SOM DISTILLERIES AND BREWERIES LIMITED

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Phone: +91-11-26169909, 26169712 Fax: +91-11-26195897
Corporate Office: SOM House, 23, Zone II, M.P. Nagar, Bhopal, Madhya Pradesh – 462011
Phone: +91-755-4278827, 4271271 Fax: +91-755-2557470
Email : compliance@somindia.com **Website**: www.somindia.com
CIN : L74899DL1993PLC052787
(BSE : 507514, NSE : SDBL)

SDBL/BSE/NSE/2026 **Date - 06.09.2026**

To

The Manager, Listing Department, **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** 'Exchange Plaza' C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in Security ID: SDBL	Dy. General Manager, Department of Corporate Services, **BSE LIMITED**, 25th , P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com Security ID: 507514

SUB: SUBMISSION OF ANNUAL REPORT OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26.

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith 33rd Annual Report of the Company for the financial year 2025-26, which is being sent today i.e. 6th September, 2026 to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories.

The 33rd Annual Report has been uploaded on the Company's website viz. Annual-Report-2025-26.pdf

Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a written communication is being sent to those Members whose e-mail addresses are not registered, providing them with the web link (along with the exact path and QR Code) to access the Notice of Annual General Meeting & Annual Report on the website of the Company.

Kindly take the same on your record.

For Som Distilleries and Breweries Limited

JITENDRA PARIHAR
Digitally signed by JITENDRA PARIHAR
Date: 2026.09.06 16:42:14 +05'30'

Jitendra Parihar
Company Secretary & Compliance Officer
Mem No. – A40734

Encl: As above

33rd

ANNUAL REPORT

2025-26

SOM DISTILLERIES AND BREWERIES LIMITED

EVOLUTION OF OUR COMPANY

Som Distilleries and Breweries Limited (SDBL) (BSE:507514 / NSE:SDBL) is one of India's most dynamic Alcobev companies, with a heritage of over three decades. Specializing in brewing, fermentation, bottling, canning and blending of beer and Indian Made Foreign Liquor (IMFL), SDBL has emerged as a trusted name across the country and beyond.

At its core, SDBL is driven by a singular mission: to deliver superior-quality products at accessible price points, while continuously innovating to meet evolving consumer preferences. Over the years, this philosophy has enabled the company to pioneer several first-to-market brands, create new categories and build lasting consumer trust.

Through strategic investments in modern manufacturing assets across India, SDBL has achieved a scale that reflects both operational excellence and forward-looking vision. Today, the company commands an installed capacity of 38.2 million cases annually as of March 2026, a threefold increase in just the past five years. Our portfolio includes three millionaire strong beer brands, alongside a growing range of spirits and the supply of premium draught beer catering to the fast-expanding on-trade segment.

Today, SDBL stands as the first Indian company to hold a truly diversified portfolio: premium spirits, strong and light beers, ready-to-drink formats. This expansive offering is a testament to SDBL's ability to anticipate changing consumer preferences and deliver products that speak to the distinct tastes of every region.

Across India, SDBL resonates differently yet meaningfully. In some markets, it is celebrated for bold and full-bodied strong beers. In others, for crisp and refreshing wheat beers. Elsewhere, SDBL's name is synonymous with quality whiskies, vodkas, brandies, and rums. This nuanced understanding of local palates has helped SDBL transcend borders and build an enduring reputation.

At the forefront of this journey is Hunter the flagship brand and a pioneer in India's strong beer category. Its bold yet smooth taste has won consumer loyalty and established SDBL as a force in the industry. Complementing this success is Woodpecker, a finely crafted and filtered wheat beer, representing the sophistication and freshness of SDBL's light beer portfolio.

Together, these brands and the larger SDBL family embody a singular promise: to create beverages that unite craftsmanship with consumer delight. From its modest beginnings to its present stature, SDBL continues to redefine India's Alcobev landscape with innovation, trust and excellence.

SDBL : Crafting India's Legacy, Serving the World

Our Vision: Shaping India's Alcobev Legacy for the World

To be the most admired Alcobev companies from India building iconic world-class brands that delight consumers, empower partners and enrich communities while creating sustainable growth and enduring value for every stakeholder.

Our Mission: Crafting Icons, Creating Impact

To develop a world-class portfolio of spirits, beers, and ready-to-drink beverages by blending innovation, craftsmanship and accessibility; to continuously invest in people, technology, and infrastructure; and to expand SDBL's presence across India and global markets with integrity, excellence and leadership.

AIM TO SOAR HIGHER

Mahavat Whisky – Every King Needs One

Mahavat is a whisky of stature, embodying power, presence, and character. With its radiant golden hue, it opens on crisp green apples and pears with a subtle curl of smoke. On the palate, orchard fruits and candied sweetness unfold seamlessly into seasoned oak, while the finish carries smooth cocoa, warm wood, and quiet authority. Passionately crafted and boldly positioned, Mahavat is not just poured—it is presented. A whisky for leaders, legends, and kings. Every King Needs One.

