To, Date: 08-09-2026

The Manager, **BSE Limited** **Department of Corporate Services,** **Phiroze Jeejeebhoy Towers,** **Dalal Street, Mumbai – 400001**	**Company Symbol: PRABHHANS** **Scrip Code: 530361** **ISIN: INE428P01013**

Subject: Submission of revised Notice of the 32nd Annual General Meeting ('AGM') and Annual Report for the Financial Year 2025-26

Dear Sir,

This is to inform you that the 32nd Annual General Meeting ("AGM") of M/s Prabhhans Industries Limited ("the Company"), originally scheduled to be held on Friday, August 21, 2026, has been **rescheduled to Wednesday, September 30, 2026, at 12:30 P.M. (IST).**

The AGM will be conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in compliance with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), to transact the businesses as set forth in the Notice of the AGM.

Pursuant to Regulation 34 and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Annual Report for the financial year 2025-26, comprising Notice for the 32nd AGM and Audited Financial Results of the Company for the financial year 2025-26 along with Auditor's Reports thereon, Director's Report, and other reports required to be annexed thereto, is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the 32nd AGM along with Annual Report for the financial year 2025-26 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s). The Annual Report containing the Notice is also uploaded on the Company's website and can be accessed at https://prabhhansindltd.in/ and BSE Portal.

Pursuant to Regulation 44 of Listing Regulations, the Company is providing facility for remote e- Voting to its members whose names are recorded in Register of Members or Register of Beneficial owner maintained by the Depositories as on the **revised cut-off date i.e. Wednesday, September 23, 2026.** as the **"Cut-off Date".**

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by CDSL.

The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on	**Sunday, September 27, 2026 at 09:00 A.M.**
The remote e-voting period ends on	**Tuesday, September 29, 2026 at 05:00 P.M.**

You are requested to take the above information and enclosed documents on your record.

Thanking you,
Yours Faithfully

For and on behalf of
Prabhhans Industries Limited

SATNAM SINGH
Digitally signed by SATNAM SINGH
Date: 2026.09.08 13:47:33 +05'30'

Satnam Singh
Managing Director & CFO
DIN: 09526002

PRABHHANS INDUSTRIES LIMITED
(CIN: L70200TG1993PLC016389)

32ND ANNUAL REPORT
(F. Y. 2025-26)

CONTENTS:

CORPORATE INFORMATION

BOARD OF DIRECTORS	Mr. Satnam Singh Ms. Parminder Kaur Ms. Harjot Kaur Chawla (Resigned w.e.f. 16th July 2026) Mr. Rajesh Khurana (Resigned w.e.f. 01st August 2026) Mr. Jaspreet Singh (Resigned w.e.f. 06th August 2026)	Managing Director Non-Executive Director Non-Executive Director Non-Executive Independent Director Non-Executive Independent Director
COMPANY SECRETARY & COMPLIANCE OFFICER	Mr. Amit Kumar Sodhani	
CHIEF FINANCIAL OFFICER	Mr. Satnam Singh	
AUDIT COMMITTEE	Ms. Jaspreet Singh Mrs. Parminder Kaur Mr. Rajesh Khurana	Chairman, Independent Director Member, Non-Executive Director Member, Independent Director
NOMINATION & REMUNERATION COMMITTEE	Ms. Jaspreet Singh Mrs. Parminder Kaur Mr. Rajesh Khurana	Chairman, Independent Director Member, Non-Executive Director Member, Independent Director
STAKEHOLDER RELATIONSHIP COMMITTEE	Ms. Jaspreet Singh Ms. Parminder Kaur Ms. Rajesh Khurana	Chairman, Independent Director Member, Non-Executive Director Member, Non-Executive Independent Director
STATUTORY AUDITORS M/s Kapish Jain & Associates (Chartered Accountants) Office: 504, B-Wing Statesman House-148, Barakhamba Road, New Delhi – 110001 E-mail Id: kapish@cakja.com	**SECRETARIAL AUDITOR** M/s. Vaibhav Sharma & Associates, Company Secretaries Office: DGII, 268-A, Vikas Puri New Delhi-110018 FRN: S2012DE180700	**INTERNAL AUDITOR** Ms. Parminder Kaur (PAN: ACJPK8431C)
BANKERS	HDFC Bank Limited	Andhra Bank Financial Services Ltd.
REGISTERED OFFICE ADDRESS Plot No.270E/A, MCH No.985 Road No.10, Jubilee Hills, Hyderabad, Telangana-500033, India	**CORPORATE OFFICE ADDRESS** House No. 248, Karta Ram Gali Ghass Mandi, Chaura Bazar, Ludhiana, Punjab 141008 India	**REGISTRARS & SHARE TRANSFER AGENTS** M/s. Venture Capital and Corporate Investments Private Limited 12-10-167, Bharat Nagar, Hyderabad-18, Telangana, Email: info@vccilindia.com
E-MAIL secretarial.compliance9@gmail.com	**WEBSITE** www.prabhhansindltd.in	**CIN** L70200TG1993PLC016389
STOCK EXCHANGE BSE Limited (Main Board)	**ISIN** INE428P01013	

GSTIN : 03AADCS2193J1ZE
PRABHHANS INDUSTRIES LIMITED
248, Gali Karta Ram, Ghass Mandi, Chaura Bazar, Ludhiana. Contact : 94176-94151, 0161-4617967
E-mail : prabhdayalsantram@yahoo.co.in | Website : www.prabhhansindltd.in

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **32nd Annual General Meeting** of the Members of **M/s. Prabhhans Industries Limited** will be held on **Wednesday, 30th day of September 2026 at 12:30 P.M.** ('IST") through Video Conferencing ("VC")/Other Audio- Visual means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted."

ITEM NO. 2: TO RE-APPOINT MS. PARMINDER KAUR (DIN: 09525971), WHO IS LIABLE TO RETIRE BY ROTATION, AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **ORDIARY RESOLUTION**:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Ms. Parminder Kaur (DIN: 09525971),** who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

A UNIT OF PRABH DAYAL SANT RAM - HANS RAJ & SONS

SPECIAL BUSINESS:

ITEM NO. 3: APPROVAL FOR INCREASE IN LIMITS UNDER SECTON 180 (1) (a) OF THE COMPANIES ACT, 2013 FOR CREATING CHARGE ON THE ASSETS OF THE COMPANY:

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and the rules made there under and pursuant to the Memorandum of Association and Articles of Association of the Company and in supersession of all the earlier resolutions, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to mortgage, pledge, charge, hypothecate and/ or create security interest of every nature and kind whatsoever as may be necessary on such of the moveable or immoveable assets and properties of the Company wherever situated, both present and future, including where such assets and properties constitute the whole or substantially the whole of the undertaking of the Company, in such manner as the Board / Committee of the Board may direct, to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, trusteeship companies, trusts, other bodies corporate and trustees for the holders of debentures/ bonds and/or other instruments, to secure the due payment of the principal together with interest, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company or any third party in respect of borrowings availed of from such Lending Agencies of an outstanding aggregate value not exceeding Rs. **100 crores/- (Rupees One Hundred Crore Only)**."

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 4: TO APPROVE POWER TO BORROW FUNDS PURSUANT TO THE PROVISIONS OF SECTION 180(1)(C) OF THE COMPANIES ACT, 2013, NOT EXCEEDING RS. 100 CRORES

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION.**

"RESOLVED THAT in supersession of all earlier resolutions passed by the members of the Company in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), and the relevant regulations/directions as may be prescribed from time to time (including any amendment(s), modification(s) thereof) and the Articles of Association of the Company and as per the recommendation of the Board of Directors of the Company, consent of the Members be and is hereby accorded for raising monies on all of the following modes viz., (a) issuance and allotment of various series/ tranches of Secured Debentures or Unsecured Debentures where the returns are either fixed, floating or linked to the market, (b) term loans or Inter-Corporate Deposits (ICDs) and (c) secured or unsecured borrowing from bank (d) any and all other means of borrowing funds permitted under applicable law, from time to time as it may think fit, any sum or sums of money(ies) which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained will or may exceed the aggregate of the paid-up capital of the Company and its free reserves and securities premium, so that the total amount up to which the moneys may be borrowed by the Company and outstanding at any time shall not exceed the sum of **Rs.100/- crores (Rupees Hundred Crores only)**.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 5: APPROVAL FOR GIVING LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILED BY ANY PERSON IN WHOM ANY OF THE DIRECTOR OF THE COMPANY IS INTERESTED AS SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013.

To consider and if thought fit, to pass with or without modification the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity, if any, which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), up to a sum not exceeding Rs. 100 Crores [Rupees Hundred Crores Only] at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company."

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 6: APPROVAL TO GIVE LOANS, GUARANTEES, PROVIDE SECURITIES AND MAKE INVESTMENTS, UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meeting of Board and its powers)Rules, 2014, (including any statutory modification thereof for the time being in force and as may be enacted from time to time), the consent of the members be and is hereby accorded, to give loans to any person or any other body Corporate and/ or give any guarantee or provide security in connection with a loan to any person or any other body Corporate and / or acquire by way of subscription, purchase or otherwise, the securities of anybody corporate up to an aggregate amount not exceeding Rs. 100 Crores (Rupees Hundred crores) notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 7: APPROVAL OF WAIVER FOR RECOVERY OF EXCESS MANAGERIAL REMUNERATION PAID TO MR. SATNAM SINGH (DIN: 09526002) MANAGING DIRECTOR OF THE COMPANY FOR THE PERIOD APRIL 1, 2024 TO MARCH 31, 2025.

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT Pursuant to the provisions of Section 197(10) of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to ratify and waive the recovery of excess remuneration of Rs. 1,65,300/- (Rupees One Lakh Sixty-Five Thousand Three Hundred only) paid to Mr. Satnam Singh (DIN: 09526002) Managing Director for the period from April 1, 2024 to March 31, 2025, which exceeds the limits prescribed under Section 197(1) of the Act read with Section II(A) of Part II of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 8: APPROVAL OF WAIVER FOR RECOVERY OF EXCESS MANAGERIAL REMUNERATION PAID TO MS. HARJOT KAUR CHAWLA (DIN: 09523946) NON-EXECUTIVE DIRECTOR OF THE COMPANY FOR THE PERIOD APRIL 1, 2024 TO MARCH 31, 2026.

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT Pursuant to the provisions of Section 197(10) of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to ratify and waive the recovery of excess remuneration of Rs. 6,16,530/- (Rs. Six Lakh Sisteen Thousand Five Hundred Thirty only) and Rs. 5,54,265/- (Rupees Five Lakh Fifty-Four Thousand Two Hundred Sixty-Five only) paid to the MS. Harjot Kaur Chawla (DIN: 09523946) Non-Executive Director for the period from April 1, 2024 to March 31, 2025 and April 1, 2025 to March 31, 2026 respectively which exceeds the limits prescribed under Section 197(1) of the Act read with Section II(A) of Part II of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM NO. 9: APPROVAL OF WAIVER FOR RECOVERY OF EXCESS MANAGERIAL REMUNERATION PAID TO MS. PARMINDER KAUR (DIN: 09525971) NON-EXECUTIVE DIRECTOR OF THE COMPANY FOR THE PERIOD APRIL 1, 2024 TO MARCH 31, 2026.

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT Pursuant to the provisions of Section 197(10) of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the shareholders of the Company be and is hereby accorded to ratify and waive the recovery of excess remuneration of Rs. 6,16,530/- (Rs. Six Lakh Sisteen Thousand Five Hundred Thirty only) and Rs. 5,54,265/- (Rupees Five Lakh Fifty-Four Thousand Two Hundred Sixty-Five only) paid to Ms. Parminder Kaur (DIN: 09525971) Non-Executive Director for the period from April 1, 2024 to March 31, 2025 and April 1, 2025 to March 31, 2026 respectively, which exceeds the limits prescribed under Section 197(1) of the Act read with Section II(A) of Part II of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM No. 10: APPROVAL FOR PAYMENT OF MANAGERIAL REMUNERATION IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 FOR ANY FINANCIAL YEAR

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT Pursuant to the provisions of Section 197(1) of the Companies Act, 2013, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendations of the Nomination and Remuneration Committee and the Audit Committee, and as approved by the Board of Directors of the Company, the approval of the shareholders of the Company be and is hereby accorded to the payment of managerial remuneration by the Company to its Directors, including the Managing Director, Executive Director(s), and Non-Executive Director(s), in respect of any financial year, in excess of the limits prescribed under Section 197 of the Act, with effect from the financial year commencing on April 1, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to determine, vary, revise, and settle the terms and conditions of remuneration payable to the aforesaid Directors from time to time, and to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM 11: REGULARIZATION OF MR. PARVEEN BHADANA (DIN: 11502975) AS A WHOLE TIME DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the Regularization of Mr. Parveen Bhadana (DIN: 11502975) as Whole time Director of the Company for a period of 5 (Five) years with effect from 16th July, 2026 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Parveen Bhadana.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

ITEM 12: REGULARIZATION OF MS. MEGHA SHARAN (DIN: 05332335) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), **Ms. Megha Sharan (DIN: 05332335)** who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors on 01st August, 2026 pursuant to provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a term of Five consecutive years commencing from 01st August, 2026 up to 31st July, 2031 (both days inclusive), and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

ITEM 13: REGULARIZATION OF MR. ATUL CHAUHAN (DIN: 03578401) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), **Mr. Atul Chauhan (DIN: 03578401)** who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors on 06th August, 2026 pursuant to provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a term of Five consecutive years commencing from 06th August, 2026 up to 05th August, 2031 (both days inclusive), and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be considered necessary or desirable to give effect to this resolution in this regard."

By Order of the Board of Directors
For Prabhhans Industries Limited

Sd/-
Amit Kumar Sodhani
Company Secretary and Compliance Officer

Date: 08.09.2026
Place: Ludhiana

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company

   In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the **32nd Annual General Meeting ("Meeting" or "AGM")** of the Company is being held through VC / OAVM on **Wednesday, 30th day of September 2026 at 12:30 P.M.** ("IST"). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at **Plot No.270E/A, MCH No.985 Road No.10, Jubilee Hills Hyderabad Telangana - 500033 India.**

2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH.**

   ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

3. 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 December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, 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 Central Depository Services (India) Limited (CDSL) 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 CDSL.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Pursuant to Regulation 44(6) of Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the proceedings on Central Depository Services (India) Limited's ('CDSL') e-Voting website at www.cdslindia.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a

first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.

