Date : 4th September, 2026

To,
BSE LIMITED
The Corporate Relationship Manager,
Department of Corporate Services,
BSE Ltd. P J Towers,
Dalal Street, Mumbai – 400001

Ref : Scrip Code – 540756

Sub: Submission of 17th Annual Report for the financial year 2025-2026 for Kaarya Facilities And Services Limited

Dear Sir,

In accordance with the Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements), (Amendment) Regulations, 2018 we enclose herewith a copy of the Annual Report for the year 2025-2026 along with notice.

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,
For Kaarya Facilities And Services Limited

Vineet Pandey
Joint Managing Director
(DIN: 00687215)

Encl : As above

KAARYA FACILITIES AND SERVICES LIMITED

ANNUAL REPORT

2025-2026

CORPORATE INFORMATION

Name of the Company: Kaarya Facilities And Services Limited

Registered Office: Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri Mumbai Mumbai MH 400053

CIN : L93090MH2009PLC190063
Website : www.kaarya.co.in
Email : info@kaarya.co.in
Contact No. : 9594595595

BOARD OF DIRECTORS

Mr. Vineet Pandey : Joint Managing Director

Mr. Vishal Panchal : Chairman & Managing Director
Mr. Saugata Bhattacharjee : Non Executive Director, Independent Director
Ms. Smriti Chhabra : Non Executive Director, Independent Director
Mr. Sagar Arole : Non Executive Director, Independent Director

COMMITTEES OF THE BOARD

AUDIT COMMITTEE
Ms. Smriti Chhabra : Chairman & Member
Mr. Sagar Arole : Member
Mr. Vineet Pandey : Member

NOMINATION & REMUNERATION COMMITTEE

Ms. Smriti Chhabra : Chairman & Member
Mr. Saugata Bhattacharjee : Member
Mr. Sagar Arole : Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Sagar Arole : Chairman & Member
Ms. Smriti Chhabra : Member
Mr. Vishal Panchal : Member

STATUTORY AUDITORS

Piyush Kothari & Associates
Chartered Accountants

BANKERS

Bank of Maharashtra

REGISTRAR & TRANSFER AGENT
KFin Technologies Private Limited
Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi,
Telangana, India, 500032

INDEX

NOTICE

Notice is hereby given that the 17th Annual General Meeting of the Members of Kaarya Facilities and Services Limited will be held on Monday, the 28th day of September, 2026 at 11.00 A.M at the registered office to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2026, along with the Board of Directors Report and Auditors Report thereon.**

   "**RESOLVED THAT**, the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the reports of Board and Auditors thereon be and hereby considered and adopted."

SPECIAL BUSINESS:

2. **To Appoint M/s. Bhasin Hota & Co, Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy for a Financial year from 1st April, 2026 to 31st March, 2027 and to fix their remuneration and to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on 4th September, 2026, M/s. Bhasin Hota & Co, Chartered Accountants (Firm Registration No. 509935E), who have confirmed their eligibility to be appointed as Statutory Auditors in terms of Section 141 of the Act and applicable rules, to fill the casual vacancy caused by the resignation of the erstwhile Statutory Auditors, M/s. Piyush Kothari & Associates, Chartered Accountants.

   RESOLVED FURTHER THAT M/s. Bhasin Hota & Co, Chartered Accountants (Firm Registration No.509935E), be and are hereby appointed as the Statutory Auditors of the Company from this Annual General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the next Annual General Meeting and shall be eligible for re-appointment at the Annual General Meeting to be held in the year 2027, and that they shall conduct the Statutory Audit for the period ended 31st March, 2027 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Management of the Company, in consultation with them;

RESOLVED FURTHER THAT any of the Director of the Company, be and are hereby severally authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions."

By Order of the Board

For Kaarya Facilities and Services Limited

Sd/-

Vineet Pandey
Joint Managing Director
(DIN: 00687215)

Date: 04th September, 2026

Registered Office:
Unit No 1101, Lotus Link Square,
D N Nagar, New Link road,
Andheri West Andheri,
Mumbai 400053

Notes:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons for the proposals set out in resolution no.2 is annexed herewith.
2. A member entitled to attend and vote is entitled to appoint a proxy and vote on a poll instead of himself/herself and a proxy need not be a member of the company. The instrument appointing a proxy in order to be valid must be duly filled in all respects and should be deposited at the registered office of the company not later than 48 hours before the commencement of the meeting.

   A person can act as proxy on behalf of Members not exceeding 50 (fifty) in number and holding in the aggregate not more than ten percent of the total issued and paid up share capital of the Company. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable. A member holding more than 10% of the total issued and paid up share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. The AGM Notice is being sent to the shareholders of the Company whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories as on Friday, **August 28th, 2026**.

3. In line with the MCA Circulars, the AGM Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may please note that the AGM Notice will also be available on the Company's website at www.kaarya.co.in, and on the website of KfinTech at https://evoting.kfintech.com.

4. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, KFIN Technologies Private Limited, at evoting@Kfintech.com**.**
5. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the AGM Notice and pre-paid business reply envelopes are not being sent to shareholders for this AGM. Shareholders, whose names appear on the Register of Members/List of Beneficial Owners as on Monday, September, 21, 2026 will be considered for the purpose of e-voting.
6. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the members. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the shareholders as on Monday, September, 21, 2026. A person who is not a shareholder on the relevant date should treat this notice for information purpose only.
7. In compliance with Sections 108 and 110 of the Act and the rules made thereunder and the MCA Circulars, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the e-voting service facility arranged by KfinTech. The instructions for e-voting are provided as part of this AGM Notice.
8. Shareholders desiring to exercise their vote through the e-voting process are requested to read the instructions in the Notes under the section "General information and instructions relating to e-voting" in this AGM Notice. Shareholders are requested to cast their vote through the e-voting process not later than 17:00 Hours IST on Sunday, September 27, 2026 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.
9. The Scrutinizer will submit their report to the Chairman or to any other person as may be authorized by the Chairman, after the completion of scrutiny, and the result of the voting through the e-voting process will be announced by the Chairman or any other person duly authorized by the Chairman, on or before Wednesday, September 30, 2026 and will also be displayed on the website of the Company (www.kaarya.co.in), besides being communicated to the Registrar and Share Transfer Agent.
10. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Monday, September 28, 2026 i.e., the last date specified for receipt of votes through the e-voting process.
11. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to info@kaarya.co.in.

General information and instructions relating to e-voting.

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KfinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

ii. E-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The remote e-Voting facility will be available during the following period:

Commencement of e-voting: Friday, September 25 2026, 09:00 Hours.
End of e-voting: Sunday, September 27, 2026, 17:00 Hours IST

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

vi. Any person holding shares in physical form as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KfinTech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting" (Step 1).

viii. In case of Individual Shareholders holding securities in physical mode as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting" (Step 2).

ix. The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFIN Tech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL	1. **User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.

	2. **User not registered for IDeAS e-Services** I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1. 3. **Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. 2. **User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1. 3. **Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e **KFIN Technologies** where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, 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.

	III. Click on options available against company name or e-Voting service provider – **KfinTech** and you will be redirected to e-Voting website of **KfinTech** for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	**Helpdesk details**
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: **1800 1020 990** and **1800 22 44 30**
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at **022- 23058738** or **022-23058542-43**

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from kFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/
ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
iii. After entering these details appropriately, click on "LOGIN".
iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
v. You need to login again with the new credentials.
vi. On successful login, the system will prompt you to select the "EVSN" and click on "Submit"
vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the

Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on “Submit”.

xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID compliance@sarkcs.in with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format “Corporate Name Even No.”

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the AGM Notice and e-voting instructions cannot be serviced, will have to follow the following process:

i. Members who have not registered their email address and in consequence the AGM Notice and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KfinTech, by accessing the link: https://ris.kfintech.com/clientservices/postalballot. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the, AGM Notice and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

By Order of the Board

For Kaarya Facilities and Services Limited

Sd/-

Vineet Pandey
Joint Managing Director
(DIN: 00687215)
Date: 04th September, 2026

Registered Office:
Unit No 1101, Lotus Link Square,
D N Nagar, New Link road,
Andheri West Andheri, Mumbai 400053.

THIS EXPLANATORY STATEMENT MAY ALSO BE REGARDED AS A DISCLOSURE UNDER REGULATION 163 OF THE SEBI (ICDR) REGULATIONS, 2018 AND THE SECRETARIAL STANDARD - 2.

As required under Section 102 of the Companies Act, 2013 ('Act') the following Explanatory Statement sets out all material facts relating to the Special Business set out in Item No. 2 Notice dated, 4th September, 2026.

The company has received the resignation letter dated 31st August 2026 from M/s. Piyush Kothari & Associates, Chartered Accountants (FRN: 158407) citing other pressing commitments and other pre -fixed assignments; they are not able to continue the position of statutory auditor in the company. The outgoing Statutory Auditors have confirmed that there were no concerns, issues or circumstances connected with their resignation, including any concerns relating to the management or the company's financial reporting, and that they had received all information and explanations sought by them during their tenure.
The Audit Committee and the Board of Directors noted that no material concerns were raised by the Auditors and accordingly accepted their resignation. The Company intimated the Stock Exchanges on 31st August 2026, in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Consequently, a casual vacancy has arisen in the office of the Statutory Auditors of the Company.
Pursuant to the provisions of Section 139(8) of the Companies Act, 2013, any casual vacancy caused by the resignation of the Statutory Auditors is required to be filled by the Board of Directors within one month, and such appointment shall be approved by the Members within three months from the date of the Board's appointment. The auditor so appointed shall hold office until the conclusion of the next Annual General Meeting of the Company.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 4th September 2026, approved and recommended the appointment of M/s. Bhasin Hota & Co Chartered Accountants (FRN:509935E) as the Statutory Auditors of the Company to fill the aforesaid casual vacancy arising from the resignation of M/s. Piyush Kothari & Associates.

M/s. Bhasin Hota & Co have furnished their written consent to act as Statutory Auditors of the Company and confirmed that their appointment, if approved by the Members, will be in accordance with the provisions of the Companies Act, 2013 and that they satisfy the eligibility criteria prescribed under Section 141 of the Act. The firm is Peer Review certified and holds a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India (ICAI).
While recommending the appointment, the Audit Committee and the Board of Directors have considered the firm's credentials, independence, audit quality, industry experience in audit of listed entities and peer review status.

The remuneration payable to the Statutory Auditors for the financial year ending 31st March 2027 shall be determined by the Board of Directors in consultation with the Audit Committee and the Statutory Auditors, based on the scope of audit. There is no material change in the remuneration proposed to be paid to the new auditors as compared to the outgoing auditors.

The Board recommends the passing of the proposed resolution for the approval of the Members. The Brief details of the appointment of the Audit firm are given herein:

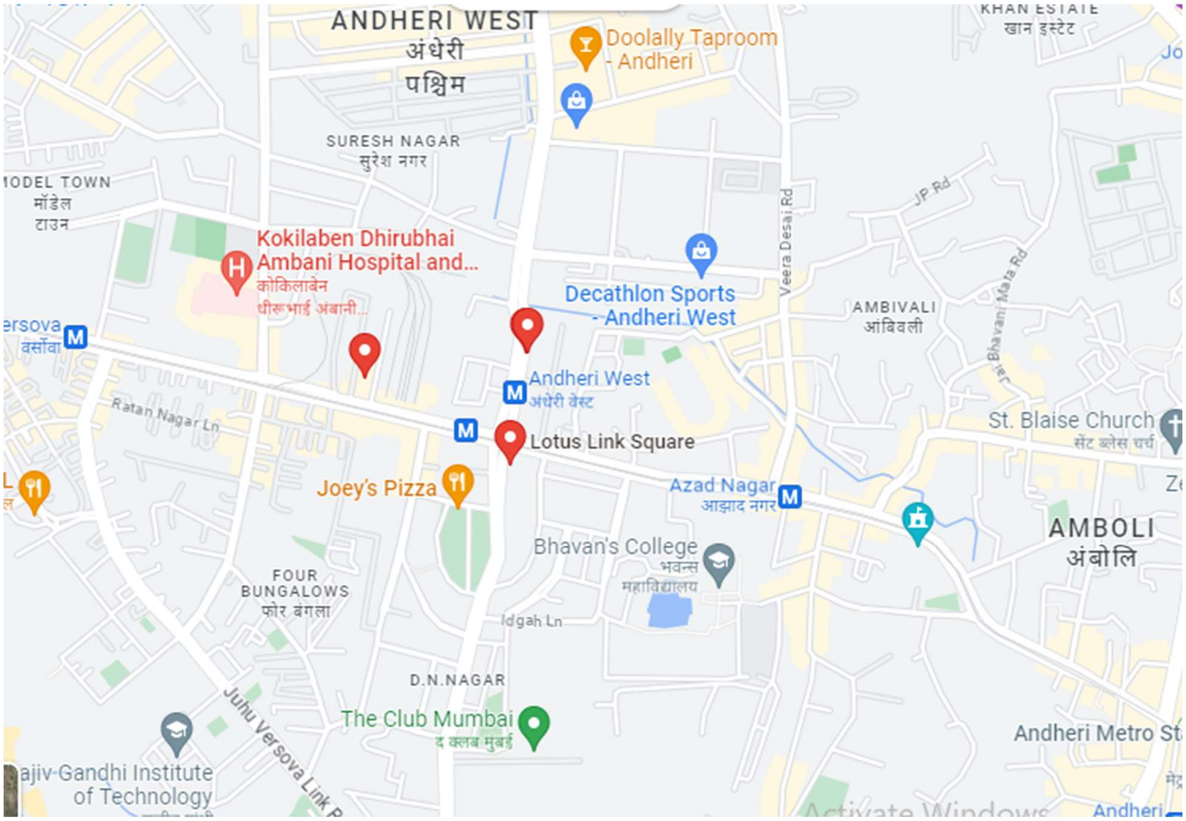
Sr. No	Particulars	Statutory Auditors
1	Name of the Auditor	Bhasin Hota & Co
2	Date of appointment & Term of appointment	W.e.f., 4th September, 2026 Hold office until the next AGM (subject to the approval of Shareholders)
3	Brief Profile	M/s. Bhasin Hota & cos Chartered accountant firm has a committed team of professionals headed by several Chartered Accountants with multiple locations in India The firm has been peer reviewed as per the guidelines issued by the Peer Review Board of ICAI.
4	Disclosure of relationships between Directors (in case of appointment of a director)	There is no association with any of the Directors.

Accordingly, the approval of shareholders of the Company is sought by way of an Ordinary Resolution.

The Board of Directors recommends the passing of the resolution in Item No. 2 of the Notice as an ordinary resolution.

None of the Directors or Key Managerial Personnel of the company, or their respective relatives, are in any way concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the company.

Venue of the AGM:



DIRECTORS REPORT

To,

The Members,

Your Directors have a great pleasure in presenting the 17th Annual Report of the Company and Audited Statement of Accounts and the State of Affairs of the Company for the Financial Year ended on 31st March, 2026.

