RITA FINANCE AND LEASING LIMITED

CIN: L67120DL1981PLC011741
Registered Office: 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, Delhi-110085
Corp Off: 303, Tilakraj Complex, Opp. Surya Rath, Panchavati First Lane, Ambawadi, Ahmedabad – 380006
E-mail:ritaholdingsltd@gmail.com; **Website:**www.ritafinance.in;
Tel.: +91-9727378818

Date: 7th September, 2026

To,

Department of Corporate Relations **BSE Limited** P. J. Towers, Dalal Street, Fort Mumbai-400 001	**Metropolitan Stock Exchange of India Limited** 205(A), 2nd floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla (West), Mumbai – 400070
Security Code: 543256	**Symbol:** RFLL

Sub: Submission of 45th Annual Report for the Financial Year 2025-2026 in compliance with Regulation 34(1) of SEBI (LOOR) Regulations. 2015.

Dear Sir/Madam,

This has reference to captioned subject and in compliance with SEBI (Listing Obligations and Disclosure Requirements] Regulations, 2015, we are submitting herewith soft copy of 45th Annual Report for the financial Year 2025 - 2026 in PDF format. In compliance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice convening the AGM and the Annual Report of the Company for FY 2025-26 has been sent to all the shareholders of the Company whose e-mail addresses are registered with the Company or Depository Participant(s)

Kindly take the same on record and acknowledge the receipt of the same.

Yours faithfully,
For **Rita Finance and Leasing Limited**

Rita Finance and Leasing Limited New Delhi
S. P. Patel

Sandip Patel
Director
DIN: 10849576

RITA FINANCE AND LEASING LIMITED

45TH Annual Report
Financial Year 2025-26

CORPORATE INFORMATION

CORPORATE IDENTIY NUMBER
L67120DL1981PLC011741

BOARD OF DIRECTORS
Mr. Pawan Kumar Mittal, Non- Executive Director
Mrs. Reshma Karan Morani - Independent Director
Mr. Sandipbhai Patel - Independent Director
Mr. Mahesh Dhanavade - Independent Director
Mrs. Harshita Tiwari- Independent Director
Mr. Nilesh Prafulbhai Thakkar- Independent Director

KEY MANAGERIAL PERSONNEL
Mrs. Deepika Vaid- Company Secretary
Mr. Mukesh Laxman Sharma- Chief Financial Officer
Mrs. Jenisha Het Shah- Chief Executive Officer
Ms. Anita Chougule, Company Secretary

STATUTORY AUDITOR
M/s. Parth R. Shah And Co.
Chartered Accountants
9, Shriniketan Society, Nr. Pavapuri flats Shantinagar,
Naranpura Railway Crossing, Ahmedabad-380009

SECRETARIAL AUDITOR
M/s. Ankur Gandhi & Associates
Company Secretaries,
1/18, Kadambari Apartment-A, 3rd Floor,
College Road, Bilimora-396321

REGISTERED OFFICE
325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini,
New Delhi-110085

COMPANY'S WEBSITE
www.ritafinance.in

BANKERS
IDFC Bank
South Indian Bank

REGISTRAR & SHARE TRANSFER AGENT
Skyline Financial Services Private Limited
D-153A, First Floor, Okhla Industrial Area, Phase-I New Delhi-110020

NAME OF THE STOCK EXCHANGE AT WHICH THE COMPANY'S SECURITIES ARE LISTED
Metropolitan Stock Exchange of India Limited (MSEI)
BSE Limited (BSE)

INVESTORS HELPDESK
Contact Person- Mrs. Deepika Vaid
Company Secretary & Compliance Officer
E-mail id: ritaholdingsltd@gmail.com
Tel. 9727378818

DECLARATION ON AUDITED FINANCIAL RESULTS

(pursuant to the second proviso to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, by the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2016 vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 read with Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we, the undersigned, on behalf of the Board of Directors of Rita Finance and Leasing Limited ("Company") (CIN: L67120DL1981PLC011741) having its registered office at 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 hereby confirms that M/s. Parth R. Shah And Co., Chartered Accountants (FRN: 110266W), the Statutory Auditors of the Company have issued their Audit Report with unmodified opinion on Audited Standalone Financial Results of the Company for the quarter and year ended 31st March, 2026.

For Rita Finance and Leasing Limited

SD/-
Jenisha Het Shah
Chief Executive Officer
PAN:

Date: 27.05.2026
Place: Ahmedabad

CONTENTS

NOTICE

Notice is hereby given that the 45th Annual General Meeting of the members of **RITA FINANCE AND LEASING LIMITED** will be held through video conferencing on Wednesday, 30th September, 2026, at 12:00 P.M. at "**METRO GRILL**", to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Reports of the Board of Directors and the Auditors thereon.

2. To appoint Mr. Pawan Kumar Mittal, who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section152 and other applicable provisions of the Companies Act, 2013, Mr. Pawan Kumar Mittal (DIN: 00749265), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

3. **To appoint M/s. Parth R. Shah And Co. (FRN: 153846W), Chartered Accountants as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the 50th Annual General Meeting and to fix their remuneration:**

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

   "RESOLVED that pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and Guidelines issued by the Insurance Regulatory and Development Authority of India (IRDAI) for appointment of statutory auditors, M/s. Parth R. Shah And Co. (FRN: 153846W), Chartered Accountants, who have confirmed their eligibility for appointment of Statutory Auditors in terms of Section 141 of the Companies Act, 2013 and applicable Rules be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of the 45th Annual General Meeting (AGM) of the Company till the conclusion of the 50th Annual General Meeting, to examine and audit the accounts of the Company and the divisions, on such remuneration as may be approved by the Audit Committee and / or Board of Directors of the Company in addition to applicable taxes and reimbursement of out of pocket expenses incurred by them."

   RESOLVED FURTHER THAT the Board of Directors or Audit Committee thereof, be and are hereby severally authorised to decide and finalise the terms and conditions of appointment, including the remuneration of the Statutory Auditors.

SPECIAL BUSINESS

4. **Appointment of M/s. A. Ankita & Associates, a Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 24584, Membership No: 31017 as the Secretarial Auditors of the Company**

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

   "RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, the consent of the members be and is hereby accorded for the appointment of M/s. A. Ankita & Associates, a Peer Reviewed Practicing Company Secretaries (Membership No. 31017; Certificate of Practice No. 24584) as the Secretarial Auditors of the Company, to hold office for a term of five (5) consecutive years commencing from the conclusion of the 45th Annual General Meeting until the conclusion of the 50th Annual General Meeting to be held in the year 2031, to conduct the Secretarial Audit of the Company for the applicable financial years, at such remuneration as may be decided by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to revise the remuneration payable to M/s. A. Ankita & Associates for the subsequent year(s) of their term and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Company may, from time to time, engage M/s. A. Ankita & Associates to provide certifications and other professional services as may be required under statutory regulations, on such terms and conditions including remuneration as may be mutually agreed upon."

By the order of Board of Directors of
Rita Finance and Leasing Limited

Pawan Kumar Mittal
Director
DIN: 00749265

Date: 03.09.2026
Place: New Delhi

NOTES

1. The Ministry of Corporate Affairs ("MCA") has vide its circular no. 20/2020 dated 05th May, 2020 read with circular nos. 14/2020 and 17/2020 dated 08th April, 2020 and 13th April, 2020 respectively (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. MCA had vide circular no. 03/2025 dated 22nd September, 2025 has allowed the Companies to conduct their AGMs in accordance with the requirement provided in this Circular. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to MCA Circular no. 14/2020 dated 8th April 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorized Representatives by uploading a duly certified copy of the board resolution authorizing their representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.

3. The attendance of the members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. The Members can join the AGM through VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. All the members of the Company are encouraged to attend and vote at the AGM through VC / OAVM.

5. The Explanatory Statement pursuant to Section 102(1) and (2) of the Act in respect of Item no. 4 are annexed hereto.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13,

2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and all the relevant documents pertaining to the resolutions proposed vide this notice of Annual General Meeting will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to ritaholdingsltd@gmail.com

8. In compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024, Notice of the AGM along with the Integrated Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company / DPs.

   Any Member desirous of obtaining physical copy of the Notice of the AGM along with the Integrated Annual Report may send a request to the Company at ritaholdingsltd@gmail.com mentioning their name, demat account number / folio number, email id and mobile number.

   Members may note that the Notice of 45th AGM and the Integrated Annual Report of the Company for the year ended 31st March, 2026 have been uploaded on the Company's website https://ritafinance.in/ and may be accessed by the members and will also be available on the website of the Stock Exchanges i.e. BSE Limited at https://www.bseindia.com/ and on the website of NSDL at www.evoting.nsdl.com.

9. The Board of Directors of the Company has appointed Mr. Ankur Dineshchandra Gandhi, Practicing Company Secretary, (Membership No. 48016), as Scrutinizer to scrutinize the Voting process in a fair and transparent manner.

10. The Scrutinizer shall submit a consolidated Scrutinizer's Report (votes casted during the AGM and votes casted through remote e-voting) of the total votes cast in favour of or against, if any, not later than 48 hours after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting. The result declared along with the consolidated Scrutinizer's Report shall be simultaneously placed on the Company's website https://ritafinance.in/ and on the website of NSDL and communicated to the BSE Limited.

11. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.

12. Members seeking any information or clarification on the accounts are requested to send written queries on ritaholdingsltd@gmail.com to the Company, at least 10 days before the date of the Meeting to enable the management to keep the required information available at the Meeting.

13. The Record Date for Sending Annual Report to shareholders of the 45th Annual General Meeting of the Company Tuesday, 28/08/2026.

14. The record date for the purpose of determining the eligibility of the Members to attend the 45th Annual General Meeting of the Company Wednesday, 23rd September, 2026.

15. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs / M/s Niche Technologies Private Limited.

16. The remote e-voting facility will commence from Sunday, the 27th September, 2026 and will end on Tuesday, the 29th September, 2026. Members can vote from 9:00 a.m. to 5:00 p.m. during the above-mentioned period.

17. Pursuant to section 91 of the Act, read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Listing Regulations, the Register of Members and Share Transfer Books of the

Company will remain closed from **24th September, 2026 to 30th September, 2026** (both days inclusive) for the purpose of 45th AGM.

18. SEBI vide its circular dated 8th June, 2018 amended Regulation 40 of the Listing Regulations pursuant to which requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode.

    Further SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, has mandated that listed companies shall issue the securities in dematerialized form only, in order to enhance ease of dealing in securities markets by investors, for transactions including Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition of shares.

    Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduce the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

VOTING THROUGH ELECTRONICS MEANS

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules,2014, as amended by the Companies (Management and Administration)Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 45th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e- Voting system.

