at least seven (7) days prior to the date of the AGM, mentioning their name, DP ID and Client ID/Folio Number, e-mail address and mobile number.

14. Members who do not wish to speak during the AGM but seek any information or clarification relating to the Financial Statements, Annual Report or any matter to be transacted at the AGM may send their queries from their registered e-mail address to manoj@repono.in at least seven (7) days prior to the date of the AGM, mentioning their name, DP ID and Client ID/Folio Number, e-mail address and mobile number, so that the same may be responded to appropriately at or before the AGM.

15. Members may join the Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility by following the procedure mentioned in this Notice. The facility for joining the AGM shall be made available 30 (Thirty) minutes before the scheduled time of commencement of the AGM and shall remain available up to 15 (Fifteen) minutes after the scheduled time of commencement of the AGM.

16. The Board of Directors has not recommended any dividend for the Financial Year ended 31st March, 2026.

17. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations as amended, and the aforesaid Circulars issued by MCA, the Company is providing the facility of remote e-voting as well as e-voting during the AGM to enable Members to cast their votes electronically on all the resolutions set out in this Notice.

    For this purpose, the Company has engaged in the services of **National Securities Depository Limited** ('**NSDL'**) for facilitating voting through electronic means. The facility of casting votes by a Member using a remote e-voting as well as e-voting during the AGM will be provided by **NSDL**.

18. The Members whose names appear in the Register of Members/Register of Beneficial Owners as on the **Cut-off Date, i.e., Saturday, 5th September, 2026**, shall be entitled to avail the facility of remote e-voting as well as e-voting during the AGM. A person who is not a Member as on the Cut-off Date shall treat this Notice for information purposes only.

19. The remote e-voting period commences on **Wednesday, 9th September, 2026 at 9:00 A.M. (IST) and ends on Friday, 11th September, 2026 at 5:00 P.M. (IST)**. During this period, Members holding shares either in physical form or in dematerialized form as on the **Cut-off Date, i.e., Saturday, 5th September, 2026**, may cast their vote electronically. The remote e-voting module shall be disabled by the e-voting agency after 5:00 P.M. (IST) on **Friday, 11th September, 2026**. Members attending the AGM who have not cast their vote through remote e-voting shall be eligible to cast their vote through the e-voting facility available during the AGM.

20. Members who have cast their vote through remote e-voting may attend the AGM through VC/OAVM but shall not be entitled to cast their vote again during the AGM.

21. In case of joint holders attending the AGM, only such joint holder whose name appears first in the order of names as per the Register of Members/Register of Beneficial Owners of the Company shall be entitled to vote at the AGM.

22. The Company has appointed M/s. Sandeep P. Parekh & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

23. The results of voting shall be declared within two (2) working days from the conclusion of the AGM. The resolutions shall be deemed to have been passed on the date of the AGM, subject to receipt of the requisite majority of votes.

24. The Voting Results declared along with the Scrutinizer's Report shall be placed on the Company's website and the website of the e-voting agency and shall also be submitted to BSE Limited within the prescribed timelines.

25. Pursuant to the applicable SEBI Circulars SEBI/HO/MIRSD/POD1/P/CIR/ 2024/37 dated May 7, 2024 and Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024 issued from time to time, Members holding shares in physical form are requested to register/update their PAN, KYC details (including postal address, e-mail address, mobile number, bank account details, specimen signature and nomination) with the Registrar and Share Transfer Agent ("RTA") of the Company. The relevant forms prescribed by SEBI are available on the website of the RTA at www.cameoindia.com. Members may also contact the Company or the RTA for any assistance in this regard. Please write to us at manoj@repono.in.

26. The route map pursuant to Secretarial Standard-2 is not annexed to this Notice since the AGM is being conducted through VC/OAVM.

27. The relevant details of the Director retiring by rotation and seeking re-appointment at the ensuing Annual General Meeting, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are annexed to this Notice.

ANNEXURE

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 9TH ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name (in full):	**Mr. Sivaraman Gopalakrishnan**
Director Identification Number (DIN):	01058905
Designation	Non-Executive and Non-Independent Director
Date of Birth	10th January, 1969
Age (in Years)	57 Years
Nationality	Indian
Date of first appointment on the Board	2nd July, 2024
Qualification:	He has passed Senior School Certificate Examination from Central Board of Secondary Education in 1985
Experience and expertise in specific functional area	He is a Director in M/s. Portrucks Equipments Private Limited since 05/10/2000. He has been instrumental in building up the Company to one of the leading supplies of port material handling equipment in India. He is taking care of overall management, technology tie ups and business development activities of the Company.
Brief profile of director	Mr. Sivaraman Gopalakrishnan, aged 57 years, is a Non-Executive and Non-Independent Director of our Company. He was appointed as an Additional Non-Executive and Non-Independent Director of our Company w.e.f. 2nd July, 2024. Subsequently, he was regularized as a Non-Executive and Non-Independent Director of our Company w.e.f. 20th August, 2024, liable to retire by rotation. He has passed Senior School Certificate Examination from Central Board of Secondary Education in 1985. He is a Director in M/s. Portrucks Equipments Private Limited since 05/10/2000. He has been instrumental in building up the Company to one of the leading supplies of port material handling equipment in India. He is taking care of overall management, technology tie ups and business development activities of the Company.
Terms and conditions of appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable)	Liable to retire by rotation and, being eligible, offers himself for re-appointment. Sitting Fees - NIL Remuneration - NIL
Directorship in other Companies including Listed Company along with the listed Companies in which he resigned in the past three (3) years	1
***Membership of Committees of other Companies including**	02

Listed Company	
Shareholding in the Company, including shareholding as a beneficial owner	NA
Relationship with other Directors, Manager, and other KMP of the Company	None
Number of Meetings of the Board attended during the year (F.Y. 2025-26)	05

****Membership includes the Membership of Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee of the Company***.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The **remote e-voting** period begins on **Wednesday, 9th September, 2026 at 9:00 A.M. (IST) and ends on Friday, 11th September, 2026 at 5:00 P.M. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members whose names appear in the Register of Members/Register of Beneficial Owners as on the **cut-off date, i.e., Saturday, 5th September, 2026**, may cast their vote electronically. The voting rights of the Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the **cut-off date, i.e., Saturday, 5th September, 2026**.

<u>How do I vote electronically using NSDL e-Voting system?</u>

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

<u>Step 1: Access to NSDL e-Voting system</u>

<u>A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</u>

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

<u>Login method for Individual shareholders holding securities in demat mode is given below:</u>

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:

	a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
	b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
	c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Password details for shareholders other than Individual shareholders are given below:
If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
How to retrieve your 'initial password'?
If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
Now, you will have to click on "Login" button.
After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

	How to cast your vote electronically and join General Meeting on NSDL e-Voting system?
1.	After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sandeep@sppc.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Suketh Shetty at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to manoj@repono.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to manoj@repono.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at manoj@repono.in. The same will be replied by the company suitably.

Board Report

To
The Members of
REPONO LIMITED
(Formerly known as Repono Private Limited)

Your Directors hereby present the Annual Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended 31st March, 2026.

1. FINANCIAL HIGHLIGHTS

The financial performance of your company for the year ending March 31, 2026 is summarized below:

(Amount in Lakhs)

Particulars	**2025-26**	**2024-25**
Revenue from Operations	6,526.68	5,111.55
Other Income	118.64	47.87
Total Income	**6645.32**	**5159.41**
Finance Cost	98.20	57.53
Depreciation and amortization expenses	99.76	81.57
Other expenses	5,530.21	4,298.24
Net Profit before Tax	**917.15**	**722.08**
Tax Expense	255.97	217.69
Deferred Tax	3.04	-5.66
Net Profit after Tax	**658.14**	**510.04**

2. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK (AMOUNT IN LAKHS)

During the reporting period company's performance was satisfactory in terms of revenue generation as the Company generated a total revenue of Rs. 6,526.68 which is 1415.13 more than last year's turnover.

Further, after meeting out all the administrative and other expenditure, the company has earned Net profit of Rs. 658.14. The Net profit of the Company is increased by Rs. 148.1 in comparison to Net profit in Previous Financial year of Rs. 510.04. The Board is taking the necessary steps to improve the performance of the Company and to have better working results in the coming years.

3. TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

The company has not transferred any amounts to the Reserves in terms of Section 134(3)(J) of the Companies Act, 2013.

4. DIVIDEND

The Board of Directors of the Company, after considering holistically the relevant circumstances, has not recommended any dividend for the current financial year with a view to conserving the profits generated.

5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There were no unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, remaining unclaimed/ unpaid in relation to the Company hence the Company is not required to transfer any amount to Investor Education and Protection Fund (IEPF).

6. CHANGE IN NATURE OF BUSINESS

During the period under review, the Company has not changed its line of business in such a way that amounts to commencement of any new business or discontinuance, sale or disposal of any of its existing businesses or hiving off any segment or division.

7. MATERIAL CHANGES AND COMMITMENTS

During the year under review, the following material changes took place:

1. The Company successfully completed its Initial Public Offering (IPO) comprising 27,79,200 Equity Shares of face value ₹10/- each at an issue price of ₹96/- per Equity Share, including a premium of ₹86/- per Equity Share, aggregating to ₹2,668 Lakhs through a fresh issue. Pursuant to the SME IPO, the Equity Shares of the Company were listed on the BSE Limited (BSE) on August 04, 2025.

2. The Company acquired a wholly owned subsidiary, Repono Terminal Private Limited (formerly known as Storeflex Private Limited), with effect from November 22, 2025.

3. The Company has proposed investment in a subsidiary/joint venture entity, named REPONO GW, which is currently in the process of incorporation in Saudi Arabia.

8. SHARE CAPITAL

i. AUTHORISED CAPITAL

During the year under review, there has been no change in the authorized share capital of the company.

The authorized share capital as on March 31, 2026 is as follows:

S. No.	Type of Share	No. of Shares	Value per share (in Rs.)	Total Amount
1	Equity Share	1,15,00,000	10	11,50,00,000
Total				11,50,00,000

ii. PAID UP CAPITAL

During the Financial Year under review, Company has increased its Paid-Up Share Capital by Rs. 26,68,03,200 (Rupees Twenty-Six Crore Sixty-Eight Lakh Three Thousand and Two Hundred only) through Initial Public Offer on 31st July 2025 in the following manner:

S. No.	Type of Share issued	No. of Shares Issued	Value per share (in Rs.)	Total Amount

1	Equity Shares	27,79,200	96	26,68,03,200

The paid up share capital as on March 31, 2026 is as follows:

S. No.	Type of Share	No. of Shares	Value per share (in Rs.)	Total Amount
1	Equity Shares	1,02,79,200	10	10,27,92,000
Total				10,27,92,000

iii. **BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

iv. **SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

v. **BONUS SHARES**

No Bonus Shares were issued during the year under review.

vi. **EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

vii. **SHARES WITH DIFFERENTIAL RIGHTS**

The Company has not issued any shares with differential rights during the year under review.

viii. **FORFEITURE OF SHARES**

The Company has not forfeited any of its securities during the year under review.

9. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

During the financial year under review, the Particular of loans/ Guarantee/investments made under section 186 is given in **Annexures - 1** and is attached to this report.

10. INFORMATION ABOUT SUBSIDIARY/JV/ASSOCIATE COMPANY

During the financial year under review, the Company has following Wholly Owned Subsidiary of the Company: The Company does not have any Holding Company.

The report on the performance and financial position of the Subsidiary/JV/ ~~Associate Company~~ Companies is furnished in AOC-1 **Annexure - 2** as attached to this report.

S. No.	Name	Status Subsidiary/ JV/ ~~Associate~~ Company	Date of becoming Subsidiary/ JV/ ~~Associate~~ Company	Date of ceasing as Subsidiary/ JV/ ~~Associate~~ Company
1	Repono Terminal Private Limited (Formerly known as Storeflex Private Limited)	Wholly owned subsidiary	22/11/2025	-

2	REPONO GW	Foreign Wholly owned subsidiary	24/02/2026	-

11. DEPOSITS

During the year under review, your Company has not invited any deposits from public as per Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

12. RELATED PARTY TRANSACTIONS

The Company has entered into various Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act. Further all the necessary details of transaction entered with the related parties are attached herewith in form no. AOC-2 for your kind perusal and information, said is annexed as **Annexure - 3**. Further the Related Party Transactions has been disclosed in the Financial Statements of the Company.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Sivaraman Gopalakrishnan, (DIN: 01058905), Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") pursuant to the provisions of Section 152 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of the Company and being eligible offers himself for re-appointment, on the recommendation of the Nomination & Remuneration Committee and Board of Directors of the Company.

Particulars in Pursuance of Regulation 36 of the SEBI Listing Regulations read with Secretarial Standards – 2 on General Meetings brief details of Mr. Sivaraman Gopalakrishnan is provided as an Annexure to the Notice of the Annual General Meeting.

There has been no Change in the constitution of Board during the year.

Composition of board of directors as on 31/03/2026 is as follows:

S. No.	Name	Designation	DIN	Date of Appointment
1	Mr. Sankalpa Bhattacherjee	Chaiman & Executive Director	07557348	06/02/2017 Appointed as Chairman in 29/07/2024
2	Mr. Dibyendu Deepak	Managing Director	06484282	12/09/2017 Appointed as MD 01/08/2024
3	Ms. Dipti Taparia	Independent Non-Executive Director	07132459	02/07/2024
4	Mr. Sivaraman Gopalakrishnan	Non-Executive Director	01058905	02/07/2024
5	Mr. Lajpat Rai Gupta	Independent Non-Executive Director	06554633	02/07/2024
6	Mr. Manoj Pandey	CFO	-	16/08/2024
7	Mr. Jinesh Mistry	Company Secretary	-	10/09/2024

14. DISCLOSURE OF STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS U/S 149(6)

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of the Act, read with the Schedules and Rules issued thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The Independent Directors have also confirmed that they have complied with the Company's code of conduct prescribed in Schedule IV to the Companies Act, 2013.

It is to be further noted that and per the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (as amended from time to time), every Independent Director appointed in the company is required to clear the online proficiency self-assessment test conducted by the institute. In accordance with the said, all the Independent Directors of the company have registered their name as Independent Directors in the Database of IICA and have cleared the said online proficiency self-assessment test.

15. DISCLOSURE WITH REGARD BOARD MEETING.

A. Number of Meeting of Board of Directors

During the Financial Year, the Company held 13 board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of the Companies Act, 2013 were adhered to while considering the time gap between the two meetings.

S. No.	Meeting Date	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/05/2025	5	2	40
2	09/05/2025	5	2	40
3	18/07/2025	5	5	100
4	28/07/2025	5	3	60
5	30/07/2025	5	3	60
6	31/07/2025	5	3	60
7	05/09/2025	5	3	60
8	11/10/2025	5	5	100
9	29/10/2025	5	3	60
10	13/11/2025	5	5	100
11	08/01/2026	5	5	100
12	24/02/2026	5	4	80
13	07/03/2026	5	4	80

B. Number of Committee Meetings

During the Financial Year, the following committee meetings were held by the committees as constituted as per the provisions of the Companies Act, 2013:

S. No.	Name of Committee	Meeting Date	Total Number of members associated as on the date of meeting	Attendance	
				Number of members attended	% of attendance

1	Audit Committee	26/05/2025	3	3	100
2	Audit Committee	11/10/2025	3	3	100
3	Audit Committee	13/11/2025	3	3	100
4	Audit Committee	24/02/2026	3	2	66.67
5	Audit Committee	07/03/2026	3	3	100
6	Nomination and Remuneration Committee	07/03/2026	3	2	66.67
7	Stakeholders Relationship Committee	07/03/2026	3	2	66.67

16. GENERAL MEETING(S) HELD DURING THE YEAR

During the financial year, following general meetings were held. The provisions of the Companies Act, 2013 were adhered to while conducting the meetings:

S. No.	Nature of meeting	Date of Meeting	Total Number of Members as on the date of the meeting	No. of Members Present
1	Annual General Meeting	13/06/2025	9	7

17. COMMITTEES OF BOARD

1. NOMINATION AND REMUNERATION COMMITTEE

Pursuant to the provisions of Section 178 of the Companies Act, 2013 read with the applicable Rules made thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a Nomination and Remuneration Committee ("NRC").

The Committee, inter alia, is responsible for:

- identifying persons who are qualified to become Directors and who may be appointed in senior management;
- recommending to the Board the appointment, re-appointment and removal of Directors, Key Managerial Personnel and Senior Management Personnel;
- formulating the criteria for determining qualifications, positive attributes and independence of Directors;
- carrying out evaluation of the performance of the Board, Committees and individual Directors;
- recommending to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and Senior Management Personnel; and
- reviewing and administering the Nomination and Remuneration Policy of the Company.

The Nomination and Remuneration Policy of the Company is available on the website of the Company at **www.repono.in**

The composition of the Nomination and Remuneration Committee as on 31st March, 2026 is as under:

Name of the Member	Position held in the Committee	Category of the Member
Mr. Lajpat Rai Gupta	Chairman	Independent Director
Ms. Dipti Taparia	Member	Independent Director

Mr. Sivaraman Gopalakrishnan	Member	Non- Executive Director

2. AUDIT COMMITTEE

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with the applicable Rules made thereunder and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted an Audit Committee.

The Audit Committee, inter alia, is responsible for:
- overseeing the Company's financial reporting process and ensuring the integrity of the financial statements;
- reviewing the quarterly and annual financial statements before submission to the Board;
- recommending the appointment, remuneration and terms of appointment of the Statutory Auditors and reviewing their independence and performance;
- reviewing the adequacy and effectiveness of the internal financial controls, internal audit systems and risk management framework;
- reviewing and approving related party transactions in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- reviewing the reports of the Internal Auditors and Statutory Auditors and monitoring the implementation of their recommendations; and
- performing such other functions as are prescribed under Section 177 of the Companies Act, 2013 and other applicable laws.

The composition of the Audit Committee as on 31st March, 2026 is as under:

Name of the Member	Position held in the Committee	Category of the Member
Mr. Lajpat Rai Gupta	Chairman	Independent Director
Ms. Dipti Taparia	Member	Independent Director
Mr. Dibyendu Deepak	Member	Managing Director

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition of the Stakeholders Relationship Committee is given below:

Name of the Member	Position held in the Committee	Category of the Member
Mr. Sivaraman Gopalakrishnan	Chairman	Non-Executive Director
Ms. Dipti Taparia	Member	Independent Director
Mr. Sankalpa Bhattacherjee	Member	Director

18. CORPORATE SOCIAL RESPONSIBILITIES (CSR)

Pursuant to the provisions of Section 135 of the Act, read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has framed a CSR Policy. As part of its initiatives under CSR, the Company has identified various projects. These projects are in accordance with Schedule VII of the Companies Act, 2013. The Policy on Corporate Social Responsibility is available on the website of the Company.

The Annual Report on CSR activities in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **Annexure - 4** and forms part of this report.

19. RISK MANAGEMENT POLICY

The Company has developed a very comprehensive Risk Management Policy under which all key risk and mitigation plan are compiled in three stages i.e. Risk assessment/ evaluation, Risk Reporting and Management of the risk evaluated and reported. The objective of the policy is to create and protect shareholders' value by minimizing threats or losses and identifying and maximizing opportunities. The Risk Management Policy defines the risk management approach across the enterprise at various levels including documentation and reporting.

20. BOARD EVALUATION

In compliance with the Companies Act, 2013 the performance evaluation of the Board was carried out during the year under review. The Company has prepared an annual performance evaluation policy for performance evaluation of Independent Directors, Board and the Committees.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairperson of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

21. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operate effectively; and

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

22. FRAUD REPORTING

There were no fraud reported by the auditor during the year under sub-section (12) of section 143.