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

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at **www.prabhhansindltd.in**. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at **www.bseindia.com**. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. **www.evotingindia.com**.

7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

8. The statement setting out the material facts pursuant to Section 102 of the Act concerning the Special Business in the Notice is annexed hereto and forms part of this Notice. The relevant details as required under Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India in respect of the Director seeking appointment/re-appointment at this AGM is annexed herewith.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.

10. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.

11. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretarial.compliance9@gmail.com .

12. Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long.

Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

13. Non-Resident Indian members are requested to inform RTA/respective DPs, immediately of:
    a) Change in their residential status on return to India for permanent settlement.
    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

14. The Board of Directors of the Company has appointed Mr. **Amit Saxena**, proprietor of M/s. Amit Saxena & Associates of as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.

15. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday 24th September 2026 to Wednesday 30th September 2026 (both day inclusive).**

16. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within two working days of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.

17. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at **www.prabhhansindltd.in** and the website of CDSL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

19. **THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

(i) The voting period begins on **27th September, 2026 at 9:00 A.M. and ends on 29th September, 2026 at 5:00 P.M.** During this period, shareholders of the Company, holding shares either in physical form or in 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 CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 & My Easi New (Token) 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 with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: **https://eservices.nsdl.com** either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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** 3) 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 sixteendigit 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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 above mentioned website.

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

Login type	**Helpdesk details**
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 1800 21 09911
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.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website i.e. **www.evotingindia.com**.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN of the PRABHHANS INDUSTRIES LIMITED.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who

are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial.compliance9@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. **For Physical shareholders-** please provide necessary details like 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 Company/RTA email id.

2. **For Demat shareholders -** Please update your email id & mobile no. with your respective Depository Participant (DP).

3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial.compliance9@gmail.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial.compliance9@gmail.com . These queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.

10. 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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

By Order of the Board of Directors
For Prabhhans Industries Limited

Sd/-
Amit Kumar Sodhani
Company Secretary and Compliance Officer

Date: 08.09.2026
Place: Ludhiana

EXPLANATORY STATEMENT

Pursuant to Section 102(1) of the Companies Act, 2013 and additional information as Required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 and circulars issued thereunder

ITEM NO. 3

The Company, in order to meet its working capital requirements, capital expenditure, business expansion, general corporate purposes and other financial requirements, may be required to avail various financial facilities and borrowings from banks, financial institutions, investment institutions and other lending agencies.

For securing such borrowings and financial facilities, the Company may be required to create mortgage, pledge, charge, hypothecation or any other security interest over its movable and/or immovable assets and properties, both present and future, including, where applicable, the whole or substantially the whole of the undertaking of the Company.

Pursuant to the provisions of **Section 180(1)(a) of the Companies Act, 2013**, the Board of Directors is required to obtain the prior approval of the Members by way of a Special Resolution for creating security over the whole or substantially the whole of the undertaking of the Company.

Accordingly, it is proposed to obtain the approval of the Members to authorize the Board of Directors to create mortgage, pledge, charge, hypothecation and/or any other security interest over the movable and/or immovable assets and properties of the Company, both present and future, in favour of banks, financial institutions, lending agencies, trustees for debenture/bond holders and other permissible entities, for securing borrowings and other financial facilities.

The proposed authority shall be subject to an aggregate outstanding **amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only)** and will provide the Company with the flexibility to secure its borrowings and financial arrangements as and when required for its business and operational needs.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends the passing of the proposed Special Resolution as set out at **Item No. 3** of the Notice for approval of the Members.

ITEM NO. 4

Considering the Board`s current borrowing levels, projected business growth, the need to sustain business momentum, and other operational and financial requirements, the Board of Directors has proposed increasing the overall borrowing limit to **Rs. 100.00 Crores (Rupees Hundred Crores only)**. The Board may exercise this borrowing power from time to time, within the proposed limit, without seeking any further approval from the members, subject to the provisions of the Companies Act, 2013.

Accordingly, the approval of the members is sought pursuant to the provisions of **Section 180(1)(c) of the Companies Act, 2013**, read with the rules made thereunder.

The Board of Directors recommends **Item No. 4** set out in the Notice for the approval of the members as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

ITEM NO. 5

As per the provisions of **Section 185 of the Companies Act, 2013**, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution.

The management is of the view that the Company may be required to invest surplus funds, if available in its subsidiary Companies or to any other body corporate(s) in which the Directors of the Company are interested, as and when required. Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to provide financial assistance by way of loan or give guarantee or provide security in respect of loans taken by such any person, for their principal business activities. The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

The Board of Directors recommends resolution as set out in **item No. 5** for approval of the members of the Company by way of passing a Special Resolution.

ITEM NO. 6

The Company, in the course of its business and for promoting its business interests, may be required to provide financial assistance to other persons and body corporates by way of loans, guarantees, securities and/or investments in securities from time to time.

Section 186 of the Companies Act, 2013, prescribes certain limits for making investments, granting loans, giving guarantees or providing securities. Where the aggregate of such loans, guarantees, securities and investments exceeds the limits prescribed under the said Section, prior approval of the Members by way of a Special Resolution is required.

Accordingly, approval of the Members is sought to authorize the Board of Directors to grant loans to any person or body corporate, give guarantees or provide securities in connection with loans, and/or make investments by way of subscription, purchase or otherwise in the securities of any body corporate, up to an aggregate **amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores only)**, notwithstanding that such amount may exceed the limits prescribed under Section 186 of the Companies Act, 2013.

The proposed authorization will enable the Company to deploy its surplus funds efficiently, provide financial support to its business associates and group entities, wherever considered appropriate, and make strategic investments in furtherance of the Company's business objectives and interests.

The Board of Directors, after considering the present and future financial requirements and business plans of the Company, is of the view that the proposed resolution is in the best interest of the Company and accordingly recommends the passing of the proposed Special Resolution as set out at **Item No. 6** of the Notice.

The relevant documents, if any, relating to the proposed resolution shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the ensuing General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

ITEM NO. 7, 8 & 9:

The members are informed that during the financial year 2024–25 and 25-26, the Company paid managerial remuneration to certain Directors in excess of the limits prescribed under Section 197(1) of the Companies Act, 2013 ("the Act"), read with Section II(A) of Part II of Schedule V to the Act.

As per the provisions of Section 197(9) of the Act, where any Director draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the prescribed limits, such excess remuneration is required to be refunded to the Company and, until such sum is refunded. However, pursuant to Section 197(10) of the Act, the Company may waive the recovery of such excess remuneration with the approval of the shareholders by way of a special resolution.

The Nomination and Remuneration Committee, after considering the roles, responsibilities, and contributions of the concerned Directors, and taking into account the overall performance of the Company, has recommended the waiver of recovery of the excess remuneration paid to the Directors. The Board of Directors, based on such recommendation and considering the business requirements and continued efforts of the Directors, has approved and recommended the same for the approval of the shareholders.

The statement containing the requisite details as required under Schedule V to the Act forms part of this Notice and is provided below.

The Board is of the opinion that the payment of such remuneration was justified considering the experience, expertise, responsibilities handled, and the contributions made by the aforesaid Directors towards the growth and operations of the Company.

Accordingly, approval of the members is sought by way of a Special Resolution for waiver of recovery of the aforesaid excess remuneration.

None of the Directors, Key Managerial Personnel, or their relatives, except the Directors concerned (to the extent of remuneration received by them), are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 7, 8 & 9.

The Board recommends the Special Resolution set out at Item No. 7, 8 & 9 for approval of the members.

1. General Information

<table>
<tr><th>S. No</th><th>Particulars of Information Required</th><th></th></tr>
<tr><td>1.</td><td>Nature of industry</td><td>Textile Products</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial production</td><td>The Company started its commercial operations in the year 1993.</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Financial performance based on given indicators</td><td><table>
<tr><th>Particulars</th><th>2025-26 (In Lakhs)</th><th>2024-25 (In Lakhs)</th><th>2023-24 (In Lakhs)</th></tr>
<tr><td>Turnover</td><td>10107.71</td><td>8693.58</td><td>5249.60</td></tr>
<tr><td>Net profit/ (loss) before Tax</td><td>221.59</td><td>331.47</td><td>206.94</td></tr>
<tr><td>Net profit /(loss) after Tax</td><td>163.76</td><td>227.27</td><td>135.93</td></tr>
</table></td></tr>
<tr><td>5.</td><td>Foreign investments or collaborations, if any.</td><td>NA</td></tr>
</table>

2. Information about Managing and other Director of the Company/ Information about the appointee:

<table>
<tr><th>S. No</th><th>Particulars of Information Required</th><th>Mr. Satnam Singh</th><th>Ms. Harjot Kaur Chawla</th><th>Ms. Parminder Kaur</th></tr>
<tr><td>1.</td><td>Background details</td><td>Mr. Satnam Singh leads the Company as the Managing Director</td><td>Ms. Harjot Kaur Chawla is Non-Executive Director</td><td>Ms. Parminder Kaur is non-Executive Director</td></tr>
<tr><td>2.</td><td>Past remuneration</td><td>Rs. 12,00,000</td><td>Rs. 7,20,000</td><td>Rs. 7,20,000</td></tr>
<tr><td>3.</td><td>Job profile and his/ her suitability</td><td>Mr. Satnam Singh leads the Company as the Managing Director and by virtue of his rich experience in the field of Clothing Business.</td><td>Ms. Harjot Kaur Chawla is Non-Executive Director Experience of more than 5 Years in the field of IT Services and Marketing</td><td>Ms. Parminder Kaur is non-Executive Director. With over 20 plus years of hands-on experience in the clothing business, she possesses deep knowledge of garment sourcing, retail operations, and customer service.</td></tr>
<tr><td>4.</td><td>Financial performance based on given indicators</td><td colspan="3">The Company recorded revenue from operations of Rs. 10,107.71 Lakhs and a Profit After Tax of Rs. 163.76 Lakhs during the financial year ended 31st March, 2026. The overall financial</td></tr>
</table>

		performance remained satisfactory and consistent with the audited financial statements.		
5.	Remuneration proposed	Details of excess remuneration paid are given in the explanatory statement.		
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into account the turnover of the Company and the experience and responsibilities of the said Directors, the excess remuneration being paid to them is reasonable and is in line with remuneration prevailing in the industry.		
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or another director, if any.	He is the Promoter of the Company and Husband of Ms. Harjot Kaur Chawla and son of Ms. Parminder Kaur	She is the promoter of the company and wife of Mr. Satnam Singh	She is the Promoter of the Company and Mother of Mr. Satnam Singh

3. Information about Managing and other Director of the Company

S. No.	**Particulars of Information Required**	
1.	Reasons of loss or inadequate profits	The Company has earned inadequate profits during the financial year due to challenging market conditions, increased operating costs, competitive pricing, and investments in business expansion and e-commerce initiatives.
2	Steps taken or proposed to be taken for improvement	The Company is focusing on expanding its product range, strengthening online and export sales, optimizing costs, improving operational efficiency, and enhancing marketing efforts to improve profitability.
3	Expected increase in productivity and profits in measurable terms	The above measures are expected to improve operational efficiency and increase revenue and profitability in the coming financial years, subject to market conditions.

ITEM NO. 10:

As per the provisions of Section 197(1) of the Companies Act, 2013 (“the Act”), the total managerial remuneration payable by a public company to its Directors, including Managing Director and Whole-time Director(s), in respect of any financial year is subject to the limits prescribed therein, based on the net profits of the Company computed in the manner laid down under Section 198 of the Act.

Further, in cases where the Company has no profits or its profits are inadequate, remuneration may be paid in accordance with the provisions of Schedule V to the Act, subject to compliance with the conditions specified therein and approval of the shareholders by way of a special resolution, where applicable.

In view of the dynamic business environment and the need to attract and retain competent management personnel, it is considered necessary to provide flexibility to the Company to pay managerial remuneration to its Directors, including the Managing Director, Executive Director(s), and Non-Executive Director(s), in excess of the limits prescribed under Section 197 of the Act, for any financial year, with effect from the financial year commencing on April 1, 2025, subject to compliance with Schedule V and other applicable provisions of the Act.

The proposed increase in the overall maximum limit of managerial remuneration payable to Directors of the Company and limit of Remuneration payable to Managing Director, only to provide omnibus authority to the Board of Directors to pay remuneration up to the overall limit as specified in the resolution and not with a view to give any additional remuneration to the Managerial Personnel.

The Nomination and Remuneration Committee and the Audit Committee have reviewed and recommended the aforesaid proposal, and the Board of Directors of the Company, at its meeting, has approved the same, subject to the approval of the shareholders.

The statement containing the requisite details as required under Schedule V to the Act forms part of this Notice and is provided in the annexure to the Notice.

The Board is of the opinion that the proposed resolution is in the best interest of the Company and will enable it to effectively compensate its directors in line with industry standards and their roles and responsibilities.

Accordingly, approval of the members is sought by way of a Special Resolution as set out at Item No. 7 of the Notice.

None of the Directors, Key Managerial Personnel, or their relatives, except to the extent of remuneration that may be received by them, are in any way concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 11:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company (‘Board’) at its meeting held on 16th July, 2026 appointed Mr. Parveen Bhadana (DIN: 11502975) as an Additional Director in the capacity of Whole-time Director of the Company for the period of 5 years with effect from 16th July, 2026 subject to the approval of the members. Pursuant to Section 161(1) of the Companies Act, 2013 (‘Act’) and Articles of Association of the Company, Mr. Parveen Bhadana (DIN: 11502975) shall hold office only up to the date of this Annual General Meeting (‘AGM’) and is eligible to be appointed as Director. Mr. Parveen Bhadana (DIN: 11502975) has also confirmed that he is not debarred from holding the office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority. A brief profile of Mr. Parveen Bhadana (DIN: 11502975) including nature of his expertise, is provided as **Annexure-I** of this Notice. The Board therefore, recommends the resolution set out at Item No. 11 of the accompanying Notice for approval of Members of the Company as a Special Resolution.