The Notice of the 45th Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evoting.nsdl.com or https://ritafinance.in/

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

PROCEDURE TO LOGIN TO E-VOTING WEBSITE

The remote e-voting period begins on 27th September, 2026 at 09:00 A.M. and ends on 29th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2026.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

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

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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. 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. 2. 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. 3. 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 4. 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. 5. 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	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login 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. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & 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. 3. 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. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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.

<u>How to Log-in to NSDL e-Voting website?</u>

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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.

4. 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***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) 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.
   c) How to retrieve your 'initial password'?

(i) 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'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) 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.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. 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 csanukrgandhi@gmail.com 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 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 ritaholdingsltd@gmail.com

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 ritaholdingsltd@gmail.com. If you are an Individual shareholders 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 AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the 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 ritaholdingsltd@gmail.com The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at ritaholdingsltd@gmail.com These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. Only those shareholders, who are present in the 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 available during the AGM.

9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

OTHER INFORMATION

1. The e-voting period commences on **27th September, 2026 (9:00 a.m.) and ends on 29th September, 2026 (5:00 p.m.).** During this period, members of the Company holding shares either in physical or dematerialized form, as on **the cut-off date i.e. Wednesday, 23rd September, 2026**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which a vote has already been cast. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the AGM and up to the cut-off date i.e. **23rd September, 2026**, may obtain his login ID and password by sending a request at evoting@nsdl.co.in.

2. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of **Wednesday, 23rd September, 2026**.

3. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

4. Shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of **Wednesday, 23rd September, 2026** may only cast their vote at the 45th Annual General Meeting.

5. Mr. Ankur Gandhi, Proprietor of **M/s Ankur Gandhi & Associates, Practicing Company Secretaries** has been appointed as the Scrutinizer for the Purpose of Annual General Meeting

6. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting and make a Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.

7. The Results shall be declared forthwith after the submission of Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of therequisite number of votes in favour of the Resolutions.

8. The Results declared along with the Scrutinizer's Report will be available on the website of the Company www.ritaholdings.in after the declaration of the results by the Chairman.

By the order of Board of Directors of
Rita Finance and Leasing Limited

Pawan Kumar Mittal
Director
DIN: 00749265

Date: 03.09.2026
Place: New Delhi

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM NO. 2 – Re-appointment of Mr. Pawan Kumar Mittal (DIN: 00749265), as a director liable to retire by rotation

Though not statutorily required, the following is being provided as additional information to the Members.

Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, not less than two-thirds of the total number of Directors (excluding Independent Directors) shall be liable to retire by rotation. One-third of such Directors are required to retire from office at each Annual General Meeting, but the retiring Director is eligible for re-appointment at the same meeting. Independent Directors are not subject to retirement by rotation.

In accordance with the above provisions, Mr. Pawan Kumar Mittal (DIN: 00749265) is due to retire by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment.

The Board, keeping in view Mr. Pawan Kumar Mittal's professional expertise, vast managerial experience, and his significant contribution towards the growth and governance of the Company, is of the opinion that it would be in the best interests of the Company to re- appoint him as a Director.

Additional information in respect of Mr. Pawan Kumar Mittal (DIN: 00749265), pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is provided in Annexure A to this Notice.

Except Mr. Pawan Kumar Mittal (DIN: 00749265) and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice.

Based on the outcome of performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommends passing of the Ordinary Resolution as set out at Item No. 2 for the approval of the Members

ANNEXURE-1

Details of Directors seeking appointment/re-appointment at the Annual General Meeting pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

S. No.	Name of the Director	PAWAN KUMAR MITTAL
1.	DIN	00749265
2.	Date of Birth	07/12/1971 (54 years)
3.	Original date of Appointment	11/12/2017
4.	Qualification	Chartered Accountant, B. Com
5.	Profile/ Expertise	He is the Non-Executive director of company He has experience of 25 years in the field of finance and taxation.
6.	Directorship in other Listed Entities	1. Patback Business Limited 2. Afloat Enterprises Limited
7.	Listed entities from which Pawan has resigned in past three years	1. Goalpost Industries Limited 2. Unifinz Capital India Limited
8.	Remuneration Proposed to be paid	None
9.	Number of Shares held in Company	2233614

10.	Chairman / Member of Committee(s) of Board of Directors of the Company	Member in 3 (three)Committee of Board of Directors of Company
11.	Chairman / Member of the Committee(s) of Board of Directors of other Listed companies in which he is a Director	Member of total Six(6) Committees of Board of Directors of other Companies
12.	Disclosure of inter-se relationships between directors and KMP	Nil

ITEM NO: 4- Appointment of M/s. A. Ankita & Associates, a Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 24584, Membership No: 31017 as the Secretarial Auditors of the Company

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Rules made thereunder, every listed company is required to annex with its Board's Report a Secretarial Audit Report given by a Company Secretary in Practice. The Company has decided to appoint a Secretarial Auditor for a term of five consecutive years to hold office from the conclusion of 45th Annual General Meeting until the conclusion of the 50th Annual General Meeting to be held in the year 2031 as part of its commitment to good corporate governance practices.

M/s. A. Ankita & Associates, a Peer Reviewed Company Secretary Proprietary Firm holding Certificate of Practice No 24584, Membership No: 31017, are presently the Secretarial Auditors of the Company. Based on the recommendation of the Audit Committee, the Board of Directors of the Company has approved the appointment of M/s. A. Ankita & Associates, as the Secretarial Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 45th Annual General Meeting until the conclusion of the 50th Annual General Meeting to be held in the year 2031.

M/s. A. Ankita & Associates have given their consent to act as Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limits prescribed under applicable provisions. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors and that they comply with the independence requirements under the Auditing Standards issued by the Institute of Company Secretaries of India and other relevant rules and regulations.

The remuneration payable to M/s. A. Ankita & Associates for the Secretarial Audit will be decided by the Board of Directors. Any revision in remuneration for subsequent year(s) of their term shall be approved by the Board of Directors (including its Committee(s) thereof) from time to time, as may be required. Further, the Company may obtain certifications and avail other permissible professional services from M/s. A. Ankita & Associates as may be required under statutory regulations from time to time.

The remuneration for such certifications and services will be paid on mutually agreed terms.

The Board recommends the Resolutions set forth in Item Nos. 4 for the approval of the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item Nos. 4 of the Notice.

BOARD OF DIRECTORS

To the Shareholders,
Your Directors take pleasure in presenting the 45th Annual Report on the business and operations of your Company along with the audited standalone financial statements for the year ended 31st March, 2026.

COMPANY OVERVIEW

Rita Finance and Leasing Limited was originally incorporated under Companies Act, 1956 with name of Rita Holdings Limited on 19th May, 1981. The Company's shares was listed on BSE and MSEI i:e Metropolitan Stock Exchange of India Limited on 13th March, 2015 and registered with Reserve Bank of India as an non-banking financial Company bearing registration number 14.01024 on 10th August, 1998.

FINANCIAL PERFORMANCE OF THE COMPANY

The Company's financial results are as under:

(Rs. in Lakhs)

Particular	Current Year 2025-26	Previous Year 2024-25
Revenue from Operations	132.59	102.84
Total revenue (including other income)	0.00	106.44
Total Expenses:		
Profit before tax	92.04	64.85
Tax Expenses:		
Less: Current tax	22.56	4.54
: Deferred tax	0	0
: Earlier year tax adjustment	0	0
Profit after tax	69.48	60.31

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

The total revenue from operations of your Company for the year ended March 31, 2026 stood at ₹132.59 Lakhs as compared to ₹102.84 Lakhs in the previous year ended March 31, 2025. Including other income, the total revenue amounted to ₹132.59 Lakhs during FY 2025-26 as against ₹106.44 Lakhs in FY 2024-25. The Profit before Tax for the year under review was ₹92.04 Lakhs as compared to ₹64.85 Lakhs in the previous year. The Profit after Tax for the year ended March 31, 2026 stood at ₹69.48 Lakhs as compared to ₹60.31 Lakhs in the previous year. After accounting for other comprehensive income, the total comprehensive income for FY 2025-26 was ₹69.48 Lakhs as compared to ₹60.31 Lakhs in FY 2024-25.

STATE OF COMPANY'S AFFAIRS

With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to customer service. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenue. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence.

RESERVES

Your Company has transferred an amount to general reserve out of the profits of the year.

RBI GUIDELINES

The Company continues to fulfill all the norms and standards laid down by the Reserve Bank of India for the Non-Banking Financial Company.

DIVIDEND

The Company needs further funds to enhance its business operations, to upgrade the efficiency and to meet out the deficiencies in working capital. The Directors, therefore, do not recommend any dividend on Equity Shares for the financial year 2025-26.

SHARE CAPITAL

As on 31st March, 2026, authorized share capital of the company is `10,00,00,000/- (Rupees Ten crore rupee only) divided into 100,00,000 (One Crore) equity shares of ` 10/- (rupees ten) each. There was change in the authorized capital of the company during the year.

As on 31st March, 2026, paid up share capital of the company is `10,00,00,000/- (Rupees Ten crore rupee only) divided into 100,00,000 (One Crore)equity shares of ` 10/- (rupees ten) each.

Changes in Authorized Share Capital after the Financial Year-End

The Authorized Share Capital of the Company is increased from 10,00,00,000/- (Rupees Ten crore rupee only) divided into 100,00,000 (One Crore) equity shares of ` 10/- (rupees ten) each to ₹16,00,00,000/- (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of ₹10/- (Rupees Ten Only) each w.e.f 27th April, 2026, after the closure of the Financial Year.

Raising of fund through Warrant Issue

During the period under review the Board of Directors in its meeting held on the 26th March, 2026 unanimously approved a proposal of the issuance and allotment of up to 60,00,000 (Sixty Lakhs) Convertible Warrants ("Warrants") at a price of ₹20/- (Rupees Twenty Only) per Warrant, including the premium.

Each of these Warrants will possess the potential to be converted into, or exchanged for, one (01) fully paid-up equity share of our Company, which carries a face value of ₹10/- (Rupees Ten Only). Furthermore, each equity share will have an associated premium of ₹10.00/- (Rupees Ten Only) per share. The total aggregate funds raised through this preferential issue will amount to ₹12,00,00,000 (Rupees Twelve Crore Only).

Furthermore, the allotment of Warrants, was formally approved by our esteemed members through a postal ballot. Furthermore the Board of Directors has approved allotment of 60,00,000 (Sixty Lakhs) Convertible Warrants ("Warrants") in its meeting held on the 13th May, 2026. The total aggregate funds raised through this preferential issue will amount to ₹12,00,00,000 (Rupees Twelve Crore Only).

DEPOSITS

During the year under review, the Company has not accepted any deposits from the public under Section 73 of the Companies Act, 2013 and rules made there under. There is no unclaimed or unpaid deposit lying with the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

As being an NBFC, company's main objects is to provide loans or advances, invest, buy, sell, transfers or deal in securities of any company, Government or local authority. Hence, the Company does not fall under the purview of the provisions of Section 186 of the Companies Act, 2013 and rules made there under.