23. EXTRACT OF ANNUAL RETURN

In compliance with provisions of section 134 of the Companies Act, 2013 copy of the Annual Return referred to in sub section (3) of Section 92 of the Act as prepared in Form No. MGT 7 is placed on the website of the company, weblink of the same is https://repono.in.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS

(A) CONSERVATION OF ENERGY: NOT APPLICABLE
(B) TECHNOLOGY ABSORPTION: NOT APPLICABLE
(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(AMOUNT IN LAKHS)

Foreign inflow	210.00
Foreign outflow	13.66

25. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

However, the Company received Trading and Listing Approval from BSE Limited dated August 1, 2025, pursuant to which the equity shares of Repono Limited were listed and admitted for trading on the Exchange with effect from August 4, 2025.

26. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place an anti-sexual harassment policy in line with the requirements of the sexual harassment of women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Further the company was committed to providing a safe and conducive work environment to its employees during the year under review. Your directors further state that during the year under review, there were no cases filed pursuant to the sexual harassment of women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
All employees (permanent, contractual, temporary, trainees) are covered under this policy.
Summary of sexual harassment complaints received and disposed of during the financial year: -
No. of complaints received: 0
No. of complaints disposed of: 0
No. of complaints pending for more than ninety days: 0
No. of complaints unsolved: 0

27. DISCLOSURE UNDER THE MATERNITY BENEFIT (AMENDMENT) ACT, 2017

The Company is in compliance with the provisions of the Maternity Benefit Act, 1961, which ensures maternity benefits to women employees as per applicable law. During the financial year ended 31/03/2026, the provisions of the Act were applicable to the Company; however, no instances arose wherein maternity benefits were availed by any woman employee of the Company.

28. AUDITORS & THEIR REPORT

(A) STATUTORY AUDITORS & THEIR REPORT

At the Annual General Meeting held on 20/09/2024, M/s. V S Bapna & Associates, Chartered Accountants (FRN : 131079W) were appointed as statutory auditors of the company to hold office till the conclusion of the Annual General Meeting to be held for the financial year 2028-2029.

Company has received certificate from the Auditors to the effect they are not disqualified to continue as statutory auditors under the provisions of applicable laws.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor`s Report are self-explanatory.

(B) SECRETARIAL AUDITOR

According to the provision of section 204 of the Companies Act 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Sandeep P Parekh & Co., Practicing Company Secretary(ies), on 07/03/2026 to undertake the Secretarial Audit of the Company for the financial year ended 31/03/2026.

The Secretarial Audit Report Submitted by M/s. Sandeep P Parekh & Co., for the financial year ended 31/03/2026 in the prescribed form MR-3 as **Annexure - 5** is annexed to the report.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Secretarial Auditor in their Audit Report that may call for any explanation from the Directors.

(C) INTERNAL AUDITOR

In terms of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, the Company is required to appoint an Internal Auditor to conduct an internal audit of its functions and activities.

The Board had appointed M/s. SDA & Associates, Chartered Accountant(s), as the Internal Auditor of the Company on 07/03/2026.

The Internal Audit Report was received by the Company and the same was reviewed and approved by the Audit Committee and Board of Directors.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors.

(D) COST AUDITOR

The Cost Audit pursuant to section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 is not applicable to the company.

29. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board`s report. To ensure effective Internal Financial Controls the Company has laid down the following measures:

All operations are executed through Standard Operating Procedures (SOPs) in all functional activities for which key manuals have been put in place. The manuals are updated and validated periodically.

All legal and statutory compliances are ensured on a monthly basis. Non-compliance, if any, is seriously taken by the management and corrective actions are taken immediately. Any amendment is regularly updated by internal as well as external agencies in the system.

Approval of all transactions is ensured through a preapproved Delegation of Authority Schedule which is reviewed periodically by the management.

The Company follows a robust internal audit process. Transaction audits are conducted regularly to ensure accuracy of financial reporting, safeguard and protection of all the assets. Fixed Asset verification of assets is done on an annual basis.

30. STATEMENT REGARDING COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

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

31. DETAILS OF CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)

No corporate insolvency resolution process is initiated against your Company under Insolvency and Bankruptcy Code, 2016 (IBC).

32. NUMBER OF EMPLOYEES AS ON THE CLOSURE OF FINANCIAL YEAR

Female	4	**Male**	516	**Transgender**	0

33. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has formulated a vigil mechanism (whistle blower policy) for its directors and employees of the Company for reporting genuine concerns about unethical practices and suspected or actual fraud or violation of the code of conduct of the Company as prescribed under the Companies Act, 2013. This vigil mechanism shall provide a channel to the employees and Directors to report to the management concerns about unethical behavior and also provide for adequate safeguards against victimization of persons who use the mechanism and also make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases.

34. DETAILS OF ONE TIME SETTLEMENT

The company did not avail any such onetime settlement during the Financial Year, therefore disclosure of the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable to the Company.

35. MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 of the SEBI Listing Regulations, a review of the performance and future outlook of the Company and its businesses, as well as the state of the affairs of the business, along with the financial and Annual Report 2025-26 operational developments have been discussed in detail in the Management Discussion and Analysis Report (‘MDAR’), which forms part of the Annual Report as **Annexure-6**.

36. SEPARATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by the code of Independent Directors under Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on March 07, 2026, to review, among other things, the performance of non-Independent Directors and the Board as a whole, evaluation of the performance of the Chairman and the flow of communication between the Board and the management of the Company.

37. PARTICULARS OF TOP TEN EMPLOYEE

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules, forms part of this Report.

Disclosures relating 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 forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to the Company Secretary of the Company.

38. COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company has complied with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") during the financial year under review. The Company has also complied with the applicable disclosure and filing requirements with BSE Limited within the prescribed timelines.

39. CORPORATE GOVERNANCE

The provisions relating to Corporate Governance as prescribed under Regulations 17 to 27 and Clauses (b) to (i) and (t) of Regulation 46(2) and Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company pursuant to Regulation 15(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as the equity shares of the Company are listed on SME Platform of BSE Limited.

40. ACKNOWLEDGEMENT

Your directors wish to express their grateful appreciation to the continued co-operation received from the banks, government authorities, customers, vendors and shareholders during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed service of the executives, staff, and workers of the company.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/- Sd/-

Mr. Dibyendu Deepak	**Mr Sankalpa Bhattacherjee**
DIN : 06484282	**DIN : 07557348**
Managing Director	**Chairman**
Date : 23/05/2026	**Date : 23/05/2026**
Place : Navi Mumbai	**Place : Navi Mumbai**

ANNEXURE - 1
PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS FOR FINANCIAL YEAR 2025-26

Sr. No.	CIN or FCRN or LLPIN or FLLPIN or PAN/Passport for individuals or any other registration number	Name of the Party & Relationship	Nature of transaction	Brief on the transaction	Purpose for which it shall be used	Amount (in INR – in Lakhs)	Date of passing Board resolution	Whether the transaction falls under the purview of proviso to Section 186(3) and Company is not required to pass SR.
1	U74999MH2020PTC351027	Enerjaa Infra Pvt. Ltd. Sister Concern/ Group Company	Loan	Loan	Business Purpose	0.36	10/06/2024	Yes
2	AAT-0322	Duchem Logistics LLP Business	Loan	Loan	Business Purpose	20.27	10/06/2024	Yes
3	NA	REPONO GW Foreign Subsidiary Company	Advance for Co. Incorporation in UAE	Advance/Expenses	Incorporation of Joint Venture	13.62	11/10/2025	Yes
4	U40106MH2021PTC368114	Repono Green Pvt. Ltd. Sister Concern/ Group Company	Loan	Loan	Business Purpose	313.57	10/06/2024	Yes
5	U52109MH2021PTC374091	Repono Terminal Private Limited (Formerly known as Storeflex Private Limited). Wholly Owned Subsidiary Company	Investment	Investment	Business Purpose	0.10	11/10/2025	Yes
6	U52109MH2021PTC374091	Repono Terminal Private Limited (Formerly known as Storeflex Private Limited). Wholly Owned Subsidiary Company	Loan	Loan	Business Purpose	309.95	10/06/2024	Yes

For & on behalf of the Board of Directors
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/-

Mr. Dibyendu Deepak
DIN : 06484282
Managing Director
Date : 23/05/2026
Place : Navi Mumbai

Sd/-

Mr. Sankalpa Bhattacherjee
DIN : 07557348
Chairman
Date : 23/05/2026
Place : Navi Mumbai

Annexure - 2
FORM NO. AOC-1

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

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

(Amount in INR)

S. No.	Particulars	Subsidiary 1
1.	**Name of the subsidiary**	Repono Terminal Private Limited (Formerly known as Storeflex Private Limited)
2.	**The date since when subsidiary was acquired**	22/11/2025
3.	**Reporting period for the subsidiary concerned, if different from the holding company's reporting period**	01/04/2025 to 31/03/2026
4.	**Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries**	INR
5.	**Share capital**	Rs. 10,000
6.	**Reserves and surplus**	Rs. (87,350)
7.	**Total assets**	Rs. 3,16,61,393
8.	**Total Liabilities**	Rs. 3,17,38,743
9.	**Investments**	-
10.	**Turnover**	-
11.	**Profit before taxation**	Rs. (31,400)
12.	**Provision for taxation**	-
13.	**Profit after taxation**	Rs. (31,400)
14.	**Proposed Dividend**	-
15.	**Extent of shareholding (in percentage)**	100

Notes: The following information shall be furnished at the end of the statement.

1. Names of subsidiaries/JV which are yet to commence operations: REPONO GW

2. Names of subsidiaries which have been liquidated or sold during the year: NA

Annexure – 3
Form No. AOC-2
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis : NA

2. Details of material contracts or arrangement or transactions at arm's length basis

(Amount in INR Lakhs)

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Mrs. Sanghmitra Bhattacherjee (Relatives of KMP)	Rent Paid	During the Year	Mutually Agreed Rs. 4.94	04/05/2025	-

For & on behalf of the Board of Directors
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/-

Dibyendu Deepak
DIN : 06484282
Managing Director
Date : 23/05/2026
Place : Navi Mumbai

Sd/-

Sankalpa Bhattacherjee
DIN : 07557348
Director
Date : 23/05/2026
Place : Navi Mumbai

Annexure – 4
ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

The Company is committed towards sustainable growth and development. The Company promotes a strong corporate culture which emphasizes integrating CSR values with business goals.

To attain its CSR objectives in a professional and integrated manner, the Company shall focus on a number of principles, examples of which may include:

a. Emphasize on providing basic nutrition/health care facilities with special focus on activities affecting children, women, elderly and terminally ill.
b. Using environment friendly and safe processes in production.
c. Encourage the development of human capital of the Nation by expanding human capabilities through skills development, vocational training etc. and improve potential for meaningful employment.
d. Assist in skill development by providing education and technical expertise to the marginalized thereby empowering them towards a dignified life.
e. Participate in rural development projects and development activities in the surrounding area.
f. Promoting the wellbeing and development of employees and their families through an inspiring corporate culture that engenders good values.
g. At the time of national crisis, as a company it is imperative for us to respond to emergency situations & disasters by providing timely help to affected victims and their families.

2. Composition of CSR Committee: Not Applicable

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
		NA		

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company: https://repono.in

4. Executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014: Not Applicable

5. (a) Average net profit of the company as per sub-section (5) of section 135:	4,61,39,245
5. (b) Two percent of average net profit of the company as per sub-section (5) of section 135:	9,22,785
5. (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:	0.00
5. (d) Amount required to be set-off for the financial year, if any:	0.00
5. (e) Total CSR obligation for the financial year [(b)+(c)-(d)]:	9,22,785

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

(i) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

Sr. No.	Project ID	Item from the list of activities in schedule VII	Name of the Project	Local Area	Location of the project		Project duration (in months)	Amount spent in the Financial Year (in INR)	Mode of Implementation - Direct	Mode of Implementation - Through Implementing Agency	
					State	District				CSR Registration No	Name
1											

(ii) Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No.	Item from the list of activities in schedule VII	Name of the Project	Local Area	Location of the project		Amount spent in the Financial Year (in INR)	Mode of Implementation - Direct	Mode of Implementation - Through Implementing Agency	
				State	District			CSR Registration No	Name
1	Item no. ii (Promoting Education)	Promoting Education	No	Maharashtra	Aurangabad	925,000	No	CSR00012532	Shiva Trust Aurangabad

6. (b) Amount spent in Administrative overheads. 0.00
6. (c) Amount spent on Impact Assessment, if applicable. 0.00
6. (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. 925,000

6. (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6) (in Rs.)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) (in Rs.)		
	Amount (in Rs.)	Date of transfer	Name of the Fund	Amount (in Rs.)	Date of transfer
925,000	-	-	-	-	-

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(I)	Two percent of average net profit of the company as per section135(5)	9,22,785
(II)	Total amount spent for the Financial Year	9,25,000
(III)	Excess amount spent for the current financial year [(ii)-(i)]	2,215
(IV)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(V)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2,215

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135(6) (in Rs.)	Balance Amount in Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso of section 135(5), if any (in Rs.)			Amount remaining to be spent in succeeding financial years (in Rs.)	Deficiency, if any
					Name of the Fund	Amount (in Rs.)	Date of transfer		
1.	2024-2025	0.00	0.00	0.00	0	0.00	0.00	0.00	0
2.	2023-2024	0.00	0.00	0.00	0	0.00	0.00	0.00	0
3.	2022-2023	0.00	0.00	0.00	0	0.00	0.00	0.00	0

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

Number of Capital assets created/ acquired: 0.00

Details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (in Rs.)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

For & on behalf of the Board of Directors
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/-	Sd/-
Dibyendu Deepak	**Sankalpa Bhattacherjee**
DIN : 06484282	**DIN : 07557348**
Managing Director	**Director**
Date : 23/05/2026	**Date : 23/05/2026**
Place : Navi Mumbai	**Place : Navi Mumbai**

Annexure - 5

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 No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
REPONO LIMITED
(Formerly known as Repono Private Limited)
CIN: L74999MH2017PLC290217
S-Wing, 3rd Floor, Office No. 3061, Plot No 03,
Akshar Business Park, Vashi, Navi Mumbai-400703

We have conducted the secretarial audit of the compliance of applicable, statutory provisions and the adherence to good corporate practices by **Repono Limited (Formerly known as Repono Private Limited)** (hereinafter called the **"Company"**). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on our verification of the data provided to us, w.r.t Minutes, forms and its attachment and returns filed by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31st March, 2026**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the data provided by Company for the financial year ended **31st March, 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 of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with clients;
   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - (**Not applicable to the Company during the Audit Period)**

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;-**(Not applicable to the Company during the Audit Period)**

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

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

1. Secretarial Standards issued by the Institute of Company Secretaries of India.
2. The Listing Regulation entered into by the Company with BSE Limited.

We further report that

The Board of Directors of the Company is duly constituted. There were no changes in the composition of the Board of Directors and the Key Managerial Personnel that took place during the period under review.

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

Majority decision at the Board meeting is taken unanimously.

As informed to us, 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.

Major events occurred during the period under review:

- The Company was listed on the BSE w.e.f. 04th August 2025.
- Investment in Subsidiary Company/Wholly Owned Subsidiary Company.

During the period under review, the Company has complied with the provisions of the Acts and Rules made thereunder.

For Sandeep P Parekh & Co
Company Secretaries
Peer Reviewed Firm No 7177/2025

Sd/-

____

CS Sandeep P Parekh
Membership No: 7118
CP No: 7693
Place: Navi Mumbai
Date: 23.05.2026
UDIN: F007118H000451375

This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.

ANNEXURE TO THE SECRETARIAL AUDIT REPORT

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. 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. 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 Management Representation about the compliance of laws, rules and regulations and happening of events, etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management.

6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Sandeep P Parekh & Co
Company Secretaries
Peer Reviewed Firm No 7177/2025

Sd/-

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CS Sandeep P Parekh
Membership No: 7118
CP No: 7693
Place: Navi Mumbai
Date: 23.05.2026
UDIN: F007118H000451375

Annexure – 6

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is engaged in the business of providing logistics, warehousing, storage and related infrastructure support services. The logistics and supply chain industry in India continues to witness growth driven by increasing industrial activity, infrastructure development, government initiatives, growth in manufacturing sector, digitalisation and increasing demand for integrated logistics solutions. The Company continues to focus on operational efficiency, customer satisfaction, expansion of business opportunities and strengthening its service capabilities.

OPPORTUNITIES AND THREATS

The Company continues to explore opportunities in logistics, storage, terminal handling and allied infrastructure sectors. Increasing demand for organised logistics and supply chain solutions presents significant opportunities for growth.
However, the business is exposed to certain risks including fluctuations in economic conditions, increase in operating costs, competition, regulatory changes, fuel cost volatility and changes in market demand.

SEGMENT-WISE PERFORMANCE

The Company operates primarily in a single business segment and therefore segment-wise reporting is not applicable.

OUTLOOK

The management remains optimistic about the future outlook of the Company considering the growing opportunities in the logistics and infrastructure sector. The Company intends to continue its focus on operational efficiency, strategic expansion and strengthening customer relationships to improve overall business performance.

RISKS AND CONCERNS

The Company has a structured risk management mechanism to identify, assess, monitor and mitigate various business risks. The major risks identified by the Company include operational risks, financial risks, regulatory risks, market competition and technology related risks. Appropriate mitigation measures are periodically reviewed by the management.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control systems commensurate with the size, scale and nature of its operations. The internal control framework has been designed to ensure reliability of financial reporting, compliance with applicable laws and regulations, safeguarding of assets and orderly conduct of business operations.

The Audit Committee periodically reviews the adequacy and effectiveness of the internal control systems and suggests improvements wherever required.

FINANCIAL PERFORMANCE

During the financial year under review, the Company achieved total revenue from operations of Rs. 6526.68 Lakhs as against Rs. 5111.55 Lakhs in the previous financial year.

The Net Profit after Tax for the financial year stood at Rs. 658.14 Lakhs as compared to Rs. 510.04 Lakhs in the previous financial year.

The management continues to focus on improving operational efficiencies and profitability of the Company.

HUMAN RESOURCES
The Company believes that human resources are one of its most valuable assets. The Company continues to maintain healthy, cordial and harmonious industrial relations at all levels. The management appreciates the commitment and dedication shown by employees during the year.

CAUTIONARY STATEMENT
Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied depending upon economic conditions, government policies, market conditions and other incidental factors.

For & on behalf of the Board of Directors
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/-	Sd/-
Dibyendu Deepak	**Sankalpa Bhattacherjee**
DIN : 06484282	**DIN : 07557348**
Managing Director	**Director**
Date : 23/05/2026	**Date : 23/05/2026**
Place : Navi Mumbai	**Place : Navi Mumbai**

INDEPENDENT AUDITORS' REPORT

To the Members of
REPONO LIMITED

Report on the Audit of the Standalone Financial Statements for FY 2025-26

Opinion

We have audited the Standalone financial statements of **M/s Repono Limited** (Formerly known as Repono Private Limited) **(**CIN: L74999MH2017PLC90217) **("the Company")** which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss 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 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and its profits and 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 Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act 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.

Key Audit Matters

We have determined the following area to be a key audit matter to be communicated in our report. The matter was addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon.

The Company has written off certain export receivables during the year for INR 1.17 crores. This amount represents outstanding dues relating to export services rendered in the previous financial period. We identified this transaction as a key audit matter due to management's self assessment regarding non recoverability of export receivables and regulatory risks. Our procedures included examination of export documentation, credit approvals, assessment of recovery efforts by management and evaluation of management's assumptions.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and the Auditors' report thereon.

Our opinion on the 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 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.

Responsibility of Management for Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss 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 and Board of Directors are 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.