Strategic Positioning: Positioned as SDBL's premium whisky brand, Mahavat is set to drive growth in India's fast-expanding premium whisky category.

Woodpecker Premium Beer

Craftsmanship in Every Sip

Woodpecker Premium Beer is brewed for those who value refinement and quality. Using carefully selected malts, fine hops, and European single-strain yeast of Czech origin, it achieves a smooth balance of tradition and modern precision. Radiant golden in appearance with a velvety body, gentle malt sweetness, and a crisp, clean finish, Woodpecker continues to define the premium beer experience. Its consistency and finesse strengthen its position as a flagship in SDBL's beer portfolio.

Strategic Positioning: Flagship premium lager, strengthening SDBL's presence in metro markets and high-growth premium beer segment.

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CORPORATE OVERVIEW

MANAGEMENT REPORTS

FINANCIAL STATEMENTS

STANDALONE FINANCIAL STATEMENTS

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Jagdish Kumar Arora
Chairman and Managing Director

Mr. Nakul Kam Sethi
Whole Time Director

Mr. Rajesh Kumar Dubey
Whole Time Director

Mr. Rajat Batra
Director
(Non-Executive & Non- Independent

Ms. Shreyansi Goel
Women Director
(Non-Executive & Independent)

Mr. Satpal Kumar Arora
Director
(Non-Executive & Independent)

Mr. Dinesh Kumar Batra
Director
(Non-Executive & Independent)

Mr. Uma Kant Samal
Director
(Non-Executive & Independent)

CHIEF FINANCIAL OFFICER

Mr. Nitin Malviya

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Om Prakash Singh*
Resigned w.e.f. 27th April 2026.

BOARD COMMITTEES

AUDIT COMMITTEE

Mr. Dinesh Kumar Batra, Chairperson
Mr. Uma Kant Samal
Mr. Nakul Kam Sethi
Mr. Satpal Kumar Arora
Ms. Shreyansi Goel

NOMINATION AND REMUNERATION COMMITTEE

Mr. Uma Kant Samal, Chairperson
Mr. Satpal Kumar Arora
Ms. Shreyansi Goel
Mr. Dinesh Kumar Batra
Mr. Rajat Batra

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Uma Kant Samal, Chairperson
Mr. Nakul Kam Sethi
Mr. Rajesh Kumar Dubey

INVESTOR GRIEVANCES CUM STAKEHOLDER RELATIONSHIP COMMITTEE

Mr. Satpal Kumar Arora, Chairperson
Mr. Nakul Kam Sethi
Mr. Rajesh Kumar Dubey

RISK MANAGEMENT COMMITTEE

Mr. Nakul Kam Sethi, Chairperson
Mr. Dinesh Kumar Batra
Mr. Rajat Batra

EXECUTIVE, LEGAL AND BORROWING COMMITTEE

Mr. Nakul Kam Sethi, Chairperson
Mr. Rajesh Kumar Dubey
Mr. Nitin Malviya

FUND RAISING COMMITTEE

Mr. Nakul Kam Sethi, Chairperson
Mr. Jagdish Kumar Arora
Mr. Rajesh Kumar Dubey

STATUTORY AUDITORS

M/s. AKB Jain & Co.,
Chartered Accountants
E-2/316, Arera Colony, Bhopal,
Madhya Pradesh - 462016

CORPORATE INFORMATION

SECRETARIAL AUDITORS

M/s N.K. Jain & Associates
Company Secretaries
208, "Akansha" Plot No.2, Press Complex,
Zone I, M.P. Nagar, Bhopal, M.P. 462011

REGISTRAR & SHARE TRANSFER AGENT

MAS Services Limited
T-34, Okhla Industrial Area,
Phase-II, Delhi 110020

BANKS / FINANCIAL INSTITUTIONS

State Bank of India
ICICI Bank Limited
Punjab National Bank

REGISTERED OFFICE

CIN: L74899DL1993PLC052787
1-A Zee Plaza, Arjun Nagar,
Safdarjang Enclave,
Kamal Cinema Road,
New Delhi-110029
Tel.: 011 26169909, 26169712

CORPORATE OFFICE & ADDRESS AT WHICH THE BOOKS OF ACCOUNT ARE MAINTAINED

23, Zone-II, M.P. Nagar,
Bhopal - 462 011
Tel.: 0755 4271271, 4278827

STOCK EXCHANGE

BSE Limited
BSE Security ID: 507514
National Stock Exchange of India Limited
NSE Security ID: SDBL

INVESTOR'S HELP-DESK

Email: compliance@somindia.com
Phone no: +91 755 4278827

FROM THE DESK OF CHAIRMAN & MANAGING DIRECTOR

Jagdish Kumar Arora
Chairman & Managing Director

Dear Friends and Fellow Shareholders,

The last year was of significant transformation and strategic investment for the company. The Company made substantial progress in strengthening its manufacturing footprint, expanding its geographic presence and building a more diversified platform for sustainable long-term growth. A key milestone was the substantial development of our greenfield brewery project in Uttar Pradesh, which is strategically positioned to serve the large and growing North Indian market. Alongside this, we expanded our Odisha facility from 60 lakh cases to 90 lakh cases annually, further strengthening our presence in the eastern region. We continued to deepen our presence in existing markets while pursuing opportunities in new geographies, thereby reducing our dependence on individual markets and creating a more balanced business portfolio.