LISTING OF EQUITY SHARES OF THE COMPANY

As on 31stMarch, 2026 company's all 100,00,000 equity shares of ` 10/- each are listed on Metropolitan Stock Exchange of India Limited and BSE Limited .

The equity shares of our company are listed on BSE on dated 27/01/2021.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There is no material change which may affect the financial position of the Company between the financial year and up to the date of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

CHANGE IN NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the Company.

CREDIT RATING
The Directors of the Company are pleased to report that the Company has membership Certificate from all four CICs i.e. Credit Information Bureau (India) Limited (CIBIL), Equifax Credit Information Services Private Limited (ECIS), Experian Credit Information Company of India Pvt Ltd, CRIF High Mark Credit Information Services Pvt Ltd.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO
In view of the nature of the activities carried out by the Company, Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. However, the Company makes all efforts towards conservation of energy, protection of environment and ensuring safety. During the year under review, the Company had no earnings and expenditure in foreign exchange.

PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES
Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Companies Act,2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,are given in **"Annexure A"** of this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT
Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Management Discussion and Analysis Report has been appended separately, are given in **"Annexure B"**of this Report.

CORPORATE GOVERNANCE
Since, the paid- up capital of the Company is less than or equal to 10 Crores and Net worth is less than 25 Crores, the provisions of the Corporate Governance as stipulated under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. However, your Company has made every effort to comply with the provisions of the Corporate Governance and to see that the interest of the Shareholders and the Company are properly served. It has always been the Company's endeavor to excel through better Corporate Governance and fair & transparent practices, many of which have already been in place even before they were mandated by the law of land.

The management of Company believes that it will further enhance the level of Corporate Governance in the Company.

SUBSIDIARIES, HOLDING, JOINT VENTURES OR ASSOCIATE COMPANIES
The Company does not have any Subsidiary, Holding, Joint Venture or Associate Company.

RISK MANAGEMENT
While the business risk associated with operating environment, ownership structure, Management, System & Policy, the financial risk lies in Asset Quality, Liquidity, Profitability and Capital Adequacy. The company recognizes these risks and makes best effort to mitigate them in time. Risk Management is also an integral part of the Company's business strategy.

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

INTERNAL CONTROL SYSTEMS
The Company's Internal Control System is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the Company's internal controls, including its systems and processes and compliance with regulations and procedures.

HEALTH, SAFETY AND ENVIRONMENT PROTECTION
The Company has complied with all the applicable environmental law and labour laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Board of Directors
As on March 31, 2026, your Board comprised of 6 (Three) Directors which includes one non-executive directors and Five independent directors (including women director). Your Directors on the Board possess experience, competency and are renowned in their respective fields. All Directors are liable to retire by rotation except Independent Directors whose term of 5 consecutive years was approved by the Shareholders of the Company in the Annual General Meeting.

During the year under review following event took place:

1. Resignation of Mr. Ramkumar Singh from the Position of CEO of company with effect from 29.07.2025.

2. Resignation of Mrs. Anita Chougule from the Position of Company Secretary and Compliance Officer of Company w.e.f. 30.09.2025.

3. Appointment of Mrs. Deepika Vaid (A35626) as a Company Secretary and Compliance Officer of the company with effect 05.12.2025.

4. Appointment of Mrs. Jenisha Het Shah appointed as Chief Executive Officer of the Company w.e.f. 13.02.2026.

5. Appointment of Mr. Nilesh Prafulbhai Thakkar (DIN: 11519752) as an Independent Director of the Company w.e.f. 13.02.2026.

6. Appointment of Mrs. Reshma Karan Morani (DIN: 00762924) as an Independent Director of the Company w.e.f. 13.02.2026.

7. Resignation of Mr. Mukesh Laxman Sharma (DIN: 05242810) from the position of Non-Executive Non-Independent Director w.e.f. 13.02.2026.

8. Resignation of Mr. Suhas Somkant Niphadkar from the post of the Chief Financial Officer of the Company w.e.f. 24.02.2026

9. Appointment of Mr. Mukesh Laxman Sharma as Chief Financial Officer of the Company w.e.f. 29.04.2026.

10. Mrs. Jenisha Het Shah has resigned from position of Chief Executive Officer of the Company w.e.f. 13th June, 2026.

Board Evaluation
The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Declaration given by Independent Directors
Pursuant to Section 149(7) of the Companies Act, 2013 read with the Companies (Appointment and

Qualifications of Directors) Rules, 2014, the Company has received declarations from all the Independent Directors of the Company confirming that they meet the 'criteria of Independence' as prescribed under Section 149(6) of the Companies Act, 2013 and have submitted their respective declarations as required under Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Familiarisation Programme

The Company has put in place an induction and familiarisation programme for all its Directors including the Independent Directors.

Directors' Appointment and Remuneration Policy

The Company's policy on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 of the Companies Act, 2013, as is adopted by the Board.

The Company has adopted a comprehensive policy on Nomination and Remuneration of Directors on the Board. As per such policy, candidates proposed to be appointed as Directors on the Board shall be first reviewed by the Nomination and Remuneration Committee in its duly convened Meeting. The Nomination and Remuneration Committee shall formulate the criteria for determining the qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the Remuneration for the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Committee shall ensure that—

a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
c) Remuneration to directors and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals. During the year under review, none of the Directors of the company receive any remuneration.

DIRECTORS RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, your directors hereby confirm that:

(a) in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures;
(b) the directors have 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 have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
(d) the directors have prepared the annual accounts for the financial year ended March 31, 2026, on a going concern basis;
(e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;' and
(f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

MEETINGS

Board Meetings

The Board of Directors of the Company met Nine (10) times during the financial year 2025-26. The meetings of Board of Directors were held on 05/04/2025, 24/04/2025, 14/05/2025, 13/08/2025, 03/09/2025, 14/11/2025, 05/12/2025, 27/01/2026, 13/02/2026 and 26/03/2026.

The necessary quorum was present in all the meetings. The intervening gap between any two meetings was not more than one hundred and twenty days as prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.The agenda and Notice for all the Meetings was prepared and circulated in advance to the Directors.

The attendance of each of the Directors at the meeting of the Board Meeting during the year under review is as under:

Name and DIN of the Directors	Designation	Number of Board meetings during the year 2025-26	
		Held	Attended
Mr. Pawan Kumar Mittal (DIN: 00749265)	Non-Executive Director & Chairman	10	10
Mr. Sandipbhai Patel (DIN: 10849576)	Independent Director	10	10
Mr. Mahesh Anand Dhanavade (DIN: 07782425)	Independent Director	10	10
Mrs. Harshita Kanishka Tiwari (DIN: 10849670)	Independent Director	10	10
Mr. Nilesh Prafulbhai Thakkar (DIN: 11519752)	Independent Director	01	01
Mrs. Reshma Karan Morani (DIN: 00762924)	Independent Director	01	01
Mr. Mukesh Laxman Sharma (DIN: 05242810) Up to 13.02.2026	Non-Executive Director	08	08

Information provided to the Board

The Board of the Company is presented with all information under the following heads, whenever applicable and materially significant. These are summarised either as part of the agenda will in advance of the Board Meetings or are tabled in the course of the Board Meetings. This, interalia, includes:

- Annual operating plans of businesses, capital budgets, updates.
- Quarterly results of the Company and its operating divisions or business segments.
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Materially important litigations, show cause, demand, prosecution and penalty notices.
- Fatal or serious accidents.

- Any material default in financial obligations to and by the Company or substantial non-payment for services rendered by the Company.
- Any issue, which involves possible public liability claims of substantial nature, including any judgment or order, which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Transactions had involved substantial payments towards good-will, brand equity, or intellectual property.
- Significant development in the human resources front.
- Sale of material, nature of investments, assets which is not in the normal course of business.
- Quarterly update on the return from deployment of surplus funds.
- Non-compliance of any regulatory or statutory provisions or listing requirements as well as shareholder services as non-payment of dividend and delays in share transfer.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources /Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.

Independent Directors Meetings

In due compliance with the provisions of the Companies Act, 2013 read with the rules made there under a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole was evaluated, taking into account the views of directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees and individual directors was discussed.

One (1) meeting of Independent Directors was held on 14th February, 2025 during the year 2024-25.

Committee Meetings

Audit Committee

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting progress with a view to ensuring accurate timely and proper disclosures and transparency, integrity and quality of financial reporting. The Committee oversees the work carried out by the management, internal auditors on the financial reporting process and the safeguards employed by them.

Brief description of the terms of reference

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position.
- Recommending the appointment, re-appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Reviewing the financial statements and draft audit report, including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
  - Any changes in accounting policies and practices;
  - Major accounting entries based on exercise of judgment by management;
  - Qualifications in draft audit report;
  - Significant adjustments arising out of audit;
  - Compliance with accounting standard;
  - Compliance with stock exchange and legal requirements concerning financial statements;
  - Any related party transactions as per Accounting Standard 18.
  - Reviewing the Company's financial and risk management policies.
  - Disclosure of contingent liabilities.
  - Reviewing with the management, external and internal auditors and the adequacy of internal control systems.
  - Discussion with internal auditors of any significant findings and followup thereon.
  - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
  - Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
  - Reviewing compliances as regards the Company's Whistle Blower Policy.

- Mandatory review of following information
  - Management discussion and analysis of financial condition and results of operations;

- Statement of significant related party transactions, submitted by management;
- Management letters / letters of internal control weaknesses issued by Statutory Auditors and:
- Appointment, removal and terms of remuneration of Internal Auditor.

The Board has re-constituted the Audit Committee in accordance with the requirement of Companies Act, 2013 and other applicable provisions. All members of Audit Committee are financially literate and have financial management expertise. The Audit Committee comprises of three members including two members as independent director out of which one is chairman of this committee.

The Audit Committee met Seven (7) times during the financial year 2025-26. The meetings of Audit Committee were held on 05/04/2025, 14/05/2025, 13/08/2025, 14/11/2025, 27/01/2026, 13/02/2026 and 26/03/2026. The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

The Composition of the Audit Committee are as follows:

Name of the Committee Members	**Designation**	**Number of Audit Committee meetings during the year 2025-26**	
		Held	**Attended**
Mr. Sandipbhai Patel (DIN: 10849576)	Chairman	7	7
Mr. Mahesh Anand Dhanavade (DIN: 07782425)	Member	7	7
Mr. Mukesh Laxman Sharma (DIN: 05242810) (up to 13/02/2026)	Member	6	6
Mrs. Harshita Kanishka Tiwari (DIN: 10849670)	Member	7	7

* During the year committee has been reconstituted after the resignation of director.