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

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

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- 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 Act, we are also responsible for expressing an opinion on whether the company has adequate internal financial controls system with reference to financial statements 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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. 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 the examination of those books;

(c) The financial statements dealt with by this Report are in agreement with the books of accounts. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(d) 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.

(e) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in

“Annexure B”; and

(f) Based on our audit and as per the information and explanations given to us, the remuneration paid / provided by the company to its directors is in accordance with the provisions of Section 197 read with Schedule V of the Act.

(g) 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:

a) The Company does not have any pending litigations which would impact its financial position except an order of GST-DRC-07 under appeal for the amount of Rs.24.60 Lakhs (Tax–Rs.22.37 Lakhs & Penalty–Rs.2.24 Lakhs) for F.Y. 2018-19 under dispute.

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

c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity (“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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e) The company did not declare any dividend during the year.

f) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has been in operation throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

CA Virendra Bapna

Membership No.: 405027
UDIN: 26405027OETYUE4184
Date:23.05.2026
Place: Navi Mumbai

Annexure-A to the Auditor's Report

The Annexure referred to in Independent Auditors' Report to the members of **M/s Repono Limited** ("the Company"), on the Standalone financial statements for the year ended 31st March, 2026, we report that:

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

(i)

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company has maintained proper records showing full particulars of intangible assets as reflected in books.

(c) As explained to us, the Property, plant and equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies are noticed on such physical verification.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company. In respect of immovable properties taken on lease and disclosed as right-of-use-assets in the standalone financial statements, the lease agreements are in the name of the Company.

(e) The Company has not revalued its property, plant and equipment or intangible assets during the period ended 31st March, 2026.

(f) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Act, 1988 and rules made thereunder.

(ii)

(a) As explained to us, the inventories are physically verified during the year by the Management at reasonable intervals and no material discrepancies are noticed on such physical verification.

(b) According to information and explanation given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 Crores, in aggregate, from banks on the basis of security of current assets. The returns or statements filed by the company with financial institutions or banks in agreement with the books of accounts of the company.

(iii)

(a) The Company has one wholly owned subsidiary and granted advances in the nature of loans to its wholly owned subsidiary and other parties (advances to employees). The aggregate amount during the year and the balance outstanding at the balance sheet date with respect to such investment and loans and advances in the nature of loans to other parties are as per the table given below:

Particulars	Loan (INR in Lakhs)	Investment (INR in Lakh)
Aggregate amount provided during the year		
Subsidiary	310.07	0.0999
Others		
Balance outstanding as at balance sheet date in respect of above cases		
Subsidiary	309.95	0.0999
Others		

(b) In respect of the aforesaid investment and loan, the terms and conditions under which such loan was granted/investment was made are not prejudicial to the Company's interest.

(c) In respect of the aforesaid loan, the schedule of repayment of principal and payment of interest are not applicable.

(d) The loans granted during the year, including to related parties had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand. There were no loans which were granted to promoters during the year.

(iv) In our opinion and according to the information and explanation given to us, the Company has not entered into any transaction covered under section 185 of the Act. Further, based on the information and explanation given to us, the Company has complied with the provision of Section 186 of the Act in respect of granting loans, making investments and providing guarantees and securities.

(v) According to information and explanations given to us, the Company has not accepted any deposit from the public therefore the question of complying with the provisions of sections 73 to 76 of the Act and rules framed there under does not arise.

(vi) We have broadly reviewed the records maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, related to the manufacturing activities, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investors Education and Protection Fund, Employees' State Insurance, Income-Tax, Customs Duty, Excise Duty, Cess and other material Statutory Dues, to the extent applicable in the case of the company, have been generally regularly deposited with the appropriate authorities except slight delay in Advance Income Tax. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at the last day of the year for a period of more than six months from the date of becoming payable.

(b) There are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes, other than the following disputes:

- GST demand of Rs.24.60 Lakhs (Tax–Rs.22.37 Lakhs & Penalty–Rs.2.24 Lakhs) for F.Y. 2018-19 for which appeal has been filed.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessment under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) In our opinion and on the basis of information and explanations given to us and based on our examination of the books of account of the Company:

a) During the year, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender;

b) The Company has not been declared willful defaulter by any bank or financial institution or any other lenders;

c) According to the information and explanations given to us, term loans availed by the Company were applied for the purposes for which the loans were obtained.

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, We report that no funds raised on short term basis have been used for long term purposes by the Company;

e) The Company has not taken any funds from any entity or person on account of or to meet obligation of its Associate.

f) The Company has not raised loans during the year on the pledge of securities held in its Associate or subsidiary company. The Company does not have any joint venture.

(x) (a) In our opinion and according to the information and explanations given to us, the Company has raised money by way of initial public offer during the financial year, its utilised the money for the purposes for which they were raised as per below table.

Particulars	**Projected Utilization as mentioned in RHP**	**Expensed**	**FDR with Bank**	**Unutilised Bank Balance**
Funding Capital Expenditure towards Purchase of Forklift, Hand Pallet Trolley, Reach stacker	724.100	246.800	477.300	-
Funding of capital expenditure requirements of our Company towards set up of Warehouse packing System	160.480	-	160.480	-
Funding towards the Development of Software for	105.020	35.400	69.620	-

Warehouse Management				
Funding the Working Capital requirements of our Company	1,011.432	53.482	957.950	-
General Corporate Purposes	667.000	667.00	-	-
Total	**2,668.032**	**1002.682**	**1665.350**	-

(Rupees in Lakhs)

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally) during the year and accordingly, reporting under paragraph 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered under audit.

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

(c) According to the information and explanation given to us and based on our examination of the books of account of the company, no whistleblower complaints have been received during the year by the company. Accordingly reporting under paragraph xi(c) of the order is not applicable.

(xii) The Company is not a Nidhi Company. Accordingly, provision of clause 3(xii) (a, b & c) of the Order is not applicable.

(xiii) In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements, as required by the applicable accounting standards. Further, in our opinion, the company is not required to constitute audit committee under section 177 of the Act.

(xiv) According to the information and explanation given to us, the Company is required to have an internal audit system under Section 138 of the Act and consequently, they have appointed M/s SDA & Associates Chartered Accountants, as an internal auditor for the F.Y. 2025-26.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Company.

(xvi) According to the information and explanation given to us and based on our examination of the books and records of the Company:

(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934;

(b) The Company has not conducted any non-banking financial or housing finance activities during the year;

(c) The Company is not a Core Investment Company (hereinafter referred to as "CIC") as defined in the Core Investment Companies (Directions), 2016, as amended from time to time, issued by the Reserve Bank of India and hence, reporting under paragraph 3(xvi)(c) of the Order is not applicable; and

(d) In our opinion and based on the representation received from the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly, reporting under paragraph 3(xvi)(d) of the Order is not applicable.

(xvii) Based on the examination of the books of accounts, we report that the Company has not incurred cash losses in the current financial year covered under our audit or in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year, Accordingly, clause 3(XViii) of the Order is not applicable.

(xix) According to the information and explanations given to us and based on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations provided to us, the Company does not have any unspent amounts towards Corporate Social responsibility in respect of any ongoing or other than ongoing project at the end of the financial year.

(xxi) The reporting under clause 3 (xxi) of the Order is not applicable in respect of audit of Standalone financial statements of the Company.

For **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

Sd/-
CA Virendra Bapna
Membership No.: 405027
UDIN: 26405027OETYUE4184

Date:23.05.2026

Place: Navi Mumbai

Annexure - B to the Auditors' Report
(Point 6(d) of e-Auditor's report)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph 2(f) under "Report on other Legal and Regulatory Requirements" Section of our report of even date)

We have audited the internal financial controls over financial reporting of **M/s Repono Limited** ("the Company") as of 31st March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the company has, in all material respect, adequate internal financial control with reference to financial statement and such internal financial controls were operating effectively as at 31st March 2026 based on the internal financial control with reference to financial statement criteria established by the company considering the essential components of internal control stated in the Guidance Notes on Audit of Internal financial Controls Over Financial Reporting issued by The Institute of Chartered Accountant of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statement based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that:-

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting
principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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.

For **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

Sd/-
CA Virendra Bapna
Membership No.: 405027
UDIN: 26405027OETYUE4184

Date:23.05.2026
Place: Navi Mumbai

For the year ended 31st March 2026

Notes forming part of the Standalone Financial Statements

Note: - 1 Company Information and Significant Accounting Policies

A. Reporting Entity

Repono Limited *(hereinafter referred to as "**the Company**")* having CIN: L74999MH2017PLC290217 is a Public Limited Company incorporated on 6th February 2017 having registered office at S-Wing, 3rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Thane, MH 400703 IN.

The Company is primarily engaged in providing services across the oil and gas value chain. Its operations include the operation and maintenance (O&M) of crude oil terminal facilities for a government-owned enterprise in the oil sector, handling and management of petroleum products such as petrol, diesel, aviation turbine fuel (ATF), and ethanol for one of India's leading crude oil and natural gas producers, and operation of off-site terminal facilities for public sector enterprises. The Company is also engaged in the operation and maintenance of petrochemical warehousing facilities. Its customer base includes crude oil and natural gas companies, public sector enterprises, and other industry participants.

Pursuant to resolution passed at their Board Meeting held on 02/07/2024, company was converted from a Private Limited Company to Public Limited Company and consequently, the name of the Company was changed to Repono Limited and a Fresh Certificate of Incorporation consequent to Conversion was issued on 23/09/2024 by the Registrar of Companies, Mumbai.

The audited standalone financial statements as reviewed by the Audit Committee, have been approved by Board of Directors at its meeting held on 23/05/2026.

B. Basis of Preparation:

1. Statement of Compliance:
The Standalone financial statements of the Company have been on a going concern basis following the accrual system of accounting and comply with the Accounting Standards notified under section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules 2014.

2. Basis of Measurement:
The Standalone Financial statements have been prepared on Historic Cost basis. Historical cost is the amount of cash or Cash equivalence paid or the fair value of consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange of obligation, or at the amounts of the cash or cash equivalent expected to be paid to satisfy the liability in normal course of business. 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.

3. Functional and Presentation Currency:
The Standalone Financial statements are presented in Indian Rupee (`) which is the company's functional currency. All the financial information presented in (`) has been rounded off to the nearest lakhs (up to two decimal) except when indicated otherwise.

4. Current and non-current classification:

The Company presents the assets and liabilities in the balance sheet based on the Current and Non-Current classification.

An Assets is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All Other assets are classified as Non-Current Asset

A liability is classified as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred Tax Asset/ Liabilities are classified as non-current

Assets and liabilities are classified between current and non-current considering 12 months period as normal operating cycle.

C. SIGNIFICANT ACCOUNTING POLICIES:

A summary of significant accounting policies applied in preparation of Financial Statements are given below. These accounting policies have been applied consistently to all periods presented in the Financial Statements.

1. Property, Plant Equipment and Intangible Assets:

1.1. Initial recognition & Measurement:

An item of property, plant and equipment is recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Items of property, plant and equipment are initially recognized at cost. Cost comprises purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and the present value of initial estimate of cost of dismantling, removal and restoration.

Subsequent measurement is done at cost less accumulated depreciation/amortization and accumulated impairment losses.

When parts of an item of property, plant and equipment that are significant in value and have different useful lives as compared to the main asset they are recognized separately.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized. Other spare parts are carried as inventory and recognized in the statement of profit and loss on consumption.

The acquisition or construction of some items of property, plant and equipment although not directly increasing the future economic benefits of any particular existing item of property, plant and equipment, may be necessary for the Company to obtain future economic benefits from its other assets. Such items are recognized as property, plant and equipment.

1.2. Subsequent Cost:

Subsequent expenditure is recognized in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss as and when incurred.

1.3. Depreciation and Amortization:

Depreciation on Property, Plant & Equipment is provided using the Written Down Value (WDV) method. The Company depreciates its Property, Plant & Equipment over the useful life in the manner prescribed in schedule II of the Companies Act 2013.

Depreciation on the Fixed Assets added/disposed off/discarded during the year is provided on pro rata basis with reference to the month of addition/disposal/discarding.

1.4. Intangible Assets:

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets that are acquired by the Company, which have finite useful lives, are recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses.

Cost comprises purchase price including import duties, non -refundable taxes after deducting trade discounts and rebates and any directly attributable expenses of preparing the asset for its intended use.

Expenditure on development activities is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to & has sufficient resources to complete development and to use or sell the asset.

Expenditure incurred which are eligible for capitalizations under intangible assets are carried as intangible assets under development till they are ready for their intended use.

2. Revenue Recognition:

The Company recognizes revenue when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

Reimbursement (for expenses incurred during the course of provisions of services) are recognized as income depending upon the terms and conditions of the Service Contracts and Mandates.

Revenue from Other income: Interest income is recognized, when no significant uncertainty as to measurability or collectability exist, on a time proportion basis taking into account the amount outstanding and the applicable interest rate. The interest/overdue trade receivables for shall be recognized when no significant uncertainty as to measurability or collectability exists.

3. Employee Benefits:

3.1. Defined Contribution Plan

A Defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in statement of profit and loss in the period during which services are rendered by employees. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available. Contributions to a defined contribution plan that are due after more than 12 months after the end of the period in which the employees render the service are discounted to their present value.

3.2. Defined Benefit Plan:

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's liability towards gratuity, pension scheme are in the nature of defined benefit plans.

3.3. Short Term Benefits:

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay 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.

4. Impairment of Assets:

At each Balance Sheet date where there is any indication that any asset including goodwill may be impaired, the carrying value of such asset is reduced to its recoverable amount and the amount of such impairment loss is charged to profit and loss account. If at the Balance Sheet date, there is any indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to that effect.

5. Accounting for Taxes on Income:

Income tax expenses comprise of Current Income Tax. Current tax expense is recognized in statement of profit and loss except to the extent that it relates to items recognized directly to the Current Period's taxable Income.

5.1. Current Taxes:

Current tax is the expected tax payable on the taxable income for the year computed as per the provisions of Income Tax Act, 1961, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

5.2. Deferred Tax

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted at the balance sheet date. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in the period that includes the enactment date.

Deferred tax liability is accounted for by computing the tax effect of timing difference, being the difference between taxable income due to difference in depreciation amount as per books and as per Income Tax Act, 1961 and are recognized when there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which the deferred tax liability can be reversed in subsequent period.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future, however, where there is unabsorbed depreciation or carried forward losses under taxation laws, deferred tax assets are recognized only if there is virtual certainty, supported by convincing evidence of recognition of such assets. Deferred tax assets are reassessed for the appropriateness of their respective carrying values at each Balance Sheet date.

6. **Earnings per Share:**

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the reporting period.

The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares, which may be issued on the conversion of all dilutive potential shares, unless the results would be anti-dilutive.

7. **Cash and Cash Equivalence:**
Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

8. **Net Profit & Loss for the Period, Prior Period Items & Changes in Accounting Policies:**

8.1. Net Profit & Loss for the Period: All items of income and expense which are recognized in a period are included in the determination of net profit or loss for the period unless an Accounting Standard requires or permits otherwise.

8.2. Prior period items: Prior period items are income or expenses which arise in the current period as a result of errors or omissions in the preparation of the financial statements of one or more prior periods. The nature and amount of prior period items should be separately disclosed in the statement of profit and loss in a manner that their impact on the current profit or loss can be perceived.

8.3. Changes In Accounting Estimates: An estimate may have to be revised if changes occur in the circumstances based on which the estimate was made, or as a result of new information, more experience or subsequent developments. The revision of the estimate, by its nature, does not bring the adjustment within the definitions of an extraordinary item or a prior period item.

9. **Inventories**:
Inventories are measured at lower of cost and net realizable value (NRV) after providing for obsolescence, if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. The Cost of Work in Progress and Finished Goods is determined on absorption costing methods.

10. **Foreign currency transactions and translation:**
Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other finance gains / losses are presented in the statement of profit and loss on a net basis.

In case of an asset, expense or income where a monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognized. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

11. Provisions & Contingencies:

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

12. Borrowing Costs:

Borrowing costs are recognized in Statement of Profit and Loss using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under constructions.

The actual borrowing costs incurred during the period up to the issuance of the temporary occupation permit less any investment income on temporary investment of these borrowings, are capitalized in the cost of the property under development. Borrowing costs on general borrowings are capitalized by applying a capitalization rate to construction or development expenditures that are financed by general borrowings.

13. Use of Estimates and Management Judgements:

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, revenue expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date.

The estimates and management's judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

13.1. Formulation of accounting policies: The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

13.2. Defined benefit plans and long-term employee benefits: Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

13.3. Provisions and contingencies: The assessments undertaken in recognizing provisions and contingencies have been made in accordance with AS -29 ‘Provisions, contingent liabilities and contingent assets’. The evaluation of the likelihood of the contingent events require best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

13.4. Income taxes: Significant estimates are involved in determining the provision for current and deferred tax, including amount expected to be paid/recovered for uncertain tax positions.