FINANCIAL RESULTS:

The Company Financial Performance for the Financial Year ended on 31st March, 2026 under review along with previous year figures are given hereunder:

(Rs. in Thousand)

Particulars	**Financial Year** **2025-26**	**Financial Year** **2024-25**
Revenue from operations	388894	380951
Other Income	1352	6040
Total Income	**390246**	**386991**
Expenditure (excluding depreciation)	60428	364472
Depreciation	4141	5557
Total Expenditure	**64569**	**370029**
Profit / (Loss) before Tax	**20097**	**16962**
Current Tax	-	-
Deferred Tax	(68)	(208)
Tax expense for prior period	-	-
Profit / (Loss) after tax	**20165**	**17169**
Earnings per share (Basic)	2.14	1.84
Earnings per share (Diluted)	1.99	1.84

OPERATIONS:

The Net Profit for the current Financial Year under review amount to Rs. 20165000/- as compared to Net Profit for the previous financial year of Rs. 17169000/-

DIVIDEND:

The Directors have not declared dividend for the year under review.

TRANSFER TO RESERVES:

The Company has transferred net profit of Rs 2,01,65,000/- to Reserves & Surplus

SHARE CAPITAL AND CHANGES THEREIN

During the year under review the paid up share capital of the Company increased from Rs 93502580 as on 31/3/25, to Rs. 96262580 as on 31/3/26 , consequential to Allotment of 2,76,000 Equity Shares of Face Value of Re. 10/-each at an Issue Price of Rs. 13.09/-each (including premium of Rs. 3.09/- each) amounting to Rs. 36,12,840/- to three investors (being Non-Promoters) on Preferential Allotment basis through Resolution passed in the Annual General Meeting held on 30th September, 2025 and Board Resolution in Board Meeting held on 13th December 2025

CHANGE IN THE NATURE OF BUSINESS

During the year under review there was no change in the nature of business of the Company.

DIRECTOR'S AND KEY MANAGERIAL PERSONNEL:

As on 31st March 2026, your Board comprised of the following Directors:

Name of the Director	**DIN**	**Designation**
Mr. Vineet Pandey	00687215	Joint Managing Director
Mr. Vishal Panchal	00687445	Chairman and Joint Managing Director
Ms. Smriti Davinder Chhabra	07894310	Independent Director
Ms. Saugata Sripada Bhattacharjee	01197030	Independent Director
Mr. Sagar Arole	07438351	Independent Director

During the year under review, there is no, change in the Management of the Company

None of Directors are disqualified as Directors of the Company as per the disclosure received from them pursuant to Section 164(2) of the Companies Act, 2013.

DECLARATION GIVEN BY INDEPENDENT DIRECTORS

During the financial year under review, declarations were received from all Independent Directors of the Company that they satisfy the "criteria of Independence" as defined under Regulation 16(b) of SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 read with the Schedules and Rules made thereunder.

DETAILS OF REMUNERATION TO DIRECTORS:

Disclosure with respect to the remuneration of Directors and employees as required under Section 197 of the Companies Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 has been appended as **ANNEXURE – I**

PARTICULARS OF EMPLOYEES:

There are no such employees drawing salary as specified under provisions of Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

NUMBER OF MEETINGS OF THE BOARD

During the financial year ended on 31st March, 2026 the Board of Directors of your Company have met 05 (Five) times viz. 10.04.2025, 29.05.2025, 08.09.2025, 14.11.2025, 01.12.2025, 13.12.2025 and 28.01.2026, For further details, please refer Report on Corporate Governance of this Annual Report.

MEETING OF THE COMMITTEES

During the year under review Audit Committee meeting was held on 29.05.2025, 08.09.2025, 01.12.2025 and 28.01.2026.

Nomination and remuneration committee Meeting was held on 10.04.2025, 15.07.2025 and 13.12.2025,

Stakeholders Relationship Committee meeting was held on 13.12.2025.

Independent Director meeting was held on 30.03.2026

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013 in relation to financial statements for the year ended 31st March, 2026, the Board of Directors to the best of their knowledge and ability, confirm/state that:

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

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

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

d) the Directors have prepared the annual accounts on a 'going concern' basis;

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

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

DETAILS OF COMMITTEES OF THE BOARD OF THE DIRECTORS

Composition of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, number of meetings held of each Committee during the financial year 2025-2026 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report forming part of this report.

The Recommendation by the Audit Committee as and when made to the Board has been accepted by it.

MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL PERIOD:

There have been no Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of financial year of the Company to which the financial statements relate and the date of the report.

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 Financial Year under review, there has been no such significant and material order passed by the regulators/courts/tribunals impacting the going concern status and company's operations in future.

DETAILS OF SUBSIDIARIES COMPANY, JOINT VENTURES AND ASSOCIATES COMPANY:

The Company does not have any Wholly Owned Subsidiary, Subsidiaries, Joint Ventures and Associates Company.

EXTRACTS OF ANNUAL RETURN:

Pursuant to the requirements under Section 92(3) and Section 134(3) of the Act read with Rule 12 of Companies (Management and Administration) Rules, 2014, an extract of Annual Return in prescribed Form MGT-9 is provided on the website and annexed as **ANNEXURE II** of the Company www.kaarya.co.in .

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Your Company has framed Whistle Blower Policy to deal with instances of fraud and mismanagement, if any in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the

Listing Regulations. The details of the policy are given in Corporate Governance Report and policy is available on the Company's website
www.kaarya.co.in

BUSINESS RISK MANAGEMENT

Your Company has approved Risk Management Policy wherein all material risks faced by the Company are identified and assessed. For each of the risks identified, corresponding controls are assessed and policies and procedure are put in place for monitoring, mitigating and reporting risk on a periodic basis.

NOMINATION AND REMUNERATION POLICY

As required under Section 178 of the Companies Act, 2013 the Board of Directors has approved the Nomination and Remuneration Policy, which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for determining qualifications, positive attributes, independence of Directors and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013. List of this policy are given in **ANNEXURE - III** to this report. The detailed policy is available on the Company's website www.kaarya.co.in

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the workplace (Prevention, Prohibition and Redressal) Act, 2013. Complaint Redressal Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The policy is available on the Company's website www.kaarya.co.in.

The following is summary of sexual harassment complaints received and disposed off during the calendar year:

No. of complaints received	NIL
No. of complaints disposed off	NIL

AUDITORS

STATUTORY AUDITOR

M/s. Piyush Kothari & Associates, Chartered Accountants (Firm Registration No. 140711W), Mumbai carried out the Statutory Audit of the company. The Statutory Audit report is appended.

The Auditors' Report on the Financial Statements of the Company for the financial year ended March 31, 2026 is issued with qualified opinion. The management has issued statement of impact of qualified opinion.

Pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, M/s. Bhasin Hota & Co, Chartered Accountants (Firm Registration No. 509935E), be and are hereby appointed as Statutory Auditors of the Company for financial year 2026-2027 due to Casual Vacancy of Statutory Auditor.

Further as required under Regulation 33(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Auditor have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

SECRETARIAL AUDITOR

Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company appointed M/s SARK & Associates, Practising Company Secretaries, to conduct the Secretarial Audit of your Company.

The Secretarial Audit Report is enclosed as **ANNEXURE IV** to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has an Internal Financial Control System commensurate with the size, scale and complexity of its operations. Your Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating action on continuing basis. The Internal Financial Control System has been routinely tested and certified by Statutory as well as Internal Auditors. Significant Audit observations and follow up actions thereon are reported to the Audit Committee.

DEPOSIT FROM PUBLIC

The Company has not accepted any deposits from public within the purview of Chapter V of the Companies Act, 2013 during the year under review and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements forms part of this report.

RELATED PARTY TRANSACTION

The Company has entered into Related Party Transaction during the financial year were on Arm's length basis and in ordinary course of business. Particulars of related party transaction entered during the year as per Section 188(1) of the Companies Act, 2013 in the prescribed form AOC-2 is annexed to Directors report as **ANNEXURE – V.**

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board of Directors of the Company has carried out annual evaluation of its own performance, its Committees and individual directors, the Board as a whole and that of Chairman after taking into consideration of the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking in to account the views of Executive Director and Non-executive Directors, performance evaluation of Independent Directors being evaluated.

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

a) Conservation of Energy

The Company is not involved in any manufacturing activity and hence has low energy consumption levels. Nevertheless, the Company makes all efforts to conserve and optimize the use of energy by using energy – efficient infrastructure, computers and equipments with latest technologies.

b) Technology Absorption and Research and Development

The Company's research and development focus is on developing new frameworks, processes and methodologies to improve the speed and quality of service delivery.

c) Foreign Exchange Earnings and Outgo

The earnings and expenditure in foreign exchange were as under:
Earning NIL lacs
Expenditure NIL lacs

CORPORATE SOCIAL RESPONSIBILITY (CSR)

CSR provisions are not applicable for the Company.

CORPORATE GOVERNANCE REPORT AND MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

A separate section on Corporate Governance along with the Management Discussion & Analysis forming part of Directors' Report and certificate from the company secretary in whole time practice regarding compliance of conditions of Corporate Governance stipulated as per Part B and C of Schedule V of the Listing Regulations is annexed to and forms part of the Director's Report.

Pursuant to the provisions of the Listing Regulations, your Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under the Listing Regulations are complied with.

ACKNOWLEDGEMENTS

Your Directors wish to thank all Employees, Bankers, Investors, Business Associates, Advisors etc. for their continued support during the year.

For and on behalf of the Board of Directors

SD/-	**SD/-**
Vineet Pandey	**Vishal Panchal**
Joint Managing Director	**Chairman and Managing Director**
DIN: 00687215	**DIN: 00687445**

Date: 04.09.2026
Place: Mumbai

ANNEXURE I

Details of Remuneration of Director

Details Pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amended Rules, 2016

I. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2025-26, ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and are as under :

Sr. No.	Name of Director /KMP and Designation	Remuneration of Director/KMP for financial year 2024-25 (in lacs)	Remuneration of Director/KMP for financial year 2025-26 (in lacs)	% Increase in Remuneration in the Financial Year 2025-26	Ratio of Remuneration of each Director / to median remuneration of employees
1	Vineet Pandey, Managing Director	26.40	26.40	NA	NA
2	Vishal Panchal, Managing Director	26.40	26.40	NA	NA
3	Saurabh Akhouri, CS	3.00	3.20	6.66%	NA
4	Jitendra Adhyaru, CFO	11.57	11.46	-0.95%	NA
5	Smriti Davinder Chhabra	NA	NA	NA	NA
6	Sagar Arole	NA	NA	NA	NA
7	Saugata Bhattacharjee	NA	NA	NA	NA

Notes:

II. The median remuneration of employees of the Company for the financial year was Rs. 7.50 lacs.

III. During the financial year, there was a decrease of 12.54% in the median remuneration of employees.

IV. Average percentage decrease made in the salaries of the employees other than the managerial personnel (Managing Director, CEO and Whole-time Director) in the FY 2025-2026 is 20.43%.

V. It is hereby affirmed that the remuneration paid during the year ended 31st March, 2026 is as per the Nomination & Remuneration Policy of the Company.

Annexure - II

Form No. MGT – 9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2026

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L93090MH2009PLC190063
ii)	Registration Date	03/02/2009
iii)	Name of the Company	Kaarya Facilities and Services Limited
iv)	Category / Sub – Category of the Company	Company limited by shares / Indian Non- Government Company
v)	Address of the Registered office and contact details	Unit No 1101, Lotus Link Square, D N, Nagar, New Link road , Andheri West, Mumbai, Mumbai, Maharashtra, India, 400053. 9594595595
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	KFin Technologies Private Limited Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India, 500032.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated: -

Sl. No.	Name and Description of main services	NIC Code of the service	% to total turnover of the company
1.	Facilities Management Services	74	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
	NA	NA	NA	NA	NA

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category – wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1st April, 2025)				No. of Shares held at the end of the year (As on 31st March, 2026)				% Change during the year
	Demat	**Physical**	**Total**	**% of Total shares**	**Demat**	**Physical**	**Total**	**% of Total shares**	
A. Promoters									
(1) Indian									
a) Individual/HUF	5183260	0	5183260	55.43	5183260	0	5183260	53.85	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any other..	0	0	0	0	0	0	0	0	0
Sub – total (A)(1):	5183260	0	5183260	55.43	5183260	0	5183260	53.85	0
(2) Foreign									
a) NRIs- Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other..	0	0	0	0	0	0	0	0	0
Sub –total (A)(2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	**5183260**	**0**	**5183260**	**55.43**	**5183260**	**0**	**5183260**	**53.85**	**0**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0

c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub – total (B)(1):	0	0	0	0	0	0	0	0	0
2. Non – Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	855132	0	855132	9.15	943132	0	943132	9.80	0.84
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	2321866	0	2321866	24.83	2359866	0	2359866	24.51	-5.78
c) Others (specify)	0	0	0	0	0	0	0	0	0
HUF	168000	0	168000	1.80	630000	0	630000	6.54	0.97
Bodies Corporate	714000	0	714000	7.64	426000	0	426000	4.43	3.98
Non Resident Indians (NRI)	108000	0	108000	1.16	84000	0	84000	0.87	0
Sub – total (B)(2):-	4166998	0	4166998	44.57	4442998	0	4442998	46.15	0.00

Total Public Shareholding(B) = (B)(1)+(B)(2)	**4166998**	**0**	**4166998**	**44.57**	**4442998**	**0**	**4442998**	**46.15**	**0.00**
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	**9350258**	**0**	**9350258**	**100**	**9626258**	**0**	**9626258**	**100**	**100**

ii) Shareholding of Promoters

Sl No	**Shareholder's Name**	**Shareholding at the beginning of the year (As on 1st April, 2025)**			**Shareholding at the end of the year (As on 31st March, 2026)**			**% Change in shareholding during the year**
		No. of Shares	**% of total Shares of the Company**	**% of Shares Pledged /encumbered to total shares**	**No. of Shares**	**% of total Shares of the Company**	**% of Shares Pledged /encumbered to total shares**	
1	Vineet Pandey	2591630	27.72	0	2591630	26.92	0	0
2	Vishal Panchal	2591630	27.72	0	2591630	26.92	0	0
	Total	5183260	55.43	0	5183260	53.84	0	0

Change in Promoters' shareholding

Sl No.	**Name of Promoter**	**Shareholding at the beginning of the year**		**Cumulative Shareholding during the year**	
		No. of shares	**% of total shares of the company**	**No. of share**	**% of total shares of the company**
1	Vineet Pandey At the beginning of the year Issue during the year At the end of the year	 2591630 0 2591630	 27.72 0 27.72	 2591630 0 2591630	 26.92 0 26.92
2	Vishal Panchal At the beginning of the year Issue during the year At the end of the year	 2591630 0 2591630	 27.72 0 27.72	 2591630 0 2591630	 26.92 0 26.92

Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS BETWEEN 31/03/2025 AND 31/03/2026								
					Shareholding at the beginning of the Year		**Cumulative Shareholding during the Year**	
Sl no	Folio/Dpid-Clientid	Category	Type	Name of the Share Holder	No of Shares	% of total shares of the company	No of Shares	% of total shares of the company
1	IN300079	PRO	Opening Balance - 01/04/2025	Vishal V Panchal	2591630	27.72	2591630	26.92
			Closing Balance - 31/03/2026				2591630	26.92
2	IN303028	PRO	Opening Balance - 01/04/2025	VINEET S PANDEY	2591630	27.72	2591630	26.92
			Closing Balance - 31/03/2026				2591630	26.92
3	IN300513	HUF	Opening Balance - 01/04/2025	RAMESH JAIN	516000	5.36	516000	5.36
			Closing Balance - 31/03/2026				516000	5.36
4	24700	PUB	Opening Balance - 01/04/2025	MOHIT GANESH GUPTA	291000	3.02	291000	3.02
			Closing Balance - 31/03/2026				291000	3.02
5	44400	LTD	Opening Balance - 01/04/2025	MARFATIA STOCK BROKING PVT LTD	156000	1.62	228000	2.37
			Closing Balance - 31/03/2026				228000	2.37
6	IN300513	PUB	Opening Balance - 01/04/2025	RAMESH KUMAR JAIN	168000	1.75	168000	1.75
			Closing Balance - 31/03/2026				168000	1.75
7	11300	PUB	Opening Balance - 01/04/2025	SANJAY KUMAR SINGH	150000	1.56	150000	1.56
			Closing Balance - 31/03/2026				150000	1.56

8	81600	PUB	Opening Balance - 01/04/2025	NARENDRA BABU KADATHUR HARIDAS	126000	1.31	126000	1.31
			Closing Balance - 31/03/2026				126000	1.31
9	11300	PUB	Opening Balance - 01/04/2025	NIMESH SHASHIKANT MEHTA	120000	1.25	120000	1.25
			Closing Balance - 31/03/2026				120000	1.25
10	88400	PUB	Opening Balance - 01/04/2025	AMIT SWARUPCHAND KORADIA	120000	1.25	120000	1.25
			Closing Balance - 31/03/2026				120000	1.25

iii) Shareholding of Directors and Key Managerial Personnel:

Sl No.	**Name of Directors & KMP**	**Shareholding at the beginning of the year**		**Cumulative Shareholding during the year**	
		No. of shares	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
1	Vineet Pandey At the beginning of the year Issue during the year At the end of the year	2591630 - -	27.72 - -	2591630 - - 2591630	27.72 - - 26.92
2	Vishal Panchal At the beginning of the year Issue during the year At the end of the year	2591630 - -	27.72 - -	2591630 - - 2591630	27.72 - - 26.92
3	Sagar Arole At the beginning of the year Sale /purchase At the end of the year	0 0 0	0 0 0	0 0 0	0 0 0
4	Saugata Bhattacharjee At the beginning of the year Sale /purchase At the end of the year	0 0 0	0 0 0	0 0 0	0 0 0
5	Smriti Chhabra At the beginning of the year Sale /purchase	0 0 0	0 0 0	0 0 0	0 0 0

	At the end of the year				
6	Saurabh Akhouri At the beginning of the year Sale /purchase At the end of the year	0 0 0	0 0 0	0 0 0	0 0 0

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amt in Rs.)

Particulars	**Secured Loans excluding deposits**	**Unsecured Loans**	**Deposits**	**Total Indebtedness**
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,43,11,415	2,68,79,055	-	9,11,90,470
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not due	-	-	-	
Total (i+ii+iii)	**6,43,11,415**	**2,68,79,055**		**9,11,90,470**
Change in Indebtedness during the financial year				
• Addition	52,85,37,161	4,22,03,480	-	57,07,40,641
• Reduction	52,48,07,665	3,43,66,404	-	55,91,74,068
Net change	**37,29,496**	**78,37,076**	**-**	**1,15,66,573**
Indebtedness at the end of the financial year	-	-	-	
i) Principal Amount	6,80,40,911	3,47,16,131	-	10,27,57,043
ii) Interest due but not paid	-	-	-	
iii) Interest accrued but not due	-	-	-	
Total (i+ii+iii)	**6,80,40,911**	**3,47,16,131**	**-**	**10,27,57,043**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. ***Remuneration to Managing Director, Whole–time Directors and/or Manager:***

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Vineet Pandey	Vishal Panchal	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	26,40,000	26,40,000	52,80,000
2.	Stock Option		-	-
3.	Sweat Equity		-	-
4.	Commission - As % of profit - Others, specify		-	-
5.	Others, please specify		-	-
	Total (A)	26,40,000	26,40,000	52,80,000
	Ceiling as per the Act (@ 10% of profits calculated under Section 198 of the Companies Act, 2013)		-	-

B. ***Remuneration to other directors:***

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Sagar Arole	Smriti Chhabra	Saugata Bhattacharjee	
1.	Independent Directors • Fee for attending board /committee meetings, • Commission • Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2.	Other Non-Executive Directors • Fee for attending board/ committee meetings • Commission • Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B) = (1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)			-	-

C. *REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD*

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Saurabh Akhouri CS	CFO – Mr. Jitendra Adhyaru (from Apr 25 to Nov 25)	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) of Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	3,20,000	1146097	1466097
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - As % of profit - Others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total	3,20,000	1146097	1466097

D. *PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :*

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty		-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Annexure III

List of Nomination and Remuneration Policy

1. Policy for appointment and removal of Director, KMP and Senior Management

(A) ***Appointment criteria and qualifications***

a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his/her appointment.

b. A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/satisfactory for the concerned position.

c. The Committee shall devise a policy on Board diversity after reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board which will facilitate the Committee to recommend on any proposed changes to the Board to complement the Company's corporate strategy.

(B) ***Removal***

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

(C) ***Retirement***

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

(D) ***Evaluation***

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular interval (yearly).

2. Policy relating to the remuneration for the Whole-time Director, KMP and Senior Management Personnel

(A) ***General:***

a) The remuneration/compensation/commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

b) The remuneration and commission to be paid to the Whole Time Director shall be in accordance with the percentage/ slabs/conditions laid down in the provisions of the Act.

c) Term/Tenure of the Directors shall be as per company's policy and subject to the provisions of the Act.

d) Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

(B) ***Remuneration to Whole-time/Executive/Managing Director, KMP and Senior Management Personnel:***

a) Fixed pay:

The Whole-time Director, KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board. The breakup of the pay scale and quantum of perquisites shall be decided and approved by the Board/the Person authorized by the Board and approved by the shareholders and Central Government, wherever required.

b) Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

c) Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

d) Commission:

The Commission may be paid within monetary limits as approved by shareholders. The limit will be subject to not exceeding 10% of sales as computed as per Companies Act, 2013

(C) ***Remuneration to Non- Executive / Independent Director:***

a) Remuneration / Commission:

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Act.

b) Sitting Fees:

The Non-Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall be decided by the Board and subject to the limit as provided in the Act.

c) Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

ANNEXURE IV

SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31st March, 2026

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

To,
The Members
KAARYA FACILITIES AND SERVICES LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Kaarya Facilities And Services Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) 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'):-
   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, 1992;

c) The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015;
d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - ***Not applicable to the Company during the Audit Period.***
f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - ***Not applicable to the Company during the Audit Period.***
g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - ***Not applicable to the Company during the Audit Period*** and
i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - ***Not applicable to the Company during the Audit Period.***

(vi) Other laws applicable to the company:

i. Employees Provident Fund and Miscellaneous Provisions Act, 1952
ii. Maharashtra Shops and Establishments Act, 1948
iii. The Income Tax Act, 1961

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

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

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

We further report that –

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act.

b) 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.

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.

Date: 04th September, 2026
Place: Mumbai

SARK & Associates LLP
Company Secretaries

Sd/-
Sumit Khanna
(Designated Partner)
CP No. 9304
Membership No. 22135

UDIN: A022135H001377115

Note: The Company has done Allotment of 276000 Equity Shares to Non Promoters and 700000 Warrants to Promoters on Preferential Basis during the Financial year under Review.

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

ANNEXURE "A"

To
The Members
Kaarya Facilities and Services Limited

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 records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures 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.

Date: 04.09.2026
Place: Mumbai

SARK & Associates LLP
Practicing Company Secretaries

Sd/-
Sumit Khanna
(Designated Partner)
CP No. 9304
Membership No. 22135

UDIN: A022135H001377115

ANNEXURE – V
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 transaction under third proviso thereto.

Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Name Of Related Party	Nature of Relationship	Nature of Contract	Salient terms of Contract	Date of Approval (Entered Ordinary Course of Business)	Amount Paid (In Rs.)
1.	Kaarya Next Solutions Pvt.Ltd	Enterprises owned or significantly influence by Key Management personnel or their relatives	Loans & Advances	Loans & Advances	6th September, 2023	-1,33,18,484/-

2.	Kaarya Next Solutions Pvt.Ltd	Enterprises owned or significantly influence by Key Management personnel or their relatives	Sales of Services	Sales of Services	31st March, 2026	1,90,01,124/-
3.	Brassbell Tech and Services	Enterprises owned or significantly influence by Key Management personnel or their relatives	Purchase of Services, Purchase of capital goods	Purchase of Services, Purchase of capital goods	NA	NIL
4.	Evetan Fintech Pvt Ltd	Enterprises owned or significantly influence by Key Management personnel or their relatives	Purchase of Services, Purchase of capital goods	Purchase of Services, Purchase of capital goods	NA	NIL

CORPORATE GOVERNANCE REPORT

(Pursuant to Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

A brief statement on Company's Philosophy on Code of Governance

Your Company's philosophy on Corporate Governance is aimed at optimizing the balance between stakeholders' interest and corporate goals through the efficient conduct of its business and meeting their obligation in a manner that is guided by trusteeship, transparency, accountability and integrity. It provides the fundamental systems, processes and principles that promote objective decision making, performance based management and a corporate culture that is characterized integrity and fairness in all dealings.

Your Company practices the highest standards of corporate behaviour towards its stakeholders, people and our business partners and society at large. Kaarya endeavours its best to constantly comply with these aspects in letter and spirit, in addition to the statutory compliances as required under SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (SEBI LODR Regulations).

COMPLIANCE WITH SEBI CODE OF CORPORATE GOVERNANCE

BOARD OF DIRECTORS

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. Seven meetings of the Board of Directors were held during the year ended March 31, 2026 on 10.04.2025, 29.05.2025, 08.09.2025, 14.11.2025, 01.12.2025, 13.12.2025 and 28.01.2026. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and Regulation 17(2) of the SEBI LODR Regulations.

Attendance of Directors at the Board Meetings & Annual General Meeting are as under:

Name of the Director	Category	No. of Board meetings attended during the year 2025-26	Whether attend last AGM held on 30th September, 2025
Mr. Vineet Pandey	Joint Managing Director (Executive Director)	7	Yes
Mr. Vishal Panchal	Chairman & Managing Director (Executive Director)	7	Yes
Ms. Smriti Chhabra	Non-executive (Independent Director)	7	Yes

Mr. Sagar Arole	Non-executive (Independent Director)	7	Yes
Mr. Saugata Bhattacharjee	Non-executive (Independent Director)	7	Yes

The Directors of the Company possess highest personal and professional ethics, integrity and values, and are committed to representing the long term interest of the stakeholders. As on 31st March, 2026, in compliance of Regulation 17 of the SEBI LODR Regulations the Company's Board comprises 5 (Five) Directors with considerable experience in their respective fields and out of these 3 (Three) Directors are Non-Executive Directors, Independent Directors including one-woman director. The Chairman of the Board is an Executive Director

Details of Composition, Category of Directors, their other Directorships, Committee memberships:

Composition and Category of Directors						
Sr. No.	Name	Designation	Category	Directorship in other companies (excluding the company)	Board Committees on which member (including the Company)	Board Committees on which Chairperson (including the Company)
1.	Vineet Pandey	Joint Managing Director	Promoter, Executive Director	2	1	0
2.	Vishal Panchal	Chairman & Managing Director	Promoter, Executive Director	2	1	0
3.	Smriti Chhabra	Independent Director	Non – Executive Director	0	3	2
4.	Saugata Bhattacharjee	Independent Director	Non – Executive Director	0	1	0
5.	Sagar Arole	Independent Director	Non – Executive Director	0	3	1

No Director is related to any other Director on the Board in terms of the definition of relative given under the Companies Act, 2013.

Information placed before the Board

The Company provides the information as set out in Regulation 17(7) read with Part A of Schedule II of SEBI LODR Regulations to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective meetings or by way of presentations and discussions during the meeting.

Independent Directors Meeting

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 of the SEBI LODR Regulations, the Board has carried out the annual performance evaluation of its own performance. During the year under review, the Independent Directors met on 30th March, 2026 inter alia:

a. to review the performance of Non Independent Directors and the Board of Directors as a whole;
b. to review the performance of the Chairperson of the Board, taking into account the views of the Executive and Non - Executive Directors.
c. access the quality, quantity and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties. The Directors expressed their satisfaction with the evaluation process.

AUDIT COMMITTEE

The Company has a qualified and independent Audit Committee with its members being Non-Executive and Executive Directors, to oversee the accounting and financial governance of the Company. The Committee acts as a link between the management, statutory auditors and the Board of Directors. The Audit Committee met 4 (Four) times during the year 2025-2026 on 29.05.2025, 08.09.2025, 01.12.2025 and 28.01.2026. Details of Committee meetings held during the year ended 31st March, 2026 and attendance of members are as under:

Sr. No.	Name	Designation	Category	No. of Meetings	
				Held	Attended
1	Smriti Chhabra	Member	Non-Executive (Independent Director), Chairperson	4	4
2	Vineet Pandey	Member	Executive Director	4	4
3	Sagar Arole	Member	Non-Executive (Independent Director)	4	4

The role and terms of reference of the Audit Committee covers the areas mentioned in Part C of Schedule II read with Regulation 18 of the SEBI (LODR) Regulations and Section 177 of the Companies Act, 2013, as amended from time to time, which inter alia includes:

1. the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
2. review and monitor the auditor's independence and performance, and effectiveness of audit process;
3. examination of the financial statement and the auditors' report thereon;
4. approval or any subsequent modification of transactions of the company with related parties;
5. scrutiny of inter-corporate loans and investments;
6. valuation of undertakings or assets of the company, wherever it is necessary;
7. evaluation of internal financial controls and risk management systems;
8. Monitoring the end use of funds raised through public offers and related matters.

NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted Nomination and Remuneration Committee at the Board level with the powers and roles that are in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations. During the year under review, the Committee met 03 (Three) times on 10.04.2025, 15.07.2025 and 13.12.2025. Details of attendance by the Committee members are as under:

Sr. No.	Name	Designation	Category	No. of Meetings	
				Held	Attended
1	Smriti Chhabra	Member	Non-Executive (Independent Director), Chairperson	3	3
2	Sagar Arole	Member	Non-Executive (Independent Director)	3	3
3	Saugata Bhattacharjee	Member	Non-Executive (Independent Director)	3	3

The terms of reference of the Committee:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Performance Evaluation of Independent Directors:

The Performance Evaluation of Independent Directors was done by the entire Board of Directors excluding the director being evaluated. The evaluation questionnaire form in respect of each independent director was filled up by the directors. The independent directors were evaluated on the basis of criteria such as skills, knowledge, discharge of duties, level of participation in the meetings etc.