Mr. Parveen Bhadana (DIN: 11502975) is interested in the resolution set out at **Item No. 11** of the accompanying Notice as it pertains to his own regularization as a director. The relatives of Mr. Parveen Bhadana may be interested in the said resolution, to the extent of their respective shareholding, if any, in the Company.

None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution set out at Item No. 11 of the accompanying Notice.

ITEM NO. 12:

In accordance with the pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161 read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Megha Sharan (DIN: 05332335) was appointed as an Additional Non- Executive Independent Director of the Company on the board of the Company by the directors in their Board Meeting held on 01st August, 2026.

A brief profile of Ms. Megha Sharan (DIN: 05332335), including nature of her expertise, is provided as **Annexure-II** of this Notice. Accordingly, in terms of the requirements of the provisions of Companies Act, 2013, approval of the members of the Company is required for appointment of Ms. Megha Sharan (DIN: 05332335), from Additional Non-Executive Independent Director to Non-Executive Independent Director of the Company not liable to retire by rotation for a period of Five (5) years commencing from 01st August, 2026 up to 31st July, 2031.

Ms. Megha Sharan has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The NRC has considered her diverse skills, leadership capabilities, expertise in operations, strategy, finance, governance and government/ regulatory among others, as being key requirements for this role

Ms. Megha Sharan and her relatives are interested in this Resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommend the resolution set out at **Item No. 12** for the approval by the shareholders as an Ordinary Resolution.

ITEM NO. 13:

In accordance with the pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Atul Chauhan (DIN: 03578401) was appointed as an Additional Non- Executive Independent Director of the Company on the board of the Company by the directors in their Board Meeting held on 06th August, 2026.

A brief profile of Mr. Atul Chauhan (DIN: 03578401), including nature of his expertise, is provided as **Annexure-II** of this Notice. Accordingly, in terms of the requirements of the provisions of Companies Act, 2013, approval of the members of the Company is required for appointment of Mr. Atul Chauhan (DIN: 03578401), from Additional Non-Executive Independent Director to Non-Executive Independent Director of the Company not liable to retire by rotation for a period of Five (5) years commencing from 06th August, 2026 to 05th August, 2031.

Mr. Atul Chauhan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The NRC has considered his diverse skills, leadership capabilities, expertise in operations, strategy, finance, governance and government/ regulatory among others, as being key requirements for this role

Mr. Atul Chauhan and his relatives are interested in this Resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommend the resolution set out at **Item No. 13** for approval for the approval by the shareholders as an Ordinary Resolution.

By Order of the Board of Directors
For Prabhhans Industries Limited

Sd/-
Amit Kumar Sodhani
Company Secretary and Compliance Officer

Date: 08.09.2026
Place: Ludhiana

Registered Office:
Plot No. 270E/A, MCH No. 985 Road No.10,
Jubilee Hills, Hyderabad, Telangana, India, 500033
CIN: L70200TG1993PLC016389
Website: www.prabhhansindltd.in
E-mail: secretarial.compliance9@gmail.com
Tel.: +91-40-23544558

ANNEXURE-I

NOTICE OF AGM

Additional Information of Director seeking appointment/re-appointment at the 32nd Annual General Meeting (AGM) (Item no. 2 and 11)

[Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name	Ms. Parminder Kaur	Mr. Parveen Bhadana
DIN	09525971	11502975
Date of Birth	31/05/1964	11/03/1991
Date of first Appointment	30/05/2022	16/07/2026
Qualifications	B.A.	BBA
Brief Profile of Director	She is aged about 61 years and holds a Senior Secondary qualification. With over 20 years of hands-on experience in the clothing business, she possesses deep knowledge of garment sourcing, retail operations, and customer service.	Mr. Parveen Bhadana holds a Bachelor of Business Administration (BBA) degree. He possesses knowledge of business administration, corporate management, and strategic planning.
Directorship in other	NIL	NIL
Memberships / Chairmanship of Committees across all	NIL	NIL
Listed entities from which the person has resigned in the	NIL	NIL
Relationship with other Directors / Key Managerial Personnel	She is Mother of Mr. Satnam Singh.	None
No. of shares held in the Company either by self or on a beneficial basis for any other person	NIL	NIL
Terms & Condition of Appointment / Change in Designation along with remuneration sought to be paid	She is liable to retire by rotation is now proposed to re-appoint as Director	Regularization as Whole-Time Director of the Company for a term of 5 years
Remuneration Last Drawn by such person if any	Rs. 7,20,000	NA
No. of Meeting of the Board attended during the year	6 (Six)	NA

ANNEXURE-II

NOTICE OF AGM

Additional Information of Director seeking appointment/re-appointment at the 32nd Annual General Meeting (AGM) (Item no. 12 and 13)

[Pursuant to Secretarial Standards-2 and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name	**Ms. Megha Sharan**	**Mr. Atul Chauhan**
DIN	05332335	03578401
Date of Birth	28-03-1989	10/06/1987
Date of first Appointment	01/08/2026	06/08/2026
Qualifications	Company Secretary	Company Secretary and Law Graduate
Brief Profile of Director	She brings experience across corporate and social sector roles, with expertise in governance, compliance, and organizational management. She maintains a strong regulatory track record with no disqualification under Section 164(2) of the Companies Act, reflecting her commitment to high standards of corporate governance.	He is an Associate Member of the Institute of Company Secretaries of India (ICSI), a Law Graduate, and a Commerce Graduate from the University of Lucknow, with over 15 years of experience in corporate laws, governance, and regulatory compliance. He is the Proprietor of Atul Chauhan & Co. and a Partner at SRC & Co., Company Secretaries.
Directorships, Membership / Chairmanship of Committees of other Boards along with the listed entities from which the director has resigned in the past three years	1. Marktesh Trading Limited 2. Ishaan Infrastructures & Shelters Limited	1. Marktesh Trading Limited 2. Ishaan Infrastructures & Shelters Limited
Relationship with other Directors / Key Managerial Personnel	None	None
No. of shares held in the Company either by self or on a beneficial basis for any other person	NIL	NIL
Terms & Condition of Appointment	Regularization as an Independent Director of the Company for a term of 5 years	Regularization as an Independent Director of the Company for a term of 5 years
Remuneration Last Drawn by such person if any	NA	NA
No. of Meeting of the Board attended during the year	NA	NA

GSTIN : 03AADCS2193J1ZE

PRABHHANS INDUSTRIES LIMITED

248, Gali Karta Ram, Ghass Mandi, Chaura Bazar, Ludhiana. Contact : 94176-94151, 0161-4617967
E-mail : prabhdayalsantram@yahoo.co.in | Website : www.prabhhansindltd.in

DIRECTORS' REPORT

To,
The Members, Director and Auditors
Prabhhans Industries Limited

Your director's have pleasure in presenting their 32nd Directors' Report on the business and operations of **Prabhhans Industries Limited** ("the Company") together with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026.

1. FINANCIAL RESULTS

The standalone financial performance of the Company for the financial year ended March 31, 2026 is summarized below:

Particulars	2025-26 (INR in Lakhs)	2024-25 (INR in Lakhs)
Revenue from operations	10,107.71	8,693.58
Other Income	0.11	1.23
Total Income	**10,107.82**	**8,694.81**
Total Expenditure	**9,886.23**	**8,363.34**
Profit/(Loss) before exceptional and extraordinary items and tax	**221.59**	**331.47**
Less: exceptional and extraordinary items	-	-
Profit / (Loss) before taxation	**221.59**	**331.47**
Less: - Current Tax	59.72	93.09
- Income Tax (Earlier years)	-	-
- Deferred Tax	(1.89)	11.11
Profit/(Loss) after Tax	**163.76**	**227.27**
Earnings per equity shares in Rs.	**2.62**	**3.64**

A UNIT OF PRABH DAYAL SANT RAM - HANS RAJ & SONS

2. STATE OF COMPANY AFFAIRS AND REVIEW OF OPERATIONS

The company is engaged in textile business and the Revenue from operations increased from the last financial year 2024-25.

- The revenue generated from operations amounted to INR 10,107.71/- lakhs in F.Y. 2025-26 as compared to F.Y. 2024-25, in which revenue generated was amounted to 8,694.81/- lakhs.
- The Company has made a profit in the FY 2025-26 of INR 163.76/- lakhs as against the profit of INR 227.27/- Lakhs in F.Y. 2024-25.

3. SHARE CAPITAL

A. AUTHORIZED CAPITAL AND CHANGES THEREON IF ANY:

The Authorized Share Capital of the Company is INR 12,00,00,000/- (Indian Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crores Twenty Lakhs) Equity shares of` INR 10/- (Indian Rupees Ten Only).

During the period under review, the Company increased its Authorized Share Capital from **INR 6,50,00,000/-** (Indian Rupees Six Crore Fifty Lakhs Only) divided into 65,00,000 (Sixty-Five Lakhs) Equity Shares of INR 10/- (Indian Rupees Ten Only) each to **INR 12,00,00,000/-** (Indian Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crores Twenty Lakhs) Equity shares of` INR 10/- (Indian Rupees Ten Only) in its Extra-Ordinary General Meeting held on July 05, 2025.

B. PAID UP CAPITAL AND CHANGES THEREON, IF ANY:

The Issued, Subscribed and Paid-up Share Capital stands at INR 6,24,82,400/- (Indian Rupees Six Crores Twenty-Four Lakhs Eighty-Two Thousand and Four Hundred Only) divided into 62,48,240 (Sixty-Two Lakhs Forty-Eight Thousand Two Hundred and Forty) Equity Shares of INR 10/- (Rupees Ten Only) each.

Issue of equity shares with differential rights
The Company has not issued any equity shares with differential rights so no disclosure is required as per Rule 4 (4) of the Companies (Share Capital and Debentures) Rules 2014.

Issue of sweat equity shares
The Company has not issued sweat equity shares, so no disclosure is required as per Rule 8(13) of the Companies (Share Capital and Debentures) Rules 2014.

Issue of employee stock options
The Company has not issued employee stock options, so no disclosure is required as per Rule 12(9) of the Companies (Share Capital and Debentures) Rules 2014.

Buy Back of Securities
The Company has not bought back any of its securities during the period under review.

Bonus shares:
No bonus shares were issued during the period under review.

Provision of money by company for purchase of its own share by employees or by trustee for the benefit of employees

The Company has not made any provision for purchase of its own share of employees or by the trustee for the benefit of employees so no disclosure is required as per Rule 16(4) of the Companies (Share Capital and Debentures) Rules 2014.

4. DEPOSITS

During the reporting period, your Company has not accepted any deposits, falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. However, the Directors have submitted declarations confirming that the unsecured loans provided by them to the Company were given out of their own funds.

5. DIVIDEND

Your directors do not recommend dividend with a view to conserve resources for the future growth of your Company.

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

Pursuant to provisions of Section 125 of the Act, the dividends which have remained unpaid / unclaimed for a period of Seven (7) years from the date of transfer the unpaid dividend amount is mandatorily required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The provisions of above section are not applicable to the Company since no dividend was lying in unpaid dividend account.

7. AMOUNTS, IF ANY, WHICH IT PROPOSES TO CARRY TO ANY RESERVES

During the year under review, the Company has transferred INR 227.27/- Lakhs into the Reserve of the Company as on March 31, 2026.

8. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the reporting period, there has been no change in the nature of Business.

9. REVISION OF FINANCIAL STATEMENT, IF ANY

There was no revision in the financial statements of the Company.

10. DIRECTORS & KEY MANAGERIAL PERSONNEL

The Board of the Company was duly constituted in accordance with the provisions of the Companies Act, 2013. As of 31st March 2026, your Company has the following Directors and Key Managerial Personnel:

S. No.	Name of Director	Designation	DIN/PAN	Date of Appointment	Date of Resignation
1	Ms. Harjot Kaur Chawla	Non-Executive Director	09523946	03.10.2022	16.07.2026
2	Ms. Jaspreet Singh	Independent Director	09523955	03.10.2022	-
3	Ms. Parminder Kaur	Non-Executive Director	09525971	30.05.2022	-
4	Mr. Satnam Singh	Managing Director	09526002	30.05.2022	-
6	Mr. Rajesh Khurana	Independent Director	09771144	20.03.2025	-
7	Mr. Satnam Singh	Chief Financial Officer	BROPS5260E	06.05.2022	-
8	Mr. Amit Kumar Sodhani	Company Secretary	BMVPS8859M	22.07.2022	-

Mr. Rajesh Khurana was appointed as an Additional Director (Non- Executive Independent Director) w.e.f. March 20, 2025 and was regularized as an Independent Director at the Extra-Ordinary General Meeting held on July 05, 2025.

Further, after the close of the Financial Year following changes were made in the composition of Board:

- Ms. Harjot Kaur Chawla resigned from the office of Director with effect from 16th July, 2026.
- Mr. Parveen Bhadana was appointed as an Additional Director in the capacity of Executive Director in Board Meeting Dated 16th July 2026.
- Mr. Rajesh Khurana resigned from the office of Non-Executive Independent Director with effect from 01st August, 2026.

Rotational Director:

As per the provisions of the Companies Act, 2013, Ms. Parminder Kaur (DIN: 09525971), Director, whose office is liable to retire by rotation in accordance with the provision of Companies Act, 2013 and being eligible, offers herself for re-appointment at this Annual General Meeting of the Company.

11. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2025-26, total 06 (Six) meetings of the Board of Directors were held. The following are the dates on which the said meetings were held:

- May 28, 2025
- June 12, 2025
- August 14, 2025
- September 05, 2025
- November 11, 2025
- February 12, 2026

The gap between the Board Meetings was within the period prescribed under Companies Act, 2013 and Secretarial Standard issued by the ICSI.

S. No.	Name of Director	Designation	No. of Board Meeting eligible to attend	No. of Meetings attended	No. of Meeting in which absent
1	Ms. Harjot Kaur Chawla	Non-Executive Director	06	06	0
2	Ms. Jaspreet Singh	Independent Director	06	06	0
3	Ms. Parminder Kaur	Non-Executive Director	06	06	0
4	Mr. Satnam Singh	Managing Director	06	06	0
5	Mr. Rajesh Khurana	Independent Director	06	06	0

12. BOARD COMMITTEE(S) AND THEIR MEETINGS THEREOF

Currently, the Board has following Committees:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholder Relationship Committee.