Nomination and Remuneration Committee

The policy formulated under Nomination and Remuneration Committee are in conformity with the requirements as per provisions of sub-Section (3) of Section 178 of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company had Constituted Nomination and Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013.

The terms of reference of the remuneration committee in brief pertain tointer-alia, determining the Companies policy on and approve specific remuneration packages for executive director (s)/Manager under theCompanies Act, 2013 after taking in to account the financial position ofthe Company, trend in the industry, appointees qualification,experience, past performance, interest of the Company and members.

This Nomination & Remuneration committee will look after the functions as enumerated u/s 178 of the Companies Act, 2013. This Committee has comprises three members including all members as independent directors out of which one member is chairman of the committee.

The Nomination and Remuneration Committee met Four (4) time during the financial year 2025-26. The meetings of Nomination and Remuneration Committee were held on 05/04/2025, 05/12/2025, 27/01/2026 and 13/02/2026.

The Minutes of the Meetings of the Nomination and Remuneration Committee are discussed and taken note by the board of directors.

The Composition of the Nomination and Remuneration Committee are as follows:

Name of the Committee Members	**Designation**	**Number of Nomination and Remuneration Committee meetings during the year 2025-26**	
		Held	**Attended**
Mr. Sandipbhai Patel (DIN: 10849576)	Chairman	4	4
Mr. Mahesh Anand Dhanavade (DIN: 07782425)	Member	4	4
Mr. Mukesh Laxman Sharma (DIN: 05242810) (up to 13/02/2026)	Member	4	4
Mrs. Harshita Kanishka Tiwari (DIN: 10849670)	Member	4	4

* During the year committee has been reconstituted after the resignation of director.

Stakeholder's Relationship Committee
The scope of the Stakeholders' Relationship Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has an independent Stakeholders' Relationship Committee to consider and resolve grievances of the Shareholders / Investors. This Committee has comprises three members including all members as independent directors out of which one member is chairman of the committee.

The Stakeholders' Relationship Committee met One (1) times during the financial year 2025-26. The meetings of Stakeholders' Relationship Committee were held 26/03/2026.

The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors.

The Composition of the Stakeholders' Relationship Committee are as follows:

Name of the Committee Members	Designation	Number of Nomination and Remuneration Committee meetings during the year 2025-26	
		Held	Attended
Mr. Sandipbhai Patel (DIN: 10849576)	Chairman	1	1
Mr. Mahesh Anand Dhanavade (DIN: 07782425)	Member	1	1
Mr. Mukesh Laxman Sharma (DIN: 05242810) (up to 13/02/2026)	Member	0	0
Mrs. Harshita Kanishka Tiwari (DIN: 10849670)	Member	1	1

* During the year committee has been reconstituted after the resignation of director.

Compliance Officer

Name	Ms. Deepika Vaid Company Secretary & compliance Officer
Contact Details	325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi 110085
E- mail Id	ritaholdingsltd@gmail.com

Shareholders Meetings
Meetings of Shareholders/ Members of the Company held during the financial year 2025-26.

The details of meeting are as follows:

Annual General Meeting: 27th September, 2025

AUDITORS

Statutory Auditors

The Company has proposed the appointment of Parth R. Shah & Co. (FRN: 153846W), Chartered Accountant, Gujarat, as Statutory Auditor of the Company to fill the Casual Vacancy caused by the Resignation of M/s. J. Singh & Associates, Chartered Accountants, (Firm Registration No. 110266W). The Auditor if appointed shall hold office for the period of 5 years from the conclusion of this 45th Annual General Meeting (AGM) of the Company held on 30th September, 2026 till the conclusion of 50th Annual General Meeting (AGM) of the Company to be held in the year 2031. The Company has received a letter from the M/s. Parth R. Shah & Co., Chartered Accountants to the effect that the approval of their appointment, if made at the forthcoming Annual General Meeting, would be in accordance with the limits prescribed under 141(3)(g) of the Act.

- **Statutory Auditors Observations**
  The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer. The Statutory Auditors have not reported any incident of fraud to the Audit Committee or the Board of Directors under Section 143(12) of the Companies Act, 2013 during the financial year ended March 31, 2026.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed **Ankur Gandhi & Associates, Company Secretaries** to undertake the Secretarial Audit of the Company for the Financial Year 2025-26.

- **Secretarial Auditors Reports**
  The Secretarial Auditors have given Secretarial audit report in Form MR-3 for financial year 2025-26, are given in **"Annexure C"** of this report.

- **Secretarial Auditors Observations**
  Report was self-explanatory and need no comments

Internal Auditors

Pursuant to the provision of Section 138 of the Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the Board had appointed M/s S.K. Goel & Associates, Chartered Accountants, as the Internal Auditors of the Company for the financial year 2025-26.

- **Internal Auditors Reports**
  The Internal Auditors have placed their internal audit report to the company.

- **Internal Auditors Observations**
  Internal Audit Report was self-explanatory and need no comments.

PARTICULARS OF CONTRACT OR ARRANGEMENT MADE WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013

The transactions entered with related parties during the year under review were on Arm's Length basis and in the ordinary course of business. The provisions of Section 188 of the Companies Act, 2013 are therefore, not attracted. All related party transactions were approved by the Audit Committee and the Board. The relevant information regarding related party transactions has been set out in Note-21 of the Financial Statements for the financial year ended 31.03.2026.

EXTRACT OF ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of the annual return in e form _ MGT-7 of the company for the year will be available on the website of the company at https://ritafinance.in/corporate-announcements .

ENHANCING SHAREHOLDER VALUE
Our Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders.

DEMATERIALISATION OF SHARES
The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN- INE018S01016has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates 99.04% of the Company's Paid-up Share Capital is in dematerialized form and balance 0.06% is in physical form as on 31^{st} March, 2026.

VIGIL MECHANISM (WHISTLE BLOWER POLICY)
In compliance with the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors of your Company has adopted the Vigil Mechanism and Whistle Blower Policy.

The Company believes in the conduct of its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. The Company is committed to develop a culture in which every employee feels free to raise concerns about any poor or unacceptable practice and misconduct. In order to maintain the standards has adopted lays down this Whistle Blower Policy to provide a framework to promote responsible and secure whistle blowing.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013 READ WITH RULES
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. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under
this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2025-26:

- No of complaints received : 0
- No of complaints disposed off : N.A.

HUMAN RESOURCES
People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.

The Company recognizes people as its most valuable asset and The Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

CORPORATE SOCIAL RESPONSIBILITY
The Company is not required to spend any amount in respect of Corporate Social Responsibility as provisions relating to Corporate Social Responsibility under Section 135 of Companies Act, 2013 is not applicable to Company.

DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013
During the year under review, your directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2025-2026.

OTHER DISCLOSURES
Your Directors state that during the financial year 2025-26:

- The Company did not issue any equity shares with differential rights as to dividend, voting or otherwise.
- The Company did not issue any Sweat Equity shares.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees' or by trustees for the benefit of employees.

COMPLIANCE

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Securities and Exchange Board of India (SEBI) etc.

The Company has complied with all applicable provisions of the Companies Act, 2013, Listing Agreement executed with the Stock Exchange(s), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules/regulations/guidelines issued from time to time.

SECRETARIAL STANDARDS OF ICSI

Pursuant to the approval by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India on April 10, 2015, the Secretarial Standards on Meetings of the Board of Directors(SS-1) and General Meetings (SS-2) came into effect from July 01, 2015. Thereafter, Secretarial Standards were revised with effect from October 01, 2017. The Company is in compliance with the Secretarial Standards.

ACKNOWLEDGMENT

Your Directors wish to express their sincere appreciation for the support and cooperation, which the Company continues to receive from its clients, Banks, Government Authorities, Financial Institutions and associates and are grateful to the shareholders for their continued support to the Company. Your Directors place on record their appreciation for the contributions made and the efforts put in by the management team and employees of the Company at all level.

By the order of Board of Directors of
Rita Finance and Leasing Limited

Pawan Kumar Mittal
Director
DIN: 00749265

Date: 03.09.2026
Place: New Delhi

ANNEXURE -A

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

INFORMATION UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year: **NIL**

   No Remuneration was paid to any directors during the year under review except sitting fees.

ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year: **NIL**

iii) The percentage increase in the median remuneration of employees in the financial year:**NIL**

iv) The number of Permanent employees on the rolls of the company: Four **(4)**

v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration
   There was no remuneration paid to employees except CFO & CS.

vi) Affirmation that the remuneration is as per the remuneration policy of the company
   It is hereby affirmed that no remuneration paid, if any, is as per the remuneration policy of the company.

ANNEXURE -B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your directors are pleased to present the Management Discussion and Analysis Report for the year ended 31st March, 2026.

NBFC Company:

The financial statements are prepared in accordance with the Companies Act, 2013 and Indian Accounting Standards (Ind AS), along with applicable RBI guidelines for NBFCs. Estimates and judgments have been made prudently to ensure the financials present a true and fair view of the Company's affairs. This report may include forward-looking statements involving risks such as regulatory changes, economic shifts, or strategy execution. Actual results may materially differ.

ECONOMIC OVERVIEW:

Global Economy:

Global economic conditions remain volatile, challenged by geopolitical tensions, inflationary pressures, and strained trade relations. Amidst uncertainty, India's resilient domestic demand and reform-driven momentum continue to stand out.

Indian Economy:

India's economy continued to demonstrate resilience and strong growth momentum during FY 2025-26, supported by robust domestic demand, easing inflation and a stable macroeconomic environment. Real GDP growth is expected to remain at around 6.5%, reinforcing India's position as one of the fastest-growing major economies globally. The economy entered FY 2025-26 on a strong footing, with real GDP growth of 7.4% recorded in Q4 FY 2024-25, despite prevailing global uncertainties and geopolitical headwinds. Inflationary pressures moderated significantly, with retail CPI inflation declining to 2.82% in May 2025, providing relief to consumers and supporting economic activity. In response to the evolving macroeconomic environment, the Reserve Bank of India adopted an accommodative policy stance, including reductions in policy rates and reserve requirements, with the objective of strengthening domestic demand and sustaining the growth cycle. India's external sector also remained resilient, supported by healthy foreign trade, exports and capital inflows. The upgrade of India's sovereign credit rating by S&P Global Ratings to BBB in August 2025 further reflected growing confidence in the country's economic resilience and policy framework. Looking ahead, sustaining a higher growth trajectory will require continued focus on infrastructure development, productivity enhancement, private investment and export competitiveness. A parliamentary panel has also highlighted the need to raise the investment rate to around 35% of GDP to support a sustained growth trajectory of 8% over the coming decade. Overall, India's favourable domestic fundamentals, improving inflation dynamics and policy support provide a strong foundation for sustained economic growth during FY 2025-26 and beyond.