Nomination & Remuneration Policy

The Company has a credible and transparent policy in determining and accounting for the remuneration of Directors. The remuneration policy is aimed at attracting and retaining high calibre talent. Executive Directors are entitled for the remuneration by way of salary and commission not to exceed limits prescribed under the

Companies Act, 2013 read with Schedule V of the said Act. The Joint Managing Directors is appointed for a period of 5 years. The details of remuneration paid to Managing Director during the year ended 31st March, 2026, have been provided under Notes on Accounts. Remuneration to Directors as given in Schedule V of Part C Except for drawing remuneration, none of the Directors have any other materially significant related party transactions, pecuniary relationship or transaction with the Company.

No compensation is paid to Non-Executive Directors except sitting fees. No sitting fee is paid to the Executive Director for attending the board meetings.

STAKEHOLDERS RELATIONSHIP COMMITTEE

In accordance with Section 178 of Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, the Company has constituted Stakeholders Relationship Committee to consider transfer of shares and resolve the grievances of security holders of the company including complaints related to transfer of shares, non - receipt of dividends, interest, non-receipt of balance sheet etc. During the year under review, the Committee met 01 (One) times, on 13.12.2025. Details of attendance by the Committee members are as under:

Sr. No.	Name	Designation	Category	No. of Meetings	
				Held	Attended
1	Smriti Chhabra	Member	Non-Executive (Independent Director)	1	1
2	Vishal Panchal	Member	Executive Director	1	1
3	Sagar Arole	Member	Non-Executive (Independent Director), Chairperson	1	1

During the year ended March 31, 2026 the Company has not received any complaint from investors. Status of Investor complaints received during the year under review is as follows:

Particulars	Pending as on 1st April, 2025	Received during the year	Disposed during the year	Pending as on 31st March, 2026
No. of Complaints	NA	Nil	Nil	Nil

RISK MANAGEMENT COMMITTEE

Pursuant to Regulation 21 (5) of the SEBI (LODR) Regulations, it is not mandatory for the Company to constitute Risk Management Committee. The Company has formulated and adopted Risk Management Policy to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. The Risk Management Policy is available on the website of the Company www.kaarya.co.in.

SUBSIDIARY COMPANY

During the year under review, the Company has no any subsidiary company.

DISCLOSURES

The Board reviews the risk assessment and minimization procedure from time to time. The risk management issues are discussed in detail in the report of Management Discussion and Analysis. The Management Discussion and Analysis Report is prepared in accordance with the requirements laid out in Schedule V of the SEBI (LODR) Regulations.

ELECTRONIC SERVICE OF DOCUMENTS TO MEMBERS AT THE REGISTERED EMAIL ADDRESS

As a responsible corporate citizen, your Company has been continuously supporting the "Green Initiatives "taken by the Ministry of Corporate Affairs, Government of India (MCA) and Securities and Exchange Board of India (SEBI). Accordingly, in respect of members who have registered their email addresses, the Company have been dispatching all documents vide electronic form.

In accordance with Rule 18 of the Companies (Management and Administration) Rules, 2014 notified under the Companies Act, 2013, the Companies may give Notice of the General Meetings through electronic mode. Further, the said Rules provides that advance opportunity should be given at least once in a financial year to the members for registering their email address and changes therein, as may be applicable.

Further Rule 11 of the Companies (Accounts) Rules, 2014 notified under the Companies Act, 2013 provides that in case of listed companies, financial statements may be sent by electronic mode to such members whose shareholding is in dematerialized form and whose email Ids are registered with the Depository for communication purposes.

In view of the above, the Company shall send all documents to members like General Meeting Notices (including AGM), Annual Reports comprising Audited Financial Statements, Directors' Report, Auditors' Report and any other future communication (hereinafter referred as "documents") in electronic form, in lieu of physical form, to all those members, whose email address is registered with Depository Participant (DP)/Registrars & Share Transfer Agents (RTA) (hereinafter "registered email address') and made available to us, which has been deemed to be the member's registered email address for serving the aforesaid documents.

To enable the servicing of documents electronically to the registered email address, we request the members to keep their email addresses validated/updated from time to time. We wish to reiterate that members holding shares in electronic form are requested to please inform any changes in their registered e-mail address to their DP from time to time.

Please note that the Annual Report of the Company will also be available on the Company's website www.kaarya.co.in for viewing/downloading. However, in case you do desire to receive the Annual Report in physical form, you are requested to inform us by sending an email to info@kaarya.co.in indicating your decision. You will be entitled to receive a copy of the annual report at free of cost.

MANAGING DIRECTOR AND CFO CERTIFICATION

Certificate on Financial Statements from Mr. Vineet Pandey, Joint Managing Director and Mr. Jitendra Rathod, Chief Financial Officer of the Company in terms of Regulation 17(8) of the SEBI (LODR) Regulations entered into with the BSE Limited was placed before the Board of Directors of the Company at their meeting held on 4th September, 2026.

COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

Certificate from M/s. SARK & Associate LLP, Company Secretaries in terms of Part E of Schedule V of the SEBI (LODR) Regulations is attached and forms part of this report.

OTHER DISCLOSURES

Materially significant related party transactions

The Company has not entered into any transaction with related parties for the year under review as per the provisions of Section 188 of the Companies Act, 2013.

There were no materially significant related party transactions i.e. transactions of the Company of material nature, with its Promoters, Directors or the Management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large. There are no material pecuniary transactions with any Non-Executive as well as Independent Directors of the Company that requires a separate disclosure. Pursuant to Regulation 23 of the SEBI (LODR) Regulations the Company has formulated policy on Materiality of Related Party Transactions and the same is available on website of the Company www.kaarya.co.in.

DETAILS OF NON-COMPLIANCE

The Company has complied with the requirements of the SEBI (LODR) Regulations as well as the regulations/guidelines prescribed by the Securities and Exchange Board of India. There has been no instance of non-compliance by the Company or no penalties were imposed on the Company by the BSE Limited or SEBI or any other statutory authority on any matter related to capital market during the last three years.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Your Company's Whistle Blower Policy is in line with the provisions of the Sub-section 9 and 10 of Section 177 of the Companies Act and Regulation 22 of the SEBI LODR Regulations. The Company has adopted a Whistle Blower Policy to provide appropriate avenues to the employees to bring to the attention of the management any issue which is perceived to be in violation of illegal, unethical behaviour or in conflict with the fundamental business principles of the Company. The employees are encouraged to raise any of their concerns by way of whistle blowing and none of the employees have been denied access to the Audit Committee. All cases registered under the Code of Business Principles and the Whistle Blower Policy of the Company, are reported to the members of Audit

Committee for their review. The Whistle Blower Policy is available on the website of the Company www.kaarya.co.in.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT /UNCLAIMED SUSPENSE ACCOUNT

The Company does not have any shares lying in its Demat Suspense Account / Unclaimed Suspense Account. All mandatory requirements as per Chapter IV of the Listing Regulations have been complied with by the Company.

GENERAL BODY MEETING

Location and time of last three AGMs held

Year ended 31st March	Date of AGM	Time of AGM	Venue
2025	30/09/2025	11.00 A.M.	Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri, Mumbai 400053
2024	30/09/2024	11.00 A.M.	Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri, Mumbai 400053
2023	29/09/2023	11.00 A.M.	Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri, Mumbai 400053

Means of communications

All vital information relating to the Company viz. financial results, annual reports, shareholding patterns, press releases, information on new developments and business opportunities are available on the Company's website www.kaarya.co.in and the copies of the same are also sent to BSE Ltd. Shareholders information forms part of the Annual Report.

GENERAL SHAREHOLDER INFORMATION

AGM: Date, Time and Venue	Monday, 28th September, 2026 at 11.00 a.m. at the registered office of the Company
Financial Year 1st April to 31st March	
- Financial reporting for the half year ending September 30, 2026	On or before November 14, 2026
- Financial reporting for the year ending March 31, 2026	On or before May 30, 2026

Date of Book Closure	23th September, 2026 to 30th September, 2026 (both days inclusive)
Dividend Payment Date	N.A.
Listing on Stock Exchanges and Address	BSE Limited PJ Towers, Dalal Street, Mumbai 400 001
Stock Code	Code – 540756
Listing fees	The Listing fees paid to the BSE for the financial year 2025-2026
Market Price data	The Company's Shares are frequently traded
Registrar and Share transfer agents	KFin Technologies Private Limited Address : Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India, 500032.
Share Transfer System	Entire Share Capital of the Company is in Demat Format.
SEBI Complaints Redress System (SCORES)	The investors' complaints are also being processed through the centralized web base complaint redressal system. The salient features of SCORES are availability of centralized data base of the complaints, uploading online action taken reports by the Company. Through SCORES the investors can view online, the actions taken and current status of the complaints.
Dematerialization of shares and Liquidity	The Company's equity shares have been admitted in electronic/dematerialized mode by both Central Depository Services (India) Limited and National Securities Depository Limited under the International Securities Identification Number (ISIN) INE282Y01016 This number is required to be mentioned in each correspondence relating to the dematerialization of shares of the Company. As on 31st March, 2026, 9626258 equity shares representing 100% of the company's total number of shares have been dematerialized.
E-Voting facility to members	In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company is pleased to

	provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by NSDL
Plant Locations	NA
Registered Office and Address for correspondence	Kaarya Facilities And Services Limited Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri, Mumbai 400053.

STOCK MARKET DATA

The Monthly High and Low quotation of equity shares traded on BSE are as under:

Month	BSE	
	High	Low
April, 2025	48	36.1
May, 2025	6.63	5.96
June, 2025	10.61	6.88
July, 2025	14.88	10.75
August, 2025	14	12.65
September, 2025	25.08	12.2
October, 2025	28.77	20.5
November, 2025	29.8	27.08
December, 2025	26.83	11.83
January, 2026	26.83	26.83
February, 2026	48	36.1
March, 2026	48	36.1

Distribution of Shareholding as on March 31, 2026

KAARYA FACILITIES AND SERVICES LIMITED					
Distribution Schedule As On 31/03/2026 (Total)					
			Without Grouping		**With Grouping**
Sno	**Description**	**No. of Cases**	**% of Cases**	**Amount**	**% of Amount**
1	1-5000	1	0.5405	2000	0.0021
2	10001- 20000	1	0.5405	18000	0.0187
3	20001- 30000	1	0.5405	30000	0.0312
4	30001- 40000	2	1.0811	79000	0.0821
5	50001- 100000	101	54.5946	6081040	6.3171
6	100001& Above	79	42.7027	90052540	93.5489
	Total:	**185**	**99.9999**	**96262580**	**100.0001**

Shareholding Pattern as on March 31, 2026

Category	No. of Shares held	Percentage of Shareholding
Promoter's holding		
- Indian Promoters	51,83,260	53.85
- Foreign Promoters	-	-
Non-Promoters Holding		
Foreign Institutional Investors	-	-
Bodies Corporate	4,26,000	4.43
Indian Public	31,76,998	40.85
Non-Resident Indians	8,40,000	0.87
Total	**96,26,258**	**100**

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

Discretionary Disclosures

The Company is in compliance with all mandatory requirements of Listing Regulations. In addition, the Company has also adopted the following non mandatory requirements to the extent mentioned below:

a. Shareholders' Rights: As the half yearly financial results are posted on the Company's website, the same are not being sent separately to the shareholders.
b. Audit Qualifications: The notes on accounts referred to in the Auditors' Report are self-explanatory and do not require further clarifications by the Board.
c. Reporting of Internal Auditor: The Internal Auditors of the Company directly report to the Audit Committee.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of Kaarya Facilities and Services Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kaarya Facilities and Services Limited having CIN: L93090MH2009PLC190063 and having registered office at Unit No 1101, Lotus Link Square, D N Nagar, New Link road, Andheri West Andheri, Mumbai 400053. (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of my our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Ministry of Corporate Affairs or Securities Exchange Board of India or any such other Statutory Authority

Sr No	Name of Director	DIN	Date of Appointment
1	Mr. Vineet Pandey	00687215	03/02/2009
2	Mr. Vishal Panchal	00687445	03/02/2009
3	Mr. Smriti Davinder Chhabra	07894310	29/07/2017
4	Mrs. Saugata Bhattacharjee	09383091	25/07/2024
5	Mr. Sagar Arole	07438351	30/12/2020

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

Date: 04.09.2026
Place: Mumbai
UDIN: A022135H001377161

For & on behalf of
SARK & Associates LLP
Sd/-
Sumit Khanna
(Designated Partner)
Company Secretaries
CP No. 9304 / Membership No. 22135

MANAGING DIRECTOR/CFO CERTIFICATION

To,
The Board of Directors,
Kaarya Facilities and Services Limited

We hereby certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2026 and that to the best of our knowledge and belief;

   a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

   b. 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.

2. No transaction is entered into by the company during the year which is fraudulent, illegal or violate of the Company's Code

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

4. We have indicated to the auditors and the Audit Committee:

   a. Significant changes in internal control over financial reporting during the year.
   b. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   c. 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.

For Kaarya Facilities And Services Limited

Place: Mumbai	**Sd/-**	**Sd/-**
Date: 04.09.2026	**Vineet Pandey**	
	(Joint Managing Director)	**Jitendra Rathod**
	DIN : 00687215	**(CFO)**

Declaration regarding compliance by Board Members and Senior Management Personnel with the Company's Code of Business Conduct & Ethics

This is to certify that the Company has laid down Code of Business Conduct & Ethics for all Board Members and Senior Management Personnel of the Company and the copies of the same are uploaded on the website of the Company – www.kaarya.co.in

Further certified that the Members of the Board of Directors and Senior Management Personnel have affirmed having complied with the Code applicable to them during the year ended 31st March, 2026.

For Kaarya Facilities And Services Limited

Place: Mumbai
Date: 04.09.2026

Sd/-	**Sd/-**
Vineet Pandey	**Vishal Panchal**
(Joint Managing Director)	**(Chairman & Managing Director)**
DIN : 00687215	**DIN : 00687445**

CORPORATE GOVERNANCE CERTIFICATE

To
The Members,
Kaarya Facilities and Services Limited.

We have examined the compliance of conditions of Corporate Governance by Kaarya Facilities and Services Limited. ("the Company"), for the year ended on 31st March, 2026, as stipulated in:

• Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

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

In our opinion, and to the best of our information and according to the explanations given to us and the representation made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Regulations 17 to 27, 46 (2)(b) to (i) and para C, D & E of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (LODR).

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For SARK & Associates LLP
Company Secretaries

Sd/-
Sumit Khanna
Designated Partner

Membership No. 22135
CP No. 9304
UDIN: A022135H001377203

Place: Mumbai
Date: 04.09.2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

About your company

The Indian Facility Management (FM) sector has broken away from traditional labor-reliant structures and entered an era dominated by technology integration and specialized service delivery. As the Indian market expands to hit record infrastructure volumes, your company has repositioned itself from a reactive services provider to a proactive business asset partner. While we maintain our core strength across heavily consolidated sectors like IT, ITES, E-commerce, and BFSI, our operations in FY26 have shifted focus heavily toward specialized demands.

The corporate ecosystem in India is now defined by the expansion of complex Global Capability Centres (GCCs) and advanced logistics hubs. This has naturally raised client standards regarding operational runtime, asset health, and workplace user experiences. Your company has met these changes by accelerating its deployment of specialized technical operations. Instead of managing simple headcount, we are managing critical outcomes. Furthermore, our business has shifted away from baseline upkeep toward service level agreement (SLA)-led models focused on performance uptime and strict transparency.