The Composition of these Committees and relative compliances are in line with the applicable provisions of the Companies Act, 2013 read with the Rules and applicable provisions of the Listing Regulations.

The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. Meetings of each of these Committees are convened by the respective Chairperson of the Committee. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes and proceedings of the meetings of all Committees are placed before the Board for review from time to time. The Minutes of the Committee Meetings are sent to all members of the Committee individually and are placed before the Board for review from time to time.

A. Audit Committee:

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013.The Audit Committee is constituted in line to monitor and provide effective supervision of the management’s financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity, and quality of Financial Reporting.

During the year under review, four (4) meetings of the Audit Committee were convened and held on the dates mentioned below:

- May 28, 2025
- August 14, 2025
- November 11, 2025
- February 12, 2026

The maximum interval between any two meetings did not exceed 120 days.

The detail of the composition of the Audit Committee along with their meetings held/attended is as follows:

S. No.	Name of Member	Designation	No. of Meeting eligible to Attend	No. of Meeting Attended
1	Ms. Jaspreet Singh	Chairman, Independent Director	04	04
2	Mr. Rajesh Khurana	Member, Independent Director	04	04
3	Ms. Parminder Kaur	Member, Non-Executive Director	04	04

B. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Company is constituted within the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee recommends the appointment of Directors and remuneration of such Directors.

The level and structure of appointment and remuneration of all Key Managerial personnel and Senior Management Personnel of the Company, as per the Remuneration Policy, is also overseen by this Committee.

During the year under review, one (1) meeting of the Nomination and Remuneration Committee was convened and held on March 17, 2026.

The detail of the composition of the Nomination and Remuneration Committee along with their meetings held/attended is as follows:

S. No.	Name of Member	Designation	No. of Meeting eligible to Attend	No. of Meeting Attended
1	Ms. Jaspreet Singh	Chairman, Independent Director	01	01
2	Mr. Rajesh Khurana	Member, Independent Director	01	01
3	Ms. Parminder Kaur	Member, Non-Executive Director	01	01

C. Stakeholders Relationship Committee:

The Company has a Stakeholder Relationship Committee of Directors in compliance with provisions of the Companies Act, 2013 to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices /annual reports, etc.

During the year under review, one (1) meeting of the Stakeholder Relationship Committee was convened and held on March 20, 2026.

The detail of the composition of the Stakeholder Relationship Committee along with their meetings held/attended is as follows:

S. No.	Name of Member	Designation	No. of Meeting eligible to Attend	No. of Meeting Attended
1	Ms. Jaspreet Singh	Chairman, Independent Director	01	01
2	Ms. Parminder Kaur	Member, Non-Executive Director	01	01
3	Mr. Harjot Kaur Chawla	Member, Non-Executive Director	01	01

13. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitment affecting financial position of the Company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report, except as stated in this report.

14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013

Particulars of loan given, investment made, guarantees given and security provided under Section186 of the Companies Act, 2013, if any, are provided in the notes of financial statement.

15. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

According to Section 134(5) (e) of the Companies Act, 2013, the term “Internal Financial Control (IFC)” means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from the top management to executive level.

The compliance relating to Internal Financial controls have been duly certified by the Statutory Auditors.

16. CORPORATE SOCIAL RESPONSIBILITY

Provisions of Corporate Social Responsibility are not applicable on the Company. Therefore, Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014.

17. CORPORATE GOVERNANCE:

In accordance with Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46, as well as Para C, D, and E of Schedule V, is not applicable to a listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year. Therefore, the requirement to file a Corporate Governance Report with the Stock Exchange does not apply to the Company for the financial year 2025-26.

Since the Company’s Paid-up Equity Share Capital not exceeding Rupees Ten Crore and Net Worth not exceeding Rupees Twenty-Five Crore, Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para-C, D and E of Schedule V of SEBI (Listing Obligations & Disclosure

Requirements) Regulations, 2015, are not applicable to the Company. Hence Report on the Corporate Governance does not form part of this Board's Report.

18. HUMAN RESOURCES

The Management has a healthy relationship with the officers and the Employee.

19. BOARD EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations").

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.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

The Board evaluated the performance of Independent Directors and Individual Directors considering various parameters such as their familiarity with the Company's vision, policies, values, code of conduct, their attendance at Board and Committee Meetings, whether they participate in the meetings constructively by providing inputs and provide suggestions to the Management/Board in areas of domain expertise , whether they seek clarifications by raising appropriate issues on the presentations made by the Management/reports placed before the Board, practice confidentiality, etc. It was observed that the Directors discharged their responsibilities in an effective manner. The Directors possess integrity, expertise and experience in their respective fields.

20. DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to Section 149 (7) of the Companies Act, 2013 ("the Act") 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 Act and have submitted their respective declarations as required under Section 149 (7) of the Act and the Listing Regulations. In terms of Section 150 of the Act read with Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

In the opinion of the Board, the independent directors possess the requisite integrity, experience, expertise and proficiency required under all applicable laws.

21. SEPARATE MEETING OF INDEPENDENT DIRECTOR

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel to review the performance of Non-Independent Directors and the Board as a whole, to review the performance of the Chairperson of the company, taking into account the views of Executive Directors and Non-Executive Directors and to assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the year under review, one Meeting of the Independent Directors was held on March 20, 2026 for the Financial Year 2025-26.

22. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

Disclosure pertaining to remuneration and other details as required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **"Annexure–I"** to this Report.

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

23. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under Sub-Section (3)(m) of Section 134 of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at **"Annexure II".**

24. POLICIES

The Company has adopted the following policies in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- Policy on Preservation of Documents and Archives Management as per Regulation 9 and 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy for Disclosure of events/ information and Determination of materiality as per Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy on Materiality of Related Party Transactions as per Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy for determining material subsidiary as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- Policy on Determination of Legitimate Purpose (as part of the Code under the PIT Regulations) – Regulation 3(2A) of the SEBI (PIT) Regulations, 2015.

25. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment, Remuneration and determine Directors' Independence of Directors which inter-alia requires that composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

26. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases.

27. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The particular of contracts or arrangements made with related parties pursuant to Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014. Form AOC-2 has been annexed to the Report as "**Annexure-III".**

28. NO FRAUDS REPORTED BY STATUTORY AUDITORS

During the Financial Year 2025-26, the Auditors have not reported any matter under Section 143(12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under Section 134(3) (ca) of the Companies Act, 2013.

29. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the reporting period, the Company does not have any Subsidiary, Joint Venture or Associate Company. Hence, provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

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

During the period under review no material orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

31. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:

(a) That in the preparation of the annual accounts for the financial year ended March 31, 2026 the Applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the company for the year review;

(c) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) That the directors had prepared the annual accounts for the financial year ended March 31, 2026 on a going concern basis;

(e) That the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively and

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

32. AUDITORS & AUDITOR'S REPORT

A. Statutory Auditor:

M/s Kapish Jain & Associates, Chartered Accountants (FRN 022743N), were appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years at the Annual General Meeting held on 26^{th} September, 2022 at a remuneration plus applicable taxes and out-of-pocket expenses as may be decided by the Board of Directors from time to time.

Auditor's Report

The Auditor's Report for financial year ended March 31, 2026, does not contain any qualification, reservation or adverse remarks. All Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self-explanatory and do not call for any further comments and also, there is no incident of fraud requiring reporting by the auditors under section 143(12) of the Companies Act, 2013 during the year. The Auditor's report is enclosed with the financial statements in this Auditor's Report.

During the Financial Year 2025-26, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

B. Secretarial Auditor:

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, at its meeting held on February 12, 2026, appointed M/s. Vaibhav Sharma & Associates, Company Secretaries, to conduct the Secretarial Audit of the Company for the Financial Year 2025–26.

Secretarial Audit Report

The Secretarial Audit Report for the financial year ended March 31, 2026, issued by the Practicing Company Secretary, does not contain any observations. The composition of the Board, Audit Committee and Nomination and Remuneration Committee were duly complied with as on March 31, 2026.The Board of Directors has taken note of the same and affirms that the necessary steps have been initiated to strengthen the compliance framework of the Company. A copy of the Secretarial Audit Report in Form MR-3 is annexed to this Report.

C. Cost Auditors:

The Company has not appointed the Cost Auditor as pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit is not applicable to the Company.

D. Internal Auditors:

Pursuant to provisions of Section 138 read with the rules made there under, the Board of Directors, at its meeting held on February 12, 2026, appointed Ms. Parminder Kaur as an Internal Auditor of the Company for the financial year 2025-26, to check the internal controls and the functioning of the activities of the Company and also recommends ways of improvement.

33. ANNUAL RETURN

As required pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an Annual Return as on March 31, 2026 will be uploaded on website of the Company at www.prabhhansindltd.in.

34. FAMILIARISATION PROGRAMMES

The Company familiarises its Independent Directors on their appointment as such on the Board with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through familiarisation programme. The Company also conducts orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis.

35. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed to this Annual Report as "**Annexure – IV**".

36. CODE OF CONDUCT

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board Members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

37. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment.

During the year under review, the details of complaints pertaining to sexual harassment received are as follows:

No. of complaints of sexual harassment received in the year	NIL
No. of complaints disposed-off during the year	NIL
No. of cases pending for more than ninety days	NIL

38. RISK MANAGEMENT POLICY

The Board of Directors of the Company are of the view that currently no significant risk factors are present which may threaten the existence of the company. During the year, your director's have an adequate risk management infrastructure in place capable of addressing those risks. The company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Audit Committee and Board of Directors review these procedures periodically. The company's management systems, organizational structures, processes, standards, code of conduct and behaviour together form a complete and effective Risk Management System (RMS).

39. PREVENTION OF INSIDER TRADING

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

40. MATERNITY BENEFIT

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

41. DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTOR INTER –SE

None of the Directors are related to each other.

42. SECRETARIAL STANDARDS

Your Company complies with the Secretarial Standard on Meetings of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) whenever it has applicable. Your Company will comply with the other Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI)as and when they are made mandatory.

43. DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

As there is no application made or pending under Insolvency and Bankruptcy Code, 2016, so there is no requirement to give details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

44. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH REASONS THEREOF

The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and valuation done while taking the loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

45. CAUTIONARY NOTE

The statements forming part of the Board's Report may contain certain forward-looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

46. WEBSITE OF THE COMPANY

Your Company maintains a website www.prabhhansindltd.in where detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

47. ACKNOWLEDGEMENT:

The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, employee unions, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

Date: 28.07.2026
Place: Ludhiana

For & on behalf of
Prabhhans Industries Limited

Sd/-	**Sd/-**
Satnam Singh	**Parminder Kaur**
Managing Director	**Director**
DIN- 09526002	**DIN- 09525971**

ANNEXURE-I

Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

All amounts in Lakhs unless specified

<table>
<tr><th>S.NO.</th><th>PARTICULARS</th><th>REMARKS</th></tr>
<tr><td>1.</td><td>The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.</td><td>
<table>
<tr><th>S. No.</th><th>Name of Director</th><th>Category</th><th>Total remuneration</th><th>Ratio of remuneration of director to median remuneration</th></tr>
<tr><td>1</td><td>Satnam Singh</td><td>Managing Director</td><td>12.82</td><td>1.78</td></tr>
<tr><td>2</td><td>Parminder Kaur</td><td>Director</td><td>7.20</td><td>1</td></tr>
<tr><td>3</td><td>Harjot Kaur Chawla</td><td>Director</td><td>7.20</td><td>1</td></tr>
</table>
</td></tr>
<tr><td>2</td><td>The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.</td><td>
<table>
<tr><th rowspan="2">S. No.</th><th rowspan="2">Name</th><th rowspan="2">Category</th><th colspan="2">Remuneration</th><th rowspan="2">Increase (%)</th></tr>
<tr><th>25-26</th><th>24-25</th></tr>
<tr><td>1.</td><td>Satnam Singh</td><td>Managing Director</td><td>12.82</td><td>12</td><td>6.84</td></tr>
<tr><td>2.</td><td>Parminder Kaur</td><td>Director</td><td>7.20</td><td>7.20</td><td>0</td></tr>
<tr><td>3</td><td>Harjot Kaur Chawla</td><td>Director</td><td>7.20</td><td>7.20</td><td>0</td></tr>
</table>
</td></tr>
<tr><td>3</td><td>The percentage increase in the median remuneration of employees in the financial year</td><td>
<table>
<tr><th colspan="2">Remuneration</th><th rowspan="2">Increase (%)</th></tr>
<tr><th>25-26</th><th>24-25</th></tr>
<tr><td>3.40</td><td>3.15</td><td>7.93%</td></tr>
</table>
</td></tr>
<tr><td>4</td><td>The number of permanent employees on the rolls of Company</td><td>16</td></tr>
<tr><td>5</td><td>The explanation on the relationship between average increase in remuneration and Company performance</td><td>Not Applicable</td></tr>
<tr><td>6</td><td>Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional</td><td>
<table>
<tr><th rowspan="2">S. No.</th><th colspan="2">Remuneration</th><th rowspan="2">Increase (%)</th></tr>
<tr><th>25-26</th><th>24-25</th></tr>
<tr><td>Average salary of all employees (other than Key Managerial Personnel) Average</td><td>2.16</td><td>1.85</td><td>16.75%</td></tr>
</table>
</td></tr>
</table>

	circumstances for increase in the managerial remuneration.	Salary of Managing Director	12.82	12.00	6.84%
		Average Salary of CFO	12.82	12.00	6.84%
7	Affirmation that the remuneration is as per the remuneration policy of the Company	The Directors affirm that the remuneration paid is as per the Remuneration Policy of the Company.			

Date: 28.07.2026
Place: Ludhiana

For & on behalf of
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director
DIN- 09526002

Sd/-
Parminder Kaur
Director
DIN- 09525971

ANNEXURE-II

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

[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

A. Conservation of Energy:

S. No.	Particulars	Amount
(i)	The steps taken or impact on conservation of energy;	The Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible saving of energy is achieved. As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.
(ii)	The steps taken by the Company for utilizing alternate sources of energy;	NIL
(iii)	The capital investment on energy conservation equipment;	NIL

B. Technology Absorption:

S. No.	Particulars	Amount
(i)	The efforts made towards technology absorption;	The Company's products are manufactured by using in-house know how and no outside technology is being used for manufacturing activities. Therefore, no technology absorption is required.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	The Company constantly strives for maintenance and improvement on quality of its products and entire research & Development activities are directed to achieve the aforesaid goal.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	The Company has not imported any technology during last 5 years
	The details of technology imported; The year of import; Whether the technology been fully absorbed; If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A. N.A. N.A. N.A.