For & on behalf of the Board of Directors
REPONO LIMITED
(Formerly known as Repono Private Limited)

Sd/-	Sd/-
Dibyendu Deepak	**Sankalpa Bhattacherjee**
DIN : 06484282	**DIN : 07557348**
Managing Director	**Director**
Date : 23/05/2026	**Date : 23/05/2026**
Place : Navi Mumbai	**Place : Navi Mumbai**

REPONO LIMITED

(Formerly known as Repono Private Limited) CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India, 400703

Standalone Balance Sheet as on 31st March 2026

(Rupees in Lakhs)

Particulars	Note No.	As on 31st March 2026	As on 31st March 2025
EQUITY AND LIABILITIES			
(1) Shareholder's Fund			
a) Share Capital	2	1,027.92	750.00
b) Reserve & Surplus	3	3,431.63	662.81
c) Money received against share warrants		-	-
		4,459.55	**1,412.81**
(2) Non-Current Liabilities			
a) Long-term borrowings	4	43.05	89.41
b) Deferred tax liabilities (Net)	5	7.75	4.70
c) Other Long-term liabilities		-	-
d) Long-term provisions	6	41.42	31.49
(3) Current Liabilities			
a) Short-term borrowings	7	869.47	523.95
b) Trade payables	8	186.43	135.70
c) Other current liabilities	9	225.84	186.08
d) Short-term provisions	10	248.83	222.51
		1,622.79	**1,193.85**
Total		**6,082.34**	**2,606.65**
ASSETS			
1) Non-Current Assets			
a) (i) Property Plant and Equipment	11	1,319.25	565.06
(ii) Intangible assets		35.95	2.35
(iii) Assets Under Development		77.54	77.54
b) Non-current investments	12	0.10	-
c) Deferred tax Assets (Net)	5	-	-
d) Long-term loans and advances	13	309.95	-
e) Other non-current assets	14	1,989.54	278.12
		3,732.32	**923.07**
(2) Current Assets			
a) Current Investments		-	-
b) Inventories	15	29.79	22.92
c) Trade Receivables	16	1,538.27	1,174.67
d) Cash and Cash Equivalents	17	3.37	5.84
e) Short term Loans & Advances	18	358.95	312.56
f) Other current assets	19	419.63	167.60
		2,350.02	**1,683.58**
Total		**6,082.34**	**2,606.65**

The above-mentioned notes attached form part of Financials 1-46

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
Chartered Accountants
Firm's Regn. No :131079W

For and on behalf of Board of Directors of M/s. Repono Limited

CA Virendra Bapna	**CS Jinesh Mistry**	**Manoj Kumar Pandey**	**Sankalpa Bhattacherjee**	**Dibyendu Deepak**
(Proprietor)	**(CS)**	**(CFO)**	**(Director)**	**(Managing Director)**
Membership No. 405027			**DIN: 07557348**	**DIN: 06484282**

Place: Navi Mumbai
Date: 23/05/2026
UDIN:

REPONO LIMITED

(Formerly known as Repono Private Limited) CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India, 400703

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

(Rupees in Lakhs)

Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
A CONTINUING OPERATIONS			
I. Revenue from Operations	**20**	6,526.68	5,111.55
II. Other Income	**21**	118.64	47.87
III. Total Income (I + II)		**6,645.32**	**5,159.41**
IV. Expenses:			
(a) Cost Of Revenue	**22**	2,379.60	1,684.86
(b) Purchases of Stock-in-Trade	**23**	86.85	58.22
(c) Changes in inventories of finished goods WIP & Stock-in-Trade	**24**	(6.87)	(9.07)
(e) Employee benefits expense	**25**	2,518.95	1,953.08
(f) Finance costs	**26**	98.20	57.53
(g) Depreciation and amortization expense	**27**	99.76	81.57
(h) Other expenses	**28**	551.68	611.15
Total Expenses		**5,728.17**	**4,437.34**
V. Profit/Loss before exceptional & extraordinary items & tax (III - IV)		**917.15**	**722.08**
VI Exceptional Items		-	-
VII Profit / (Loss) before extraordinary items and tax (V - VI)		**917.15**	**722.08**
VIII Extraordinary Items		-	-
IX. Profit / (Loss) Before Tax (VII-VIII)		**917.15**	**722.08**
X. Tax Expense:			
(a) Current tax expense for current year		243.95	213.15
(b) (Less): MAT credit (where applicable)		-	-
(c) Current tax expense relating to prior years		12.02	4.54
(d) Deferred tax		3.04	(5.66)
XI Profit (Loss) for the period from Continuing Operations (IX - X)		**658.14**	**510.04**
B DISCONTINUING OPERATIONS			
XII Profit / (Loss) from Discontinuing Operations		-	-
XIII. Profit/(Loss) for the period (XI+XII)		**658.14**	**510.04**
XIV.Earning Per Equity Share (of Rs.10/- each):	**29**		
(a) Basic Earnings		**7.06**	**6.80**
(b) Diluted Earnings		**7.06**	**6.80**

The above-mentioned notes attached form part of Financials 1-46

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
Chartered Accountants
Firm's Regn. No :131079W

For and on behalf of Board of Directors of M/s. Repono Limited

CA Virendra Bapna
(Proprietor)
Membership No. 405027
Place: Navi Mumbai
Date: 23/05/2026
UDIN:

CS Jinesh Mistry
(CS)

Manoj Kumar Pandey
(CFO)

Sankalpa Bhattacherjee
(Director)
DIN: 07557348

Dibyendu Deepak
(Managing Director)
DIN: 06484282

REPONO LIMITED

(Formerly known as Repono Private Limited)

CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India, 400703

Standalone Cash Flow Statement for The Year Ended 31st March, 2026

(Rupees in Lakhs)

Particulars	For the year ended 31st Mar. 2026	For the year ended 31st Mar. 2026	For the year ended 31st Mar. 2025	For the year ended 31st Mar. 2025
A. Cash flow from operating activities				
Net Profit before extraordinary items and tax		917.15		722.08
Adjustments for:				
Depreciation and amortisation	99.76		81.57	
Finance costs	98.20		57.53	
Rent Income	(11.75)		(10.30)	
Interest Income	(106.87)		(37.43)	
Loss on Sale of Fixed Assets	-		-	
Net unrealised exchange (gain) / loss	-		-	
	79.34		91.38	
Operating profit / (loss) before working capital changes		996.48		813.45
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Trade receivables	(363.60)		(508.28)	
Short-term loans and advances	(46.39)		(85.12)	
Long-term loans and advances	(309.95)		0.03	
Inventories	(6.87)		(9.07)	
Other current assets	(252.04)		(136.49)	
Other non-current assets	(1,711.41)	(2,690.26)	(230.85)	(969.78)
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	50.73		(63.53)	
Other current liabilities	39.76		67.23	
Other Long term liabilities	-		-	
Short-term provisions	26.32		217.81	
Long-term provisions	9.94	126.74	15.46	236.98
Income Taxes Paid		(255.97)		(217.70)
Net cash flow from / (used in) operating activities (A)		**(1,823.00)**		**(137.05)**
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(887.55)		(111.95)	
Investment in Share Capital	(0.10)		-	
Proceeds from sale of fixed assets	-		-	
Interest Income	106.87		37.43	
Rent Income	11.75		10.30	
Current Investments	-		-	
Net cash flow from / (used in) investing activities (B)		**(769.03)**		**(64.22)**
C. Cash flow from financing activities				
Proceeds from issue of equity shares	2,388.61		-	
Proceeds from / (Repayment of) long-term borrowings	(46.36)		2.32	
Proceeds from other short-term borrowings	345.52		257.24	
Repayment of other short-term borrowings	-		-	
Finance cost	(98.20)		(57.53)	
Net cash flow from / (used in) financing activities (C)		**2,589.56**		**202.03**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		**(2.46)**		**0.76**
Cash and cash equivalents at the beginning of the year		**5.84**		**5.07**
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents		-		-
Cash and cash equivalents at the end of the year *		**3.37**		**5.84**
* Comprises:				
(a) Cash on hand	0.24		0.24	
(b) Cheques, drafts on hand	-		-	
(c) Balances with banks				
(i) In current accounts	3.13		5.60	
(ii) In OD accounts	-		-	
Total		**3.37**		**5.84**

The above-mentioned notes attached form part of Financials 1-46

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
Chartered Accountants
Firm's Regn. No :131079W

For and on behalf of the board of directors of
M/S. Repono Limited

CA Virendra Bapna
(Proprietor)
Membership No. 405027
Place: Navi Mumbai
Date: 23/05/2026
UDIN:

CS Jinesh Mistry
(CS)

Manoj Kumar Pandey

Sankalpa Bhattacherjee
(Director)
DIN: 07557348

Dibyendu Deepak
(Managing Director)
DIN: 06484282

REPONO LIMITED

Notes on Standalone Financial Statements for the year ending 31st March 2026 CIN: L74999MH2017PLC290217

Note 2- Share Capital

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	(Rupees in Lakhs)	No. of Shares	(Rupees in Lakhs)
Authorised				
1,15,00,000 Equity shares having Face Value of Rs. 10/- each	1,15,00,000.00	1,150.00	1,15,00,000.00	1,150.00
Issued, Subscribed and fully Paid up				
1,02,79,200 Equity shares of Rs. 10/- each Fully paid-up	1,02,79,200.00	1,027.92	75,00,000.00	750.00
	1,02,79,200.00	**1,027.92**	**75,00,000.00**	**750.00**

a.) Reconciliation of Shares Outstanding:

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	(Rupees in Lakhs)	No. of Shares	(Rupees in Lakhs)
Equity Shares of ₹10 each/-				
Issued Subscribed and Fully Paid Shares				
Opening Balance	75,00,000.00	750.00	25,00,000.00	250.00
Add: Shares Subscribed by the Subscribers to the Memorandum of Association	-	-	-	-
Add: Shares Issued during the year *	27,79,200.00	277.92	-	-
Add: Bonus Shares Issued during the year			50,00,000.00	500.00
Less: Shares bought back during the year	-	-	-	-
Any other movement	-	-	-	-
Shares outstanding at the end of the year	**1,02,79,200.00**	**1,027.92**	**75,00,000.00**	**750.00**

* During the year ended March 31, 2026, the Company had completed its Initial Public Offer (IPO) comprised of fresh issue of 27,79,200 equity shares aggregating to ₹ 26.68 Crore. Pursuant to IPO, the equity shares of the Company were listed on the SME Platform of the Bombay Stock Exchange Limited (BSE SME) with effect from 4th August 2025.

b.) Rights, preferences & restrictions attached to equity shares of Rs. 10/- each fully paid up. The company has only one class of equity share having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to remaining assets of the company after settlement of all liabilities. The distribution will be in the proportion to the number of equity shares held by the shareholders.

c.) Disclosure of Shareholding of shares more than 5%

Name of Shareholder	As at 31st March 2026			As at 31st March 2025		
	No. of Shares	% of Holding	% Change	No. of Shares	% of Holding	% Change
Equity shares with voting rights	1,02,79,200.00			75,00,000.00		
Sankalpa Bhattacherjee	37,13,250.00	36.12%	-13.39%	37,13,250.00	49.51%	-0.49%
Dibyendu Deepak	36,98,250.00	35.98%	-13.33%	36,98,250.00	49.31%	-0.49%
Total	**74,11,500.00**	**72.10%**	**-26.72%**	**74,11,500.00**	**98.82%**	**-0.98%**

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

d.) Promoter Holdings

Details of Shares held by Promoters as on 31st March 2026			
Promoter Name	No. of Shares held	% of Total Shares	% Change during the year
Sankalpa Bhattacherjee	37,13,250.00	36.12%	-13.39%
Dibyendu Deepak	36,98,250.00	35.98%	-13.33%
Total	**74,11,500.00**	**72.10%**	**-26.72%**

Details of Shares held by Promoters as on 31st March 2025			
Promoter Name	No. of Shares held	% of Total Shares	% Change during the year
Sankalpa Bhattacherjee	37,13,250.00	49.51%	-0.49%
Dibyendu Deepak	36,98,250.00	49.31%	-0.49%
Total	**74,11,500.00**	**98.82%**	**-0.98%**

REPONO LIMITED

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Notes on Standalone Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 3 - Reserves & Surplus

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Surplus / (Deficit) in the statement of Profit & Loss		
Opening balance:	662.81	652.77
(+) Net Profit for the current year	658.14	510.04
(-) Proposed Dividends	-	-
(-) Bonus Shares issued	-	(500.00)
(-) Dividend Distribution Tax	-	-
Closing Balance	**1,320.95**	**662.81**
(b) Securities Premium		
Balance as per last Financial Statement	-	-
Add: Addition during the year	2,390.11	-
Less: IPO Expenses	(279.43)	-
Closing Balance	2,110.69	-
Total	**3,431.63**	**662.81**

Note 4 - Long term Borrowings

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Term Loans from Banks		
<u>Secured Loans</u>		
Vehicle Loan	43.05	89.41
Total	**43.05**	**89.41**

Note 5 - Deferred Tax Liabilities (Net)

Particulars	As at 31st March 2026	As at 31st March 2025
Deferred Tax Liability on account of Property, Plant & Equipment's:		
Opening Balance	4.70	10.36
Current Year	3.04	(5.66)
Total	**7.75**	**4.70**

Note 6 - Long Term Provisions

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Gratuity (LT)	41.42	31.49
Total	**41.42**	**31.49**

Note 7 - Short Term Borrowings

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Loan From Banks		
<u>Secured</u>		
<u>Bank Overdraft</u>	-	-
SBI CC A/c	-	448.92
ICICI Bank CC A/c	849.61	-
<u>Unsecured</u>		
Loans From Related Parties	-	48.50
Loan from Others	-	-
Current Maturities of Long-Term Borrowings	19.86	26.53
Total	**869.47**	**523.95**

(Rupees in Lakhs)

Note 8 - Trade Payables

Particulars	As at 31st March 2026	As at 31st March 2025
A. Disputed		
(a.) MSME	-	-
(b.) Others	-	-
B. Undisputed		
(a.) MSME	21.68	47.24
(b.) Others	164.75	88.46
Total	**186.43**	**135.70**

Note: Detailed bifurcation of Trade Payables is provided in Note No 8A

Note 9 - Other Current Liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Outstanding Salaries	61.25	38.45
TDS Payable	16.75	12.84
Employee PT Payable	1.72	1.27
Employee PF Payable	11.54	11.92
ESIC Payable	0.50	0.55
Labor Welfare Fund Other	0.10	0.14
Current Liabilities GST	3.27	2.66
Payable	130.69	118.25
Advance from Customers	-	-
Total	**225.84**	**186.08**

Note 10 - Short Term Provisions

Particulars	As at 31st March 2026	As at 31st March 2025
Provision for Expenses	2.70	5.40
Provision for Gratuity (ST)	2.19	3.96
Provision for Tax	243.95	213.15
Total	**248.83**	**222.51**

REPONO LIMITED

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Notes on Standalone Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 12 - Non-current investments

Particulars	As at 31st March 2026	As at 31st March 2025
Investment in Repono Terminal Pvt. Ltd.	0.10	-
	-	-
Total	**0.10**	**-**

Note 13 - Long Term Loans and Advances

Particulars	As at 31st March 2026	As at 31st March 2025
Loans & Advances to Related Party-	-	-
Loans & Advances - Repono Terminal Pvt. Ltd.	309.95	-
Total	**309.95**	**-**

Note 14 - Other Non-Current Assets

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good:	-	-
Security Deposits		
Security Deposit	20.08	44.52
Miscellaneous Exp. Not written off	1.79	95.92
Fixed Deposit with Bank	1,967.66	137.68
Total	**1,989.54**	**278.12**

Note 15 - Inventories

Particulars	As at 31st March 2026	As at 31st March 2025
Consumable Material Inventory	29.79	22.92
Total	**29.79**	**22.92**

Note 16 - Trade Receivables

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured, considered good		
Debts outstanding for a period exceeding six months	254.22	23.06
Others	1,284.05	1,151.61
Total	**1,538.27**	**1,174.67**

Note: Detailed Bifurcation of trade receivables along with ageing under 16A

Note 17 - Cash & Cash Equivalents

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and Cash Equivalents		
Cash Balances	0.24	0.24
In Current Accounts:		
HDFC Bank	-	5.41
SBI Current A/c	3.13	0.19
Axis A/c	0.00	-
Total	**3.37**	**5.84**

Note 18 - Short Term Loans and Advances

Particulars	As at 31st March 2026	As at 31st March 2025
Other Loans and Advances (To Employees)	11.13	10.92
Loans & Advances - Duchem Logistics LLP	20.27	18.48
Advance for Co. Incorporation in UAE	13.62	-
Loans & Advances to Related Party-	-	-
Loans & Advances - Enerjaa Infra Pvt. Ltd.	0.36	0.36
Loans & Advances - Repono Greens Pvt. Ltd.	313.57	282.80
Total	**358.95**	**312.56**

(Rupees in Lakhs)

Note 19 - Other Current Assets

Particulars	As at 31st March 2026	As at 31st March 2025
Prepaid Expenses	15.65	9.88
TDS Receivable A.Y. 2025-26	2.25	112.78
TDS Receivable A.Y. 2026-27	195.16	-
GST ITC not in 2B	54.49	23.84
Advance to Suppliers	52.09	11.09
Advance Tax A.Y. 2026-27	100.00	-
Advance Tax A.Y. 2025-26	-	10.00
Other Miscellaneous Assets	-	-
Total	**419.63**	**167.60**

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Note No - 11 Property, Plant & Equipment's & Depreciation for the year ended 31/03/2026

As per Companies Act **(Rupees in Lakhs)**

F.Y. 2025-26		Gross Block				Accumulated Depreciation for the year				Net Block	
Property Plant and Equipment's and Intangible Assets	**Rate of Depreciation**	**Opening Balance as on 01.04.2025**	**Additions**	**Disposals**	**Balance as at 31.03.2026**	**Opening Balance as on 01.04.2025**	**Depreciation for the period**	**On disposals**	**Balance as at 31.03.2026**	**Balance as at 31.03.2026**	**Balance as at 31.03.2025**
Property Plant and Equipment's											
OFFICE EQUIPMENTS PLANT	45.07%	24.64	5.50	-	**30.14**	11.94	7.62	-	**19.56**	**10.57**	**12.70**
AND MACHINERY	18.10%	33.22	247.51	-	**280.73**	2.57	22.00	-	**24.57**	**256.17**	**30.66**
FURNITURE & FIXTURES	25.89%	51.91	594.02	-	**645.94**	27.48	11.15	-	**38.63**	**607.31**	**24.44**
COMPUTERS & PRINTERS	63.16%	25.17	3.73	-	**28.90**	17.61	5.39	-	**23.01**	**5.89**	**7.56**
MOTOR VEHICLES	31.23%	176.04	0.77	-	**176.81**	51.78	38.96	-	**90.73**	**86.07**	**124.26**
OFFICE PREMISES	4.87%	306.91	-	-	**306.91**	56.09	12.22	-	**68.31**	**238.60**	**250.82**
LAND	0.00%	114.63	-	-	**114.63**	-	-	-	**-**	**114.63**	**114.63**
LAND DEVELOPMENT WIP	0.00%	77.54	-	-	**77.54**	-	-	-	**-**	**77.54**	**77.54**
INTANGIBLE	25.89%	3.63	36.03	-	**39.65**	1.28	2.42	-	**3.70**	**35.95**	**2.35**
Total ....(i)		**813.69**	**887.55**	**-**	**1,701.25**	**168.75**	**99.76**	**-**	**268.51**	**1,432.74**	**644.95**
F.Y. 2024-25		**701.75**	**111.95**	**-**	**813.69**	**87.18**	**81.57**	**-**	**168.75**	**644.95**	**614.57**

During the year 25-26, the Company has purchased Wooden Pallets amounting to Rs. 5.35 Crores in Maharashtra, which have subsequently been transferred to the Gujarat Branch for operational/business use of the Company.
The management has represented that appropriate tax invoices/e-way bills and related statutory documentation for the aforesaid transfers have been maintained and recorded in the books of account.

As per Income Tax Act **(Rupees in Lakhs)**

F.Y. 2025-26		Gross Block				Accumulated Depreciation for the year				Net Block	
Property Plant and Equipment's and Intangible Assets	**Rate of Depreciation**	**Opening Balance as on 01.04.2025**	**Additions**	**Disposals**	**Balance as at 31.03.2026**	**Opening Balance as on 01.04.2025**	**Depreciation for the period**	**On disposals**	**Balance as at 31.03.2026**	**Balance as at 31.03.2026**	**Balance as at 31.03.2025**
Property Plant and Equipment's											
OFFICE EQUIPMENTS PLANT	15.00%	24.64	5.50	-	**30.14**	5.89	3.64	-	**9.52**	**20.61**	**18.75**
AND MACHINERY	15.00%	33.22	247.51	-	**280.73**	3.93	23.00	-	**26.93**	**253.81**	**29.30**
FURNITURE & FIXTURES	10.00%	51.91	594.02	-	**645.94**	14.74	33.44	-	**48.18**	**597.75**	**37.17**
COMPUTERS & PRINTERS	40.00%	25.17	3.73	-	**28.90**	15.92	4.64	-	**20.56**	**8.34**	**9.25**
MOTOR VEHICLES	15.00%	176.04	0.77	-	**176.81**	33.98	21.42	-	**55.41**	**121.40**	**142.05**
OFFICE PREMISES	10.00%	306.91	-	-	**306.91**	112.76	19.42	-	**132.17**	**174.74**	**194.16**
LAND	0.00%	114.63	-	-	**114.63**	-	-	-	**-**	**114.63**	**114.63**
LAND DEVELOPMENT WIP	0.00%	77.54	-	-	**77.54**	-	-	-	**-**	**77.54**	**77.54**
INTANGIBLE	15.00%	3.63	36.03	-	**39.65**	1.39	5.14	-	**6.53**	**33.12**	**2.23**
Total ....(i)		**813.69**	**887.55**	**-**	**1,701.25**	**188.61**	**110.70**	**-**	**299.31**	**1,401.94**	**625.09**
F.Y. 2024-25		**701.75**	**111.95**	**-**	**813.69**	**127.38**	**61.23**	**-**	**188.61**	**625.09**	**574.37**

-

Deferred Tax Calculation	**31/03/2026**	**Tax Rate**
Depreciation as per the Income Tax Act, 1961	110.70	25.00%
Depreciation as per the Companies Act, 2013	99.76	1.75%
Difference	10.94	26.75%
Corporate Tax Rate	27.82%	1.07%
Deferred Tax Asset / Liability (CY)	3.04	27.82%
Difference Due to change of Method	-	
Total Deferred Tax Asset / Liability	**3.04**	

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Note -8A Trade Payables: F.Y. 2025-26 (Rupees in Lakhs)

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) MSME	21.68	-	-	-	**21.68**
(b) Others	162.79	1.96	-	-	**164.75**
(C) Disputed Dues - MSME	-	-	-	-	**-**
(d) Disputed Dues - Others	-	-	-	-	**-**
Total	**184.47**	**1.96**	**-**	**-**	**186.43**

Trade Payables: F.Y. 2024-25 (Rupees in Lakhs)

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) MSME	47.24	-	-	-	**47.24**
(b) Others	88.46	-	-	-	**88.46**
(C) Disputed Dues - MSME	-	-	-	-	**-**
(d) Disputed Dues - Others	-	-	-	-	**-**
Total	**135.70**	**-**	**-**	**-**	**135.70**

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Note-16A **Trade Receivables: F.Y. 2025-26** (Rupees in Lakhs)

Particulars	Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) Undisputed Trade receivables – considered good	1,284.05	203.87	43.54	0.05	6.76	**1,538.27**
(b) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	**-**
(c) Disputed Trade Receivables considered good	-	-	-	-	-	**-**
(d) Disputed Trade Receivables considered doubtful	-	-	-	-	-	**-**
Less: Provisions for doubtful debts	-	-	-	-	-	**-**
Total	**1,284.05**	**203.87**	**43.54**	**0.05**	**6.76**	**1,538.27**

Trade Receivables: F.Y. 2024-25 (Rupees in Lakhs)

Particulars	Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) Undisputed Trade receivables – considered good	1,151.61	14.81	0.45	7.79	-	**1,174.67**
(b) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	**-**
(c) Disputed Trade Receivables considered good	-	-	-	-	-	**-**
(d) Disputed Trade Receivables considered doubtful	-	-	-	-	-	**-**
Less: Provisions for doubtful debts	-	-	-	-	-	**-**
Total	**1,151.61**	**14.81**	**0.45**	**7.79**	**-**	**1,174.67**

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Note 20 - Revenue from Operations		
O&M Services (Domestic)	5,671.68	4,881.66
Consultancy Services (Domestic)	645.00	-
Consultancy Services (Export)*	210.00	229.89
Total	**6,526.68**	**5,111.55**

During the year 2025-26, the Company has recognized material revenue from Design and Consultancy Services in addition to its regular revenue from Operations & Maintenance activities. The management has represented that such revenue has been recognized in accordance with the terms of the respective contracts and applicable accounting policies of the Company.