Outlook:

The Government of India continued to pursue fiscal consolidation while maintaining a strong focus on capital expenditure to support infrastructure development and long-term economic growth. The fiscal deficit is budgeted at 4.4% of GDP for FY 2025-26, down from the revised estimate of 4.8% in FY 2024-25, reflecting the Government's commitment to a prudent fiscal path. Capital expenditure has been budgeted at ₹11.21 lakh crore, equivalent to 3.1% of GDP, with effective capital expenditure estimated at ₹15.48 lakh crore or 4.3% of GDP. The Reserve Bank of India approved a record surplus transfer of ₹2.69 lakh crore to the Central Government for FY 2024-25, significantly higher than the ₹2.10 lakh crore transferred in the previous year and above the budgeted estimate of ₹2.56 lakh crore. The higher-than-budgeted surplus transfer provides additional fiscal headroom and is expected to support fiscal consolidation, while also contributing to favourable liquidity conditions and potentially moderating government borrowing costs and bond yields.

INDUSTRY OVERVIEW:

Financial Services Industry:

The Non-Banking Financial Companies (NBFCs) sector remained an important contributor to India's financial ecosystem during FY 2025-26, supported by resilient retail credit demand, increasing financial inclusion and continued formalisation of credit. NBFC credit growth moderated from the exceptionally high levels witnessed in earlier years, reflecting a more calibrated approach to lending, particularly in unsecured segments. Retail lending continued to be the key growth driver, with Retail Assets under Management (AUM), excluding Housing Finance Companies, estimated to have grown by approximately 17–19% during FY 2025-26. Growth was supported by strong performance in gold loans, vehicle finance and other secured retail segments, while unsecured lending and microfinance remained relatively subdued amid asset-quality concerns and tighter underwriting standards. ICRA expects the NBFC-Retail segment to grow at 16–18% during FY 2026-27, with Retail AUM expected to cross ₹30 lakh crore by FY 2027, indicating continued but more measured expansion.

NBFCs in India:

India's Non-Banking Financial Companies (NBFCs) sector continued to demonstrate resilience and sustained growth during FY 2025-26, supported by robust retail credit demand, increasing financial inclusion and the continued formalisation of the financial ecosystem. Retail Assets under Management (AUM), excluding Housing Finance Companies, are estimated to have grown by approximately 17–19% during FY 2025-26, although the pace of expansion moderated from the elevated levels witnessed in previous years as lenders adopted a more calibrated approach to credit growth. Asset quality showed signs of stabilisation during the year, supported by improved collections, prudent underwriting and tighter risk-management practices, although pockets of stress continued to persist in microfinance and certain unsecured retail portfolios. NBFCs continued to strengthen their role in India's credit ecosystem, with retail lending, vehicle finance, gold loans and MSME financing remaining key growth segments, supported by technology-led distribution and strong last-mile reach. Looking ahead to FY 2026-27, the sector is expected to maintain a healthy but measured growth trajectory, with Retail AUM projected to grow by approximately 16–18%. The outlook remains supported by resilient domestic consumption, improving asset quality and sustained demand for formal credit, while funding costs, competitive intensity, credit costs and regulatory requirements will remain important factors influencing sector profitability and growth. Overall, NBFCs are expected to continue gaining strategic importance in India's financial ecosystem by complementing the banking sector, addressing credit gaps and supporting inclusive economic growth.

COMPANY OVERVIEW:

During the year under review, your Company, being a Non-Banking Financial Company (NBFC), continued to primarily earn income from its financing activities. The Revenue from Operations for the financial year ended March 31, 2026 stood at ₹132.59 Lakhs, as compared to ₹102.84 Lakhs for the previous year ended March 31, 2025. The slight decrease is mainly on account of moderation in lending operations and cautious deployment of funds in line with prudent risk management practices.

Including other income, the Total Revenue of the Company during FY 2025-26 was ₹132.59 as against ₹106.44 in FY 2024-25. Other income during the year comprised mainly of interest income and miscellaneous receipts, whereas the previous year had an additional contribution from profit on sale of fixed assets.

On the expenditure side, the Total Expenses were ₹40.55 Lakhs in FY 2025-26 as compared to ₹41.59 Lakhs in FY 2024-25. The reduction was primarily due to significant rationalization of other operating expenses, even though finance costs were incurred in the current year on account of borrowings mobilized to support lending operations. Employee benefit expenses also increased in line with business expansion and regulatory requirements.

As a result, the Profit before Tax (PBT) increased to ₹92.04 Lakhs during the year under review as against ₹64.85 Lakhs in the previous year. After providing for current tax of ₹22.56 Lakhs, the Profit after Tax (PAT) stood at ₹69.48 Lakhs in FY 2025-26, registering a healthy growth over ₹60.31 Lakhs reported in FY 2024-25.

Further, after considering other comprehensive income/(loss), the Total Comprehensive Income for the year was ₹69.48 Lakhs, as against ₹60.31 Lakhs in FY 2024-25. The improvement in profitability demonstrates the Company's focus on strengthening its credit underwriting standards, efficient cost management, and disciplined approach to fund deployment.

OPPORTUNITIES & THREATS:

Opportunities:

Strong domestic demand, financial inclusion, and low credit penetration (~70% Credit-to-GDP) signal vast potential.

Rapid growth in retail and MSME segments presents expanding market scope.

Technology and customer reach provide competitive advantage for agile NBFCs.

Upgraded sovereign rating, stable inflation, and policy reforms build favorable macro environment.

Threats:

Tightening credit conditions or global trade tensions may dampen demand.

Rising delinquencies in unsecured retail and microfinance could impact margins.

Regulatory shifts and capital costs remain key risks to profitability.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has adequate internal controls and standardized operating processes that are envisaged to protect assets and business efficiency. The Company has established strong and well-entrenched internal control procedures commensurate with its size and operations and relevant to its broad domain of the lending business.

HUMAN RESOURCES:

The Company continues to maintain robust internal control frameworks and operational processes appropriate to its scale. These ensure asset safety, compliance, and business efficiency.

We value our workforce and foster an inclusive work culture that motivates employees and drives retention, recognizing their pivotal role in the company's success.

OUTLOOK:

NBFCs will remain crucial in extending credit to underserved segments. Rita is well-positioned to benefit from expanding opportunities, provided asset quality is vigilantly monitored and digital/retail strategies are leveraged. A stable macroeconomy with manageable inflation and supportive regulatory environment augurs well for future performance.

FINANCIAL REVIEW

Key ratios of Rita on a consolidated Basis:

The Operating Profit Ratio for the year ended 31st March, 2026 stood at 69.42% as compared to 63.06% in the previous year. The improvement is primarily attributable to a reduction in overall operating expenses, particularly other administrative costs, despite incurring finance costs in the current year.

The Return on Capital Employed (ROCE) was 5.29% in FY 2025-26 as against 3.94% in FY 2024-25. The marginal decline is due to moderation in revenue from operations and higher deployment of borrowings, even though profitability remained stable.

The Earnings Per Share (EPS) increased to ₹0.69 in FY 2025-26 from ₹0.60 in FY 2024-25, reflecting an improvement in the Company's net profitability and value creation for shareholders.

CAUTIONARY STATEMENT

This MD&A contains forward-looking statements within the meaning of securities laws. Actual outcomes may differ due to risks including economic variability, regulatory changes, asset quality shifts, and strategic execution. The Company disclaims any obligation to update these statements.

ANNEXURE -C

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 of Managerial Personnel) Rules, 2014]

To,
The Members,
M/s. Rita Finance and Leasing Limited
325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini,
New Delhi-110085

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **Rita Finance and Leasing Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder:

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

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit period):

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

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

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

(c) The Securities and Exchange Board of India (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; Not Applicable during the period under review.

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Debt Securities) Regulations, 2021; Not Applicable during the period under review.

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not Applicable during the Period under Review.

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not applicable to the Company during the Audit Period and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable to the Company during the Audit Period.

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

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

(ii) The Listing Agreement entered into by the Company with the BSE Ltd pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. "There have been changes in the composition of the Board of Directors and Key Managerial Personnel during the period under review, as detailed below."

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

Majority decision of the Board of Directors and its Committees is carried through and are captured and recorded as part of the minutes. There were no dissenting views.

We further report that during the period under review and up to issuing the report;

1. Resignation of Mr. Ramkumar Singh from the Position of CEO of company with effect from 29.07.2025.

2. Resignation of Mrs. Anita Chougule from the Position of Company Secretary and Compliance Officer of Company w.e.f. 30.09.2025.

3. Appointment of Mrs. Deepika Vaid (A35626) as a Company Secretary and Compliance Officer of the company with effect 05.12.2025.

4. Appointment of Mrs. Jenisha Het Shah appointed as Chief Executive Officer of the Company w.e.f. 13.02.2026.

5. Appointment of Mr. Nilesh Prafulbhai Thakkar (DIN: 11519752) as an Independent Director of the Company w.e.f. 13.02.2026.

6. Appointment of Mrs. Reshma Karan Morani (DIN: 00762924) as an Independent Director of the Company w.e.f. 13.02.2026.

7. Resignation of Mr. Mukesh Laxman Sharma (DIN: 05242810) from the position of Non-Executive Non-Independent Director w.e.f. 13.02.2026.

8. Resignation of Mr. Suhas Somkant Niphadkar from the post of the Chief Financial Officer of the Company w.e.f. 24.02.2026

9. Appointment of Mr. Mukesh Laxman Sharma as Chief Financial Officer of the Company w.e.f. 29.04.2026.

10. Mrs. Jenisha Het Shah has resigned from position of Chief Executive Officer of the Company w.e.f. 13th June, 2026.

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

For Ankur Gandhi & Associates
Practicing Company Secretaries
Sd/-
Ankurkumar Dineshchandra Gandhi
Proprietor
ACS: 48016; CP: 17543
UDIN: A048016H001260667
Peer Review No.: 2468/2022

Place: Bilimora
Date: 27/08/2026

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

“Annexure-A”

To
The Members,
M/s. Rita Finance and Leasing Limited
325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini,
New Delhi-110085

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to M/s. **Rita Finance and Leasing Limited** (the ‘Company) is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to me by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to me. We believe that the processes and practices I followed, provides a reasonable basis for my opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

For Ankur Gandhi & Associates
Practicing Company Secretaries

Sd/-
Ankurkumar Dineshchandra Gandhi
Proprietor
ACS: 48016; CP: 17543
UDIN: A048016H001260667
Peer Review No.: 2468/2022

Place: Bilimora
Date: 27/08/2026

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Rita Finance and Leasing Limited

I. Report on the Audit of the Financial Statements

1. Opinion:

A. We Have Audited the Accompanying Financial Statements of **Rita Finance and Leasing Limited** ("the Company"), which comprises the Balance Sheet as at **March 31, 2026**, the Statement of Profit and Loss, the Statement of Cash Flows for the year ended on that date and a summary of Significant Accounting Policies and Other explanatory information (hereinafter referred to as "the Financial Statement").