(iv)	The expenditure incurred on Research and Development.	NIL

C. <u>Foreign exchange earnings and Outgo</u>:

S. No.	Particulars	Amount
(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	NIL
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	NIL

Date: 28.07.2026
Place: Ludhiana

For & on behalf of
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director
DIN- 09526002

Sd/-
Parminder Kaur
Director
DIN- 09525971

ANNEXURE-III

FORM NO. AOC-2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

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

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

M/s Prabhhans Industries Limited has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length basis during financial year 2025-26.

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

M/s Prabhhans Industries Limited has entered into contract or arrangement or transaction with its related parties which is at arm's length basis during financial year 2025-26 are as follows:

(Amount in Lakhs)

Name of Related Party and Nature of Relationship	Nature of contracts/ arrangement/ transactions	Duration of contracts/ arrangement/ transactions	Salient terms of contracts/ arrangements /transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advance, if any
NIL					

Date: 28.07.2026
Place: Ludhiana

For & on behalf of
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director
DIN- 09526002

Sd/-
Parminder Kaur
Director
DIN- 09525971

ANNEXURE-IV

Form No. MR-3
SECRETARIAL AUDIT REPORT
For the Financial Year Ended 31st March 2026

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

To,
The Members
PRABHHANS INDUSTRIES LIMITED
Plot No.270E/A, MCH No.985 Road No.10,
Jubilee Hills, Telangana, Hyderabad- 500033, India

We have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s PRABHHANS INDUSTRIES LIMITED** (Formerly known as Sea Gold Infrastructure Limited) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
Based on our verification of the Company's books, papers, minutes book, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the Financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s PRABHHANS INDUSTRIES LIMITED** (Formerly known as Sea Gold Infrastructure Limited) 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;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:

(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, 2009 ;**(Not applicable).**
(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ;**(Not applicable).**
(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**(Not Applicable);**
(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

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ;**(Not Applicable).**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;**(Not applicable).**

(i) The Securities and Exchange board of India (Listing Obligation and Disclosure requirement) Regulation, 2015.

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 Agreements entered into by the Company with BSE Limited.
(iii). SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review as per explanation and clarification given to us and the representation made by management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

For & on behalf of,
Vaibhav Sharma & Associates
(Company Secretaries)

Sd/-
Vaibhav Sharma
M. No.: A30041
C.O.P. No: 10831
Peer Review Certificate – 2689/2022

Date: 28.07.2026
Place: Delhi
UDIN: A030041H000961015

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
PRABHHANS INDUSTRIES LIMITED
Plot No.270E/A, MCH No.985 Road No.10,
Jubilee Hills, Telangana, Hyderabad- 500033, India

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have reported, in our audit report, only that non-compliance, especially in respect of filing of applicable forms/documents, which, in our opinion, are material and having major bearing on financials of the Company.

For & on behalf of,
Vaibhav Sharma & Associates
(Company Secretaries)

Sd/-
Vaibhav Sharma
M. No.: A30041
C.O.P. No: 10831
Peer Review Certificate – 2689/2022

Date: 28.07.2026
Place: Delhi
UDIN: A030041H000961015

ANNEXURE-V

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Overview

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

The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward-looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward-looking statements expressed in this report consequent to new information or developments, events or otherwise. The main business of the Company is trading in all types of products primarily in papers.

Industry Structure & Development

The clothing industry has strengths across the entire value chain from Fiber, yarn, fabric to apparel. The Indian textile and apparel industry is highly diversified with a wide range of segments ranging from products of traditional handloom, handicrafts, wool, and silk products to the organized textile industry in India. The organized textile industry in India is characterized by the use of capital-intensive technology for the mass production of textile products and includes spinning, weaving, processing, and apparel manufacturing.

Opportunities and Threats

Clothing and Garments: Positive steps taken by the Central Government for the paper industry, from allocation of funds to give extra rebate to exporters (mainly on made-ups) and various other benefits, are expected to improve investment in this sector and provide more business opportunities in the near future. With increasing capacities of man-made fibres as compared to cotton, the preferred shift of the consumer to use products of man-made fibres i.e. viscose, polyester, polyamide, acrylic, etc. and its blends, is expected.

We believe that the principal factors affecting competition in our business include client relationships reputation, the abilities of employees, market focus and the liquidity on the Balance Sheet.

Indian garment industry has an advantage as it produces and exports stylish garments at economical prices due to cheap labour rates. Today, by way of Technological advancement and use of sophisticated machinery, it has enabled the manufacturers to achieve better quality and well-designed garments.

Risk and Concerns

Risk Management forms an integral part of your Company’s operations. Your Company continues to focus on a system-based approach to business risk management. It broadly involves identification & potential risks; their analysis and impact as also risk mitigation initiatives to address the same. The Board of Director of the Company oversees the risk management Process.

Segment-wise or product-wise performance

During the year under review, since Company is being working in a single segment therefore the specific performance does not stand eligible.

Outlook

The outlook for industry and the Company in the near term can be viewed with cautious optimism.

he Indian textiles industry has immense potential to register an indelible mark while contributing to the growth and success story of the nation but the sector needs more support from the government like policy initiatives, crackdown on red-tapism involved in availing schemes meant for the textile industry.

Moreover, the Centre also took the decision to rationalize the duties on raw material inputs. But more export promotion policies are required for the textiles sector, like in the past, the Central government allowed 100 percent FDI in the sector under the automatic route.

Indian textile industry is entering into a no holds barred kind of phase where the sky is the limit, provided the sector gets robust support from the government in terms of policies, promotions, and incentives so that the domain can move up the ladder and chart its own course in the right direction.

Adequacy of Internal Control System

The Company has adequate internal control systems for the business processes in respect of all operations, financial reporting, compliance with laws and regulations etc. The management information system forms an effective and sound tool for monitoring and controlling all operating parameters. Regular internal audits ensure that responsibilities are executed effectively. The Audit Committee reviews the adequacy of internal controls on regular basis.

Human Resources Development/Industrial Relations

Human resources are valuable assets for any organization. The employees of the Company have extended a very productive cooperation in the efforts of the management to carrying the Company to greater heights. The Company is giving emphasis to upgrade the skills of its human resources and continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees of the Company.

Details of significant changes in key financial ratios, along with detailed explanations therefore

Ratio	Numerator	Denominator	For the year ended 31 March 2026	For the year ended 31 March 2025	Variance %	Reason for changes by more than 25%
Current ratio (in times)	Total current assets	Total current liabilities	1.35	1.34	1%	NA
Debt equity ratio (in times)	Total debts	Shareholders' Equity	1.00	0.63	59%	Increased due to increase in borrowings during the year
Debt service coverage ratio (in times)	Earnings available for debt service (Net profit before taxes + Non-	Debt service (Interest & lease payments + principal repayments)	0.27	0.57	-53%	Decreased due to increase in borrowings during the year.

	cash operating expenses like depreciation and other amortizations + Interest + other non-cash adjustments)					
Return on equity ratio (in %)	Profits for the year less preference dividend (if any)	Average shareholder's equity	0.16	0.27	-42%	Decreased due to decrease in profit during the year
Inventory turnover ratio (in times)	Revenue from operations	Average inventory	7.12	8.15	-13%	Decreased due to increase in revenue during the year
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivable	7.55	71.90	89%	Increased due to increase in revenue during the year
Trade payables turnover ratio (in times)	Cost of traded goods and other expenses	Average trade payables	8.94	6.49	38%	Increased due to increase in cost of traded goods during the year
Net capital turnover ratio (in times)	Revenue from operations	Average working capital	8.26	10.00	- 17%	NA
Net profit ratio (in %)	Profit for the year	Revenue from operations	1.62%	2.61%	-38%	Decreased due to decrease in profit during the year
Return on capital employed (in %)	Profit before tax and finance costs	Average Capital employed	24.29%	39.85%	-39%	Decreased due to decrease in profit during the year
Return on investment (in %)	Income generated from invested funds	Average invested funds	4.86%	7.86%	-38%	Decreased due to decrease in investment during the year

Discussion on financial performance with respect to operational performance.

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles in India.

Date: 28.07.2026
Place: Ludhiana

For & on behalf of
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director
DIN- 09526002

Sd/-
Parminder Kaur
Director
DIN- 09525971

CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION:

To,
The Board of Directors,
Prabhhans Industries Limited,

Dear Members of the Board

I, Satnam Singh, Chief Financial Officer of **Prabhhans Industries Limited**, to the best of my knowledge and belief hereby certify that:

(a) We have reviewed financial statements and the cash flow statements for the year ended March 31, 2026 and that to the best of my knowledge and belief;
(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;

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

(d) We have indicated to the auditors and the Audit Committee:
(i) Significant changes in the internal control over financial reporting during the year under reference;
(ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By Order of the Board
For Prabhhans Industries Limited

Sd/-
Satnam Singh
Chief Financial Officer
DIN- 09526002

Place: Ludhiana
Date: 28.07.2026

Head Office: 504, B-Wing, Statesman House, 148, Barakhamba Road, New Delhi - 110001 | Phone : +91-11-43708987
Mobile : +91 9971 921466 | Email : ca.kapish@gmail.com | Website : www.kapishjainassociates.com; www.cakja.com

INDEPENDENT AUDITOR'S REPORT

To the Members of **Prabhhans Industries Limited**
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Prabhhans Industries Limited ("*the Company*")** which comprises the Balance Sheet as at 31 March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026 and profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon. The Company's annual report is expected to made available to us after the date of this auditor's report.

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

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

When we read the Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matters to those charged with governance and take necessary actions, as applicable under the relevant law and regulations.

Management's and Board of Director's Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (IND AS) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of Standalone IND AS Financial Statement

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of change in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

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

(e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the Internal Financial Control with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in the **"Annexure B"**.

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

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

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

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

iv.

- The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

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

- Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (a) and (b) above contain any material mis-statement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2026.

vi. ***Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording Audit Trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of Audit Trail feature being tampered with in addition to this audit trail has been preserved by the company as per statutory requirements for record retention.***

(h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

For **Kapish Jain & Associates,**
Chartered Accountants
Firm's Registration No.: 022743N

Sd /-
Vikas Katyal
Partner
Membership No.: 512562
UDIN: 26512562ZCEXLE4768

Place: New Delhi
Date: 12 May 2026

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of Prabhhans Industries Limited on the standalone financial statements for the year ended 31 March 2026

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

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

(B) The Company has maintained proper records showing full particulars of intangible assets during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable property (other than properties where the Company is the lease and the lease agreement duly executed in the favor of the Company) are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions, which are not in agreement with the books of account of the Company, for this refer notes no. 39 (viii) of financial statement.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has made investment in associates companies, however has not provided guarantee or security secured or unsecured to companies, firms, limited liability partnerships or any others parties during the year. However, the company has granted loan to the parties during the year, details of the loan is stated in sub-clause (a) below.

(a) (A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not any subsidiaries. Accordingly, the reporting requirements under this clause are not applicable.

(B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted loan to the parties other than subsidiaries/associates as below during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we are in opinion that the terms and conditions of the loan given are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans and advances in the nature of loans granted by the Company, the schedule of repayment of principal and payment of interest has not been stipulated since the company has granted loans and advances which are either repayable on demand or without specifying any terms or period of repayment.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than 90 days in respect of loans granted to companies, firms, LLPs or other parties.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.

(f) The Company has granted loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees and security, as applicable.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable ***Income tax payable for the financial year 2022-23 amounting Rs. 14.52 lacs & financial year 2023-24 amounting Rs. 70.92 lacs.***

(b) According to the information and explanations given to us, and as per books and records examined by us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts during the year.

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of Prabhhans Industries Limited on the standalone financial statements for the year ended 31 March 2026

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us including confirmations received from banks and financial institution, representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution.

(c) In our opinion and according to the information and explanations given to us, the Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint venture or associate companies. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debenture during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standard

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system which is commensurate with the size and nature of its business.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under review.

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

(xvi) (a) In our opinion and on the basis of information and explanations given to us, The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence reporting under clause 3 (xvi)(a), (b) and (c) of the order are not applicable.

(d) As per the information and explanations given to us, there are no core investment companies as defined in the regulations made by the Reserve Bank of India as part of its group and hence the reporting requirements under clause 3 (xvi)(d) of the Order are not applicable.

(xvii) The Company has incurred cash losses in the current financial year and in the immediately preceding financial year.

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

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us, the Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xix) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xx) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Kapish Jain & Associates,**
Chartered Accountants
Firm's Registration No.: 022743N

Sd /-
Vikas Katyal
Partner
Membership No.: 512562
UDIN: 26512562ZCEXLE4768
Place: New Delhi
Date: 12 May 2026

Annexure B referred to in Paragraph 2 clause (f) under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of Prabhhans Industries Limited (Formerly known as Sea Gold Infrastructure Limited) on the standalone financial statements for the year ended 31 March 2026

Independent Auditor's Report on the Internal Financial Controls with reference to the Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the standalone financial statements of Prabhhans Industries Limited (Formerly known as Sea Gold Infrastructure Limited) as at and for the year 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Company on that date.

Responsibilities of Management for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India ("ICAI") and deemed to be prescribed under section 143(10) of the Act, 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 ICAI. 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 were 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 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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure B referred to in Paragraph 2 clause (f) under “Report on Other Legal and Regulatory Requirements” section of the Independent Auditor’s Report of even date to the members of Prabhhans Industries Limited (Formerly known as Sea Gold Infrastructure Limited) on the standalone financial statements for the year ended 31 March 2026

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 period are subject to the risk that Internal financial controls 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, the Company has, in all material respects, adequate internal financial controls systems over financial reporting and such internal financial controls systems over financial reporting were operating effectively as at 31 March 2026, based on internal financial controls systems 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 systems over financial reporting issued by the Institute of Chartered Accountants of India.