We remain a proudly home-grown enterprise competing with global multi-nationals. However, our true differentiator in FY26 is no longer just our Pan-India scale, but our data-driven delivery. Our workforce policies have similarly matured; we are countering industry-wide wage inflation and talent gaps by upskilling our front-line staff into fluent asset handlers, turning our physical presence into an innovative, high-efficiency network.

Future

Our core strategy for the future relies on breaking the tie between headcount scaling and margin growth. The Indian FM market remains intensely competitive, but the nature of competition has pivoted from price-undercutting by unorganized players to technological value-add. Your company is actively addressing this by shifting away from low-margin soft services and pursuing specialized hard facility management contracts, such as data centers, industrial process hubs, and specialized healthcare setups where technical capability commands stronger returns.

To safeguard our bottom line from rising labour and operating costs, your company is heavily embedding predictive tools into our daily service delivery. This data-driven execution, combined with tighter controls on our corporate indirect costs, positions your company to scale its revenue faster than its expenses, stabilizing a clear path toward sustainable, compounding profitability.

Opportunities

The current Indian infrastructure market offers highly specific, lucrative opportunities for organizations with built-out technical frameworks. The most valuable openings sit squarely within the following domains:

- Predictive Asset Management: Moving corporate landholders away from reactive maintenance toward IoT-driven, sensor-mapped systems that monitor HVAC, lighting, and power grids in real time.
- Measurable ESG & Energy Tracking: Assisting corporate clients with their green compliance goals through active energy reduction programs, resource tracking, and waste circularity systems directly embedded into their facility operations.
- Multi-Location Integration: Capitalizing on the rise of distributed retail networks, logistics parks, and regional office clusters by utilizing mobile-first platforms that unify disparate geographic facilities under a single, central operations dashboard.

Operating Results of the Company

The financial statements have been prepared in compliance with the requirements of the Companies Act 2013 and Accounting Standards (AS) notified by the companies (Accounting Standards) Rules, 2006. The salient features of the company performance are:-

- Total Sales of Rs. 388894000/-
- Net profit of Rs. 20165000/-
- Earnings per share (Basic) for the year of Rs. 2.14 of Rs. 10/share and Rs. 1.99 (Diluted) (which was Rs 1.84 in the previous year (both basic and diluted)
- Net worth of Rs. 26837000 /- as on March 31, 2026, Kaarya Facilities and Services Limited.

Disclosure by the Management

Your board has not received any disclosure by the management relating to any material, financial and commercial transactions where any of the managerial staff has personal interest that may have a potential conflict with the interest of the company at large.

Cautionary Statement

Statements in the Management Discussion and Analysis, describing the Company's objective, projections and estimates, are forward looking statements and progressive within the meaning of applicable security laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Polices and other incidental/related factors. This MD&A provides analysis of the operating performance of the company's two business segments, as well as a discussion of cash flows, the impact of risks and outlook for the business, Additional information about the company. This discussion and analysis is the responsibility of management. The Board of Directors carries out its responsibilities for review of this disclosure principally through its Audit Committee, comprised exclusively of independent directors. The Audit Committee has reviewed and approved this disclosure and it has also been approved by the Board of directors.

The management of the company is presenting herein the overview, opportunities and threats, initiatives by the Company and overall strategy of the company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

Secretarial Compliance Report of Kaarya Facilities and Services Limited for the year ended 31st March, 2026

Secretarial Compliance Report of Kaarya Facilities and Services Limited for the year ended 31st March, 2026

I, Sumit Khanna, Designated Partner of SARK & Associates LLP, Practicing Company Secretaries have examined:

(a) all the documents and records made available to us and explanation provided by Kaarya Facilities and Services Limited ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this

certification,for the year ended 31st March,2026 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars,guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations,circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

(a) Securities and Exchange Board of India (LODR) Regulations, 2015;

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

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

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

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

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

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

(h) other regulations as applicable.

and circulars/ guidelines issued thereunder;
and based on the above examination, I/We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelinesissued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regu- lations/ circulars/ guide- lines including specific clause)	Regu- lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser- vations/ Remarks of the Practicing Company Secretary	Man- age- ment Re- sponse	Re- marks
	No Non-Compliance	N.A	No Deviation	NA	NA	NA	NA	NA	No	NA

(b) The listed entity has taken the following actions to comply with the observations made in previous reports: Not Applicable

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity

we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI),as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	NA
2.	**Adoption and timely updation of the Policies:** ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulationsand have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	NA
3.	**Maintenance and disclosures on Website:** ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/ informationunder a separate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	NA

4.	**Disqualification of Director:** None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	NA
5.	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	NA

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
6.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	NA
7.	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	NA
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of AuditCommittee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	NA
9.	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	NA
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	NA

11.	**Actions taken by SEBI or Stock Exchange(s), if any:**	NA	NA
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	NA
13.	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	NA

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For SARK & ASSOCIATES LLP
PRACTICING COMPANY SECRETARIES

Sd/-

SUMIT KHANNA
Membership no 22135
CP No 9304
Place : Mumbai
Date: 28.05.2026
UDIN: A022135H000518851

INDEPENDENT AUDITOR'S REPORT

To The Members of KAARYA FACILITIES AND SERVICES LIMITED

Report on the Audit of the Standalone financial statements

We have audited the accompanying financial statements of **Kaarya Facilities And Services Limited** (hereinafter referred to as the 'Company'), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, 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").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the 'Basis for Qualified Opinion' section of our report, 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 Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006, as amended ("Accounting Standards") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the profit and loss and its cash flows for the year ended on

that date.

Basis for Qualified Opinion

i) The Company has outstanding statutory liabilities as on 31-Mar-2026 for various previous years as under:

Particulars	Amount in Lacs
Goods and Service Tax	758.28
Challenged before Appellate Authority in April and May 2026 (For FY 19-20 to FY 22-23)	425.00

Since these statutory liabilities attract mandatory interest, the Company is required to provide for the interest on accrual basis. However, Company has not provided for the interest on said statutory liabilities. This has resulted in profit being overstated to the extent of such non-provision.

ii) The Company has made the provision for gratuity liability based on the actuarial valuation as referred in the Accounting Standard 15 "Employee Benefits" only for limited Corporate Employees leaving out temporary employee. On the basis of information and explanations received from the management, the Gratuity provision has been made only in respect of permanent corporate employees and does not cover field staff in view of recoverability of such employee benefits from the principal employer. The said practice is at variance with AS -15. The impact of same on Statement of Profit and Loss is unascertained.

iii) Balance confirmations in respect of certain Trade Receivables, Trade Payables and other balances were sought by the Company from the respective parties; however, the same were not received/reconciled in certain cases till the date of finalisation of the financial statements. In view of this and pending reconciliations, such balances are subject to confirmation and consequential adjustments, if any.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on the examination of books of account and explanation provided to us, we are of the opinion that there are no materially significant key audit matters that requires disclosure in this report.

Information Other than the Standalone financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis and Directors Report (the "Reports"), but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Standalone financial statements

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

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

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

Auditor's Responsibility for the Audit of the Standalone financial statements

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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

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

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

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative 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 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:

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

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

c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act read with rules except for the matters as specified in the "Basis of Qualified opinion" Paragraph.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

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

   i. The Company has disclosed the impact of pending litigations/Contingent liabilities as at 31st March, 2026 in its financial statements- refer note no. 26 of financial statements.

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

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

   iv. a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

v. The Company has not declared or paid any any dividend during the year and hence, compliance with Section 123 of the Act is not applicable.

i) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has 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 the audit trail feature being tampered with. Additionally, as proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2026.

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

For **PIYUSH KOTHARI & ASSOCIATES**

CHARTERED ACCOUNTANTS

FRN: 140711W

Sd/-

Piyush Kothari

Partner

Date: May 29, 2026

Place: Ahmedabad

M. No.: 158407

UDIN: 26158407GRBVHS6294

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **Kaarya Facilities And Services Limited** (“the Company”) as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the Year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company 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 respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the 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 of Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. These Standards and the Guidance Notes required 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to fraud or error may occur and not be detected. Also, projections of any evaluation of the internal financial control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For **PIYUSH KOTHARI & ASSOCIATES**

CHARTERED ACCOUNTANTS

FRN: 140711W

Piyush Kothari

Partner

M. No.: 158407

UDIN: 26158407GRBVHS6294

Date: May 29, 2026

Place: Ahmedabad

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Report under the Companies (Auditor's Report) Order, 2020

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **Kaarya Facilities and Services Limited** ("the Company"), for the year ended March 31, 2026.

i. According to the information & explanation given to us and on the basis of our examination of the records of the Company, in respect of property, plant & equipment and intangible assets:

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

      (B) The Company does not have any intangible assets as at the reporting date. Accordingly, the requirement to maintain records in respect of intangible assets does not arise.

   b) The Property, Plant & Equipment were physically verified during the year by the management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information & explanation given to us, no material discrepancies were noticed on such verification.

   c) The title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

   d) The Company has not revalued its property, plant & equipment (including right to use assets) or intangible assets or both during the year and hence, reporting under clause 3(i)(d) of the order is not applicable.

   e) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder and hence, reporting under clause 3(i)(e) of the order is not applicable.

ii. a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedures of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks on the basis of security of current assets. In our opinion and according to information and explanations given to us, and as disclosed in Note 28(f) of the Standalone Financial Statements, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company except as disclosed in Note 28(f) of Standalone Financial Statements.

iii. a) In our opinion and according to the information and explanations given to us, the Company has granted any loans or advances in the nature of loans are as under:-

a) During the year, company has advanced unsecured loans to its associate company are as under

Name of the party	**Opening balance as on 01-04-2025**	**Loans advanced during the year**	**Interest Income**	**Loans Repaid**	**Closing balances as on 31-03-2026**
Kaarya Next Solutions Private Limited	1,33,18,483.50	1,22,00,799.9	4,84,574	2,60,03,857	0.00

b) During the year, company has advanced unsecured loans are as under:

Name of the party	**Opening balance as on 01-04-2025**	**Loans advanced during the year**	**Interest Income**	**Loans Repaid**	**Closing balances as on 31-03-2026**
Loans to Employees	24,02,902	1,30,000	-	84,468	24,48,434
Advance against salary paid to employees	35,32,086	1,08,000	-	1,59,066	34,81,020

(b) As per the information and explanation given to us, the rate of interest on which the loan has been advanced to the associate company is @ 8% whereas prevailing commercial Bank Borrowing Rate is marginally on higher side.

(c) As per the information and explanation provided to us, the company has duly entered into an Inter-corporate deposit agreement with its associate company specifying the terms and conditions of loan and payment of Interest thereon. the repayment of principal is stipulated on demand as per the agreement. Nonetheless, the payment of interest as well as repayment of principal is regular during the year.

(d) As per our examination of records, the interest has been regularly serviced by the company during the year. Since the loan as per agreement is repayable on demand only and no such demand has been made by lender company till 31-Mar-2026, there is no overdue amount.

(e) There is no Loans and advance in nature of loan granted which has fallen due during the year and has been renewed or extended or settled and therefore, clause 3(iii)(e) is not applicable.

(f) The loans granted to associate company during the year is repayable on demand without specifying the terms or period of repayment. The details are as under:

Aggregate amount of loan granted during the year	1,21,46,958
% to total loans granted	93.16%

Further, it is observed that the loans/advance salary given to employees are given as per prevailing policy which states that All loans taken by the employee will be deducted on a monthly basis and needs to be cleared within 6 months of the loan taken. The loans and advance salary outstanding as at 31-Mar-2026 are as under:

Loans to employees	24,48,434
Advance Salary	34,81,020

iv. According to the information and explanations given to us and as per records examined by us, the Company has not granted any loans, not made any investments and has not provided guarantees and securities as applicable with the provisions of Section 185 and 186 of the Companies Act, 2013.

v. The Company has not accepted any deposit or amounts which are deemed to be deposit within the meaning of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Hence, reporting under clause 3 (v) of the Order is not applicable.

vi. According to the information and explanation given to us, the company is not liable to maintain cost records specified by the Central Government under section 148(1) of the companies Act, 2013. Accordingly, Clause 3(vi) of the order is not applicable.

vii. According to the information & explanation given to us, in respect of statutory dues:

1. In our opinion, the Company has been regular in depositing undisputed statutory dues including Goods & Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service Tax, Customs Duty, Value Added Tax, Goods and Services Tax, Cess and other material statutory dues applicable to it with the appropriate authorities during the year. There were no undisputed amounts payable in respect of Goods & Service Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service Tax, Customs Duty, Value Added Tax, Goods & Services Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable except as under:-

Particulars	**Amount in Rs. in Lacs**
Goods & Services Tax (FY 2020-21)	7.52
Goods & Services Tax (FY 2021-22)	69.79
Goods & Services Tax (FY 2022-23)	264.42
Goods & Services Tax (FY 2023-24)	51.11
Goods & Services Tax (FY 2024-25)	48.50
Goods & Services Tax (FY 2025-26)	272.94
Challenged before Appellate Authority in April and May 2026 (For FY 19-20 to FY 22-23)	425.00

2. Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are as under:

Nature of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount (Rs.)
Income Tax Act, 1961	Income Tax	Writ Petition,High Court, Mumbai	AY 2018-19	41,13,420
Income Tax Act, 1961	Income Tax Act, 1961	CIT(Appeal)	AY 2020-21	28,61,490
Income Tax Act, 1961	Income Tax Act, 1961	Writ Petition,High Court, Mumbai	AY 2017-18 AY 2018-19 AY 2019-20	34,47,210
The Employees' Provident Funds And Miscellaneous Provisions Act, 1952	Provident Fund	Writ Petition,High Court, Mumbai	Not Applicable	1,09,68,352 (amount paid till date Rs. 44,83,844)

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

ix. Based on information and explanation provided by the management of Company and on the basis of our examination of the records of the Company,

1. The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. Hence reporting under clause (ix)(a) of the Order is not applicable.

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

3. According to the information and explanation given to us and on the basis of our examination of the records of the company, the Company has utilized the loan amount taken during the year for intended purpose.

4. On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

5. The Company does not have any subsidiary, associate or joint venture. Hence, reporting under paragraph 3(ix) (e) and (f) of the Order is not applicable to the company.

x. a) During the year, the Company has not raised any money by way of Initial Public offer or further public offer (including debt instruments). Accordingly, Clause 3(x)(a) of the Order is not applicable to the company.

b) According to the information & explanation given to us and on basis of our examination of the records of the company, During the year, company has made preferential allotment of shares and Share Warrants on 13th December, 2025; (25% of the warrant amount is received against allotted warrants) and shares subscribed and fully paid up, the details are as follows:-

Sr. No.	Type of Security Issued	Type of Issue	No. of Shares/ warrant	Price per Share/warrant
1	Warrants (Convertible into Equity)	Preferential Issue	700000	Rs. 13.09
2	Equity shares	Preferential Issue	276000	Rs. 13.09

xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) Whistle-blower complaints have not been received during the year by the Company.

x. In our opinion and according to information and explanations given to us, clause (xii) of para 3 to Companies (Auditor's Report) Order, 2020 w.r.t. Nidhi Company is not applicable to company. Accordingly, the paragraph 3(xii) of the order is not applicable to the company and hence not commented upon.

xi. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

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

(b) Internal audit is applicable to the Company as per the Provisions of section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014. Company has informed that they have appointed JAMAK & Associates, Chartered Accountants, (Firm Reg. No. 015193C) on 18th August, 2025 as internal auditor.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the company.

xiv. In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a) (b) (c) and (d) of the Order is not applicable to the Company.

xv. The Company has not incurred cash losses during the financial year. Hence reporting under paragraph 3(xvii) of the Order is not applicable to the Company.

xv. There has been no resignation of the statutory auditors during the year. Accordingly, Clause 3(xviii) not applicable.