Export Revenue for the current financial year is net of reversal of revenue amounting to Rs. 1.17 Crores pertaining to export services recognized in earlier financial year(s), reversed during the year through issuance of credit note consequent to cancellation of the underlying export service contract with the overseas customer. The management has represented that the said reversal does not indicate any systemic weakness in the Company's revenue recognition process and internal controls.

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Note 21 - Other Income		
Rental Income	11.75	10.30
Interest on Fixed Deposit (FD)	71.13	5.71
Interest on Income Tax Refund	-	-
Interest Income on Loan Given	35.75	31.71
Creditors Written Off	0.01	0.14
Total	**118.64**	**47.87**
Note 22 - Cost of Revenue		
Cost of Direct Service Expense:		
Contract Charges	1,590.86	992.87
Logistic Charges	41.20	35.29
Consultancy Charges	48.05	40.88
Technical Charges	11.85	19.31
Equipment's Rental Expenses	687.63	596.51
Total	**2,379.60**	**1,684.86**
Note 23 - Purchase of Stock-in-Trade		
Consumable Purchases	86.85	58.22
Total	**86.85**	**58.22**

(Rupees in Lakhs)

Note 24 - Changes in Inventories

Consumable Material Inventory		
Opening balance	22.92	13.85
Less: Closing balance	29.79	22.92
Total	**(6.87)**	**(9.07)**

Note 25 - Employee Benefit Expenses

Salary, Wages & Bonus etc.	2,214.72	1,684.27
Directors Remuneration	120.00	120.00
Contribution to Provident & Other Funds	166.74	127.27
Staff Welfare Expenses	6.01	3.15
Provision for Gratuity	11.48	17.49
Gratuity paid	-	0.90
Total	**2,518.95**	**1,953.08**

Note 26 - Financial Costs

Interest Expense	54.46	37.14
Loan processing charges	37.28	5.28
BG Charges	6.46	15.11
Total	**98.20**	**57.53**

Note 27 - Depreciation & Amortisation Expenses

Depreciation	99.76	81.57
Total	**99.76**	**81.57**

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Notes on Standalone Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 28 - Other Expenses

Rent Expenses & Warehouse Charges	244.03	263.92
Travelling expenses	46.02	63.29
Professional Fees	45.27	41.49
Site Expenses	38.44	24.81
Repair & Maintenance	48.02	59.51
Insurance Expenses	23.58	26.13
Office Expenses	23.32	24.93
Food Expenses	16.68	15.55
Hotel Expenses	13.82	12.56
Business Development Expenses	3.77	15.72
Power & Fuel Charges	19.88	18.69
ROC Expenses	1.26	0.43
Telephone Expenses	1.14	0.45
Internet Charges	0.18	1.05
Advertisement Expenses	0.50	0.30
Testing & Investigation charges	0.65	-
Audit Fees	6.00	6.50
Commission & Brokerage	0.10	13.06
Printing & Stationery expenses	11.54	8.40
Exchange Difference	(10.20)	(0.02)
Office Supplies		
Courier Expenses	1.17	0.72
Profession Tax	0.03	0.05
Water Charges	0.20	-
Bank Charges	2.50	3.18
Conveyance	1.45	1.14
Donation	0.27	0.25
GST Penalty	-	2.72
Director Sitting Fees	2.40	0.60
CSR Expenses	9.25	5.72
GST Expenses	0.24	-
Interest on Late Payment	0.17	-
Total	**551.68**	**611.15**

Note 29 - Computation of Earnings Per Share as per AS 20

Particulars		As on 31st March 2026	As on 31st March 2025
Profit After Tax	(A)	6,58,13,899.35	5,10,03,738.27
Weighted Average Number of Shares **(Sub Note 1)**	(B)	93,19,804.93	75,00,000.00
Earnings per Share	(C)=(A)/(B)	7.06	6.80
Face Value per share		10.00	10.00

Sub-Note: Computation of Weighted Average Number of Shares

Date of Investment	Number of Days	Shares Issued	Wtd Avg. Shares
Number of shares at the beginning of the year	365	25,00,000.00	25,00,000.00
Bonus Shares	365	50,00,000.00	50,00,000.00
Shares Issued during the year	239	27,79,200.00	18,19,804.93
Cumulative Shares for FY 2025-26		**1,02,79,200.00**	**93,19,804.93**

Note 46- Ratio Analysis

(Rupees in Lakhs)

Ratios	Numerator Description	Denominator Description	Unit	FY 2025-26 Numerator	FY 2025-26 Denominator	FY 2025-26 Ratio	FY 2024-25 Numerator	FY 2024-25 Denominator	FY 2024-25 Ratio	Change	Explanation
Current Ratio	Total Current Assets	Total Current Liabilities	Times	2,350.02	1,530.57	1.54	1,683.58	1,068.24	1.58	-3%	Ratio has decreased on account of increase in Current Assets
Debt-Equity Ratio	Total Debt (Short Term + Long Term)	Total Equity	Times	912.52	4,459.55	0.20	613.36	1,412.81	0.43	-53%	Ratio has decreased on account of increase in Reserves
Debt-Service Coverage Ratio	Earnings for Debt service = Net profit after tax + non-cash operating expenses + interest + other non-cash adjustments+ Interest on debt debited in P&L	Debt service = Interest + Principal Repayment (Current debts only)	Times	1,015.35	98.20	10.34	779.61	57.53	13.55	-24%	Ratio has decreased on account of increase in Interest Expenses
Inventory Turnover Ratio	Cost of Sales	Average Inventory	Times	2,459.58	26.36	93.31	1,734.00	18.39	94.31	-1%	NA
Trade Receivable Turnover Ratio	Revenue From Operations	Average Trade Receivable	Times	6,526.68	1,356.47	4.81	5,111.55	920.53	5.55	-13%	NA
Trade Payable Turnover Ratio	Total Purchases	Average Trade Payable	Times	2,379.60	161.06	14.77	1,684.86	167.46	10.06	47%	Ratio has increased on account of of increase in total Purchases
Net Capital Turnover Ratio	Revenue From Operations	Average Working Capital (i.e. Total current assets less Total Current Liabilities)	Times	6,526.68	717.39	9.10	5,111.55	484.86	10.54	-14%	Ratio has decreased on account of increase in Current Assets
Net Profit Ratio	Profit after Tax	Revenue From Operations	Percentage	658.14	6,526.68	10.08%	510.04	5,111.55	9.98%	1%	Ratio has increased on account of of increase in Revenue from Operation
Return On Capital Employed	Earnings before interest and taxes (EBIT)	Average capital Employed Capital Employed = Net Worth - Deferred Tax Liabilities + Total Debt	Percentage	1,015.35	5,364.32	18.93%	779.61	2,021.47	38.57%	-51%	Ratio has decreased on account of increase in Capital employed
Return on Investment	Income Generated from Investment Funds	Total Assets	Percentage	NA	NA	NA	NA	NA	NA	NA	NA
Return on Equity Ratio	Profit for the year less preference dividend (if any)	Average Shareholder's Equity (i.e. ESC+Reserves & Surplus)	Percentage	658.14	2,936.18	22.41%	510.04	1,157.79	44.05%	-49%	Ratio has decreased on account of increase in PAT

For the year ended 31st March 2026

Notes forming part of the Standalone Financial Statements

A. NOTES TO ACCOUNTS:

Additional Information pursuant to the provisions of the Companies Act, 2013

29. Disclosure as per AS-20 Earnings Per Share:

i) Basic and Diluted Earnings per Share (₹)

Particulars	**March 31, 2026**	**March 31, 2025**
Basic Earnings per share **(A)/(B)**	7.06	6.80
Nominal Value of Shares (₹)	10	10

Note: *Since no Additional Capital Infusion has been made during the reporting period, the Diluted Earnings per Share shall be same as Basic Earnings per Share*

ii) Profit attributable to equity shareholders (used as Numerator) (Amt. in Lakhs)

Particulars	**March 31, 2026**	**March 31, 2025**
Profits Before Tax	917.15	722.08
Less: Current Tax	243.95	213.15
Less: Tax relating to prior years	12.02	4.54
Less: MAT credit utilization	-	-
Less: Deferred Tax Liability/(Credit)	3.04	(5.66)
Profits after Tax /Profits attributable to Equity Holders (A)	**658.14**	**510.04**

iii) Weighted average number of equity shares (used as denominator) (Nos. in Lakhs)

Particulars	**For the year ended 31st March 2026**	**For the year ended 31st March 2025**
Opening Balance	75.00	25.00
Add: Shares Subscribed by the Subscribers to the Memorandum of Association	-	-
Add: Shares Issued during the year (Bonus)	-	50.00
Add: Shares Issued during the year (IPO)	27.79	-
Less: Shares bought back during the year	-	-
Any other movement	-	-

Weighted average number of equity shares for Basic and Diluted EPS [B]	**93.20**	**75.00**

30. Directors Remuneration: **(Amount in Lakhs)**

Particulars	**Year ended March 31, 2026**	**Year ended March 31, 2025**
Mr. Sankalpa Bhattacherjee	60.00	60.00
Mr. Dibyendu Deepak	60.00	60.00

31. Auditors Remuneration: **(Amount in Lakhs)**

Particulars	**Year ended March 31, 2026**	**Year ended March 31, 2025**
Audit Fees	6.00	6.00

*The above amount mentioned is exclusive of applicable taxes (GST)

32. Deferred Tax: **(Amount in Lakhs)**

	F.Y. 2025-26	**F.Y. 2024-25**
Particulars	**Amount**	**Amount**
Current years Provision 1. Timing Difference on depreciation (Profit & Loss Approach) Depreciation as per Income Tax Act Depreciation as per Companies Act	 110.70 99.76	 61.23 81.57
Timing Difference (DTL)	10.94	(20.34)
Deferred tax charge/(credit) to profit and loss @ 27.82%	3.04	(5.66)
Opening Balance of Deferred Tax Liability	4.70	10.36
Closing balance of Deferred Tax Liability	7.75	4.70

33. Dues to Small Scale, Micro & Medium Enterprises:

The Company has obtained confirmations from suppliers and service providers in who have registered themselves under the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the company, the balance due to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006 is **₹ 21.68 (Lakhs**)'.

(i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year: **(Amount in Lakhs)**

Sr. No.	**Particulars**	**2025-26**	**2024-25**

1	Principal Amount remaining Unpaid	21.68	47.24
2	Interest Due and remained unpaid thereon	NIL	NIL

a. The amount of interest paid by the company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year is –Rs. NIL

b. The amount of interest due and payable for the period of delay in making payment (where principal has been paid but Interest under MSMED Act 2006 not paid is –Rs. NIL

c. The amount of interest accrued and remaining unpaid at the end of each accounting year is- Rs. NIL

d. The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006 is – Rs. NIL

The above information is given to the extent available with the company.

There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2026. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company and has been relied upon by the statutory auditors of the Company.

34. Rate of Depreciation

Reference has been invited Note 11 of the Standalone Financials. The notes contain the details of the Property Plant and Equipments. All the assets have been depreciated as per the useful life mentioned under Schedule II of the Companies Act, 2013.

35. Related Party Disclosures

i. List of Related parties:

a. Key Managerial Persons

	Name of the KMP	**Nature of Relationship**
a)	Mr. Sankalpa Bhattacherjee	Director
b)	Mr. Dibyendu Deepak	Director

b. Relatives of Key Managerial Persons

	Name of the Relatives of KMP	**Nature of Relationship**
a)	Mrs. Sanghamitra Bhattacherjee	Relatives of KMP

c. Enterprises that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries);

Name of the Entity	**Nature of Relationship**
Eway Consultancy Services LLP	Entity in which the directors are substantially interested

Enerjaa Infra Pvt. Ltd.	Entity in which the directors are substantially interested
Repono Terminal Pvt. Ltd.	Subsidiary Company
Repono Green Pvt. Ltd.	Entity in which the directors are substantially interested

ii. Summary of Related Party Transactions during the year

The Company has identified the following related party transactions as per Accounting Standard 18 issued by Institute of Chartered Accountants of India.

(Amount in Lakhs)

Sr. No.	Name	Relationship	Nature of Transaction	March 31, 2026	March 31, 2025
1	Mr. Sankalpa Bhattacherjee	Director	Director's Remuneration	60.00	60.00
			Loan From Director (Closing Balance)	-	34.50
2	Mr. Dibyendu Deepak	Director	Director's Remuneration	60.00	60.00
			Loan From Director (Closing Balance)	-	14.00
3	Mrs. Sanghmitra Bhattacherjee	Relatives of KMP	Rent Paid	4.94	2.40
4	Eway Consultancy Services LLP	Sister Concern	Loan taken (Closing Balance)	-	-
5	Enerjaa Infra Pvt. Ltd.	Sister Concern	Loan given (Closing Balance)	0.36	0.36
6	Repono Terminal Pvt. Ltd.	Subsidiary Company	Loan given (Closing Balance)	309.95	-
7	Repono Green Pvt. Ltd.	Sister Concern	Loan given (Closing Balance)	313.57	282.80
			Interest Received	33.96	29.93

Notes:

i) Related parties have been identified by the management and relied upon by the auditors.

ii) No amount has been provided for / written off / written back, pertaining to related parties.

iii) The abovementioned amounts are excluding GST (at applicable rates)

36. Contingent Liabilities & Commitments:

Sr. No.	Particulars	Amount in Lakhs
A	**Contingent Liabilities to the extent not provided for**	
1	**Government Taxes under Appeal**	
	GST*	24.60

2	**Guarantees**	
	Bank Guarantees are provided under Contractual legal obligation	484.25
B	**Capital Commitments**	Nil
	* During the previous year company has received an order DRC-07 on account of disallowances of ITC for F.Y.2018-19, against the company has filed the Appeal in ADT-01.	

37. The Outstanding balances as at 31st March, 2026 in respect of certain Sundry Debtors, Creditors, Loans & advances and Deposits are subject to confirmation from respective parties and consequential reconciliation / adjustments arising there from, if any.

38. All current assets, loans & advances and other receivables are approximately of the value stated if realized in the ordinary course of business.

39. All figures have been rounded off to the nearest Lakhs (up to two decimal) except when indicated otherwise.

40. Information pursuant to para 5(viii)(a) of general instructions for preparation of statement of profit and loss

Value of exports of Services: ₹ 210.00 Lakhs.

41. Information pursuant to para 5(viii)(b) of general instructions for preparation of statement of profit and loss

Expenditure in foreign currency: ₹ 13.66 Lakhs.

42. There are no litigations filed by the Company and against the company.

43. The Company has not entered into any long-term contracts including derivative contracts.

44. The Company is not required to transfer any amount to the Investor Education and Protection Fund under section 205C of the Companies Act, 1956 and Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001.

45: Other Notes:

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

(iii) "The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) 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
(b) provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries"

(iv) "The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."

(v) The Company has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) & the Companies Act, 2013, to the extent applicable. The aforesaid transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

(vi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), as there was no such act on company.

A. ADDITIONAL REGULATORY DISCLOSURES:

<table>
<tr><th>Sr. No</th><th>Particulars</th><th>Response</th></tr>
<tr><td>1</td><td>Title deeds of Immovable Properties not held in name of the Company</td><td>The company has satisfactory ownership of immovable properties and all the title deeds are held in the name of the company</td></tr>
<tr><td>2</td><td>Details of Revaluation of its Property, Plant and Equipment (including Right-of-Use Assets), the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017</td><td>The company has not revalued any of it's assets (including Right to use Assets) during the reporting period</td></tr>
<tr><td>3</td><td>Details of Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (As per Note No.18)</td><td>(a) Repayable on Demand:

(b) Without specifying any terms or period of repayment:
<table><tr><th>Type of Borrower</th><th>Amount of loan or advance in the nature of loan outstanding</th><th>Percentage of the total Loans and advances in the nature of loans</th></tr><tr><td>Promoter
Directors
KMPs
Related parties</td><td>NA</td><td>NA</td></tr></table></td></tr>
<tr><td>4</td><td>Disclosure with respect to Capital Work in Progress and Intangible Assets under Development</td><td>The Company holds no Capital Work in Progress (either in the nature of Projects in Progress or Temporarily Suspended) as on the Balance Sheet date or Intangible Assets which are</td></tr>
</table>

		under Development *(who's completion is overdue or exceeded its cost compared to the original plan)* in its books of accounts as on the reporting period.
5	Disclosure w.r.t borrowings from banks or financial institutions on the basis of security of current assets	The Company has a Cash Credit from ICICI bank which has been hypothecated against the Office Premises, Stock in trade and book debts and Personal Guarantees of Directors
6	The Company hereby wishes to state that the company has maintained a positive Credibility and has not defaulted on payment of any loans/ instalments/ interest (by whatever name called) for the reporting period ending on 31st March 2026. The company doesn't fall within the category of "Willful Defaulters" by any banks or Financial Institutions	
7	The company wishes to inform that based on the review of the records and information: a. Neither there have been no transactions with any Struck off Company u/s 248 or 256 of the companies act. b. Nor there have been any repayments / recoveries towards the balances brought forward from the parties who have filed for Strike off	
8	A charge has been created on the Company's Book debts, Inventory (in future), Fixed Assets and other assets available on the Balance sheet as on the date of Audit and even future assets. The company has complied with all the requirements of registration of this charge and modification as and when required.	
9	There have been no violations of the provisions of Section 2(87) of The Companies Act, 2013 read with Companies (Restriction on Number of Layers), 2017.	
10	The company has not entered into any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 as on the Balance sheet date	

As per our report on Even Date
For V S Bapna & Associates
Chartered Accountants
Firm Regn. No. 131079W

For and on behalf of Board of Directors

CA Virendra Bapna
(Proprietor)
M. No. 405027
UDIN: 26405027IYMDCL1060

Sankalp Bhattacherjee
(Director)
DIN: 07557348

Dibyendu Deepak
(Managing Director)
DIN: 06484282

Place: Navi Mumbai
Date: 23/05/2026

INDEPENDENT AUDITORS' REPORT

To the Members of
REPONO LIMITED

Report on the Audit of the Consolidated Financial Statements for FY 2025-26

Opinion

We have audited the accompanying Consolidated financial statements of **M/s Repono Limited** (Formerly known as Repono Private Limited) **(**CIN: L74999MH2017PLC90217) (hereinafter referred to as the **"Holding Company")** and its subsidiaries (Holding Company and its subsidiaries together referred to as **"the Group"**) and its associates which comprise the consolidated Balance Sheet as at 31st March 2026, and the consolidated Statement of Profit and Loss and the consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated 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 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 accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31st March 2026, and its consolidated profits and 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 Act. 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 the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Act 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.