For **Kapish Jain & Associates,**
Chartered Accountants
Firm’s Registration No.: 022743N

Sd /-
Vikas Katyal
Partner
Membership No.: 512562
UDIN:- 26512562ZCEXLE4768

Place: New Delhi
Date: 12 May 2026

PRABHHANS INDUSTRIES LIMITED

CIN L70200TG1993PLC016389

Standalone Balance Sheet as at 31st March 2026

(All amounts in ₹ lacs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
Assets			
1 Non-current assets			
a. Property, plant and equipment	3	103.52	104.34
b. Capital work in progress		250.00	250.00
c. Goodwill on Acquisition		9.20	9.20
d. Financial assets		-	-
e. Other non-current assets		-	-
Total non-current assets		**362.72**	**363.54**
2 Current assets			
a. Inventories	4	1,755.65	1,084.41
b. Financial assets			
i. Investments	5	6.31	11.93
ii. Trade receivables	6	1,494.16	1,183.08
iii. Cash and cash equivalents	7	10.26	65.77
iv. Loans and advances	8	167.41	167.41
v. Other financial assets	9	0.50	-
c. Other current assets	10	35.01	29.38
Total current assets		**3,469.30**	**2,541.98**
Total assets		**3,832.02**	**2,905.52**
Equity and liabilities			
1 Equity			
a. Equity share capital	11	624.82	624.82
b. Other equity			
Retained earnings	12	505.57	341.82
Total equity		**1,130.39**	**966.64**
Share Application Money Pending Allotment			
2 Liabilities			
Non-current liabilities			
a. Financial liabilities			
(i) Borrowings	13	123.35	29.31
b. Deferred Tax Liabilities (Net)	14	10.55	12.44
Total non-current liabilities		**133.90**	**41.75**
Current liabilities			
a. Financial liabilities			
i. Borrowings	13	1,017.92	646.26
ii. Trade Payables	15		
a.) total outstanding dues of micro enterprises and small enterprises		7.72	217.05
b.) total outstanding dues other than micro and small enterprises		1,290.80	820.39
iii. Other financial liabilities	16	3.73	2.49
b. Provisions	17	22.58	23.14
c. Other current liabilities	18	8.94	9.25
d. Current Tax liabilities	19	216.04	178.55
Total current liabilities		**2,567.73**	**1,897.13**
Total equity and liabilities		**3,832.02**	**2,905.52**

See accompanying notes to the financial statements

In terms of our report attached
For Kapish Jain & Associates
Chartered Accountants
Firm's Registration No. 022743N

For and on behalf of the Board of Directors
Prabhhans Industries Limited

Sd/-
Vikas Katyal
Partner
Membership No. 512562
Place: New Delhi
Date: 12-05-2026

Sd/-
Satnam Singh
Managing Director & CFO
DIN: 09526002
Place : Ludhiana

Sd/-
Parminder Kaur
Director
DIN: 09525971
Place : Ludhiana

Sd/-
Amit Kumar Sodhani
Company Secretary
M. No.: A43711
Place: New Delhi

PRABHHANS INDUSTRIES LIMITED
CIN L70200TG1993PLC016389
Standalone Statement of Profit & Loss for the year ended 31st March , 2026
(All amounts in ₹ lacs, unless otherwise stated)

	Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from operations	20	10,107.71	8,693.58
II	Other income	21	0.11	1.23
III	**Total income**		**10,107.82**	**8,694.81**
IV	**Expenses**			
	Purchases of stock in trade	22	10,394.03	8,246.39
	Changes in inventories of stock in trade	23	(671.24)	(35.85)
	Employee benefits expense	24	55.26	51.39
	Finance cost	25	53.00	53.70
	Depreciation and amortisation expense	26	11.44	10.88
	Other expenses	27	43.74	36.83
	Total expenses (IV)		**9,886.23**	**8,363.34**
V	**Profit/(Loss) before tax (III-IV)**		**221.59**	**331.47**
VI	**Tax expense**			
	Current tax	28	59.72	93.09
	Deferred tax credit	14	(1.89)	11.11
			57.83	**104.20**
VII	**Profit/(Loss) (V-VI)**		**163.76**	**227.27**
VIII	**Other comprehensive income**			
(A)	i. Items that will not be reclassified to profit and loss		-	-
	ii. Income Tax relating to Items that will not be reclassified to profit and 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		-	-
IX	**Total comprehensive income (VII+VIII)**		**163.76**	**227.27**
X	**Earning per equity share**	38		
	Equity shares of face value Rs. 10 each			
	Basic		**2.62**	**3.64**
	Diluted		**2.62**	**3.64**

See accompanying notes to the financial statements

In terms of our report attached
For Kapish Jain & Associates
Chartered Accountants
Firm's Registration No. 022743N

For and on behalf of the Board of Directors
Prabhhans Industries Limited

Sd/-
Vikas Katyal
Partner
Membership No. 512562
Place: New Delhi
Date:12-05-2026

Sd/-
Satnam Singh
Managing Director & CFO
DIN: 09526002
Place : Ludhiana

Sd/-
Parminder Kaur
Director
DIN: 09525971
Place : Ludhiana

Sd/-
Amit Kumar Sodhani
Company Secretary
M. No.: A43711
Place: New Delhi

PRABHHANS INDUSTRIES LIMITED
CIN L70200TG1993PLC016389
Standalone Statement of Cash Flow for the year ended 31 March 2026
(All amounts in ₹ lacs, unless otherwise stated)

	Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A.	**Cash flow from operating activities**		
	Profit/(loss) before tax	221.59	331.47
	Adjustments for :		
	Depreciation of plant, property and equipment	11.44	10.88
	Interest Expense	53.00	53.70
		286.03	396.05
	Changes in assets and liabilities		
	(Increase)/ decrease in other financial assets	(0.50)	5.38
	(Increase)/ decrease in financial trade receivable & loan and advances	(311.08)	53.08
	(Increase)/ decrease in other loan & advances and current assets	(5.63)	(10.01)
	(Increase)/ decrease in inventories	(671.21)	(35.84)
	Increase/ (decrease) in trade payables	261.09	(477.54)
	Increase/ (decrease) in other financial liabilities	1.24	0.48
	Increase/ (decrease) in other provisions	(60.30)	(92.16)
	Increase/ (decrease) in other current liabilities	(0.31)	2.29
	Cash generated from operating activities	(500.67)	(158.27)
	Direct tax paid	37.48	79.33
	Net cash generated from operating activities	**(463.19)**	**(78.94)**
B.	**Cash Flow from Investing Activities**		
	Investments made	5.62	(10.34)
	Purchase of fixed assets	(10.64)	(9.13)
	Net cash generated from/(used in) investing activities	**(5.02)**	**(19.47)**
C.	**Cash flows from financing activities**		
	Proceeds from Long term borrowings	94.04	(43.12)
	Proceeds from short term borrowings	371.66	227.93
	Interest Expenses	(53.00)	(53.70)
	Net cash generated from/(used in) financing activities	**412.70**	**131.11**
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	(55.51)	32.70
	Cash and cash equivalents at the beginning of year	65.77	33.07
	Cash and cash equivalents at the end of year	**10.26**	**65.77**
	Cash & Cash Equivalents Includes:		
	Cash on hand	10.26	63.77
	Balances with banks	-	2.00

1) The statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 on statements of cash flow.
2) Figures in brackets indicate cash outflow.

See accompanying notes to the financial statements

In terms of our report attached
For Kapish Jain & Associates
Chartered Accountants
Firm's Registration No. 022743N

Sd/-
Vikas Katyal
Partner
Membership No. 512562
Place: New Delhi
Date: 12-05-2026

For and on behalf of the Board of Directors
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director & CFO
DIN: 09526002
Place : Ludhiana

Sd/-
Parminder Kaur
Director
DIN: 09525971
Place : Ludhiana

Sd/-
Amit Kumar Sodhani
Company Secretary
M. No.: A43711
Place: New Delhi

1 Corporate Information

Prabhhans Industries Limited (Formerly known as Sea Gold Infrastructure Limited) "the Company" is a public company incorporated under Indian Companies Act, 1956 having its registered office at Hyderabad. The Company is a listed company at Bombay Stock Exchange.

The registered office of the company is located at Plot No.270e/a, Mch No.985 Road No.10, Jubilee Hills Hyderabad , Telangana- 500033, India. The corporate office of the Company is located at House No. 248, Karta Ram Gali Ghass Mandi,Chaura Bazar, Ludhiana, Punjab, India, 141008 and all business activity are run through the corporate office. The Company's CIN is L70200TG1993PLC016389.

2 Material Accounting Policies :

2.1 Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Companies Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements correspond to the classification provisions contained in Ind AS 1, "Presentation of Financial Statements". For clarity, various items are aggregated in the statements of profit and loss and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable.

Accounting policies have been applied consistently to all periods presented in these financial statements.

2.2 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

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

2.3 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17 and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.4 Use of estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of valuation of deferred tax assets and provisions and contingent liabilities.

Valuation of deferred tax assets
In view of uncertainty of future taxable profits, the Company has not recognized deferred tax asset (net of deferred tax liabilities) at the year end.

2.5 Revenue recognition

Revenue from contracts with customers is recognised when a performance obligation is satisfied by the transfer of promised goods or services to a customer.

The specific recognition criteria described below must also be met before revenue is recognised:

Revenue is recognised upon the transfer of control of goods to the customer, in accordance with the principles laid down under Ind AS 115 – Revenue from Contracts with Customers.
In respect of sale of various fabrics used in the manufacture of uniforms and other garments, revenue is recognised at a point in time, when the following conditions are satisfied:
The goods are dispatched from the godown;
The legal title and significant risks and rewards of ownership are transferred to the customer;
The customer has accepted the delivery of the goods or there is no further obligation that could affect the acceptance.
The transaction price is measured net of applicable discounts, rebates, returns, and taxes or duties collected on behalf of government authorities.

2.6 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.6.1 Current tax
Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2.6.2 Deferred tax
Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

2.6.3 Current and deferred tax for the year
Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.7 Inventories

Repossessed assets are valued at the end at lower of book value or net realizable value as certified by the management of the Company.

2.8 Property plant and equipment

Property plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss (if any).

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the Statement of Profit and Loss during the financial period in which they are incurred.

Depreciation is computed on Straight Line Method ('SLM') based on estimated useful lives as determined by internal assessment of the assets in terms of Schedule of II to the Companies Act, 2013.

Particular	**Life**	**Rate**
Office Equipment	5	19%
Furniture & fixtures	10	9.5%
Plot & Building	30	3.17%
Computer	3	31.67%
Vehicles	8	11.88%
Plant & Machinery	15	6.33%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

No further charge is provided in respect of assets that are fully written down but are still in use.

2.9 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.10 Financial Instruments

A. Initial recognition

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

B. Subsequent measurement

I. Non-derivative financial instruments

a. Financial assets carried at amortised cost
Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets at fair value through other comprehensive income
Investment in equity instruments (other than subsidiaries / associates / joint ventures) - All equity investments in scope of Ind-AS 109 are measured at fair value. Equity insturments which are held for trading are generally classified at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

c. Financial assets at fair value through profit or loss
Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

d. Financial liabilities
Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

II. Share capital
Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

C. Derecognition of financial instruments
The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.11 Fair value of financial instruments
In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never

2.12 Earnings Per Share
Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

PRABHHANS INDUSTRIES LIMITED
CIN L70200TG1993PLC016389
Standalone Statement of changes in equity for the year ended 31 March 2026
(All amounts in ₹ lacs, unless otherwise stated)

A. Equity share capital

Particulars	No. of shares	Amount
Equity shares of Rs. 10 each issued and subscribed		
Balance as at 1 April 2024	**6,248,240**	**624.82**
Issue of equity share capital	-	-
Balance as at 31 March 2025	**6,248,240**	**624.82**
Issue of equity share capital	-	-
Balance as at 31 March 2026	**6,248,240**	**624.82**

B. Other equity

Particulars	Retained earnings	Securities Premium	Equity insturments through other comprehensive income	Total
Balance as at 1 April 2024	**114.55**	**-**	**-**	**114.55**
Total Comprehensive Income for the year	-	-	-	-
Add: Changes during the year	-	-	-	-
Profit for the year	227.27	-	-	227.27
Remeasurement beneift of defined benefit plans	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-
Balance as at 31 March 2025	**341.82**	**-**	**-**	**341.82**
Add: Changes during the year		-		-
Profit / (loss) for the year	163.76	-	-	163.76
Remeasurement beneift of defined benefit plans	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-
Balance as at 31 March 2026	**505.59**	**-**	**-**	**505.59**

See accompanying notes to the financial statements

In terms of our report attached
For Kapish Jain & Associates
Chartered Accountants
Firm's Registration No. 022743N

For and on behalf of the Board of Directors
Prabhhans Industries Limited

Sd/-
Vikas Katyal
Partner
Membership No. 512562
Place: New Delhi
Date: 12-05-2026

Sd/-
Satnam Singh
Managing Director & CFO
DIN: 09526002
Place : Ludhiana

Sd/-
Parminder Kaur
Director
DIN: 09525971
Place : Ludhiana

Sd/-
Amit Kumar Sodhani
Company Secretary
M. No.: A43711
Place: New Delhi

PRABHHANS INDUSTRIES LIMITED
CIN L70200TG1993PLC016389
Notes to the Standalone financial statement as at 31 March 2026
(All amounts in ₹ lacs, unless otherwise stated)

3 Property, plant and equipment

Cost	As at 1 April 2025	Additions	Adjustments	Deletions	As at 31 March 2026
Hydraulic Hopper Mixer	2.25	-	-	-	2.25
Furniture & fixtures	6.13	6.32	-	-	12.44
Computer	1.00	-	-	-	1.00
Vehicles	51.28	2.52	-	-	53.80
Generators	0.16	-	-	-	0.16
Office Equipment	22.02	1.80	-	-	23.82
Plot & Building	49.04	-	-	-	49.04
Total	**131.88**	**10.64**	**-**	**-**	**142.51**

Depreciation	As at 1 April 2025	Additions	Adjustments	Deletions	As at 31 March 2026
Hydraulic Hopper Mixer	1.52	0.14	-	-	1.66
Furniture & fixtures	1.43	0.67	-	-	2.10
Computer	0.88	0.01	-	-	0.89
Vehicles	13.63	6.13	-	-	19.76
Generators	0.04	0.01	-	-	0.05
Office Equipment	5.37	2.92	-	-	8.30
Plot & Building	4.67	1.56	-	-	6.23
Total	**27.54**	**11.44**	**-**	**-**	**38.99**