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

xvii. According to the information and explanations given to us and based on our examination of books and records of the company, there are no unspent amount towards Corporate Social Responsibility (CSR) on either ongoing projects or other than ongoing projects under section 135 of the Act and accordingly, reporting under paragraph 3(xx)(a) and (b) of the order is not applicable to the Company.

xviii. The Company is not required to prepare a consolidated financial statement. Therefore, reporting under clause (xxi) of paragraph 3 of the order is not applicable to the Company.

For **PIYUSH KOTHARI & ASSOCIATES**

CHARTERED ACCOUNTANTS

FRN: 140711W

Piyush Kothari

Partner

M. No.: 158407

UDIN: 26158407GRBVHS6294

Date: May 29, 2026

Place: Ahmedabad

KAARYA FACILITIES AND SERVICES LIMITED

1101, 11th Floor, Lotus Link Square, D N Nagar, New link Road, Andheri West, Mumbai - 400053

CIN - L93090MH2009PLC190063

AUDITED BALANCE SHEET AS AT 31-MARCH-2026

Sr No	PARTICULARS	Note No.	31-3-2026 Rs. in Thousand	31-3-2025 Rs. in Thousand
I.	**EQUITY AND LIABILITIES**			
1.	**Shareholders' funds**			
	(a) Share Capital	2	96,263	93,503
	(b) Reserves and Surplus	3	-71,716	-92,734
	(c) Money received against share warrants	2	2,291	
			26,837	**769**
2.	**Share application money pending allotment**			
	(To the extent not refundable)			
3.	**Non- current liabilities**			
	(a) Long-term Borrowings	4	14,641	8,520
	(b) Deferred Tax Liabilities (Net)	5	-	-
	(c) Other Long Term Liabilities		-	-
	(d) Long-term Provisions	6	1,865	1,942
			16,506	**10,462**
4.	**Current Liabilities**			
	(a) Short term borrowings	7	79,012	78,382
	(b) Trade payables	8		-
	(A) total outstanding dues of Micro Enterprises and Small Enterprises		2,908	1,962
	and Small Enterprises		2,797	4,193
	(c) Other current liabilities	9	104,447	101,679
	(d) Short term provisions	10	151	212
			189,314	**186,429**
	TOTAL		**232,657**	**197,659**
II	**ASSETS**			
1.	**Non-current assets**			
	(a) Property, Plant and Equipments and Intangible Assets	11		
	(i) Property, Plant and Equipments		14,569	17,946
	(ii) Intangible assets		2,385	3,068
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(b) Non-current investments		-	-
	(c) Deferred tax assets (net)	5	1,390	1,322
	(d) Long-term loans and advances		-	-
	(e) Other non-current assets	12	2,970	747
			21,313	**23,083**
2.	**Current assets**			
	(a) Current investments		-	-
	(b) Inventories	13	7,138	11,001
	(c) Trade receivables	14	156,604	89,625
	(d) Cash and Cash Equivalents	15	23,780.30	26,666
	(e) Short-term loans and advances	16	7,480	22,083
	(f) Other current assets	17	16,341	25,201
			211,344	**174,577**
	TOTAL		**232,657**	**197,659**
	Significant accounting policies and notes to accounts	1		

As per our report of even date attached
For Piyush Kothari & Associates
Chartered Accountants
ICAI Firm Registration Number: 140711W

For an on behalf of Board of Directors of
Kaarya Facilities And Services Limited

SD/-
CA Piyush Kothari
Partner
Membership No.: 158407
Date: 29-5-2026
UDIN:26158407GRBVHS6294
Place: Ahmedabad

SD/-	**SD/-**
Vishal Panchal	**Vineet Pandey**
Chairman and MD	**Joint MD**
DIN: 00687445	**DIN: 00687215**
SD/-	**SD/-**
Jitendra Rathod	**Saurabh Akhouri**
CFO	**Company Secretary**

KAARYA FACILITIES AND SERVICES LIMITED
1101, 11th Floor, Lotus Link Square, D N Nagar, New link Road, Andheri West, Mumbai - 400053
CIN - L93090MH2009PLC190063

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

Sr.No	PARTICULARS	Note No.	For the Year Ended 31-MARCH-2026	For the Year Ended 31-MARCH-2025
			Rs. in Thousand	Rs. in Thousand
I	Revenue from Operations	18	388,894	380,951
II	Other Income	19	1,352	6,040
III	**Total Income (I + II)**		**390,246**	**386,991**
IV	**Expenses**			
	Cost of Material Consumed		-	-
	Purchase of Stock in Trade	20	6,575	6,900
	Changes in Inventories		-	-
	Employee Benefits Expenses	21	293,170	298,333
	Other Expenses	22	44,304	44,384
	Total Expenses		**344,050**	**349,618**
V	**Profit before Interest, Depreciation and Tax (III-IV)**		**46,196**	**37,373**
	Finance Costs	23	14,232	12500
	Depreciation And Amortization Expenses	11	4,141	5,557
VI	**Profit before exceptional and extraordinary items and tax**		**27,823**	**19,316**
VII	**Exceptional Items**	24	7,726	2,354
VIII	**Profit before extraordinary items and tax (VI-VII)**		**20,097**	**16,962**
IX	**Extraordinary items**		-	-
X	**Profit before tax (VIII-IX)**		**20,097**	**16,962**
XI	**Tax expense:**			
	(1) Current tax		-	-
	(2) Deferred tax		(68)	-208
	(3) Tax expense for prior period		-	-
			(68)	**(208)**
XII	**Profit for the period from continuing operations (X - XI)**		**20,165**	**17,169**
XIII	**Profit/(Loss) for the period from discontinuing operations**		-	-
XIV	**Tax expense of discontinuing operations**		-	-
XV	**Profit/(Loss) from discontinuing operations (after tax) (XIII-XIV)**		-	-
XVI	**Profit/(Loss) for the period (XII + XV)**		**20,165**	**17,169**
XVII	**Earnings per equity share:**			
	(1) Basic		2.14	1.84
	Weighted Avg nos of Shares		9,432,680	9,350,258
	(2) Diluted		1.99	1.84
	Weighted Avg nos of Shares		10,132,680	9,350,258
	See accompanying notes to the financial statements	1		

As per our report of even date attached
For Piyush Kothari & Associates
Chartered Accountants
ICAI Firm Registration Number: 140711W

For an on behalf of Board of Directors of
Kaarya Facilities And Services Limited

SD/-
CA Piyush Kothari
Partner
Membership No.: 158407
Date: 29-5-2026
UDIN:26158407GRBVHS6294
Place: Ahmedabad

SD/-
Vishal Panchal
Chairman and MD
DIN: 00687445

SD/-
Vineet Pandey
Joint MD
DIN: 00687215

SD/-
Jitendra Rathod
CFO

SD/-
Saurabh Akhouri
Company Secretary

KAARYA FACILITIES AND SERVICES LIMITED
1101, 11th Floor, Lotus Link Square, D N Nagar, New link Road, Andheri West, Mumbai - 400053
CIN - L93090MH2009PLC190063

Cash Flow Statement for the Year Ended 31-Mar-2026

Sr no.	Particulars	For the year ended 31-Mar-2026		For the year ended 31-Mar-2025	
		Rs. in Thousand		Rs. in Thousand	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	(Profit/Loss) before exceptional items, prior period items and tax:		20,097		16,962
	Adjustments for :				
	Depreciation and amortisation	4,141		5,557	
	Interest Received	(1,352)		(6,040)	
	Interest Expense	14,232		12,500	
			17,022		12,017
	Operating Profit before working capital changes		**37,119**		**28,979**
	Adjustments for:				
	(Increase)/Decrease in Other Current Asset	8,860		(4,302)	
	(Increase)/Decrease in Short Term Loans and Advances	14,603		9,540	
	(Increase)/Decrease in Trade receivables	(66,979)		(34,455)	
	(Increase)/Decrease in Inventories	3,863		1,978	
	(Increase)/Decrease in Investments	-		-	
	Increase/(Decrease) in Trade payables	(451)		108	
	Increase/(Decrease) in Other Liabilities and Provisions	(2,186)		(11,294)	
			(42,289)		**(38,424)**
	Cash generated from Operations		**(5,171)**		**(9,446)**
	Less : Direct taxes paid		-		-
	Net cash from Operating Activities (A)		**(5,171)**		**(9,446)**
	Prior Period Adjustments (Other than Taxation)		**-**		**-**
	Net cash from Operating Activities (A)		**(5,171)**		**(9,446)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchase of fixed assets		(81)		(305)
	Proceeds from sale of fixed assets		-		-
	Decrease / (Increase) in Deposits		-		-
	(Increase)/Decrease in Other Non Current Assets		(2,223)		(545)
	Interest received		1,352		6,040
	Dividend received		-		-
	Net Cash used in Investing Activities (B)		**(953)**		**5,190**
C	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Receipt From Borrowings		38,700		21,108
	Repayment of Borrowings		(27,763)		(14,632)
	Increase/(Decrease) in Short Term Borrowing		630		11,496
	Interest Paid		(14,232)		(12,499)
	Proceeds from issue of Equity shares		3,611.88		-
	Proceeds from issue of Share Warrant		2,290.75		-
	Net cash used Financing Activities (C)		**3,237**		**5,473**
	Net increase in cash and cash equivalents (A+B+C)		**(2,886)**		**1,217**
	Cash and cash equivalents at the beginning of the year		26,666		25,450
	Cash and cash equivalents at the end of the year		**23,780**		**26,666**

As per our report of even date attached
For Piyush Kothari & Associates
Chartered Accountants
ICAI Firm Registration Number: 140711W

For an on behalf of Board of Directors of
Kaarya Facilities And Services Limited

SD/-
CA Piyush Kothari
Partner
Membership No.: 158407
Date: 29-5-2026
UDIN:26158407GRBVHS6294
Place: Ahmedabad

SD/-
Vishal Panchal
Chairman and MD
DIN: 00687445

SD/-
Vineet Pandey
Joint MD
DIN: 00687215

SD/-
Jitendra Rathod
CFO

SD/-
Saurabh Akhouri
Company Secretary

KAARYA FACILITIES & SERVICES LIMITED
CIN - L93090MH2009PLC190063
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-MARCH-2026

(Amounts in Thousands except Nos. of Shares)

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '2'				
SHARE CAPITAL				
a. Authorised				
2,00,00,000 Equity Shares of Rs. 10/- each [Previous Year : 2,00,00,000 Equity Shares of Rs.10/- each]		**200,000**		**200,000**
b. Issued, Subscribed and Fully Paid up				
96,26,258 Equity Shares of Rs.10/- each fully paid-up		96,263		**93,503**
[Previous Year : 93,50,258 Equity Shares of Rs.10/- each]				
TOTAL		**96,263**		**93,503**

c. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:	**Nos**	**Rs.**	**Nos**	**Rs.**
Equity Shares at the beginning of the year	9,350,258	93,503	9,350,258	93,503
Add: Shares issuued During the Reporting Period	276,000	2,760	-	-
Add: Bonus Shares Issued	-	-	-	-
Total	9,626,258	**96,263**	9,350,258	**93,503**
Less: Buy back of Shares	-	-	-	-
Less Reduction in Capital	-	-	-	-
Equity shares at the end of the year	**9,626,258**	**96,263**	**9,350,258**	**93,503**

Shares Issued during Reporting Period

Allotment of 2,76,000 Equity Shares of Face Value of Re. 10/-each at an Issue Price of Rs. 13.09/- each (including premium of Rs. 3.09/- each) amounting to Rs. 36,12,840/- to three investors being Non-Promoters on Preferential Allotment basis through Resolution passed in the Annual General Meeting held on 30th September, 2025 and Board Resolution in Board Meeting held on 13th Decemeber 2025

d. Rights,Preferences & Restrictions attached to Equity Shares
The Company has one class of equity shares having a par value of Rs.10/- (Rs.10/-) each. Each shareholder is eligible for one vote per share held. The dividend proposed 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. 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.

During the year ended 31 March,2026, the amount of per share dividend recognised as distribution to equity shareholders was Rs. Nil/-. (Previous Year "NIL")

e. Details of shareholders holding more than 5% shares in the company

Name Of Shareholders	In Nos	In %	In Nos	In %
Vineet Pandey	**2,591,630**	26.92	2,591,630	27.72
Vishal Panchal	**2,591,630**	26.92	2,591,630	27.72

f.Disclosure of shareholding of Promoters

Promoter Name	As at 31-Mar-2026		As at 31-Mar-2025		% Change during the year
	Nos. of shares	% of Total Shares	Nos. of shares	% of Total Shares	
Vineet Pandey	2,591,630	26.92%	2,591,630	27.72%	-2.87%
Vishal Panchal	2,591,630	26.92%	2,591,630	27.72%	-2.87%
Total	**5,183,260**	**53.85%**	**5,183,260**	**55.43%**	

g. Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate - **NA**

h. Shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment, including the terms and amounts - **NA**

i.Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date - **NA**

j.Calls unpaid (showing aggregate value of calls unpaid by directors and officers) - **NA**

k. Forfeited shares (amount originally paid-up) - **NA**

l.Money Received Against Share Warrants	As at 31-Mar-2026		As at 31-Mar-2025	
Allotment of 7,00,000 fully convertible warrants ("Warrants"), carrying a right exercisable by the Warrant holder to apply for and be allotted 1 (one) Equity Share of face value of Rs.10/- each, per Warrant, to Promoters of the Company Group at an issue price of Rs. 13.09/- per Warrant aggregating Rs. 91,63,000/- (Rupees Ninety One Lakh and Sixty Three Thousand only), against receipt of 25% of the issue price, aggregating Rs. 22,90,750/- (Rupees Twenty Two Lakh Ninety	**Nos. of shares**	**Rs 000**	**Nos. of shares**	**Rs 000**
Vishal Panchal	350,000	1,145	-	0
Vineet Pandey	350,000	1,145	-	0
TOTAL	**700,000**	2,291	**-**	0