Key Audit Matters

We have determined the following area to be a key audit matter to be communicated in our report. The matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon.

The Holding Company has written off certain export receivables during the year for INR 1.17 crores. This amount represents outstanding dues relating to export services rendered in the previous financial period. We identified this transaction as a key audit matter due to management's self-assessment regarding non recoverability of export receivables and regulatory risks. Our procedures included examination of export documentation, credit approvals, assessment of recovery efforts by management and evaluation of management's assumptions.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Director's report but does not include the financial statements and the 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, 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 for Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the state of affairs, profit/loss of the Group 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 Group 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 consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective management and Board of Directors 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 Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also 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 Act, we are also responsible for expressing an opinion on whether the company has adequate internal financial controls system with reference to consolidated financial statements 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 associates and jointly controlled entities 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 consolidated 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.

Other Matters

a) The Statement include the audited results of 1 subsidiary, whose financial statements / information reflects total assets (before consolidation adjustments) of INR 316.61 lakhs as at 31st March, 2026, total revenues (before consolidation adjustments) of INR zero, net profit/(loss) (before consolidation adjustments) of INR 0.31 lakhs and net cash inflows (net) (before consolidation adjustments) amounting to INR 8.41 lakhs for the year ended on that date, as considered in the consolidated financial statements.

These financial statements / financial information 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 these subsidiaries, jointly controlled entities and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associates, is based solely on the reports of the other auditors.

Our opinion on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the report of other auditors.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

3. 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 Group so far as it appears from the examination of those books;

(c) The consolidated financial statements dealt with by this Report are in agreement with the books of accounts. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(d) 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.

(e) with respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**; and

(f) Based on our audit and as per the information and explanations given to us, the remuneration paid / provided by the Group to its directors is in accordance with the provisions of Section 197 read with Schedule V of the Act.

(g) 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:

a) The Group does not have any pending litigations which would impact its financial position except an order of GST of Holding Company – DRC-07 under appeal for the amount of Rs.24.60 Lakhs (Tax–Rs.22.37 Lakhs & Penalty–Rs.2.24 Lakhs) for F.Y. 2018-19 under dispute.

b) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

d) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person or entity, including foreign entity ("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 Group ("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, no funds (which are material either individually or in the aggregate) have been received by the Group from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group 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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e) The Holding Group did not declare any dividend during the year.

f) Based on our examination, which included test checks, the Group has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has been in operation throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

CA Virendra Bapna
Membership No.: 405027
UDIN: 26405027IYMDCL1060

Date:23.05.2026
Place: Navi Mumbai

Annexure-A to the Auditor's Report

The Annexure referred to in Independent Auditors' Report to the members of **M/s Repono Limited** ("the Holding Company"), on the Consolidated financial statements for the year ended 31st March, 2026, we report that:

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

(i)

(g) The Group has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(h) The Group has maintained proper records showing full particulars of intangible assets as reflected in books.

(i) As explained to us, the Property, plant and equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies are noticed on such physical verification.

(j) According to the information and explanations given to us and on the basis of our examination of the records of the Group, the title deeds of immovable properties included in property, plant and equipment are held in the name of the respective Company. In respect of immovable properties taken on lease and disclosed as right-of-use-assets in the Consolidated financial statements, the lease agreements are in the name of the respective Company.

(k) The Group has not revalued its property, plant and equipment or intangible assets during the period ended 31st March, 2026.

(l) There are no proceedings initiated or are pending against the Group for holding any benami property under the Prohibition of Benami Property Act, 1988 and rules made thereunder.

(ii) (a) As explained to us, the inventories are physically verified during the year by the Management at reasonable intervals and no material discrepancies are noticed on such physical verification.

(b) According to information and explanation given to us, the Holding Company has been sanctioned working capital limits in excess of Rs. 5 Crores, in aggregate, from banks on the basis of security of current assets. The returns or statements filed by the holding company with financial institutions or banks in agreement with the books of accounts of the holding company.

(iii) (a) The Holding Company has one wholly owned subsidiary and granted advances in the nature of loans to its wholly owned subsidiary and other parties (advances to employees). The aggregate amount during the year and the balance outstanding at the balance sheet date with respect to such investment and loans and advances in the nature of loans to other parties are as per the table given below:

Particulars	Loan (INR in Lakhs)	Investment (INR in Lakh)
Aggregate amount provided during the year		
Subsidiary	310.07	0.0999
Others		
Balance outstanding as at balance sheet date in respect of above cases		
Subsidiary	309.95	0.0999
Others		

(b) In respect of the aforesaid investment and loan, the terms and conditions under which such loan was granted/investment was made are not prejudicial to the Company's interest.

(c) In respect of the aforesaid loan, the schedule of repayment of principal and payment of interest are not applicable.

(d) The loans granted during the year, including to related parties had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand. There were no loans which were granted to promoters during the year.

(iv) In our opinion and according to the information and explanation given to us, the Group have not entered into any transaction covered under section 185 of the Act. Further, based on the information and explanation given to us, the Group has complied with the provision of Section 186 of the Act in respect of granting loans, making investments and providing guarantees and securities.

(v) According to information and explanations given to us, the Group has not accepted any deposit from the public therefore the question of complying with the provisions of sections 73 to 76 of the Act and rules framed there under does not arise.

(vi) We have broadly reviewed the records maintained by the Group pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, related to the manufacturing activities, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) According to the information and explanations given to us, in respect of statutory dues: -

(c) According to the records of the Group, undisputed statutory dues including Provident Fund, Investors Education and Protection Fund, Employees' State Insurance, Income-Tax, Customs Duty, Excise Duty, Cess and other material Statutory Dues, to the extent applicable in the case of the company, have been generally regularly deposited with the appropriate authorities except slight delay in Advance Income Tax. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at the last day of the year for a period of more than six months from the date of becoming payable.

(d) There are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Group on account of disputes, other than the following disputes:

- GST demand of Holding Company of Rs.24.60 Lakhs (Tax–Rs.22.37 Lakhs & Penalty–Rs.2.24 Lakhs) for F.Y. 2018-19 for which appeal has been filed.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessment under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) In our opinion and on the basis of information and explanations given to us and based on our examination of the books of account of the Group:

(a) During the year, the Group has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender;

(b) The Group has not been declared willful defaulter by any bank or financial institution or any other lenders;

(c) According to the information and explanations given to us, term loans availed by the Group were applied for the purposes for which the loans were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Consolidated financial statements of the Group, We report that no funds raised on short term basis have been used for long term purposes by the Group;

(e) The Group has not taken any funds from any entity or person on account of or to meet obligation of its Associate.

(f) The Holding Company has not raised loans during the year on the pledge of securities held in its Associate or subsidiary company. The Company does not have any joint venture.

(x) (a) In our opinion and according to the information and explanations given to us, the Holding Company has raised money by way of initial public offer during the financial year, its utilised the money for the purposes for which they were raised as per below table.

Particulars	Projected Utilization as mentioned in RHP	Expensed	FDR with Bank	Unutilised Bank Balance
Funding Capital Expenditure towards Purchase of Forklift, Hand Pallet Trolley, Reach stacker	724.100	246.800	477.300	-
Funding of capital expenditure requirements of our Company towards set up of Warehouse packing System	160.480	-	160.480	-

Funding towards the Development of Software for Warehouse Management	105.020	35.400	69.620	-
Funding the Working Capital requirements of our Company	1,011.432	53.482	957.950	-
General Corporate Purposes	667.000	667.00	-	-
Total	**2,668.032**	**1002.682**	**1665.350**	-

(Rupees in Lakhs)

(b) The Group has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally) during the year and accordingly, reporting under paragraph 3(x)(b) of the Order is not applicable.

(xi) (a) No fraud by the Group or on the Group by its officers or employees has been noticed or reported during the period covered under audit.

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

(c) According to the information and explanation given to us and based on our examination of the books of account of the Group, no whistleblower complaints have been received during the year by the Group. Accordingly reporting under paragraph xi(c) of the order is not applicable.

(xii) The Group is not a Nidhi Company. Accordingly, provision of clause 3(xii) (a, b & c) of the Order is not applicable.

(xiii) In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the consolidated financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanation given to us, the Holding Company is required to have an internal audit system under Section 138 of the Act and consequently, they have appointed M/s SDA & Associates Chartered Accountants, as an internal auditor for the F.Y. 2025-26.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Group has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Group.

(xvi) According to the information and explanation given to us and based on our examination of the books and records of the Group:

(a) The Holding Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934;

(b) The Group has not conducted any non-banking financial or housing finance activities during the year;

(c) The Holding Company is not a Core Investment Company (hereinafter referred to as "CIC") as defined in the Core Investment Companies (Directions), 2016, as amended from time to time, issued by the Reserve Bank of India and hence, reporting under paragraph 3(xvi)(c) of the Order is not applicable; and

(d) In our opinion and based on the representation received from the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly, reporting under paragraph 3(xvi)(d) of the Order is not applicable.

(xvii) Based on the examination of the books of accounts, we report that the Holding Company has not incurred cash losses in the current financial year covered under our audit or in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year of Holding Company, Accordingly, clause 3(XViii) of the Order is not applicable.

(xix) According to the information and explanations given to us and based on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying Consolidated financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Group are not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Group. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Group as and when they fall due.

(xx) According to the information and explanations provided to us, the Holding Company does not have any unspent amounts towards Corporate Social responsibility in respect of any ongoing or other than ongoing project at the end of the financial year.

(xxi) There have not been any 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 **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

CA Virendra Bapna
Membership No.: 405027
UDIN: 26405027IYMDCL1060
Date:23.05.2026
Place: Navi Mumbai

Annexure - B to the Auditors' Report

(Point 6(d) of e-Auditor's report)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph 2(f) under "Report on other Legal and Regulatory Requirements" Section of our report of even date)

We have audited the internal financial controls over financial reporting of **M/s Repono Limited** ("the Holding Company") as of 31st March 2026 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

In our opinion, the Group have, in all material respect, adequate internal financial control with reference to consolidated financial statement and such internal financial controls were operating effectively as at 31st March 2026 based on the internal financial control with reference to consolidated financial statement criteria established by the company considering the essential components of internal control stated in the Guidance Notes on Audit of Internal financial Controls Over Financial Reporting issued by The Institute of Chartered Accountant of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The respective Company's management are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls with reference to consolidated financial statement based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

<u>Meaning of Internal Financial Controls Over Financial Reporting</u>

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 consolidated 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: -

(4) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the respective company;

(5) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the respective companies are being made only in accordance with authorizations of management and directors of the respective companies; and

(6) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the respective company's assets that could have a material effect on the consolidated 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.

For **V S Bapna & Associates**
Chartered Accountants
Registration No.:131079W

CA Virendra Bapna
Membership No.: 405027
UDIN: 26405027IYMDCL1060

Date:23.05.2026
Place: Navi Mumbai

For the year ended 31st March 2026

Notes forming part of the Consolidated Financial Statements

Note: - 1 Company Information and Significant Accounting Policies

D. Reporting Entity

Repono Limited *(hereinafter referred to as the "**Holding Company**")* having CIN: L74999MH2017PLC290217 is a Public Limited Company incorporated on 6th February 2017 having registered office at S-Wing, 3rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Thane, MH 400703 IN. The Consolidated Financial Statements comprise the financial statements of Repono Limited and its subsidiaries (together referred to as "the Group")

The Holding Company is primarily engaged in providing services across the oil and gas value chain. Its operations include the operation and maintenance (O&M) of crude oil terminal facilities for a government-owned enterprise in the oil sector, handling and management of petroleum products such as petrol, diesel, aviation turbine fuel (ATF), and ethanol for one of India's leading crude oil and natural gas producers, and operation of off-site terminal facilities for public sector enterprises. The Holding Company is also engaged in the operation and maintenance of petrochemical warehousing facilities. Its customer base includes crude oil and natural gas companies, public sector enterprises, and other industry participants.

Pursuant to resolution passed at their Board Meeting held on 02/07/2024, Holding company was converted from a Private Limited Company to Public Limited Company and consequently, the name of the Company was changed to Repono Limited and a Fresh Certificate of Incorporation consequent to Conversion was issued on 23/09/2024 by the Registrar of Companies, Mumbai.

The audited consolidated financial statements as reviewed by the Audit Committee, have been approved by Board of Directors at its meeting held on 23/05/2026.

E. Basis of Preparation:

5. **Statement of Compliance:**
   The Consolidated financial statements of the Group have been on a going concern basis following the accrual system of accounting and comply with the Accounting Standards notified under section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules 2014.

6. **Basis of Measurement:**
   The Consolidated Financial statements have been prepared on Historic Cost basis. Historical cost is the amount of cash or Cash equivalence paid or the fair value of consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange of obligation, or at the amounts of the cash or cash equivalent expected to be paid to satisfy the liability in normal course of business. 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.

7. **Functional and Presentation Currency:**
   The Consolidated Financial statements are presented in Indian Rupee (₹) which is the Group's functional currency. All the financial information presented in (₹) has been rounded off to the nearest lakhs (up to two decimal) except when indicated otherwise.

8. **Current and Non-Current classification:**
   The Group presents the assets and liabilities in the balance sheet based on the Current and Non-Current classification.

   An Assets is classified as current when it is:
   - Expected to be realized or intended to be sold or consumed in normal operating cycle;
   - Held primarily for the purpose of trading
   - Expected to be realized within twelve months after reporting period; or
   - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

   All Other assets are classified as Non-Current Asset

   A liability is classified as current when:
   - It is expected to be settled in normal operating cycle;
   - It is held primarily for the purpose of trading;
   - It is due to be settled within twelve months after the reporting period; or
   - There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

   All other liabilities are classified as non-current.

   Deferred Tax Asset/ Liabilities are classified as Non-Current

Assets and liabilities are classified between current and non-current considering 12 months period as normal operating cycle.

F. SIGNIFICANT ACCOUNTING POLICIES:

A summary of significant accounting policies applied in preparation of Consolidated Financial Statements are given below. These accounting policies have been applied consistently to all periods presented in the Consolidated Financial Statements.

14. Property, Plant Equipment and Intangible Assets:

14.1. Initial recognition & Measurement:

An item of property, plant and equipment is recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Items of property, plant and equipment are initially recognized at cost. Cost comprises purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and the present value of initial estimate of cost of dismantling, removal and restoration.

Subsequent measurement is done at cost less accumulated depreciation/amortization and accumulated impairment losses.

When parts of an item of property, plant and equipment that are significant in value and have different useful lives as compared to the main asset they are recognized separately.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized. Other spare parts are carried as inventory and recognized in the statement of profit and loss on consumption.

The acquisition or construction of some items of property, plant and equipment although not directly increasing the future economic benefits of any particular existing item of property, plant and equipment, may be necessary for the Group to obtain future economic benefits from its other assets. Such items are recognized as property, plant and equipment.

14.2. Subsequent Cost:

Subsequent expenditure is recognized in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss as and when incurred.

14.3. Depreciation and Amortization:

Depreciation on Property, Plant & Equipment is provided using the Written Down Value (WDV) method. The Group depreciates its Property, Plant & Equipment over the useful life in the manner prescribed in schedule II of the Companies Act 2013.

Depreciation on the Fixed Assets added/disposed off/discarded during the year is provided on pro rata basis with reference to the month of addition/disposal/discarding.

14.4. Intangible Assets:

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group and the cost of the asset can be measured reliably.

Intangible assets that are acquired by the Group, which have finite useful lives, are recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses.

Cost comprises purchase price including import duties, non -refundable taxes after deducting trade discounts and rebates and any directly attributable expenses of preparing the asset for its intended use.

Expenditure on development activities is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to & has sufficient resources to complete development and to use or sell the asset.

Expenditure incurred which are eligible for capitalizations under intangible assets are carried as intangible assets under development till they are ready for their intended use.

15. Revenue Recognition:

The Group recognizes revenue when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

Reimbursement (for expenses incurred during the course of provisions of services) are recognized as income depending upon the terms and conditions of the Service Contracts and Mandates.

Revenue from Other income: Interest income is recognized, when no significant uncertainty as to measurability or collectability exist, on a time proportion basis taking into account the amount outstanding and the applicable interest rate. The interest/overdue trade receivables for shall be recognized when no significant uncertainty as to measurability or collectability exists.

16. Employee Benefits:

16.1. Defined Contribution Plan

A Defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in statement of profit and loss in the period during which services are rendered by employees. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available. Contributions to a defined contribution plan that are due after more than 12 months after the end of the period in which the employees render the service are discounted to their present value.

16.2. Defined Benefit Plan:

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's liability towards gratuity, pension scheme are in the nature of defined benefit plans.

16.3. Short Term Benefits:

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

17. Impairment of Assets:

At each Balance Sheet date where there is any indication that any asset including goodwill may be impaired, the carrying value of such asset is reduced to its recoverable amount and the amount of such impairment loss is charged to profit and loss account. If at the Balance Sheet date, there is any indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to that effect.

18. Accounting for Taxes on Income:

Income tax expenses comprises of Current Income Tax. Current tax expense is recognized in statement of profit and loss except to the extent that it relates to items recognized directly to the Current Period's taxable Income.

18.1. Current Taxes:

Current tax is the expected tax payable on the taxable income for the year computed as per the provisions of Income Tax Act, 1961, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

18.2. Deferred Tax

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the consolidated financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted at the balance sheet date. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in the period that includes the enactment date.

Deferred tax liability is accounted for by computing the tax effect of timing difference, being the difference between taxable income due to difference in depreciation amount as per books and as per Income Tax Act, 1961 and are recognized when there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which the deferred tax liability can be reversed in subsequent period.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future, however, where there is unabsorbed depreciation or carried forward losses under taxation laws, deferred tax assets are recognized only if there is virtual certainty, supported by convincing evidence of recognition of such assets. Deferred tax assets are reassessed for the appropriateness of their respective carrying values at each Balance Sheet date.

19. Earnings per Share:

The basic earnings per equity share are computed by dividing the net profit attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the reporting period.

The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares, which may be issued on the conversion of all dilutive potential shares, unless the results would be anti dilutive.

20. Cash and Cash Equivalence:

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

21. Net Profit & Loss for the Period, Prior Period Items & Changes in Accounting Policies:

21.1. Net Profit & Loss for the Period: All items of income and expense which are recognized in a period are included in the determination of net profit or loss for the period unless an Accounting Standard requires or permits otherwise.