Carrying amounts	As at 31 March 2025	As at 31 March 2026
Hydraulic Hopper Mixer	0.73	0.59
Furniture & fixtures	4.70	10.34
Computer	0.12	0.11
Vehicles	37.64	34.04
Generators	0.12	0.11
Office Equipment	16.65	15.52
Plot & Building	44.37	42.81
Total	**104.33**	**103.52**

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Cost	As at 1 April 2024	Additions	Adjustments	Deletions	As at 31st March 2025
Hydraulic Hopper Mixer	2.25	-	-	-	2.25
Furniture & fixtures	6.13	-	-	-	6.13
Computer	0.87	0.13	-	-	1.00
Vehicles	43.45	7.83	-	-	51.28
Generators	0.16	-	-	-	0.16
Office Equipment	19.64	2.38	-	-	22.02
Plot & Building	49.04	-	-	-	49.04
Total	**121.54**	**10.34**	**-**	**-**	**131.88**

Depreciation	As at 1 April 2024	Additions	Adjustments	Deletions	As at 31st March 2025
Hydraulic Hopper Mixer	1.38	0.14	-	-	1.52
Furniture & fixtures	0.85	0.58	-	-	1.43
Computer	0.87	0.01	-	-	0.88
Vehicles	7.69	5.94	-	-	13.63
Generators	0.03	0.01	-	-	0.04
Office Equipment	2.73	2.64	-	-	5.37
Plot & Building	3.11	1.56	-	-	4.67
Total	**16.66**	**10.88**	**-**	**-**	**27.54**

Carrying amounts	As at 31 March 2024	As at 31 March 2025
Hydraulic Hopper Mixer	0.87	0.73
Furniture & fixtures	5.28	4.70
Computer	-	0.12
Vehicles	35.77	37.64
Generators	0.13	0.12
Office Equipment	16.91	16.65
Plot & Building	45.93	44.37
Total	**104.89**	**104.33**

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4 Inventories

	As at 31 March 2026	As at 31 March 2025
Stock in hand	1,755.65	1,084.41
	1,755.65	**1,084.41**

5 Investments

	As at 31 March 2026	As at 31 March 2025
Investments	6.31	11.93
	6.31	**11.93**

6 Trade receivables

	As at 31 March 2026	As at 31 March 2025
Unsecured		
i. Considered good	1,494.16	1,183.08
ii. Considered doubtful	-	-
	1,494.16	**1,183.08**

Trade receivable ageing schedule for 31 March 2026

Paticulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
i. Considered good	956.37	225.69	98.89	213.20	-	1,494.16
ii. Considered doubtful	-	-	-	-	-	-
Total trade receivable	**956.37**	**225.69**	**98.89**	**213.20**	**-**	**1,494.16**

Trade receivable ageing schedule for 31 March 2025

Paticulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
i. Considered good	773.00	145.45	250.46	14.17	-	1,183.08
ii. Considered doubtful	-	-	-	-	-	-
Total trade receivable	**773.00**	**145.45**	**250.46**	**14.17**	**-**	**1,183.08**

7 Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Cash in hand	10.26	63.77
(i) Current Accounts	-	2.00
(ii) Fixed Deposits with Bank more than 12 months maturity	-	-
	10.26	**65.77**

8 Loans and advances

	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good:-		
Loans including interest	167.41	167.41
	167.41	**167.41**

9 Other Financial assets

	As at 31 March 2026	As at 31 March 2025
Others receivables	0.50	-
	0.50	**-**

10 Other current assets

	As at 31 March 2026	As at 31 March 2025
Balance with Government authority	35.01	29.38
Other current assets	-	-
	35.01	**29.38**

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11 Share capital

	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Amount**	**No. of shares**	**Amount**
Authorised share capital				
Equity shares				
Equity shares of Rs. 10 each	6,500,000	650.00	6,500,000	650.00
	6,500,000	**650.00**	**6,500,000**	**650.00**
Issued, subscribed and fully paid up				
Equity shares				
Equity shares of Rs. 10 each	6,248,240	624.82	6,248,240	624.82
Total	**6,248,240**	**624.82**	**6,248,240**	**624.82**

(a) Reconciliation of number of shares

	As at 31 March 2026		As at 31 March 2025	
Equity share capital	**No. of shares**	**Amount**	**No. of shares**	**Amount**
Balance as at the beginning of the year	6,248,240	624.82	6,248,240	624.82
Add: Increase during the year	-	-	-	-
Balance as at the end of the year	**6,248,240**	**624.82**	**6,248,240**	**624.82**

(b) Rights / preferences / restrictions attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per Share. Each Shareholder is eligible for one vote per share held. The dividend proposed (if any) by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend(if any). 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.

(c) Details of shareholders holding more than 5% shares in the Company

	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**% Holding**	**No. of shares**	**% Holding**
Equity shares of Rs. 10 each fully paid up				
Nirmala Thakur	360,000	5.76%	360,000	5.76%
Satnam Singh	3,729,100	59.68%	3,729,100	59.68%
Parminder Kaur	488,926	7.83%	488,926	7.83%

(d) No bonus shares or shares issued for consideration other than cash or shares bought back over the last five years immediately preceding the reporting date.

(e) Details of Promoter's Shareholdings in the Company

Name of shareholder	**As at 31 March 2026**		**As at 31 March 2025**		
	No of shares	**No of shares**	**No of shares**	**% holding**	**% of change during the year**
Parminder Kaur	488,926	7.83%	488,926	7.83%	0.00%
P Sanath Kumar	20,000	0.32%	20,000	0.32%	0.00%
Harjot Kaur Chawla	311,074	4.98%	311,074	4.98%	0.00%
Satnam Singh	3,729,100	59.68%	3,729,100	59.68%	0.00%
PVK and PRK Technologies Private Limited	2,500	0.04%	2,500	0.04%	0.00%
Anantha Power Projects Private Limited	2,500	0.04%	2,500	0.04%	0.00%

(All amounts in ₹ lacs, unless otherwise stated)

12 Other Equity

	As at 31 March 2026	As at 31 March 2025
Retained Earning		
Balance at beginning of the year	341.82	114.55
Add: Profit/(Loss) for the year	163.76	227.27
Balance at closing of the year	**505.57**	**341.82**
Other Comprehensive Income, Net of Tax		
Equity instruments measured at fair value through other comprehensive income		
Balance at beginning of the year	-	-
Add: Changes during the year	-	-
Balance at closing of the year	-	-
Re-measurements of defined employee benefit plans		
Balance at beginning of the year	-	-
Add: Changes during the year	-	-
Balance at closing of the year	-	-
Balance at the end of 31 March 2025	**505.57**	**341.82**

13 Borrowings

	Non Current		Current	
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
A. Secured borrowings:				
(a) From banks				
- HDFC Bank Limited	-	-	528.49	501.58
- HDFC Bank Limited	10.30	14.81	4.51	4.12
- From Cholamandlam_56796	-	8.95	8.08	9.66
- From Cholamandlam	29.74	-	11.68	-
- From Tata Capital	-	5.55	5.56	8.33
- From Godrej Finance Limited	24.74	-	10.17	-
- From ICICI Bank	58.57	-	15.11	-
Total secured borrowings	**123.35**	**29.31**	**583.59**	**523.70**
B. Unsecured borrowings:				
- From Directors	-	-	434.32	122.56
Total unsecured borrowings	-	-	**434.32**	**122.56**
Total	**123.35**	**29.31**	**1,017.92**	**646.26**

Statement of Terms and Conditions of Borrowing:

Name of Lender	Purpose	Rate of Interest	Repayment Schedule	Balance as at 31 March 2026	Balance as at 31 March 2025
A. Secured borrowings:					
(a) From banks					
- HDFC Bank Limited (*)	**OD Limit**	9.00%	**NA**	9.00%	**NA**
- HDFC Bank Limited (#)	**Vehicle Loan**	8.50%	**60 Months**	8.50%	**60 Months**
Total secured borrowings					
B. Unsecured borrowings:					
- From Directors	**Business Loan**	**NA**	**NA**	**NA**	**NA**
- From Cholamandlam_56796	**Business Loan**	**17%**	**31 Months**	**17%**	**31 Months**
- From Cholamandlam	**Business Loan**	**16%**	**37 Months**	**NA**	**NA**
- From Tata Capital	**Business Loan**	**17%**	**31 Months**	**17%**	**31 Months**
- From Godrej Finance Limited	**Business Loan**	**16%**	**36 Months**	**NA**	**NA**
- From ICICI Bank	**Business Loan**	**15%**	**48 Months**	**NA**	**NA**

(*) Hypothecation of Stocks, Receivables and all current assets of the company
(#) Hypothecation of respective vehicles.

(All amounts in ₹ lacs, unless otherwise stated)

14 Deferred tax liabilities (net)

	As at 31 March 2026	As at 31 March 2025
Opening Deferred tax liabilities	12.44	1.33
Difference Between Book and Tax Depreciation	(1.89)	11.11
Closing Deferred tax liabilities	**10.55**	**12.44**

15 Trade Payables

	As at 31 March 2026	As at 31 March 2025
Trade Payables		
a. Outstanding dues of micro and small enterprises	7.72	217.05
b. Outstanding dues other than micro and small enterprises	1,290.80	820.39
	1,298.52	**1,037.44**

Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006.
The Company has sent letters to suppliers to confirm whether they are covered under the Micro, Small and Medium Enterprises Development Act, 2006 as well as whether they have file required memorandum with the prescribed authorities. Based on the confirmation received, if any, the detail of outstanding are as under:

	As at 31 March 2026	As at 31 March 2025
- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	7.30	216.53
- Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	0.42	0.52
- Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year.	-	-
- Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
- Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
- Interest accrued and remaining unpaid as at the end of year.	-	-
- Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

Trade Payables Ageing Schedule for 31 March 2026

Paticulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
a. due to micro, small and medium enterprises	7.72	-	-	-	7.72
b. due to others	1,275.27	15.54	-	-	1,290.80
Total trade payable	**1,282.98**	**15.54**	**-**	**-**	**1,298.52**

Trade Payables Ageing Schedule for 31 March 2025

Paticulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
a. due to micro, small and medium enterprises	217.05	-	-	-	217.05
b. due to others	788.30	32.09	-	-	820.40
Total trade payable	**1,005.35**	**32.09**	**-**	**-**	**1,037.44**

16 Other financial liabilities

	As at 31 March 2026	As at 31 March 2025
Other financial liabilities	3.73	2.49
	3.73	**2.49**

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17 Provisions

	As at 31 March 2026	As at 31 March 2025
Expenses payable/ Provisions	22.58	23.14
	22.58	**23.14**

18 Other current liabilities

	As at 31 March 2026	As at 31 March 2025
Other Payables	8.94	9.25
	8.94	**9.25**

19 Current Tax liabilities

	As at 31 March 2026	As at 31 March 2025
Income tax	216.04	178.55
	216.04	**178.55**

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Notes to the standalone financial statements for the year ended March 31, 2026
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20 Revenue from operations

	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from operations		
Sale of materials	10,107.71	8,693.58
	10,107.71	**8,693.58**

21 Other income

	For the year ended 31 March 2026	For the year ended 31 March 2025
Short Term Capital Gain on Sale of Share & Securities	-	1.13
Liability Written Off	0.11	0.10
	0.11	**1.23**

22 Purchases of stock in trade

	For the year ended 31 March 2026	For the year ended 31 March 2025
Purchases	10,394.03	8,246.39
	10,394.03	**8,246.39**

23 Changes in inventories of stock in trade

	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening Stock of Traded Goods	1,084.42	1,048.57
Less Closing Stock of Traded Goods	(1,755.65)	(1,084.42)
	(671.24)	**(35.85)**

24 Employee benefits expense

	For the year ended 31 March 2026	For the year ended 31 March 2025
Salary, wages and bonus	54.45	50.53
Staff welfare expenses	0.81	0.86
	55.26	**51.39**

25 Finance cost

	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest On OD	42.12	36.52
Interest On Loan	10.13	9.14
Other Charges	0.75	8.04
	53.00	**53.70**

26 Depreciation and amortisation expense

	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation on plant, property & equipment	11.44	10.88
	11.44	**10.88**

27 Other expenses

	For the year ended 31 March 2026	For the year ended 31 March 2025
Bank Charges	0.24	1.10
Audit Fees*	6.00	6.29
Consultancy Charges	14.14	13.51
Office Expenses	4.23	2.92
Annual Listing Fees	5.75	3.25
Vehicle Maintenance	3.22	2.16
Electricity Expenses	1.38	1.93
Miscllaneous Expense	1.50	1.77
Sale Promotion	2.20	1.67
Packing expense	5.08	2.23
	43.74	**36.83**

Note:

A Payments to auditors *		
(i) Audit Fees	5.00	5.00
(ii) Other Services	-	0.69
(iii) Limited Review report	1.00	0.60
	6.00	**6.29**

(All amounts in ₹ lacs, unless otherwise stated)

28 Income taxes relating to continuing operations

	For the year ended 31 March 2026	For the year ended 31 March 2025
a) Income tax recognised in profit or loss		
Current tax		
In respect of the current year	59.72	93.09
In respect of earlier years	-	-
Deferred tax expense		
Origination and reversal of temporary differences	(1.89)	11.11
	57.83	**104.21**
b) Income tax recognised in other comprehensive income		
Origination and reversal of temporary differences	-	-
	-	-
c) Reconciliation of effective tax rate		
Profit before tax / (Loss)	221.59	331.47
Less: Income from Sale of Equity Shares	-	(1.13)
Add: Disallowances	11.34	122.48
Less: Allowances	4.38	(83.99)
Taxable Profit / (Loss)	**237.31**	**368.83**
Less: B/f losses	-	-
Taxable Profit / (Loss) after adjustment of b/f losses	**237.31**	**368.83**
At statutory income tax rate of 25.168% (31 March 2025: 25.168%)	59.72	93.09

Movement of Deferred tax expense during the year ended 31st March, 2026

	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance
Deferred tax (liabilities)/assets in relation to:				
Difference Between Book and Tax Depreciation	12.44	(1.89)	-	10.55
Expense disallowed under Income Tax Act,1961	-	-	-	-
Total	**12.44**	**(1.89)**	**-**	**10.55**

Movement of Deferred tax expense during the year ended 31st March, 2025

	Opening balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance
Deferred tax (liabilities)/assets in relation to:				
Difference Between Book and Tax Depreciation	1.33	11.11	-	12.44
Expense disallowed under Income Tax Act,1961	-	-	-	-
Total	**1.33**	**11.11**	**-**	**12.44**

(All amounts in ₹ lacs, unless otherwise stated)

29 Capital risk management

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the company consists of net debt (borrowings offset by cash and cash equivalents in Notes 9 and total equity of the Company.