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE `3'				
RESERVES AND SURPLUS				
Securities Premium				
Opening Balance		-		-
Add : Received on Issue of Shres		853		-
Less : Utilised for Bonus issue		-		-
Less : Utilisation		-		-
Closing Balance	(A)	**853**		**-**
Surplus (Balance in Statement of Profit and Loss)				
Opening Balance		(92,734)		(109,903)
Add: Profit During the Year		20,165		17,169
Add/(Less): Appropriations/ Adjustment		-		-
Less: Bonus Issue		-		-
Closing Balance	(B)	**(72,569)**		**(92,734)**
TOTAL	(A+B)	**(71,716)**		**(92,734)**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '4'				
LONG TERM BORROWINGS				
a. Secured				
Red Fort Capital Finance Company Pvt Ltd		1,198		2,186
(Repayable in 36 EMI, Last EMI - 05 Mar 2028, Rate of Interest - 19.50%)				
(Secured by second charge on Book Debts, Stock and Machinery)				
(Collateral Security in the form of Mortgage of Residential House Property in the name of Directors)				
Red Fort Capital Finance Company Pvt Ltd		8,563		
(Repayable in 48 EMI, Last EMI - 21 Mar 2030, Rate of Interest - 18.95%)				
(Collateral Security in the form of Mortgage of Office Property in the name of Directors)				
b. Unsecured				
From NBFC				
Neo Growth Credit Pvt Ltd		-		867
(Repayable in 30 EMI, Last EMI - 05 Sept 2026, Rate of Interest - 23.99%)				
Unity Small Finance Bank Limited		1,879		
(Repayable in 36 EMI, Last EMI - 04 April 2029, Rate of Interest - 18.95%)				
Unity Small Finance Bank Limited		3,000		5,467
(Repayable in 36 EMI, Last EMI - 04 Mar 2028, Rate of Interest - 19.50%)				
TOTAL		**14,641**		**8,520**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '5'				
DEFERRED TAX LIABILITY (NET)				
Deferred Tax Liabilities		-		-
Deferred Tax Assets				
On Account of depreciation under The Companies Act, 2013 and The Income Tax Act, 1961		1,390		1,322
TOTAL		**1,390**		**1,322**

Particulars	As at 31-MARCH-2026		As at 31-MARCH-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '6'				
Long Term Provision				
Provision for Gratuity		1,865		1,942
TOTAL		**1,865**		**1,942**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.		
NOTE '7'				
SHORT TERM BORROWINGS				
(a)Secured				
(Secured by Hypothecation of Book Debts, Stock and Machinery having credit limit		60,550		60,670
Cash Credit Account		7,491		
Red Fort Capital Finance Company Pvt Ltd				1,600
(Repayable in 1 EMI, Last EMI - 26 June 2025, Rate of Interest - 22.80%)				
(Secured by second charge on Book Debts)				
(b)Unsecured				
Loans from Bank				
Unity Small Finance Bank Limited		-		3,642
(Rs.40.08 Lakhs for 3 Month, Repayable before- 30 April 2025, Rate of Interest-				
Loans from others				4,500
Loans and advances from related parties				
Loans from Directors (Repayable on or after 01st April, 2025)				
Loan From Director-Mr. Vineet Pandey	5,820		3,985	
Loan From Director-Mr. Vishal Panchal	5,151	10,971	3,985	7,971
TOTAL		**79,012**		**82,883**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '8'				
TRADE PAYABLES				
(i) Trade Payables for Goods				
- total outstanding dues of micro enterprises and small enterprises		1,543		1,228
- total outstanding dues of creditors other than micro enterprises and small enterprises		2,582		522
(ii) Trade Payables for Expenses				
- total outstanding dues of micro enterprises and small enterprises		1,364		734
- total outstanding dues of creditors other than micro enterprises and small enterprises		215		3,671
		5,705		**6,155**

Agewise Trade Payables as on 31-Mar-2026

Particulars	Outstanding for following Periods from Date of Transaction					
	Less than 6	Less than a year	1-2 Years	2-3 Years	More than 3 years	Total
MSME	2,045	852	10	-	-	**2,908**
Others	1,350	563	931	(47)	-	**2,797**
Disputed Dues - MSME	-	-	-	-	-	**-**
Disputed Dues - Others	-	-	-	-	-	**-**
Total	**3,395**	**1,415**	**941**	**(47)**	**-**	**5,705**

Agewise Trade Payables as on 31-Mar-2025

Particulars	Outstanding for following Periods from Date of Transaction					
	Less than 6	Less than a year	1-2 Years	2-3 Years	More than 3 years	Total
MSME	1,895	67	-	-		**1,962**
Others	2,957	1,085	-5	88	68	**4,193**
Disputed Dues - MSME	-	-	-	-		**-**
Disputed Dues - Others	-	-	-	-		**-**
Total	**4,853**	**1,152**	**(5)**	**88**	**68**	**6,155**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '9'				
OTHER CURRENT LIABILITIES				
Other Payables				
Statutory Dues		80,223		72,750
Payable to employees		14,603		23,331
Audit Fees Payable		518		428
Provision for Expenses		-		883
Term Loans (Current Maturities of Long Term Borrowings)		-		-
Secured				
From Bank				
Red Fort Capital Finance Company Pvt Ltd	988		814	
(Repayable in 36 EMI, Last EMI - 05 Mar 2028, Rate of Interest - 19.50%)				
Unity Small Finance Bank Limited	2,467		2,033	
(Repayable in 36 EMI, Last EMI - 04 Mar 2028, Rate of Interest - 19.50%)				
Unity Small Finance Bank Limited	621		-	
(Repayable in 36 EMI, Last EMI - 04 April 2029, Rate of Interest - 18.95%)				
Unsecured				
From NBFC				
Atul Adani Financial Services Pvt Ltd	-		208	
(Repayable in 36 Bi Monthly EMI, Last EMI - 10 May 2025, Rate of Interest - 21%)				
Atul Adani Financial Services Pvt Ltd	600		-	
(Repayable in 20 EMI, Last EMI - 27 April 2026, Rate of Interest - 18%)				
Capital Trade link	1,625			
(Repayble in 8 EMI, Last EMI - 16 April 2026)				
Red Fort-1.05 cr	1,937			
(Repayable in 48 EMI, Last EMI - 21 Mar 2030, Rate of Interest - 18.95%)				
(Collateral Security in the form of Mortgage of Office Property in the name of Directors)				
Neo Growth Credit Pvt Ltd-ROI	867		1,233	
(Repayable in 30 EMI, Last EMI - 05 Sept 2026, Rate of Interest - 23.99%)				
		9,104		4,289
TOTAL		**104,447**		**101,679**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '10'				
SHORT TERM PROVISIONS				
Provision for Income Tax Assessed Liability		-		-
Provision for Gratuity		151		212
TOTAL		**151**		**212**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '12'				
OTHER NON-CURRENT ASSETS				
Security Deposits for Leasehold Premises		**50**		50
Security Deposit with Clients / Tender Deposits		**2,830**		607
GST Refund Claim		**90**		90
TOTAL		**2,970**		**747**

Particulars	As at 31-MARCH-2026		As at 31-MARCH-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '13'				
INVENTORIES				
Consumables and Stores (At Cost)		7,138		11,001
(Goods-in-transit - Rs. Nil)				
TOTAL		**7,138**		**11,001**

KAARYA FACILITIES AND SERVICES LIMITED
CIN - L93090MH2009PLC190063
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026
NOTE '11' PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Rs. In Thousands

Sr. No.	Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost as on 1-4-2025	Addition during the year	Adj. during the year	Total cost as at 31-3-2026	Depreciation as at 1-4-2025	Addition during the year	Depreciation Adj.	Total Dep. As at 31-3-2026	As at 31-3-2026	As at 31-3-2025
	<u>Tangible Assets:</u>										
1	**Plant And Machinery**	46,515	48	-	46,563	32,498	2,540	-	35,038	11,525	14,016
2	**Computer & Peripherals**	3,802	33	-	3,835	3,626	16	-	3,642	193	178
3	**Furniture And Fixtures**	14,072	-	-	14,072	10,812	826	-	11,638	2,434	3,259
4	**Office Equipment**	8,390	-	-	8,390	7,898	75	-	7,973	417	493
5	<u>Intangible Assets:</u>										
	Softwares	22,428	-	-	22,428	19,359	684	-	20,043	2,385	3,068
	TOTAL RS.	**95,207**	**81**	**-**	**95,288**	**74,193**	**4,141**	**-**	**78,334**	**16,954**	**21,014**
	PREVIOUS YEAR'S FIGURES	**93,676**	**1,226**	**-**	**94,902**	**61,425**	**7,211**	**-**	**68,636**	**26,266**	**32,251**

Note : Depreciation is calculated as per WDV Method

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '14'				
TRADE RECEIVABLES				
Considered Good				
Undisputed trade receivables		160,959		89,194
Disputed trade receivables		-		-
Considered doubtful				
Undisputed trade receivables		2,783		7,568
Disputed trade receivables		-		-
		163,741		**96,762**
Less : Provision for Doubtful Debts		7,137		7,137
TOTAL		**156,604**		**89,625**

Agewise Trade Receivables as on 31-Mar-2026

Particulars	Outstanding for following Periods from Date of Booking of Transaction					
	Less than 6 Month	Less than a year	1-2 Years	2-3 Years	More than 3 years	Total
Undisputed Receivable-Considered Good	153,593	127	75	25	-	**153,821**
Undisputed Receivable-Considered Doubtful	1,611	1,274	73	60	(236)	**2,783**
Disputed Receivable-Considered Good	-	-	-	-	-	**-**
Disputed Receivable-Considered Doubtful	-	-	-	-	-	**-**
Total	**155,205**	**1,402**	**148**	**86**	**(236)**	**156,604**

Agewise Trade Receivables as on31-Mar-2025

Particulars	Outstanding for following Periods from Date of Booking of Transaction					
	Less than 6 Month	Less than a year	1-2 Years	2-3 Years	More than 3 years	Total
Undisputed Receivable-Considered Good	88,514	617	97	(37)	3	**89,194**
Undisputed Receivable-Considered Doubtful	-	-	-	431	-	**431**
Disputed Receivable-Considered Good	-	-	-	-	-	**-**
Disputed Receivable-Considered Doubtful	-	-	-	-	-	**-**
Total	**88,514**	**617**	**97**	**394**	**3**	**89,625**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '15'				
CASH & CASH EQUIVALENTS				
a. Cash in hand		1,680		1,460
b. Balances with Bank				
i. In Current Accounts		3,504		6,918
ii. In Fixed Deposits		18,596		18,132
(Fixed deposits of Rs. 135.36 lacs/- has been lien marked for total banking facility against the said fixed deposits.)				
iii. In Recurring Deposits		-		155
c. Other Bank Balances				
TOTAL		**23,780**		**26,665**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '16'				
SHORT TERM LOANS AND ADVANCES				
Loans and advances to related parties				
Kaarya Next Solutions Pvt Ltd		-		13,318
Others				
Advance against salaries		**3,481**		3,532
Loan to Employee		**2,448**		2,403
Imprest account		**619**		1,949
Others		**932**		880
TOTAL		**7,480**		**22,083**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '17'				
Other Current Assets				
Prepaid Expenses		105		1,026
WIP for FM Contract	16,191		16,191	
Less: Provision for WIP	(16,191)	-	(9,865)	6,326
Balances with Revenue Authorities		16,237		17,849
		16,341		**25,201**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '18'				
REVENUE FROM OPERATIONS				
Sale of Services		388,894		380,951
TOTAL		**388,894**		**380,951**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '19'				
OTHER INCOME				
Interest on Advances		538		1,510
Interest on Fixed Deposit		554		861
Interest on Recurring Deposit		9		16
Interest on Income Tax Refund		250		206
Other Income		-		-
Sundry Balances Write back		-		-
Provision Reversed		-		3,447
TOTAL		**1,352**		**6,040**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '20'				
COST OF MATERIAL CONSUMED				
Stock at Comencement		11,001		12,978
Purchases		1,978		3,925
Uniform Expenses (Others)		734		998
Less:- Stocks write off		-		-
Less:- Stocks at Closed		7,138		11,001
TOTAL		**6,575**		**6,901**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '21'				
EMPLOYEE BENEFITS EXPENSES				
Salaries, Wages & Bonus		268,757		272,943
Contribution to P.F, E.S.I and Other Statutory Funds		24,192		24,454
Employee Workmen and Staff Welfare Expenses		221		936
TOTAL		**293,170**		**298,333**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '22'				
OTHER EXPENSES				
Advertising expenses	18		34	
Remuneration to Auditor				
Statutory Audit Fees	458		575	
Tax Audit Fees	-		-	
Business Promotion Expense	173		-	
Gratuity Provision	(139)		183	
Miscallaneous Expenses	203		71	
Director's Remuneration	5,280		5,280	
Donation	-		5	
Electricity Expenses	109		146	
Employees Background Verification Charges	31		60	
Expense Billable to Client-Outsourced Contract	21,231		29,607	
Insurance	708		518	
IT Expenses	164		216	
Listing Fees	78		25	
Office Expenses	1,205		3,294	
Printing & Stationery Expenses	43		105	
Professional Fees	3,966		1,914	
Provision of Expense for unbilled revenue	-		(9,039)	
ROC charges	26		29	
Rent, Rates & Taxes	10,015		8,809	
Penalty	-		230	
Tender Fees	-		109	
Recruitment Expenses	25		66	
Travelling, Hotels stay and Related Expenses	820		1,879	
Sundry Balances Write off	(109)		268	
		44,304		44,384
TOTAL		**44,304**		**44,384**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
NOTE '23'				
FINANCE COSTS				
Interest on Cash Credit	7,533		8,568	
Interest on Term Loan	4,137		1,208	
Interest on Bill of Exchange	-		1,393	
Interest on Bill Discounting	10	11,680	3	11,173
Other Financial Costs				
Bank Charges	1,181		632	
Other Financial Charges	1,371	2,552	695	1,327
TOTAL		**14,232**		**12,500**

Particulars	As at 31-3-2026		As at 31-3-2025	
	Rs.	Rs.	Rs.	Rs.
Note '24'				
Exceptional Items				
Provident Fund & ESI paid for earlier years	48		2,354	
Work in Progess of Earlier years	7,678	7,726	-	2,354
		7,726		**2,354**

NOTE '25' RELATED PARTY DISCLOSURES (AS-18)

KAARYA FACILITIES AND SERVICES LIMITED

Notes forming part of the financial statements

(D) Disclosure as per Accounting Standard 18 (Related Party Disclosure)

a) Names of related parties and description of relationship:

Enterprises owned or significantly influenced by key management personnel or their relatives	Kaarya Next Solution Pvt Ltd Evetan Fintech Pvt Ltd Brassbell Tech and Services
Key Management Personnel (JMD)	Mr.Vineet Pandey
Key Management Personnel (CMD)	Mr.Vishal Panchal

(b) Transactions along with related parties for the year ended March 31,2026 and March 31,2025 are as follows: (Previous Year's figures are shown in brackets) and Amount in Thousands