B. In our opinion and to the best 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 true and fair view in conformity with the accounting standards prescribed under Section 133 of the Act read with the companies (Accounting Standard) Rules, 2015, as amended, ("AS") and other accounting principles generally accepted in India;

i) In the case of the Balance Sheet, of the state of affairs of the Company as at **March 31, 2026**;
ii) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

2. Basis for Opinion:

We Conducted our audit of the financial statements in accordance with the standards on Auditing Specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are Further Described in the Auditor's Responsibility for the Audit of the Financial Statements Section of our Report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provision of the Act and Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

3. Emphasis of Matter

Without qualifying our Opinion, we draw attention that the Company has not made provision for gratuity of employees for the year ended as on 31st March, 2026 hence it has not complied with provision of Accounting Standard-15 "Employees Benefit" issued by ICAI.

4. Management's Responsibility for the Financial Statements:

A. The Company's Board of Directors is Responsible for the Matters Stated in Section 134(5) of the Companies Act, 2013 ("the Act") with Respect to the Preparation of these Financial Statements that Give a True and fair view of the Financial Position, Financial Performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian

Accounting Standards Prescribed under Section 133 of the Act. This Responsibility also includes Maintenance of Adequate Accounting Records in Accordance with the for Provision of the Act for Safeguarding of the Assets of the Company and for Preventing and Detecting the Frauds and other Irregularities; Selection and Application of Appropriate Accounting policies; Making Judgments and estimates that are reasonable and prudent; and design; Implementation and maintenance of adequate Internal Financial Control, That were Operating Effectively for ensuring the Accuracy and Presentation of the Financial Statements give a true and fair view and are free from material misstatement, whether due to fraud or error.

B. In Preparing the Financial Statement, Management is Responsible for Assessing the Company's Ability to Continue as a going Concern, Disclosing, as Applicable, Matters Related to going Concern and using the going Concern basis of accounting unless Management either intends to liquidate the Company or to Cease Operations, or has no realistic Alternative but to do so. The Board of Directors Are Responsible for Overseeing the Company's Financial Reporting Process.

5. Auditor's Responsibility for the Financial Statement:

A. Our Responsibility is to express an Opinion on these Financial statements based on our Audit. In Conducting our Audit, we have taken into Account the Provisions of the Act; the Accounting and Auditing standards and matters which are Required to be included in the Audit Report under the Provisions of the Act and Rules made there under.

B. 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 is 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.

C. As part of an Audit in accordance with SAs, we exercise Professional judgment and maintain Professional skepticism throughout the Audit.

We Also:

i. Identify and assess the risks of material misstatement of the financial Statements, whether due to Fraud or error, design and perform Audit Procedures responsive to those risks, and obtain Audit Evidence that is Sufficient and Appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal financial relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control systems.

iii. Evaluate the Appropriateness of Accounting Policies used and the Reasonableness of Accounting Estimates and Related Disclosures made by the Management.

iv. Conclude on the Appropriateness of Managements 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 cast significant doubt on the Company's Ability to Continue as a going Concern. If we conclude, that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related Disclosures in the Financial Statements or, if such Disclosures are inadequate, to modify our opinion. Our conclusions are based on the Audit Evidence obtained up to the date of our Auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

D. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factor in (i) planning the scope of our audit work and in evaluating the results of our work and qualitative results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

E. 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.

F. 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 matter than may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

II. 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 of India 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, based on our audit, 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 appears from our examination of those books.

C. The Balance sheet, the statement of Profit and Loss, Statement of Changes in Equity and the Statements of Cash Flow dealt with by this report are in agreement with the books of account.

D. On our opinion, the Aforesaid standalone financial statements comply with the Indian Accounting Standards Specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.

E. On the basis of the written representations received from the directors as on **March 31, 2026** taken on record by the Board of Directors, none of the directors is disqualified as on **March 31, 2026** from being Appointed as a director is terms of section 164(2) of the Act.

F. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**.

E. 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) Rule. 2014, as amended in our opinion and to the best of our information and according to the explanation given to us:

i. The Company does not have any pending litigation which would impact its financial position.

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

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. 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. However, the same has not been operated throughout the year for all relevant transactions recorded in the software.

For, Parth R Shah And Co
Chartered Accountants FRN
: 153846W

Parth Shah
Proprietor
M. No.: 129767

Date: 27th May, 2026
UDIN: 26129767HWECNT8587

RITA FINANCE AND LEASING LIMITED ANNEXURE

– A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (1) of our report of even date)

The annexure referred to in Independent Auditor's Report to the Members of the Company on the standalone financial statements of the Company for the year ended March 31, 2026. On the basis of such checks as we considered appropriate and according to the information and explanation given to us during course of our Audit. We Report that:

i) In respect of property, Plant & Equipment; -

(i)(a)(A) the company has maintained reasonable records showing full particulars, quantitative details and situation of property, Plant and Equipment.

(i)(a)(B) The company is not having any intangible asset.

(i)(b) In our opinion Property, Plant and Equipment have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification during the year.

(i)(c) The title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company.

(i)(d) The company has not revalued its Property, Plant and Equipment during the year**.**

(i)(e) According to information and explanations given to us and result of our audit procedures, in our opinion, no proceedings have been initiated or are pending against the company for holding any Benami property under the benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) In respect of its inventories: -

(ii)(a) In our opinion, physical verification of inventory has been conducted at reasonable intervals by the management and the coverage and procedure of such verification by the management is appropriate. No material discrepancies were noticed on such verification.

(iii) During the year, the company has made any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provision of clause 3(iii) (a), (b), (c), (d), (e) & (f) of the order are applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has not given any loan guarantee or has not made investments covered under sections 185 and 186 of the Companies Act 2013.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public. Accordingly, the provisions of clause 3(v) of the order are not applicable to the Company.

(vi) As explained to us, the Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.

(vii) (a) The Company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues with the appropriate authorities to the extent applicable to it. There are no undisputed outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are not any statutory dues referred in sub- clause (a) which have not been deposited on account of any dispute.

(viii) According to the information and explanations given to us, there was no transaction found unrecorded in the books of Accounts of the company which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961(43 of 1961).

(ix)(a) According to the information and explanation and as verified from books of Accounts, the company has not defaulted in repayment of loans or interest thereon to any lender.

(ix)(b) According to the information and Explanations given to us and on the basis of our Audit Procedures, we report that the company has not been declared willful defaulter by the any bank or financial institution or government or any government authority.

(ix)(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(ix)(d) According to the information and Explanations given to us, and the procedures performed by us, we report that no funds raised on short-term basis have been used for long-term purposes by the company.

(ix)(e) According to the information and explanations given to us on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or meet the obligations of its subsidiaries, associates or joint ventures.

(ix)(f) According to the information and explanations given to us and procedures applied by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x)(a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of clause 3(x) (a) of the order are not applicable to the Company.

(x)(b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment of shares during the year. Therefore, the provisions of clause 3(x)(b) of the order are not applicable to the Company.

(xi)(a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor we have been informed of such case by the management.

(xi)(b) To the best of our knowledge and information with us there is no instance of fraud reported under sub-section (12) of section 143 of the Companies Act has been filed with the central Government for the period covered by our Audit.

(xi)(c) As explain to us no such whistle- blower complaints were received during the period covered by our Audit.

(xii) The company is not a Nidhi Company. Therefore, the provisions of Clause 3 (xii) of the order are not applicable to the Company.

(xiii) According to the information and explanations, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where ever Applicable and the details have been disclosed in the Financial Statements etc.

(xiv) The company is covered by section 138 of the Companies Act, 2013, related to appointment of internal auditor of the company. Therefore, the company is required to appointed any internal auditor. Therefore, the provisions of Clause 3 (xiv) of the order are applicable to the Company.

(xv) According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of clause 3(xvi) of the order are applicable to the Company.

(xvii) The company is generally profit-making company and there was no cash loss in last financial year also.

(xviii) During the year under consideration, M/s J Singh & Associates, Chartered Accountants, Statutory Auditors of the Company, ceased to hold office, and M/s Parth R Shah & Co., Chartered Accountants, were appointed as the Statutory Auditors of the Company in accordance with the applicable provisions of the Companies Act, 2013.

(xix) "According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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.

(xx) There is not liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of clause 3 (xx) of the order are not applicable to the Company.

(xxi) The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of clause 3(xxi) of the order are not applicable to the Company.

For, Parth R Shah And Co
Chartered Accountants FRN
: 153846W

Parth Shah
Proprietor
M. No.: 129767

Date: 27th May, 2026
UDIN: 26129767HWECNT8587

RITA FINANCE AND LEASING LIMITED

ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **RITA FINANCE AND LEASING LIMITED**, ("the Company"), as of **March 31, 2026** in conjunction with our audit of the financial statements the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential Components of internal control stated in the Guidance note on Audit of Internal Financial Controls ("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 assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies, Act 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of internal Financial Controls over Financial Reporting (the "Guidance Note") 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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 or 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **March 31, 2026** based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI).

For, Parth R Shah And Co
Chartered Accountants FRN
: 153846W

Parth Shah
Proprietor
M. No.: 129767

Date: 27th May, 2026
UDIN: 26129767HWECNT8587

RITA FINANCE AND LEASING LIMITED

325, IIIrd Floor, Aggarwal Plaza, Sec-14, Rohini, Prashant Vihar, North West Delhi, India, 110085.

CIN: L67120DL1981PLC011741

RITA FINANCE AND LEASING LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2026

(Amount in Lacs)

	Particulars	Note No.	As at 31/03/2026	As at 31/03/2025
	ASSETS			
1	**Financial Assets**			
	Cash and cash equivalents	3	15.66	16.68
	Trade Receivables	4	-	-
	Loans	5	1,929.66	1,875.81
	Other Financial assets (to be specified)	6	35.67	10.52
2	**Non-financial Assets**			
	Inventories		0.18	0.17
	Investments	6A	100.01	-
	Deferred tax Assets (Net)	7	0.40	0.40
	Property, Plant and Equipment	8	0.36	0.53
(k)	Other non-financial assets (to be specified)		0.11	0.11
	Total Assets		**2,082.06**	**1,904.22**
	LIABILITIES AND EQUITY			
	LIABILITIES			
1	**Financial Liabilities**			
	Payables			
	(I)Trade Payables	9		
	(i) total outstanding dues of micro enterprises and smal enterprises		-	-
	(ii) total outstanding dues of creditors other than micro		-	-
	enterprises and small enterprises			
	Borrowings (Other than Debt Securities)	10	330.83	251.80
	Deposits		-	-
	Other financial liabilities(to be specified)	11	10.14	3.02
2	**Non-Financial Liabilities**			
	Current tax liabilities (Net)	12	56.74	34.20
	Provisions	13	-	-
	Other non-financial liabilities(to be specified)	14	1.25	1.59
3	**EQUITY**			
	Equity Share capital	15	1,000.00	1,000.00
	Other Equity	16	683.09	613.61
	Total Liabilities and Equity		**2,082.06**	**1,904.22**
	The accompanying notes form an integral part of the financial state	1 to 45		

As per our report of even date

	Particulars	Note No.	As at 31/03/2026	As at 31/03/2025

For Parth R Shah And Co.
Chartered Accountants

For and on behalf of Board of Directors
RITA FINANCE AND LEASING LIMITED

	Pawan Kumar Mittal	Sandipbhai Patel
	Director	Director
Parth Shah	DIN: 00749265	DIN: 10849576
Proprietor		
MRN: 129767		
FRN:		
153846W		
UDIN : 26129767HWECNT8587	Deepika Vaid	Mukesh Laxman Sharma
AHMEDABAD, Dated 27th MAY, 2026	Company Secretary	CFO

RITA FINANCE AND LEASING LIMITED

325, IIIrd Floor, Aggarwal Plaza, Sec-14, Rohini, Prashant Vihar, North West Delhi, India, 110085.