21.2. Prior period items: Prior period items are income or expenses which arise in the current period as a result of errors or omissions in the preparation of the consolidated financial statements of one or more prior periods. The nature and amount of prior period items should be separately disclosed in the statement of profit and loss in a manner that their impact on the current profit or loss can be perceived.

21.3. Changes In Accounting Estimates: An estimate may have to be revised if changes occur in the circumstances based on which the estimate was made, or as a result of new information, more experience or subsequent developments. The revision of the estimate, by its nature, does not bring the adjustment within the definitions of an extraordinary item or a prior period item.

22. Inventories:

Inventories are measured at lower of cost and net realizable value (NRV) after providing for obsolescence, if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. The Cost of Work in Progress and Finished Goods is determined on absorption costing methods.

23. Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other finance gains / losses are presented in the statement of profit and loss on a net basis.

In case of an asset, expense or income where a monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognized. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

24. Provisions & Contingencies:

The Group creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources embodying economic benefits and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

25. Borrowing Costs:

Borrowing costs are recognized in Statement of Profit and Loss using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under constructions.

The actual borrowing costs incurred during the period up to the issuance of the temporary occupation permit less any investment income on temporary investment of these borrowings, are capitalized in the cost of the property under development. Borrowing costs on general borrowings are capitalized by applying a capitalization rate to construction or development expenditures that are financed by general borrowings.

26. Use of Estimates and Management Judgements:

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, revenue expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date.

The estimates and management's judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the consolidated financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is as under:

26.1. Formulation of accounting policies: The accounting policies are formulated in a manner that results in consolidated financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

26.2. Defined benefit plans and long-term employee benefits: Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Group considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

26.3. Provisions and contingencies: The assessments undertaken in recognizing provisions and contingencies have been made in accordance with AS -29 'Provisions, contingent liabilities and contingent assets'. The evaluation of the likelihood of the contingent events require best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

26.4. Income taxes: Significant estimates are involved in determining the provision for current and deferred tax, including amount expected to be paid/recovered for uncertain tax positions.

For and on behalf of Board of Directors of
Repono Limited

Sankalpa Bhattacherjee	**Dibyendu Deepak**
Director	Managing Director
(DIN- 07557348)	**(DIN-06484282)**

REPONO LIMITED

(Formerly known as Repono Private Limited) CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India, 400703

Consolidated Balance Sheet as on 31st March 2026

Particulars	Note No.	As on 31st March 2026
EQUITY AND LIABILITIES		
(1) Shareholder's Fund		
a) Share Capital	**2**	1,027.9
b) Reserve & Surplus	**3**	2
c) Money received against share warrants		3,486.71
		4,514.63
(2) Non-Current Liabilities		
a) Long-term borrowings	**4**	43.05
b) Deferred tax liabilities (Net)	**5**	7.75
c) Other Long-term liabilities		-
d) Long-term provisions	**6**	41.4
e) Minority Interest	**7**	2
		(55.95)
(3) Current Liabilities		
a) Short-term borrowings	**8**	
b) Trade payables	**9**	870.37
c) Other current liabilities	**10**	190.29
d) Short-term provisions	**11**	227.90
		1,574.28
Total		**6,088.91**
ASSETS		
1) Non-Current Assets		
a) (i) Property Plant and Equipment	**12**	1,319.25
(ii) Intangible assets		35.95
(iii) Capital work in progress		378.90
b) Non-current investments		-
c) Deferred tax Assets (Net)	**5**	-
d) Long-term loans and advances		-
e) Other non-current assets	**13**	1,989.5
		3,723.64
(2) Current Assets		
a) Current Investments		-
b) Inventories	**14**	29.7
c) Trade Receivables	**15**	9
d) Cash and Cash Equivalents	**16**	1,538.27
e) Short term Loans & Advances	**17**	12.62
f) Other current assets	**18**	359.86
		2,365.27
Total		**6,088.91**

The above-mentioned notes attached form part of Financials 1-45

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
Chartered Accountants
Firm's Regn. No :131079W

For and on behalf of Board of Directors of M/s. Repono Limited

CA Virendra Bapna
(Proprietor)
Membership No. 405027
Place: Navi Mumbai
Date: 23/05/2026 UDIN:

CS Jinesh Mistry
(CS)

Manoj Kumar Pandey
(CFO)

Sankalpa Bhattacherjee
(Director)
DIN : 07557348

Dibyendu Deepak
(Managing Director)
DIN : 06484282

REPONO LIMITED

(Formerly known as Repono Private Limited) CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India, 400703

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

Particulars	Note No.	For the year ended 31st March 2026
A CONTINUING OPERATIONS		
I. Revenue from Operations	**19**	6,526.68
II. Other Income	**20**	118.64
III. Total Income (I + II)		**6,645.32**
IV. Expenses:		
(a) Cost Of Revenue	**21**	2,379.60
(b) Purchases of Stock-in-Trade	**22**	86.85
(c) Changes in inventories of finished goods WIP & Stock-in-Trade	**23**	(6.87)
(e) Employee benefits expense	**24**	2,518.95
(f) Finance costs	**25**	98.20
(g) Depreciation and amortization expense	**26**	99.76
(h) Other expenses	**27**	551.99
Total Expenses		**5,728.49**
V. Profit/Loss before exceptional & extraordinary items & tax (III - IV)		**916.83**
VI Exceptional Items		-
VII Profit / (Loss) before extraordinary items and tax (V - VI)		**916.83**
VIII Extraordinary Items		-
IX. Profit / (Loss) Before Tax (VII-VIII)		**916.83**
X. Tax Expense:		
(a) Current tax expense for current year		243.95
(b) (Less): MAT credit (where applicable)		-
(c) Current tax expense relating to prior years		12.0
(d) Deferred tax		2
		3.04
XI Profit (Loss) for the period from Continuing Operations (IX -X)		**657.82**
B DISCONTINUING OPERATIONS		
XII Profit / (Loss) from Discontinuing Operations		
XIII. Profit/(Loss) for the period (XI+XII)		**657.82**
Minority Interest Expenses		**(0.00)**
Owned Profit / (Loss) for the period from continuing operations		**657.83**
XIV.Earning Per Equity Share (of Rs.10/- each):	**28**	
(a) Basic Earnings		**7.06**
(b) Diluted Earnings		**7.06**

The above-mentioned notes attached form part of Financials 1-45

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
of Chartered Accountants
Firm's Regn. No :131079W

For and on behalf of Board of Directors
M/s. Repono Limited

CA Virendra Bapna
(Proprietor)
Membership No. 405027

CS Jinesh Mistry
(CS)

Manoj Kumar Pandey
(CFO)

Sankalpa Bhattacherjee
(Director)
DIN: 07557348

Dibyendu Deepak
(Managing Director)
DIN: 06484282

Place: Navi Mumbai
Date: 23/05/2026
UDIN:

REPONO LIMITED

(Formerly known as Repono Private Limited)

CIN: L74999MH2017PLC290217

S-Wing, 3Rd Floor, Office No. 3061, Plot No 03, Akshar Business Park, Vashi, Navi Mumbai, Maharashtra, India,

Consolidated Cash Flow Statement for The Year Ended 31st March, 2026

(Rupees in Lakhs)

Particulars	For the year ended 31st Mar 2026	For the year ended 31st Mar 2026
A. Cash flow from operating activities		
Net Profit before extraordinary items and tax		916.83
Adjustments for:		
Depreciation and amortisation	99.76	
Finance costs	98.20	
Rent Income	(11.75)	
Interest Income	(106.87)	
Loss on Sale of Fixed Assets	-	
Net unrealised exchange (gain) / loss	-	
	79.34	
Operating profit / (loss) before working capital changes		996.17
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:	(363.60)	
Trade receivables	(47.30)	
Short-term loans and advances	-	
Long-term loans and advances	(6.87)	
Inventories	(257.13)	
Other current assets	(1,711.41)	(2,386.32)
Other non-current assets		
Adjustments for increase / (decrease) in operating	54.59	
liabilities:	41.79	
Trade payables	-	
Other current liabilities	26.5	
Other Long term	7	132.89
liabilities Short-term		
provisions Long-term		(255.97)
provisions		
		(1,513.23)
Income Taxes Paid		
	(1,188.92)	
Net cash flow from / (used in) operating activities (A)		
	-	
	-	
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	106.8	
Investment in Share Capital	7	
Proceeds from sale of fixed assets	11.75	
Interest Income		
Rent Income		**(1,070.29)**
Current		
Investments		
	2,388.51	
Net cash flow from / (used in) investing activities (B)	(46.36)	
	345.52	
	-	
C. Cash flow from financing		
	(98.20	
activities Proceeds from issue of		
equity shares		
		2,589.46
Proceeds from / (Repayment of) long-term		
borrowings Proceeds from other short-term		**5.94**
borrowings Repayment of other short-term		**6.68**
borrowings		-
Finance cost		**12.62**
Net cash flow from / (used in) financing activities (C)		
	0.24	
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		
	-	
Cash and cash equivalents at the beginning of the year		
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents	12.38	
Cash and cash equivalents at the end of the year *	-	
		12.62

The above-mentioned notes attached form part of Financials 1-45

'As per our attached Report of Even Date'

For V S BAPNA & ASSOCIATES
Chartered Accountants

For and on behalf of the board of directors of M/S. Repono Limited

CA Virendra Bapna **(Proprietor)** **Membership No. 405027** **Place : Navi Mumbai** **Date: 23/05/2026 UDIN:**	**CS Jinesh Mistry** **(CS)**	**Manoj Kumar Pandey** **(CFO)**	**Sankalpa Bhattacherjee** **(Director)**	**Dibyendu Deepak** **(Managing Director)** **DIN : 06484282**

Note 2- Share Capital

Particulars	As at 31st March 2026	
	No. of Shares	**(Rupees in Lakhs)**
Authorised 1,15,00,000 Equity shares having Face Value of Rs. 10/- each	1,15,00,000.00	1,150.00
Issued, Subscribed and fully Paid up 1,02,79,200 Equity shares of Rs. 10/- each Fully paid-up	1,02,79,200.00	1,027.92
	1,02,79,200.00	**1,027.92**

a.) Reconciliation of Shares Outstanding:

Particulars	As at 31st March 2026	
	No. of Shares	**(Rupees in Lakhs)**
Equity Shares of ₹10 each/-		
Issued Subscribed and Fully Paid Shares		
Opening Balance	75,00,000.00	750.00
Add: Shares Subscribed by the Subscribers to the Memorandum of	-	-
Association Add: Shares Issued during the year *	27,79,200.0	277.9
Add: Bonus Shares Issued during the year Less: Shares bought back during the year Any other movement	0	2
Shares outstanding at the end of the year	**1,02,79,200.00**	**1,027.92**

* During the year ended March 31, 2026, the Holding Company had completed its Initial Public Offer (IPO) comprised of fresh issue of 27,79,200 equity shares aggregating to ₹
26.68 Crore. Pursuant to IPO, the equity shares of the Company were listed on the SME Platform of the Bombay Stock Exchange Limited (BSE SME) with effect from 4th

b.) Rights, preferences & restrictions attached to equity shares of Rs. 10/- each fully paid up. The company has only one class of equity share having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to remaining assets of the company after settlement of all liabilities. The distribution will be in the proportion to the number of equity shares held by the shareholders.

c.) Disclosure of Shareholding of shares more than 5%

Name of Shareholder	As at 31st March 2026		
	No. of Shares	**% of Holding**	**% Change**
Equity shares with voting rights	1,02,79,200.00		
Sankalpa Bhattacherjee	37,13,250.00	36.12%	-13.39%
Dibyendu Deepak	36,98,250.00	35.98%	-13.33%
Total	**74,11,500.0**	**72.10**	**-**

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

d.) Promoter Holdings

Details of Shares held by Promoters as on 31st March 2026			
Promoter Name	**No. of Shares held**	**% of Total Shares**	**% Change during the year**
Sankalpa Bhattacherjee	37,13,250.00	36.12%	-13.39%
Dibyendu Deepak	36,98,250.00	35.98%	-13.33%
Total	**74,11,500.00**	**72.10**	**-**

REPONO LIMITED

CIN: L74999MH2017PLC290217

Notes on Consolidated Financial Statements for the year ending 31st

(Rupees in Lakhs)

Note 3 - Reserves &

Particular	As at 31st March
(a) Surplus / (Deficit) in the statement of Profit &	
Opening balance:	718.20
(+) Net Profit for the current year	657.83
(-) Proposed Dividends	
(-)Bonus Shares issued	
(-) Dividend Distribution	
	1,376.0
(b) Securities Premium	
Balance as per last Financial Statement	-
Add: Addition during the year	2,390.11
Less: IPO Expenses	2,110.
Total	**3,486.7**

Note 4 - Long term

Particular	As at 31st March 2026
Term Loans From Banks	
Secured Loans	
Vehicle Loan	43.05
Unsecured Loans	
Loans from Related Parties	-
Total	**43.05**

Note 5 - Deferred Tax Liabilities (Net)

Particular	As at 31st March 2026
Deferred Tax Liability on account of Property, Plant & Equipments : Opening Balance	4.70
Current Year	3.04
Total	**7.75**

Note 6 - Long Term Provisions

Particular	As at 31st March 2026
Provision for Gratuity (LT)	41.42
Total	**41.42**

Note 7 - Minority Interest

Particular	As at 31st March 2026
Share in Capital of Subsidiaries	0.00
Share in Profit / (Loss) Opening Balance	(55.95)
Share in Current year's Profit / (Loss)	(0.00)
Total	**(55.95)**

REPONO LIMITED
CIN: L74999MH2017PLC290217
Notes on Consolidated Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 8 - Short Term

Particulars	**As at 31st March 2026**
(a) Loan From Banks	
Secured	
Bank	-
Overdraft SBI	-
CC A/c	849.61
ICICI Bank CC A/c	
Unsecured	0.90
Loans From Related	-
Parties Loan from	
Others	19.8
Total	**870.37**

Note 9 - Trade Payables

Particulars	**As at 31st March 2026**
A. Disputed	
(a.) MSME	-
(b.) Others	-
B. Undisputed	
(a.) MSME	21.68
(b.) Others	168.61
Total	**190.29**

Note: Detailed bifurcation of Trade Payables is provided in Note No 9A

Note 10 - Other CurrentLiabilities

Particular	**As at 31st March 2026**
Outstanding	61.25
Salaries TDS	18.18
Payable Employee	1.72
PT Payable	11.54
Employee PF	0.50
Payable ESIC	0.10
Payable	3.27
Labour Welfare Fund	131.32
Other Current	-
Total	**227.90**

Note 11 - Short TermProvisions

Particular	**As at 31st March 2026**
Provision for Expenses	3.33
Provision for Gratuity	2.19
(ST) Provision for Tax	243.95
Total	**249.46**

REPONO LIMITED

CIN: L74999MH2017PLC290217

Notes on Consolidated Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 13 - Other Non-Current

Particulars	As at 31st March 2026
Unsecured, considered good:	
Security Deposits	
Security Deposit	20.08
Miscellaneous Exp. Not written	1.79
off Fixed Deposit with Bank	1,967.66
Total	**1,989.54**

Note 14 -

Particulars	As at 31st March 2026
Consumable Material Inventory	29.79
Total	**29.79**

Note 15 - Trade Receivables

Particulars	As at 31st March 2026
Unsecured, considered good	
Debts outstanding for a period exceeding six months	254.22
Others	1,284.05
Total	**1,538.27**

Note: Detailed Bifurcation of trade receivables along with ageing under

Note 16 - Cash & Cash

Particular	As at 31st March 2026
Cash and Cash Equivalents	
Cash Balances	0.24
In Current Accounts:	
HDFC Bank	9.25
SBI Current	3.13
A/c Axis A/c	0.00
Total	**12.62**

Note 17 - Short Term Loans and Advances

Particulars	As at 31st March 2026
Other Loans and Advances (To Employees) Loans & Advances - Duchem Logistics LLP Advance for Co. Incorporation in UAE	12.05 20.27 13.62
Loans & Advances to Related Party- Loans & Advances - Enerjaa Infra Pvt. Ltd. Loans & Advances - Repono Greens Pvt. Ltd.	0.36 313.57
Total	[illegible]

REPONO LIMITED
CIN: L74999MH2017PLC290217
Notes on Consolidated Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 18 - Other Current

Particular	As at 31st March 2026
Prepaid Expenses	15.65
TDS Receivable A.Y.	2.25
2025-26 TDS Receivable	195.16
A.Y. 2026-27 GST ITC	59.58
not in 2B	52.09
Advance to Suppliers	100.00
Advance Tax A.Y.	-
2026-27 Advance Tax	-
Total	**424.72**

REPONO LIMITED
CIN: L74999MH2017PLC290217

Note No - 12 Property, Plant & Equipments & Depreciation for the year ended 31/03/2026

As per Companies Act **(Rupees in Lakhs)**

F.Y. 2025-26		Gross Block				Accumulated Depreciation for the year				Net Block	
Property Plant and Equipments and Intangible Assets	**Rate of Depreciation**	**Opening Balance as on 01.04.2025**	**Additions**	**Disposals**	**Balance as at 31.03.2026**	**Opening Balance as on 01.04.2025**	**Depreciation for the period**	**On disposals**	**Balance as at 31.03.2026**	**Balance as at 31.03.2026**	**Balance as at 31.03.2025**
Property Plant and Equipments											
OFFICE EQUIPMENTS	45.07%	24.64	5.50	-	**30.14**	11.94	7.62	-	**19.56**	**10.57**	**12.70**
PLANT AND MACHINERY	18.10%	33.22	247.51	-	**280.73**	2.57	22.00	-	**24.57**	**256.17**	**30.66**
FURNITURE & FIXTURES	25.89%	51.91	594.02	-	**645.94**	27.48	11.15	-	**38.63**	**607.31**	**24.44**
COMPUTERS & PRINTERS	63.16%	25.17	3.73	-	**28.90**	17.61	5.39	-	**23.01**	**5.89**	**7.56**
MOTOR VEHICLES	31.23%	176.04	0.77	-	**176.81**	51.78	38.96	-	**90.73**	**86.07**	**124.26**
OFFICE PREMISES	4.87%	306.91	-	-	**306.91**	56.09	12.22	-	**68.31**	**238.60**	**250.82**
LAND	0.00%	114.63	-	-	**114.63**	-	-	-	**-**	**114.63**	**114.63**
LAND DEVELOPMENT WIP	0.00%	77.54	-	-	**77.54**	-	-	-	**-**	**77.54**	**77.54**
CAPITAL WORK IN PROGRESS	0.00%	-	301.3	-	**301.36**	-	-	-	**-**	**301.36**	**-**
INTANGIBLE	25.89%	3.63	6 36.03	-	**39.65**	1.28	2.42	-	**3.70**	**35.95**	**2.35**
Total ………………(i)		**813.69**	**1,188.92**	**-**	**2,002.61**	**168.75**	**99.76**	**-**	**268.51**	**1,734.10**	**644.95**

During the year 25-26, the Holding Company has purchased Wooden Pallets amounting to Rs. 5.35 Crores in Maharashtra, which have subsequently been transferred to the Gujarat Branch for operational/business use of the Company. The management has represented that appropriate tax invoices/e-way bills and related statutory documentation for the aforesaid transfers have been maintained and recorded in the books of account.