Particulars	Holding Company	Enterprises owned or significantly influenced by key management personnel or their relatives			Key Management Personnel and relatives	Total
Name of Party		**Kaarya Next Solution Pvt Ltd**	**Evetan Fintech Pvt Ltd**	**Brassbell Tech and Services**		
Sales of Services	-	**19,001**	-	-	-	19,001
	-	-	-	-	-	-
Sales of Goods Return	-	-	-	-	-	-
	-	-	-	-	-	-
Purchase of Services	-	-	-	-	-	-
	-	-	-	-	-	-
Purchase of capital goods	-	-	-	-	-	-
	-	-	-	-	-	-
consumable and other expenses	-	-	-	-	-	-
	-	-	-	-	-	-
Share Capital-25% received by Company Share Warrants issued to promoters on 13th Dec 2025	-	-	-	-	-	2,291
	-	-	-	-	-	-
Loan Received	-	-	-	-	3,503.48	3,503
	-	-	-	-	(5,043.23)	(5,043)
Loan Given	**-**	**12,201**	**-**	**-**	**-**	**12,201**
	-	**(5,660)**	-	-	-	(5,660)
Advance taken	-	-	-	-	-	-
	-	-	-	-	-	-
Advance Repaid	-	-	-	-	-	-
	-	-	-	-	-	-
Advance Paid	-	-	-	-	-	-
	-	-	-	-	-	-
Loan Repayment	**-**	**26,004**	**-**	**-**	**503.00**	**26,507**
	-	**(15,228)**	-	-	(3,828.22)	(19,056)
Interest Received		**485**	-	-	-	485
		(1,359)	-	-	-	(1,359)
Interest Paid	-	-	-	-	-	-
	-	-	-	-	-	-
Commission Paid	-	-	-	-	-	-
	-	-	-	-	-	-
Rent Paid	-	-	-	-	1,815	1,815
	-	-	-	-	(1,980)	(1,980)
Remuneration to Key Management Personnel	-	-	-	-	6,750	6,750
	-	-	-	-	(6,738)	(6,738)
Balance Outstanding at the year end:	-	-	-	-	-	
Accounts Payable	-	-	-	-	-	-
	-	-	-	-	-	-
Accounts Receivables	-	-	-	-	-	-
	-	-	-	-	-	-
Loan Received					10,971.15	10,971
					-7970.666	(7,971)
Loan Given	-	(0)	-	-		
	-	(13,318)	-	-		
Remuneration payable to Key Management personnel	-	-	-	-	123	123
	-	-	-	-	(550)	(550)

As per our report of even date attached
For Piyush Kothari & Associates
Chartered Accountants
ICAI Firm Registration Number: 140711W

For Kaarya Facilities And Services Limited

CA Piyush Kothari
Partner
Membership No.: 158407
Date: 29-5-2026

Vishal Panchal
Chairman and MD
DIN: 00687445

Vineet Pandey
Joint MD
DIN: 00687215

PARTICULARS	31-3-2026	31-3-2025
NOTE 26: CONTINGENT LIABILITIES		
Other Dues		
- Income Tax Dues		
A.Y 2018-19	4,113	4,113
- Provident Fund Dues		
A.Y 2020-21	2,861	2,861
A.Y 2021-22	-	2,233
A.Y 2022-23	-	1,428
Writ Petition for PF Disallowance		-
A.Y 2017-18	465	-
A.Y 2018-19	1,255	-
A.Y 2019-20	1,727	-
Writ Petition for Interest and damages	7,175	-
Bank Guarantees Issued are secured against FDs placed with banks, and hence not shown Contingent Liabilities		

NOTE 27: Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006

The information have been determined to the extend such parties have been identified on the basis of information available with the Company. The

Particulars	31-3-2026	31-3-2025
Amount unpaid as at year end - Principal	2,908	1,962
Amount unpaid as at year end - Interest	Nil	Nil
The amount of interest paid by buyer in terms of Sec.16 of The Micro, Small and Medium Enterprises Development Act, 2006 (the Act)	Nil	Nil
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Act.	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under sec.23 of the Act. There are no delayed payments to MSMEs against undisputed invoices , hence interest on the same have not been paid and is NIL	Nil	Nil

Note : DISCLOSURE IN RESPECT OF ASSET TAKEN ON OPERATING LEASE:

Particulars	31-3-2026	31-3-2025
The Lease rentals payable in future in respect of operating leases as under:		-
Obligations Payable		-
Within One Year	-	-
Later than one year but not later than five years	-	-
Beyond five years	-	-

Notes forming part of Financial Statements for the year ended 31 March,2026

Note No. 28	Particulars

a. **Title deeds of immovable properties not held in the name of company**

The Company does not hold any immovable property during the year, therefore this disclosure is not applicable.

b. **Revaluation of Property Plant and Euipment**

During the year the company has not revalued the Property Plant and Equipment

c. **Loans or Advances in nature of loans granted to promoters, directors, KMPs and the related parties (severally or jointly)**

During the year, the company has advanced loan to its associate company "Kaarya Next Solutions Private Limited" and the said loan is repayable on demand without specifying the terms or period of repayment:

Type of Borrower	Amount of Loan or Advance in the nature of Loan outstanding (in	Percentage to the total loans and Advances in the
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties (Associate Company)	12,200.80	93.57%

d. **Capital-Work-in Progress (CWIP)**

The company does not have any capital work in progress hence reporting in this regard is not applicable.

e. **Details of Benami Property held**

There are no proceedings intiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the reules made thereunder

f. **Borrowings from banks and financial institutions on the basis of security of the current assets**

The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns filed by the Company with such banks or financial institutions are not in agreement with the unaudited books of accounts of the Company of the respective quarters.The details of variations are as under:

Sundry Debtors (Amounts in Thousand)

Quarter	As per Statement filed with the	As per Books of Accounts	Difference	Reason for Variance
Q1	81,974	83,320	-1,346	Due to our practice of submitting the stock statement by the 10th of each month, there is often a variance between the debtors reported in the stock statement and those in our books. This is primarily because, at the time of submission, some billing remains pending as we await client approvals. Consequently, we include an estimate of unbilled debtors in the stock statement, leading to a timing difference in the reported figures.
Q2	83,018	115,543	-32,525	
Q3	82,896	87,651	-4,755	
Q4	84,021	156,604	-72,584	

g. **Wilful Defaulter**

The company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

h. **Relationship with Struck off Companies**

The company has not entered in any transaction with struck off companies during the financial year.

i. **Registration of charges or satisfaction with Registrar of Companies**

The company has registered all the charges or satisfaction as required with the Registrar of Companies within the statutory period

j. **Compliance with number of layers of companies**

The company does not have any subsidiaries during the financial year. Hence the restrictions prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

k. **Compliance with approved Scheme(s) of Arrangements**

The company is not under any scheme of Arrangements as prescribed under sections 230 to 237 of the Companies Act, 2013. Hence, there is no effect of such schemes in the books of accounts as at end of the year.

l. **Utilisation of Borrowed funds and share premium**

(A)Where company has advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intemediaries) with the understanding (whether recorded in writing or otherwise) that the intemediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries; the company shall disclose the following:-

(I) date and amount of fund advanced or loaned or invested in Intermediaries with complete details of each Intermediary.

(II) date and amount of fund further advanced or loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries alongwith complete details of the ultimate beneficiaries

(III) date and amount of guarantee, security or the like provided to or on behalf of the Ultimate Beneficiaries

(IV) declaration that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003);

m. **Corporate Social Responsibility**
The Provisions of Corporate Social Responsibility under Section 135 of The Companies Act, 2013 is not applicable to the company.

n. **Undisclosed Income**
The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the current period in the tax assessments

o. **Details of Crypto Currency or Virtual Currency**
The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

p. The Company could not generate E invoices for 573 invoices as required in the E invoice portal due to technical error though due tax was paid by raising manual tax invoices. These Invoices are reported in GST returns and paid. Non raising of invoices could lead to demand which can be contested on merits as the due tax is paid and it is only a technical lapse.

q. **Employee Benefit Obligations – Gratuity**
The gratuity liability is determined based on an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method.

Particulars	Amount (INR) in Thousand
Present value of obligation	2,016
Fair value of plan assets	-
Net liability recognized	2,016

Expenses recognized in the Statement of Profit and Loss:

Current service cost	213
Interest cost	150
Expected return on plan assets	-
Actuarial (gain)/loss recognized	-180
Total expense	**183**

Assumptions Used in Actuarial Valuation:

Discount rate	7.27%
Salary escalation rate	5.00%
Expected return on plan assets	Not Applicable
Retirement age	60 Years

As per our report of even date attached
For Piyush Kothari & Associates
Chartered Accountants

For an on behalf of Board of Directors of
Kaarya Facilities And Services Limited

CA Piyush Kothari
Partner
Membership No.: 158407
Date: 29-5-2026
UDIN:26158407GRBVHS6294

Vishal Panchal
Chairman and MD
DIN: 00687445

Vineet Pandey
Joint MD
DIN: 00687215

Jitendra Rathod
CFO

Saurabh Akhouri
Company Secretary

Note 29: Ratio Analysis and its elements						
Ratio	**Numerator**	**Denominator**	**31-Mar-26**	**31-Mar-25**	**% change**	**Reason for variance**
Current ratio	Current Assets	Current Liabilities	1.12	0.79	42.19%	Significant increase in Trade receivables improves the current ratio during the year. Increase in Trade Receivables is due to liquidity crunch among customers, leading to longer payment cycles against sales invoices and longer recevables -to -cash conversion cycle ,as a market compulsion
Debt- Equity Ratio	Total Debt	Shareholder's Equity	3.49	113.09	-96.91%	There is an increase in net worth and shareholders due to increased net profits, and preferential allotment in Dec 2025, but sharper increase in Debt Net worth and shareholders equity (the denominator) had turned modestly positive in PY 2025 vs 2024 , hence this ratio was higher in PY
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating	Debt service = Interest & Lease Payments + Principal	3.08	2.50	23.10%	Significant improvements in Net Profit & cash operatings profits (numerator) has improved this ratio vs PY
Return on Equity ratio (%)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	75.14%	2234.39%	-2159.25%	. Healthy ratio , as there is an increase in net worth and shareholders due to increased net profits, and preferential allotment in Dec 2025. In PY, the net profits and networth had turned posituve for 1st time after negative NW of 2 years ,hence the improvement appeared sharper in PY
Inventory Turnover ratio	Cost of goods sold	Average Inventory	-	-	0.00%	NA
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.16	5.26	-39.95%	Decline in this ratio , is Due to significant Increase in Trade Receivables (denominator)in current year as compared to PY, though net sales remains at almost same level .Increase in Trade Receivables is due to liquidity crunch among customers, leading to longer payment cycles against sales invoices and longer recevables -to -cash conversion cycle ,as a market compulsion
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	7.73	7.69	0.48%	There is marginal increase in Trade Payable Turnover Ratio on account of slight decrease in value of average creditors vs PY , due to slightly better payment cycle from Co to creditors
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	17.65	(32.14)	-154.93%	The working capital has increased in CY due to increase in debtors . In PY , working capital was negative
Net Profit ratio (%)	Net Profit	Net sales = Total sales - sales return	5.19%	4.51%	0.68%	The improvement vs PY is due to to fall in employee benefit expenses as a %age to sales
Return on Capital Employed (%)	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax	38.34%	42.63%	-4.29%	Healthy ROCE, but slightly lower than PY due to increase in working capital (debtors), and also increase in share capital due to preferantial allotment and share warrants issued in Dec 2025
Return on Investment (%)	Interest (Finance Income)	Investment	0.00%	0.00%	0.00%	NA

KAARYA FACILITIES AND SERVICES LIMITED

Calculation of Depreciation as per Income Tax Act for Assessment Year 2026-2027

SCHEDULES : 9

Rs. in Thousand

Description	Rate of Depreciation	WDV As On 01.04.2025	Addition			Depreciation	WDV As on 31.Mar.2026
			More than 180 days	Less than 180 days	Total		
Computer/ Software & Peripherals							
Computer	40.00%	288	-	33	321	122	199
Software	40.00%	963	-	-	963	385	578
		1,251	**-**	**33**	**1,284**	**507**	**777**
Plants & Machinery							
Machineries	15.00%	13,574	7	42	13,623	2,040	11,583
		13,574	**7**	**42**	**13,623**	**2,040**	**11,583**
Office Equipment							
Mobile Phone	15.00%	10	-	-	10	2	9
EPABX System	15.00%	1	-	-	1	0	1
Microwave Owan	15.00%	0	-	-	0	0	0
Office Telephone	15.00%	2	-	-	2	0	1
Water Purifier	15.00%	0	-	-	0	0	0
Office Equipment	15.00%	3,602	-	-	3,602	540	3,061
Attendance Machine	15.00%	14	-	-	14	2	12
Display Counter	15.00%	11	-	-	11	2	10
		3,640	**-**	**-**	**3,640**	**546**	**3,094**
Furniture & Electricals Fitting							
Furniture & Fixture	10.00%	7,802	-	-	7,802	780	7,022
		7,802	**-**	**-**	**7,802**	**780**	**7,022**
GRAND TOTAL		**26,267**	**7**	**75**	**26,349**	**3,873**	**22,476**

Form No. MGT-11

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management Administration) Rules, 2014)

KAARYA FACILITIES AND SERVICES LIMITED

CIN : L93090MH2009PLC190063

Regd Office: UNIT NO 1101, LOTUS LINK SQUARE, D N NAGAR, NEW LINK ROAD, ANDHERI WEST, MUMBAI, MAHARASHTRA, INDIA, 400053

Name of Member : ____

Registered Address : ____

____

E Mail ID : ____

Folio No./ Client ID : ____________________________________

DP ID : ____

I/We, being the member(s) of ______________________Shares of Kaarya Facilities And Services Limited, hereby appoint

1. Name : ______________________Email ID : ____________________
   Address : ____
   Signature :__________________________, or failing him
2. Name : ______________________Email ID : ____________________
   Address : ____
   Signature :__________________________, or failing him
3. Name : ______________________Email ID : ____________________
   Address : ____
   Signature :__________________________, or failing him

as my/our proxy to attend and vote (in a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Monday, September 28, 2026 at 11.00 a.m. at the registered office of the Company at Unit No 1101, Lotus Link Square, D N Nagar, New Link Road, Andheri West, Mumbai, Maharashtra, India, 400053 and at any adjournment thereof in respect of such resolutions as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below:

Resolutions	**For**	**Against**
1.To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2026, along with the Board of Directors Report and Auditors Report thereon – Ordinary Business.		
2. To Appoint M/s. Bhasin Hota & Co, Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy for Financial year 2026-2027 – Special Business.		

Signed this ______________day of ________________ 2026

Signature of Shareholders __________________________

Signature of Proxy Holder(s) _______________________

Affix Rs. 1 Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

KAARYA FACILITIES AND SERVICES LIMITED

CIN : L93090MH2009PLC190063

Regd Office: UNIT NO 1101, LOTUS LINK SQUARE, D N NAGAR, NEW LINK ROAD, ANDHERI WEST, MUMBAI, MAHARASHTRA, INDIA, 400053

(Please complete this Attendance Slip and hand it over at the entrance of the meeting hall)

I hereby record my presence at the Annual General Meeting of the Shareholders of the Company being held on, Monday, September 28, 2026 at 11.00 a.m. at the registered office of the Company at Unit No 1101, Lotus Link Square, D N Nagar, New Link Road, Andheri West, Mumbai, Maharashtra, India, 400053.

DP Id. : ____

Client ID : ____

Folio No. : ____

No. of Share Held : ____________________________________

Name of Shareholder: __________________________________

Name of Joint holder : ___________________________________

Name of Proxy ____
(To be Filed in case of the proxy attends instead of shareholder)

____

Signature of Shareholder/Proxy