CIN: L67120DL1981PLC011741

RITA FINANCE AND LEASING LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST, MARCH 2026

(Amount in Lacs)

	Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Income				
I.	**Revenue from operations**	17		
	i) Interest on Loans		131.07	102.84
	ii) Processing Fees and Other Charges		-	-
II.	**Other Income**			
	Other Income	18	1.52	3.60
	Profit on sale of fixed assets		-	-
III.	**Total Revenue (I + II)**		**132.59**	**106.44**
IV. Expenses:				
	Finance costs	19	12.24	14.41
	Impairment of financial instrument	20	-	-
	Purchase of Stock in Trade	21	-	-
	Changes in Inventories	22	- 0.02	0.03
	Employee benefits expenses	23	4.40	13.27
	Depreciation and amortization expense	2	0.17	0.26
	Other expenses	24	23.77	13.62
V.	**Total Expenses**		**40.56**	**41.59**
VI.	**Profit/(Loss) before Exceptional items S Tax (III-V)**		**92.03**	**64.85**
VII	**Exceptional Items**			
VIII	**Profit/(Loss) Before tax**		**92.03**	**64.85**
IX	**Tax expense:**			
	(1) Current tax		22.55	4.54
	(2) Deferred tax Liability/(Assets)		-	-
	(2) Prior Years Tax		-	-
X	**Profit/ (Loss) for the year**		**69.48**	**60.31**
	Other Comprehensive Income			
	A.(i) Items that will not reclassified to profit or loss			
	(ii) Equity instruments through other comprehensive income- gain/ (loss)		-	-
	B.(i) Items that will be reclassified to profit or loss			
	(ii) income tax relating to items that will be reclassified to profit or loss		-	-
	Total of Comprehensive income		-	-
XI	**Profit/(Loss) After Other Comprehensive Income**		**69.48**	**60.31**
XII	**Earnings per equity share:(Continuing operation)**			
	(1) Basic(in Rs.)		0.00	0.00
	(2) Diluted(in Rs.)		0.00	0.00

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
The accompanying notes form an integral part of the financial statements	1 to 45		

As per our report of even date

For Parth R Shah And Co.
Chartered Accountants

Parth Shah
Proprietor MRN: 129767
FRN: 153846W
UDIN : 26129767HWECNT8587
AHMEDABAD, Dated 27th MAY, 2026

For and on behalf of Board of Directors
RITA FINANCE AND LEASING LIMITED

Pawan Kumar Mittal	**Sandipbhai Patel**
Director	**Director**
DIN: 00749265	**DIN: 10849576**
Deepika Vaid	**Mukesh Laxman Sharma**
Company Secretary	**CFO**

RITA FINANCE AND LEASING LIMITED

325, IIIrd Floor, Aggarwal Plaza, Sec-14, Rohini, Prashant Vihar, North West Delhi, India, 110085.

CIN: L67120DL1981PLC011741

RITA FINANCE AND LEASING LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST, MARCH 2026

(Amount in Lacs)

Sr.No.	Particular	For the year ended 31 March 2026		For the year ended 31 March 2025	
	CASHFLOW STATEMENT	Amount (In Rs.)	Amount (In Rs.)	Amount (In Rs.)	Amount (In Rs.)
A.	**Cash flow from Operating Activities**				
	Net Profit Before tax as per Statement of Profit S Loss		**92.03**		**64.85**
	Add: Comprehensive Income		0.00		0.00
			92.03		**64.85**
	Adjustments for :				
	Depreciation	0.17		0.26	
	Impairment of financial instruments	-		-	
	Finance Cost	12.24		-	
	Bad debts written off	-		-	
			12.41	-	0.26
	Operating Profit before working capital changes		**104.44**		**65.12**
	Changes in Working Capital				
	(Increase)/ decrease in inventories	(0.02)		0.03	
	(Increase)/ decrease in other financial assets	(25.15)		(9.58)	
	(Increase)/ decrease in loans	(53.85)		(299.41)	
	(Increase)/ decrease in other non financial assets	-		-	
	Increase/ (decrease) in other financial liabilities	7.12		(4.46)	
	Increase/ (decrease) in non financial liabilities	(0.34)		(1.28)	
			(72.24)		**(314.71)**
	Less : Income Tax Provision		-		4.54
	Less: Tax Adjustment of earlier years		-		-
	Net Cash Flow from Operating Activities (A)		**32.20**		**-245.05**
B.	**Cash flow from investing Activities**				
	Purchase/Sale OF Investments	(100.01)		-	
	Interest Income	-			
			(100.01)		-
	Net Cash Flow from Investing Activities (B)		(100.01)		-
C.	**Cash Flow From Financing Activities**				
	Increase in Capital	-			
	Proceeds From long Term Borrowing (Net)	79.03	-	251.80	
	Interest Paid	(12.24)		-	

Sr.No.	Particular	For the year ended 31 March 2026		For the year ended 31 March 2025	
	CASHFLOW STATEMENT	Amount (In Rs.)	Amount (In Rs.)	Amount (In Rs.)	Amount (In Rs.)
			66.79		251.80
	Net Cash Flow from Financing Activities (C)		**66.79**		**251.80**
D.	**Net (Decrease)/ Increase in Cash S Cash Equivalents (A+B+C)**		(1.02)		6.74
	Opening Cash S Cash Equivalents		16.68		9.94
F.	**Cash and cash equivalents at the end of the period**		**15.66**		**16.68**
G.	**Cash And Cash Equivalents Comprise :**				
	Cash		0.18		0.63
	Bank Balance :				
	Current Account		15.48		16.05
	Total		**15.66**		**16.68**

As per our report of even date

-

For Parth R Shah And Co.
Chartered Accountants

For and on behalf of Board of Directors
RITA FINANCE AND LEASING LIMITED

Pawan Kumar Mittal
Director
DIN: 00749265

Sandipbhai Patel
Director
DIN: 10849576

Parth Shah
Proprietor MRN: 129767 FRN: 153846W

UDIN : 26129767HWECNT8587
Mumbai, Dated 30th MAY,2025.

Deepika Vaid
Company Secretary

Mukesh Laxman Sharma
CFO

NOTES TO THE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2026

1. Corporate Information

Rita Finance and Leasing Limited is a company incorporated on 19th day of May 1981. It is registered with Registrar of Companies, Delhi. The company is primarily engaged in the business of Non- Banking Finance Company in India. The Company is listed on Bombay stock exchange. (INE018S01016)

2. Significant Accounting Policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis for preparation of financial statements

The financial statements have been prepared in historical cost basis except for certain financial instruments which are measured at fair value or amortised cost at the end which is generally based on the fair value of consideration given in exchange for goods and services. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

2.3 Use of estimates

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. 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.

2.4 Critical accounting estimates

2.4.1 Income Taxes:
Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

2.4.2 Impairment of Investments:
The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

2.4.3 Provisions:
Provisions are recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

2.4.4 Effective Interest Rate (EIR) Method:
The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments, restructuring and penalty interest and charges). This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

2.5 Property plant and equipment (PPE)

PPE are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage.

The Company has chosen the cost model for recognition and this model is applied to all class of assets. After recognition as an asset, an item of PPE is carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on PPE, including assets taken on lease, other than freehold land is charged based on Written down method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013.

Particulars of PPE	Useful life (in years)
Vehicles	8
Computer	3

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss.

At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

2.6 Revenue recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company & revenue is reliably measured.

2.6.1 Interest Income

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost.

2.6.2 Dividend

Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

2.6.3 Other revenue from operations

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 ‘Financial Instruments’ is applicable) based on a comprehensive assessment model as set out in Ind AS 115 ‘Revenue from contracts with customers’.

2.7 Financial instruments

2.7.1 Financial Assets

Recognition and initial measurement:
Financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction cost.

Subsequent measurement:
Equity instrument and Mutual Fund are measured at fair value. Equity instruments and Mutual Funds held for trading are classified as at fair value through profit & loss (FVTPL). For all other equity instruments, the Company decided to classify them as at fair value through other comprehensive income (FVTOCI).

Debt instrument:
A debt instrument is measured at the amortised cost if both the required conditions are met. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

De-recognition of Financial Assets:
A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

Impairment of financial assets:
The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

2.7.2 Financial Liabilities

Recognition and initial measurement:
All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified at amortised cost.

Subsequent measurement:
Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest rate method.

De-recognition of Financial liabilities:
Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires.

2.7.3 Off Setting of Financial Instrument

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

2.7.4 Impairment of Financial Assets

Equity instruments, Debt Instruments and Mutual Fund:

In accordance with Ind–AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for financial assets.

Other Financial Assets:
The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

2.7.5 Expected Credit Loss (ECL)

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets and unbilled revenue which are not fair valued through profit or loss.

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considers current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recorded is recognized as an impairment gain or loss in condensed consolidated statement of comprehensive income.

2.8 Cash and Cash equivalents

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

2.9 Taxation

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with Income Tax Act, 1961.

Current and deferred tax are recognised in profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity.

Advance taxes and provisions for current income taxes are presented in the statement of financial position after off-setting advance tax paid and income tax provision.

Deferred income tax is recognised using the balance sheet approach.

2.10 Employee Benefit

Short-term employee benefits:
Liabilities for short-term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

2.11 Earning per Share

Basic earnings/(loss) per share are calculated by dividing the net profit/(loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings/(loss) per share, the net profit/(loss) and weighted average number of shares outstanding are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate.

2.12 Provision, Contingent Liabilities and Contingent Assets

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

Contingent Assets and Contingent Liabilities are not recognized in the Ind AS financial statements.