The Company determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through long-term and short-term borrowings.The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

Table below summarises the capital, net debt and net debt to equity ratio of the Company.

Particulars	As at 31 March 2026	As at 31 March 2025
Equity Share Capital	624.82	624.82
Other Equity	505.57	341.82
Total Equity (A)	**1,130.39**	**966.64**
Non Current Borrowings	123.35	29.31
Current Borrowings	1,017.92	646.26
Gross Debts (B)	**1,141.27**	**675.57**
Total Capital (A+B)	**2,271.66**	**1,642.21**
Gross Debt as above	1,141.27	675.57
Less: Cash and Cash Equivalents	10.26	65.77
Less: Other Balances with Bank	-	-
Net Debt (C)	**1130.99**	**609.80**
Net Debt to Equity	**1.00**	**0.63**

No changes were made in the objectives, policies or process for managing capital during the years ended March 31, 2025 and March 31, 2026.

30 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

Particulars	As at 31 March 2026	As at 31 March 2025
Current financial assets (CFA)	1,678.64	1,428.20
Non-current financial assets (NCFA)	-	-
Total financial assets (FA)	**1,678.64**	**1,428.20**
Current financial liabilities (CFL)	2,320.17	1,686.20
Non-current financial liabilities (NCFL)	123.35	29.31
Total financial liabilities (FL)	**2,443.52**	**1,715.51**
Ratios		
CFA/ CFL	0.72	0.85
FA/FL	0.69	0.83

(All amounts in ₹ lacs, unless otherwise stated)

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2026:

Particulars	Less than 1 year	1 To 5 years	Above 5 years	Total
Borrowings	1,017.92	123.35	-	1,141.27
Trade payables	1,282.98	15.54	-	1,298.52
Other financial liabilities	3.73	-	-	3.73
Total	**2,304.64**	**138.89**	**-**	**2,443.52**

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2025:

Particulars	Less than 1 year	1 To 5 years	Above 5 years	Total
Borrowings	490.76	-	-	490.76
Trade payables	1,005.35	32.09	-	1,037.43
Other financial liabilities	2.49	-	-	2.49
Total	**1,498.59**	**32.09**	**-**	**1,530.69**

31 Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise interest rate risk.

Interest Rate Risk & Sensitivity Analysis

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Group’s position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The sensitivity analyses below have been determined based on the exposure to interest rates for assets and liabilities at the end of the reporting period. For floating rate assets and liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year and the rates are reset as per the applicable reset dates. The basis risk between various benchmarks used to reset the floating rate assets and liabilities has been considered to be insignificant.

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Company's Profit for the year would decrease/increase by amount as stated below. This is mainly attributable to the Company’s exposure to borrowings at floating interest rates.

Particulars	Borrowings	Change in Interst rate	Impact on Profit or Loss before tax for the year Increase by 1%	Impact on Profit or Loss before tax for the year decrease by 1%
As at 31 March 2026	1,141.27	1%	11.41	(11.41)
As at 31 March 2025	490.76	1%	4.91	(4.91)

*This is mainly attributable to the Company's exposure to borrowings at floating interest rates.

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32 Fair Value Disclosures

a)

Categories of Financial Instruments	As at 31 March 2026				As at 31 March 2025		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTPL	FVTOCI	Amortised Cost
Financial Assets							
Investments	-	-	6.31	-	-	-	11.93
Trade Receivables	-	-	1,494.16	-	-	-	1,183.08
Cash and Cash Equivalents	-	-	10.26	-	-	-	65.77
Loans	-	-	167.41	-	-	-	167.41
Other Financial Assets	-	-	0.50	-	-	-	-
	-	**-**	**1,678.64**	**-**	**-**	**-**	**1,428.19**
Financial Liabilities							
Borrowings	-	-	1,141.27	-	-	-	675.57
Lease liabilities	-	-	-	-	-	-	-
Trade Payables	-	-	1,298.52	-	-	-	1,037.45
Other Financial Liability			3.73		-		2.49
	-	**-**	**2,443.52**	**-**	**-**	**-**	**1,715.51**

b) <u>Fair Value Hierarchy and Method of Valuation</u>

Except as detailed in the following table, the Company considers that the carrying amounts of financial instruments recognised in the financial statements approximate their fair values.

Level 1 : Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Input other than quoted prices included within level 1 that are observable for the assets or liability, either directly (i.e.as prices) or indirectly (i.e.derived from prices)

Level 3: Inputs for the assets or liabilities that are not based on observable market data(unobservable inputs)

The following table presents fair value of assets and liabilities measured at fair value on recurring basis as of March 31, 2026

Financial Assets	**Carrying Value**	**Level 1**	**Level 2**	**Level 3**	**Total**
<u>Financial Assets</u>					
Carried at Amortised Cost	1,678.64	6.31	-	1,672.33	1,678.64
<u>Financial Liabilities</u>					
Carried at Amortised Cost	2,443.52	-	-	2,443.52	2,443.52

The following table presents fair value of assets and liabilities measured at fair value on recurring basis as of March 31, 2025

Financial Assets	**Carrying Value**	**Level 1**	**Level 2**	**Level 3**	**Total**
<u>Financial Assets</u>					
Carried at Amortised Cost	1,428.19	11.93	-	1,416.25	1,428.19
<u>Financial Liabilities</u>					
Carried at Amortised Cost	1,715.51	-	-	1,715.51	1,715.51

(All amounts in ₹ lacs, unless otherwise stated)

33 Disclosure as per Ind AS 115 'Revenue from contracts with customers':

1. Disaggregated revenue information

1.1.Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of Services		
Sale of Materials	10,107.71	8,693.58
Total revenue from contracts with customers	**10,107.71**	**8,693.58**
India	10,107.71	8,693.58
Total revenue from contracts with customers	**10,107.71**	**8,693.58**
Timing of revenue recognition		
Goods transferred at a point in time	10,107.71	8,693.58
Services at a point in time	-	-
Services transferred over time	-	-
Total revenue from contracts with customers	**10,107.71**	**8,693.58**

2.Contract balances

	For the year ended 31 March 2026	For the year ended 31 March 2025
Trade receivables	1,494.16	1,183.08
Contract assets	-	-
Contract liabilities	-	-

Contract assets are initially recognised for revenue from sale of goods. Contract liabilities are on account of the upfront revenue received from customer for which performance obligation has not yet been completed.

3.Perfomance obligation

The performance obligation is satisfied when control of the goods or services are transferred to the customers based on the contractual terms. Payment terms with customers vary depending upon the contractual terms of each contract.

(All amounts in ₹ lacs, unless otherwise stated)

39 Additional regulatory information

(i) There are no proceedings that have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (earlier Benami Transactions (Prohibition) Act, 1988) and the rules made thereunder.

(ii) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(iii) There are no transactions / relationship with struck off companies.

(iv) The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961). Further, there was no previously unrecorded income and no additional assets were required to be recorded in the books of account during the year.

(v) The Company has neither traded nor invested in Crypto currency or Virtual Currency during the year ended March 31, 2026. Further, the Company has also not received any deposits or advances from any person for the purpose of trading or investing in Crypto Currency or Virtual Currency.

(vi) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities ("Intermediaries") with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether directly or indirectly lend or invest in other persons/entities identified in any other manner whatsoever by or on behalf of the Company ('ultimate beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company has not been sanctioned working capital limits from banks or financial institutions during any point of time of the year on the basis of security of current assets.

(viii) New disclosures as per the requirements of Division II of Schedule III to the Act

Details related to borrowings secured against current assets

The Company had given current assets (trade receivables and Inventories) as security for working capital limits obtained from HDFC banks. The Company submitted the required information with the bank and the required reconciliation is presented below:

Particulars	**As at March 31, 2025**	**Amount as per books**	**Amount reported to the bank**	**Difference**	**Remarks, if any**
Trade receivable and Contract Inventories (gross balance)	Q-1	**2,998.00**	**2,495.29**	**502.71**	
Trade receivable and Contract Inventories (gross balance)	Q-2	**3,463.00**	**2,673.77**	**789.23**	
Trade receivable and Contract Inventories (gross balance)	Q-3	**3,156.00**	**2,471.56**	**684.44**	
Trade receivable and Contract Inventories (gross balance)	Q-4	**3,249.81**	**3,249.81**	**-**	

*Working capital limits obtained from HDFC banks from

(ix) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, and there are no companies beyond the specified layers.

(x) Valuation of PP&E, intangible asset and investment property: The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current year.

PRABHHANS INDUSTRIES LIMITED
CIN L70200TG1993PLC016389
Notes to the standalone financial statements for the year ended March 31, 2026
(All amounts in ₹ lacs, unless otherwise stated)

(xi) **Analytical Ratios**

Ratio		Numerator	Denominator	Current Year	Previous Year	Variance %	Reason for changes by more than 25%
-	Current ratio (in times)	Total current assets	Total current liabilities	1.35	1.34	1%	NA
-	Debt equity ratio (in times)	Total debts (Net of Cash & Bank Balances)	Shareholders' Equity	1.00	0.63	59%	Increased due to increase in borrowings during the year
-	Debt service coverage ratio (in times)	Earnings available for debt service (Net profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other non cash adjustments)	Debt service (Interest & lease payments + principal repayments)	0.27	0.57	-53%	Decreased due to increase in borrowings during the year
-	Return on equity ratio (in %)	Profits for the year less preference dividend (if any)	Average shareholder’s equity	0.16	0.27	-42%	Decreased due to decrease in profit during the year
-	Inventory turnover ratio (in times)	Revenue from operations	Average inventory	7.12	8.15	-13%	Decreased due to increase in revenue during the year
-	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivable	7.55	71.90	-89%	Increased due to increase in revenue during the year
-	Trade payables turnover ratio (in times)	Cost of traded goods and other expenses	Average trade payables	8.94	6.49	38%	Increased due to increase in cost of traded goods during the year
-	Net capital turnover ratio (in times)	Revenue from operations	Average working capital	8.26	10.00	-17%	NA
-	Net profit ratio (in %)	Profit for the year	Revenue from operations	1.62%	2.61%	-38%	Decreased due to decrease in profit during the year
-	Return on capital employed (in %)	Profit before tax and finance costs	Capital employed	24.29%	39.85%	-39%	Decreased due to decrease in profit during the year
-	Return on investment (in %)	Income generated from invested funds	Average invested funds	4.86%	7.86%	-38%	Decreased due to decrease in Investment the year

40 The Company has a single reportable segment for the purpose of Ind AS-108.

41 There are no other event observed after the reported period which have an impact on the Company's operation.

42 The figures for the previous year have been regrouped / rearranged / reclassified wherever necessary.

In terms of our report attached
For Kapish Jain & Associates
Chartered Accountants
Firm's Registration No. 022743N

Sd/-
Vikas Katyal
Partner
Membership No. 512562

Place: New Delhi
Date: 12-05-2026

For and on behalf of the Board of Directors
Prabhhans Industries Limited

Sd/-
Satnam Singh
Managing Director & CFO
DIN: 09526002
Place : Ludhiana

Sd-
Parminder Kaur
Director
DIN: 09525971
Place : Ludhiana

Sd/-
Amit Kumar Sodhani
Company Secretary
M. No.: A43711
Place: New Delhi

(All amounts in ₹ lacs, unless otherwise stated)

34 Commitments and contingencies

a. The estimated amount of contracts remaining to be executed on capital amount and not provided for (net of advances) amount to Rs. Nil (31 March 2026: Rs. Nil).

b. The Company has other commitments, for purchase of goods and services and employee benefits, in normal course of business. The Company does not have any long-term commitments/contracts including derivative contracts for which there will be any material foreseeable losses.

35 All the property, plant & equipment and intangible assets of the Company are fully depreciated in accordance with the provisions of Companies Act, 2013. The minimum residual value is carried in books of accounts.

36 Related party disclosures

(a) Subsidiary Company NA

(b) Key Managerial Personnel

Harjot Kaur Chawla	Director
Jaspreet Singh	Director
Parminder Kaur	Director
Satnam Singh	Managing Director & CFO
Amit Kumar Sodhani	Company Secretary

37 Related party transactions

Following transactions are made with the related parties covered under Ind AS- 24 on "Related Parties Disclosure".

	For the year ended 31 March 2026	For the year ended 31 March 2025
Remuneration paid		
Harjot Kaur	7.20	7.20
Parminder Kaur	7.20	7.20
Satnam Singh	12.82	12.00
Loan Repaid		
Satnam Singh	89.81	46.49
Parminder Kaur	40.41	36.50
Loan taken		
Satnam Singh	388.00	102.00
Parminder Kaur	49.00	76.00
Harjot Kaur	5.00	-

Following are the balances of the related parties covered under Ind AS- 24 on "Related Parties Disclosure".

	For the year ended on 31 March 2026	For the year ended on 31 March 2025
Balance payable/(Recoverable)		
Loan & Liabilities		
Satnam Singh	381.25	83.06
Parminder Kaur	48.09	39.50
Harjot Kaur	5.00	-
Remuneration Payable		
Satnam Singh	0.65	0.65
Harjot Kaur Chawla	2.10	2.10
Parminder Kaur	0.55	0.55

38 Earning per share

Particulars	**31 March 2026**	**31 March 2025**
Net profit attributable to the shareholders	163.76	227.27
Weighted avg. number of outstanding equity shares during the year	62.48	62.48
Basic earning per share (in Rupees)	2.62	3.64
Diluted earning per share (in Rupees)	2.62	3.64