As per Income Tax Act **(Rupees in Lakhs)**

F.Y. 2025-26		Gross Block				Accumulated Depreciation for the year				Net Block	
Property Plant and Equipments and Intangible Assets	**Rate of Depreciation**	**Opening Balance as on 01.04.2025**	**Additions**	**Disposals**	**Balance as at 31.03.2026**	**Opening Balance as on 01.04.2025**	**Depreciation for the period**	**On disposals**	**Balance as at 31.03.2026**	**Balance as at 31.03.2026**	**Balance as at 31.03.2025**
Property Plant and Equipments											
OFFICE EQUIPMENTS	15.00%	24.64	5.50	-	**30.14**	5.89	3.64	-	**9.52**	**20.61**	**18.75**
PLANT AND MACHINERY	15.00%	33.22	247.51	-	**280.73**	3.93	23.00	-	**26.93**	**253.81**	**29.30**
FURNITURE & FIXTURES	10.00%	51.91	594.02	-	**645.94**	14.74	33.44	-	**48.18**	**597.75**	**37.17**
COMPUTERS & PRINTERS	40.00%	25.17	3.73	-	**28.90**	15.92	4.64	-	**20.56**	**8.34**	**9.25**
MOTOR VEHICLES	15.00%	176.04	0.77	-	**176.81**	33.98	21.42	-	**55.41**	**121.40**	**142.05**
OFFICE PREMISES	10.00%	306.91	-	-	**306.91**	112.76	19.42	-	**132.17**	**174.74**	**194.16**
LAND	0.00%	114.63	-	-	**114.63**	-	-	-	**-**	**114.63**	**114.63**
LAND DEVELOPMENT WIP	0.00%	77.54	-	-	**77.54**	-	-	-	**-**	**77.54**	**77.54**
CAPITAL WORK IN PROGRESS	0.00%	-	301.3	-	**301.36**	-	-	-	**-**	**301.36**	**-**
INTANGIBLE	15.00%	3.63	6 36.03	-	**39.65**	1.39	5.14	-	**6.53**	**33.12**	**2.23**
Total ………………(i)		**813.69**	**1,188.92**	**-**	**2,002.61**	**188.61**	**110.70**	**-**	**299.31**	**1,703.30**	**625.09**

-

Deferred Tax Calculation	**31/03/2026**	**Tax Rate**
Depreciation as per the Income Tax Act, 1961	110.70	25.00%
Depreciation as per the Companies Act, 2013	99.76	1.75%
Difference	10.94	26.75%
Corporate Tax Rate	27.82%	1.07%
Deferred Tax Asset / Liability (CY)	3.04	27.82%
Difference Due to change of Method	-	
Total Deferred Tax Asset / Liability	**3.04**	

Note -9A Trade Payables: F.Y. 2025-26 **(Rupees in Lakhs)**

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) MSME	21.68	-	-	-	**21.68**
(b) Others	166.65	1.96	-	-	**168.61**
(C) Disputed Dues - MSME	-		-	-	
(d) Disputed Dues - Others	-	-	-	-	**-**
Total	**188.3**	**1.96**	**-**	**-**	**190.2**

REPONO LIMITED

CIN:

Note-15A **Trade Receivables: F.Y. 2025-26** **(Rupees in Lakhs)**

Particulars	Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(a) Undisputed Trade receivables – considered good	1,284.05	203.87	43.54	0.05	6.76	**1,538.27**
(b) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(c) Disputed Trade Receivables considered good	-	-	-	-	-	-
(d) Disputed Trade Receivables considered	-	-	-	-	-	-
	-	-	-	-	-	-
Total	**1,284.05**	**203.87**	**43.54**	**0.05**	**6.76**	**1,538.27**

REPONO LIMITED

CIN: L74999MH2017PLC290217

Notes on Consolidated Financial Statements for the year ending 31st March 2026

(Rupees in Lakhs)

Note 19 - Revenue from

Particulars	As at 31st March 2026
O&M Services (Domestic)	5,671.68
Consultancy Services	645.00
(Domestic) Consultancy	210.00
Total	**6,526.68**

During the year 2025-26, the Holding Company has recognized material revenue from Design and Consultancy Services in addition to its regular revenue from Operations & Maintenance activities. The management has represented that such revenue has been recognized in accordance with the terms of the respective contracts and applicable accounting policies of the

Export Revenue for the current financial year is net of reversal of revenue amounting to Rs. 1.17 Crores pertaining to export services recognized in earlier financial year(s), reversed during the year through issuance of credit note consequent to cancellation of the underlying export service contract with the overseas customer. The management has represented that the said reversal does not indicate any systemic weakness in the Company's revenue recognition process and internal controls.

Note 20 - Other Income

Particulars	As at 31st March 2026
Rental Income	11.75
Interest on Fixed Deposite (FD)	71.13
Interest on Income Tax Refund	-
Interest Income on Loan Given	35.7
Creditors Written Off	5
Total	**118.64**

Note 21 - Cost of Revenue

Particulars	As at 31st March 2026
Cost of Direct Service Expense:	
Contract Charges	1,590.86
Logistic Charges	41.20
Consultancy Charges	48.05
Technical Charges	11.85
Equipment's Rental Expenses	687.63
Total	**2,379.60**

Note 22 - Purchase of Stock-in-Trade

Particulars	As at 31st March 2026
Consumable Purchases	86.85
Total	**86.85**

(Rupees in Lakhs)

Note 23 - Changes in Inventories

Particulars	As at 31st March 2026
Consumable Material Inventory	
Opening balance	22.92
Less: Closing balance	29.79
Total	**(6.87)**

Note 24 - Employee Benefit Expenses

Particulars	As at 31st March 2026
Salary, Wages & Bonus etc.	2,214.72
Directors Remuneration	120.00
Contribution to Provident & Other	166.74
Funds Staff Welfare Expenses	6.01
Provision for Gratuity	11.48
Gratuity paid	-
Total	**2,518.95**

Note 25 - Financial Costs

Particular	As at 31st March 2026
Interest Expense	54.46
Loan processing	37.28
charges BG Charges	6.46
Total	**98.20**

Note 26 - Depreciation & Amortisation Expenses

Particular	As at 31st March 2026
Depreciation	99.7
Total	**99.76**

(Rupees in Lakhs)

Note 27 - Other Expenses

Particulars	As at 31st March 2026
Rent Expenses & Warehouse Charges	244.03
Travelling expenses	46.02
Professional Fees	45.27
Site Expenses	38.44
Repair & Maintenance	48.02
Insurance Expenses	23.58
Office Expenses Food	23.32
Expenses	16.68
Hotel Expenses	13.82
Business Development Expenses	3.77
Power & Fuel Charges	19.88
ROC Expenses	1.30
Telephone Expenses	1.14
Internet Charges	0.18
Advertisement Expenses	0.50
Testing & Investigation charges	0.65
Audit Fees	6.25
Commission & Brokerage	0.10
Printing & Stationery expenses	11.54
Exchange Difference	(10.20)
Courier Expenses	1.17
Profession Tax	0.05
Water Charges	0.20
Bank Charges	2.50
Conveyance	1.45
Donation	0.27
GST Expenses	0.24
GST Penalty	-
Director Sitting Fees	2.40
Interest on Late Payment	0.17
CSR Expenses	9.25
Total	**551.99**

Note 45- Ratio Analysis

Notes to Consolidated Financial Statements for the year ended 31st March, 2026

(Rupees in Lakhs)

Ratios	Numerator Description	Denominator Description	Unit	FY 2025-		
				Numerator	Denominator	Ratio
Current Ratio	Total Current Assets	Total Current Liabilities	Times	2,365.27	1,538.01	1.54
Debt-Equity Ratio	Total Debt (Short Term + Long Term)	Total Equity	Times	913.42	4,514.63	0.20
Debt-Service Coverage Ratio	Earnings for Debt service = Net profit after tax + non-cash operating expenses + interest + other non-cash adjustments+ Interest on	Debt service = Interest + Principal Repayment (Current debts only)	Times	1,015.03	98.20	10.34
Inventory Turnover Ratio	Cost of Sales	Average Inventory	Times	2,459.5[illegible]	26.36	93.31
Trade Receivable Turnover Ratio	Revenue From Operations	Average Trade Receivable	Times	6,526.6[illegible]	1,356.4[illegible]	4.81
Trade Payble Turnover Ratio	Total Purchases	Average Trade Payable	Times	2,379.60	162.99	14.60
Net Capital Turnover Ratio	Revenue From Operations	Average Working Capital (i.e. Total current assets less Total Current	Times	6,526.68	721.07	9.05
Net Profit Ratio	Profit after Tax	Revenue From Operations	Percentage	657.82	6,526.68	10.08 %
Return On Capital Employed	Earnings before interest and taxes (EBIT)	Average capital Employed Capital Employed = Net Worth - Deferred Tax Liabilities	Percentage	1,015.03	5,420.30	18.73 %
Retun on Investment	Income Generated from Investment Funds	Total Assets	Percentage	NA	NA	NA
Return on Equity Ratio	Profit for the year less preference divididend (if	Average Shareholder's Equity (	Percentage	657.82	4,514.63	14.57 %

REPONO LIMITED
CIN:

Note 28 - Computation of Earnings Per Share as per AS

Particulars		As on 31st March
Profit After Tax	(A	6,57,82,531.
Weighted Average Number of Shares **(Sub Note 1)**	(B	93,19,804.
Earnings per Share	(C)=(A)/(	7.06
Face Value per share		10.00

Sub-Note: Computation of Weighted Average Number of Shares

Date of Investment	Number of Days	Shares Issued	Wtd Avg. Shares
Number of shares at the beginning of the year	365	25,00,000.	25,00,000.
Bonus Shares	365	50,00,000.	50,00,000.
Shares Issued during the year	239	27,79,200.	18,19,804.
Cumulative Shares for FY 2025-26		**1,02,79,200.00**	**93,19,804.93**

For the year ended 31st March 2026

Notes forming part of the Consolidated Financial Statements

A. NOTES TO ACCOUNTS:

Additional Information pursuant to the provisions of the Companies Act, 2013

28. Disclosure as per AS-20 Earnings Per Share:

i) Basic and Diluted Earnings per Share (₹)

Particulars	March 31, 2026
Basic Earnings per share **(A)/(B)**	7.06
Nominal Value of Shares (₹)	10

Note: *Since no Additional Capital Infusion has been made during the reporting period, the Diluted Earnings per Share shall be same as Basic Earnings per Share*

ii) Profit attributable to equity shareholders (used as Numerator) (Amt. in Lakhs)

Particulars	March 31, 2026
Profits Before Tax	916.83
Less: Current Tax	243.95
Less: Tax relating to prior years	12.02
Less: MAT credit utilization	-
Less: Deferred Tax Liability/(Credit)	3.04
Profits after Tax /Profits attributable to Equity Holders (A)	**657.82**

iii) Weighted average number of equity shares (used as denominator) (Nos. in Lakhs)

Particulars	For the year ended 31st March 2026
Opening Balance	75.00
Add: Shares Subscribed by the Subscribers to the Memorandum of Association	-
Add: Shares Issued during the year (Bonus)	-
Add: Shares Issued during the year (IPO)	27.79
Less: Shares bought back during the year	-
Any other movement	-
Weighted average number of equity shares for Basic and Diluted EPS [B]	**93.20**

29. Directors Remuneration: **(Amount in Lakhs)**

Particulars	Year ended March 31, 2026
Mr. Sankalpa Bhattacherjee	60.00
Mr. Dibyendu Deepak	60.00

30. Auditors Remuneration: **(Amount in Lakhs)**

Particulars	Year ended March 31, 2026
Audit Fees	6.25

*The above amount mentioned is exclusive of applicable taxes (GST)

31. Deferred Tax: **(Amount in Lakhs)**

	F.Y. 2025-26
Particulars	**Amount**
Current years Provision 1. Timing Difference on depreciation (Profit & Loss Approach) Depreciation as per Income Tax Act Depreciation as per Companies Act	 110.70 99.76
Timing Difference (DTL)	10.94
Deferred tax charge/(credit) to profit and loss @ 27.82%	3.04
Opening Balance of Deferred Tax Liability	4.70
Closing balance of Deferred Tax Liability	7.75

32. Dues to Small Scale, Micro & Medium Enterprises:

The Group has obtained confirmations from suppliers and service providers in who have registered themselves under the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Group, the balance due to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006 is **₹ 21.68 (Lakhs**)'.

(i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year: **(Amount in Lakhs)**

Sr. No.	Particulars	2025-26
1	Principal Amount remaining Unpaid	21.68
2	Interest Due and remained unpaid thereon	NIL

a. The amount of interest paid by the Group in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year is –Rs. NIL

b. The amount of interest due and payable for the period of delay in making payment (where principal has been paid but Interest under MSMED Act 2006 not paid is –Rs. NIL

c. The amount of interest accrued and remaining unpaid at the end of each accounting year is- Rs. NIL

d. The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006 is – Rs. NIL

The above information is given to the extent available with the Group.

There are no Micro, Small and Medium Enterprises, to whom the Group owes dues, which are outstanding for more than 45 days as at March 31, 2026. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Group and has been relied upon by the statutory auditors of the Group.

33. Rate of Depreciation

Reference has been invited Note 12 of the Consolidated Financials. The notes contain the details of the Property Plant and Equipments. All the assets have been depreciated as per the useful life mentioned under Schedule II of the Companies Act, 2013.

34. Related Party Disclosures

i. List of Related parties:

a. Key Managerial Persons

	Name of the KMP	**Nature of Relationship**
a)	Mr. Sankalpa Bhattacherjee	Director
b)	Mr. Dibyendu Deepak	Director

b. Relatives of Key Managerial Persons

	Name of the Relatives of KMP	**Nature of Relationship**
a)	Mrs. Sanghamitra Bhattacherjee	Relatives of KMP

c. Enterprises that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries);

Name of the Entity	**Nature of Relationship**
Eway Consultancy Services LLP	Entity in which the directors are substantially interested
Enerjaa Infra Pvt. Ltd.	Entity in which the directors are substantially interested
Repono Green Pvt. Ltd.	Entity in which the directors are substantially interested

ii. Summary of Related Party Transactions during the year

The Group has identified the following related party transactions as per Accounting Standard 18 issued by Institute of Chartered Accountants of India.

(Amount in Lakhs)

Sr. No.	**Name**	**Relationship**	**Nature of Transaction**	**March 31, 2026**
1	Mr. Sankalpa Bhattacherjee	Director	Director's Remuneration	60.00
			Loan From Director (Closing Balance)	-

2	Mr. Dibyendu Deepak	Director	Director's Remuneration	60.00
			Loan From Director (Closing Balance)	-
3	Mrs. Sanghmitra Bhattacherjee	Relatives of KMP	Rent Paid	4.94
4	Eway Consultancy Services LLP	Sister Concern	Loan taken (Closing Balance)	-
5	Enerjaa Infra Pvt. Ltd.	Sister Concern	Loan given (Closing Balance)	0.36
6	Repono Green Pvt. Ltd.	Sister Concern	Loan given (Closing Balance)	313.57
			Interest Received	33.96

Notes:

i) Related parties have been identified by the management and relied upon by the auditors.
ii) No amount has been provided for / written off / written back, pertaining to related parties.
iii) The abovementioned amounts are excluding GST (at applicable rates)

35. Contingent Liabilities & Commitments:

Sr. No.	Particulars	Amount in Lakhs
A	**Contingent Liabilities to the extent not provided for**	
1	**Government Taxes under Appeal**	
	GST*	24.60
2	**Guarantees**	
	Bank Guarantees are provided under Contractual legal obligation	484.25
B	**Capital Commitments**	Nil
	* During the previous year Holding company has received an order DRC-07 on account of disallowances of ITC for F.Y.2018-19, against the Holding company has filed the Appeal in ADT-01.	

36. The Outstanding balances as at 31st March, 2026 in respect of certain Sundry Debtors, Creditors, Loans & advances and Deposits are subject to confirmation from respective parties and consequential reconciliation / adjustments arising there from, if any.

37. All current assets, loans & advances and other receivables are approximately of the value stated if realized in the ordinary course of business.

38. All figures have been rounded off to the nearest Lakhs (up to two decimal) except when indicated otherwise.

39. Information pursuant to para 5(viii)(a) of general instructions for preparation of statement of profit and loss

Value of exports of Services: ₹ 210.00 Lakhs.

40. Information pursuant to para 5(viii)(b) of general instructions for preparation of statement of profit and loss

Expenditure in foreign currency: ₹ 13.66 Lakhs.

41. There are no litigations filed by the Group and against the Group.

42. The Group has not entered into any long-term contracts including derivative contracts.

43. The Group is not required to transfer any amount to the Investor Education and Protection Fund under section 205C of the Companies Act, 1956 and Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001.

44: Other Notes:

(i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(ii) The Group has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

(iii) "The Group has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
(b) provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries"

(iv) "The Group has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
(a) 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
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."

(v) The Group has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) & the Companies Act, 2013, to the extent applicable. The aforesaid transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

(vi) The Group does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), as there was no such act on Group.

A. ADDITIONAL REGULATORY DISCLOSURES:

Sr. No	Particulars	Response
1	Title deeds of Immovable Properties not held in name of the Group	The Group has satisfactory ownership of immovable properties and all the title deeds are held in the name of the respective company.
2	Details of Revaluation of its Property, Plant and Equipment (including Right-of-Use Assets), the Group shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017	The Group has not revalued any of it's assets (including Right to use Assets) during the reporting period

<table>
<tr><td>3</td><td>Details of Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (As per Note No.17)</td><td>(a) Repayable on Demand:

(b) Without specifying any terms or period of repayment:
<table>
<tr><th>Type of Borrower</th><th>Amount of loan or advance in the nature of loan outstanding</th><th>Percentage of the total Loans and advances in the nature of loans</th></tr>
<tr><td>Promoter
Directors
KMPs
Related parties</td><td>NA</td><td>NA</td></tr>
</table></td></tr>
<tr><td>4</td><td>Disclosure with respect to Capital Work in Progress and Intangible Assets under Development</td><td>The Subsidiary Company holds Capital Work in Progress in the nature of Projects in Progress as on the Balance Sheet date in it's books of accounts as on the reporting period.</td></tr>
<tr><td>5</td><td>Disclosure w.r.t borrowings from banks or financial institutions on the basis of security of current assets</td><td>The Holding Company has a Cash Credit from ICICI bank which has been hypothecated against the Office Premises, Stock in trade and book debts and Personal Guarantees of Directors</td></tr>
<tr><td>6</td><td colspan="2">The Group hereby wishes to state that the Group has maintained a positive Credibility and has not defaulted on payment of any loans/ instalments/ interest (by whatever name called) for the reporting period ending on 31st March 2026. The Group doesn't fall within the category of "Willful Defaulters" by any banks or Financial Institutions</td></tr>
<tr><td>7</td><td colspan="2">The Group wishes to inform that based on the review of the records and information:

a. Neither there have been no transactions with any Struck off Company u/s 248 or 256 of the companies act.

b. Nor there have been any repayments / recoveries towards the balances brought forward from the parties who have filed for Strike off</td></tr>
<tr><td>8</td><td colspan="2">A charge has been created on the Holding Company's Book debts, Inventory (in future), Fixed Assets and other assets available on the Balance sheet as on the date of Audit and even future assets. The Holding company has complied with all the requirements of registration of this charge and modification as and when required.</td></tr>
<tr><td>9</td><td colspan="2">There have been no violations of the provisions of Section 2(87) of The Companies Act, 2013 read with Companies (Restriction on Number of Layers), 2017.</td></tr>
<tr><td>10</td><td colspan="2">The Group has not entered into any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 as on the Balance sheet date</td></tr>
</table>

As per our report on Even Date

For V S Bapna & Associates **For and on behalf of Board of Directors**

Chartered Accountants
Firm Regn. No. 131079W

CA Virendra Bapna	**Sankalp Bhattacherjee**	**Dibyendu Deepak**
(Proprietor)	**(Director)**	**(Managing Director)**
M. No. 405027	**DIN: 07557348**	**DIN: 06484282**
UDIN: 26405027IYMDCL1060		

Place: Navi Mumbai
Date: 23/05/2026