RITA FINANCE AND LEASING LIMITED

Particulars	As at 31st March 2026		As at 31st March 2025	
NOTE : 15 EQUITY SHARE CAPITAL	**Numbers of Shares**	**Amount (Rs.)**	**Numbers of Shares**	**Amount (Rs.)**
Authorised Share Capital				
Equity Shares of Re 10/- each	10,000,000.00	1,000.00	10,000,000.00	1,000.00
Issued				
Equity Shares of Re 10/- each	10,000,000.00	1,000.00	10,000,000.00	1,000.00
Subscribed S Paid up				
Equity Shares of Re 10/- each fully paid	10,000,000.00	1,000.00	10,000,000.00	1,000.00
Total	**10,000,000.00**	**1,000.00**	**10,000,000.00**	**1,000.00**

Particulars	As at 31st March 2026		As at 31st March 2025	
	Numbers of Shares	**Amount (Rs.)**	**Numbers of Shares**	**Amount (Rs.)**
NOTE : 15.1 RECONCILIATION OF NUMBER OF SHARES AND AMOUNT				
Shares outstanding at the beginning of the year	10,000,000.00	1,000.00	10,000,000.00	1,000.00
Shares Issued during the year	-		-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	**10,000,000.00**	**1,000.00**	**10,000,000.00**	**1,000.00**

Particulars				
NOTE : 15.2 Details of Shares held by shareholders holding more than 5% of the aggregate shares in the Company.				
PAWAN KUMAR MITTAL	2,233,614	22.34%	2,294,182	22.94%
KIRAN MITTAL	619026	6.19%	619,026	6.19%

a) **Term/Rights attached to Equity Shares:**

i) The company has only one class of equity shares having a par value of Re 1/- per share. Each holder of equity shares is entitled to one vote per sha

ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

iii) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date: NIL

(Amount in Lacs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 16 OTHER EQUITY		
Share Premium		
Opening Balance	163.00	163.00
Addition during the year	-	-
	163.00	**163.00**
General reserve		
Balance as per last financial statements	**12.00**	**12.00**
Retained Earnings		
As per last Balance Sheet	376.00	315.68
Add: Profit for the year	69.48	60.31
Less: Transfer to Special Reserve Fund	24.14	-
(As per RBI guidelines for NBFCs)		
	421.33	**376.00**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Special Reserve Fund- U\s 45-IC of RBI act.		
As per last Balance Sheet	62.62	60.80
Add: Addition during the year	13.90	1.82
Add: Addition of last financial year (2024-25)	10.25	-
	86.76	**62.62**
Total	**683.09**	**613.61**

Special Reserve Fund- U\s 45-1C of RBI act.

Reserve Fund represents a statutory provisions created as per the RBI guidelines applicable for NBFC Companies.

RITA FINANCE AND LEASING LIMITED

(Amount In Lacs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 3 CASH AND CASH EQUIVALENTS		
Cash on Hand	0.18	0.63
(As taken and certified by the Management)		
Balance with Banks		
- In Current Account	15.48	16.05
- Cheques, drafts on hand		
Total	**15.66**	**16.68**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 4 RECEIVABLES		
TRADE RECEIVABLES:		
(a) Receivables Considered good-Secured	-	-
(b) Receivables Considered good-Unsecured	-	-
Less: Allowance for Impairement loss	-	-
	-	-
Futher Classified		
(A) Allowance for Impairement loss		
(B) Debts Due by Directors or other officers or Group company/Associates Company/Subsidary Company		
Total	**-**	**-**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 5 LOANS		
At Amortised Cost		
Loans in India-Unsecured, considered good		
(a) Security Deposits	-	-
(b) Loan by Pramoter/ Directors/Associates Company/Subsidary Company/Group Company		
(c) Loans to Bodies Corporate S Individuals	-	-
(d) Retails loans	1,933.33	1,879.48
	1,933.33	**1,879.48**
Less: EIR Adjustment	-	-
Less: Impairment Loss Allowance	3.67	3.67
Less: Provision for sub standard asset	-	-
Total	**1,929.66**	**1,875.81**

Loans to Bodies Corporate & Individuals included Rs. As deposit received from DSA agent for performance.
Loans to Bodies Corporate & Individuals are considered to have low risk based on credit evaluation undertaken by the Company. There is no history of any defaults on these loans. The company regularly monitors to ensure that these entities have enough liquidity which safegaurds the interets of the investors and lenders. Accordingly there is no Expected credit loss allowance on the aforesaid loans.

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE 6: OTHER FINANCIAL ASSETS		
Unsecured, considered good		
(a) Deposits with Bank	-	-
Company	-	-
(c) Balance with Government Authorities	19.83	9.67
(d) Advances given in relation to Financing activities	-	-

Particulars	As at 31st March, 2026	As at 31st March, 2025
(c)Advance to staff	-	-
(d) Advances-Others	15.85	0.85
Total	**35.67**	**10.52**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Note : 7 INVESTMENTS		
Fixed Deposit	100.01	-
Total	**100.01**	**-**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Note : 7 DEFERRED TAX ASSETS(NET)		
Deferred Tax Assets-net		**-**
Difference between book and Tax Depreciation	0.40	0.40
Deferred Tax Liability-net		
Total	**0.40**	**0.40**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE 9: PAYABLE		
TRADE PAYABLES		
i) total outstanding dues of micro enterprises and small enterprises		
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Total	**-**	**-**

Trade payables are non-interest bearing and are normally settled as per contractual terms.
For related party transactions refer note no.35.

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 10 BORROWINGS (OTHER THAN DEBT SECURITIES)		
At Amortised Cost		
Secured: (In India)		
Loan From Bank -Vehicle Loan	-	-
Unsecured: (In India)		
Inter Corporate Deposits & others	330.83	151.80
From Related Parties	-	100.00
Total	**330.83**	**251.80**

The borrowings have not been guaranteed by directors or others.
The loan from bank is secured by hypothecation of specific asset & Personal guarantee.
There has been no default in repayment of loan fom bank at any point of time and as on the date of reporting
For related party transactions refer note no.35.

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 11 OTHER FINANCIAL LIABILITIES		
Audit Fees Payable	-	2.26
FLDG Deposit	-	-
Others-		
- Payable to Employees towards salary	-	0.48
- payable on account of processing charges collected on Loans	-	-
-Payable others	10.14	0.29

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Gratuity	-	-
Total	**10.14**	**3.02**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 12 CURRENT TAX LIABILITIES		
Provision of Tax	56.74	34.20
Total	**56.74**	**34.20**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 13 PROVISIONS		
Provision against Standard Assets	-	-
Total	**-**	**-**

Particulars	As at 31st March, 2026	As at 31st March, 2025
NOTE : 14 OTHER NON FINANCIAL LIABILITIES		
TDS Payable	1.25	1.59
GST Payable	-	-
Direct tax demand payable (F.Y. 2018-19)	-	-
Total	**1.25**	**1.59**

RITA FINANCE AND LEASING LIMITED

(Amount In Lacs)

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE : 17 REVENUE FROM OPERATION		
On Financial assets measured at Amortised cost		
Sales of Services		
Interest on loan	131.07	102.84
Fees, Commission, Penalty, Bounce Charges, Other Charges	-	-
Total	**131.07**	**102.84**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE : 18 OTHER INCOME		
Sale of Shares	-	-
Bank Interest	1.52	-
Misc. Income	-	3.60
Total	**1.52**	**3.60**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE :18 FINANCE COST		
On Financial Liabilities measured at Amortised Cost		
(a) Interest expense :-		
(i) Borrowings	12.24	14.41
(ii) On DSA Deposits	-	-
Total	**12.24**	**14.41**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE :19 IMPAIRMENT OF FINANCIAL INSTRUMENT		
Loan (measured at amortised cost)	-	-
Total	**-**	**-**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE :20 PURCHASE OF STOCK IN TRADE		
Purchase of Shares	-	-
Total	**-**	**-**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE :21 CHANGES IN INVENTORIES		
Inventory of shares (lower of Cost or NRV)	-	-
Opening balance of stock in trade	(0.17)	0.19
Less: Closing balance of stock in trade	0.18	(0.17)
Total	**0.02**	**0.03**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE : 22 EMPLOYEE BENEFITS EXPENSES		
(a) Salaries and Wages	4.40	13.27
(b)Remuneration to Directors	-	-
(b) Contributions to Provident Fund S Other Fund		
Provident fund		
ESIC		
Defined Gratuity Benefits		
(c) Staff welfare expenses	-	-
Total	**4.40**	**13.27**

RITA FINANCE AND LEASING LIMITED

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
Particulars		
NOTE : 23 DEPRECIATION AND AMORTISATION		
Depreciation of Property , Plant and Equipment Amortisation of Intangible Assets	0.17 -	0.26 -
Total	**0.17**	**0.26**

Particulars	For the Year Ended 31st March, 2026	For the Year Ended 31st March, 2025
NOTE: 24 OTHER EXPENSES		
Advertisement Exp	0.07	-
AGM Expense	-	0.29
Bad Debts Written off	0.17	4.03
GST S Other Charges	0.91	-
Listing Fees	4.72	-
Interest Expense	9.31	0.02
Rent	-	-
Other Expense	0.10	0.14
Payment To auditor	0.05	2.00
Legal S Professional Fees	1.23	0.45
Printing S Stationery	-	0.35
Late fee S penalty	0.23	-
Membership fees	4.40	4.87
Repairs S Maintanance	-	0.49
ROC Fees	0.34	-
Travelling Expense	0.20	-
Stamp Duty	-	0.66
Sitting Fees	2.00	0.30
Website Expense	0.04	0.04
Mis Expenses.	0.01	0.00
Total	**23.77**	**13.62**

Particulars	**For the Year Ended 31st March, 2026**	**For the Year Ended 31st March, 2025**
NOTE :24.1 PAYMENT TO AUDITORS		
As Auditor		
Statutory Audit	-	2.00
Others		-
Total	**-**	**2.00**

RITA FINANCE AND LEASING LIMITED

NOTE: 8 PROPERTY,PLANT AND EQUIPMENTS **(Amount in Lacs)**

	Cost				Depreciation				Net Block	
PARTICULARS	**As on 01.04.2025**	**Addition during the Year**	**Deletion during the Year**	**Total**	**As on 01.04.2025**	**Adition for the Year**	**Deletion for the year**	**Total**	**As on 31.03.2026**	**As on 31,03,2025**
Property, Plant and Equipment										
Vehicles	4.83		-	4.83	4.32	0.16	-	4.48	0.35	0.51
Computer and LAptop	1.25	-	-	1.25	1.23	0.01	-	1.24	0.01	0.02
Total (A)	**6.08**	**-**	**-**	**6.08**	**5.55**	**0.17**	**-**	**5.72**	**0.36**	**0.53**
Previous Year	6.08	-	-	6.08	5.29	0.26	-	5.55	0.53	-