Our focus during the year was not limited to capacity creation. We continued to invest in our brands, strengthen our distribution network and build our IMFL portfolio, with the objective of creating a stronger and more premium product mix. Our established beer brands, including Hunter, Power Cool and Woodpecker, continue to provide a strong foundation, while our IMFL portfolio offers an additional avenue for growth and diversification.

The year, however, was not without its challenges. Changes in excise policies, particularly in Karnataka, regulatory and licensing-related disruptions in Madhya Pradesh, and continued inflationary pressures across key inputs and packaging materials affected our operations and profitability. These challenges tested the resilience of our business and required us to remain focused on cost discipline, liquidity management and operational efficiency. Despite these near-term headwinds, we continued to make investments that we believe will create substantial value over the medium and long term.

The investments made in our new capacities reflect our confidence in the underlying demand for our products and our belief that a geographically diversified manufacturing network will provide greater operating flexibility and resilience. The Uttar Pradesh project, in particular, represents an important step in our journey and is expected to become a meaningful contributor to the Company's growth as capacity utilisation improves and our presence across North India expands.

As we look ahead, our priority will be to translate the investments and capabilities built over the last few years into stronger utilisation, higher volumes and improved profitability. We will remain focused on strengthening our core beer business while expanding our IMFL presence, improving our product mix and pursuing opportunities in high-potential markets. We will continue to exercise financial discipline, maintain a strong focus on cash generation and seek efficiencies across our operations.

I am confident that the foundations we have built during this period of investment will position us for a stronger and more sustainable phase of growth. The Company's capabilities, brands, manufacturing infrastructure and experienced team provide us with a solid platform to capture the opportunities ahead. We remain committed to creating enduring value for all our stakeholders while conducting our business with integrity, responsibility and a long-term perspective.

On behalf of the Board, I would like to thank our shareholders, customers, business partners, bankers, employees and other stakeholders for their continued trust and support. Their confidence has been instrumental in enabling us to navigate the challenges of the past year.

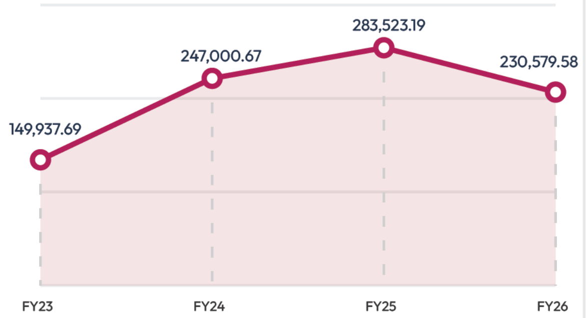
Best Regards
Jagdish Kumar Arora
Chairman and Managing Director

FINANCIAL HIGHLIGHTS

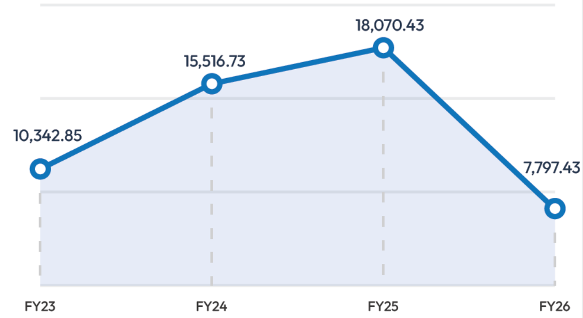
(All figures in Rs. Lakhs)

GROSS TOTAL REVENUE (FY26)	EBITDA (FY26)	PROFIT BEFORE TAX (FY26)	PROFIT AFTER TAX (FY26)	NET WORTH (FY26)
230,579.58	7,797.43	2,264.36	1,035.77	81,927.12

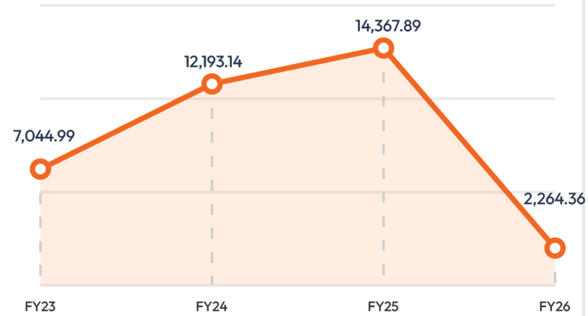
GROSS TOTAL REVENUE



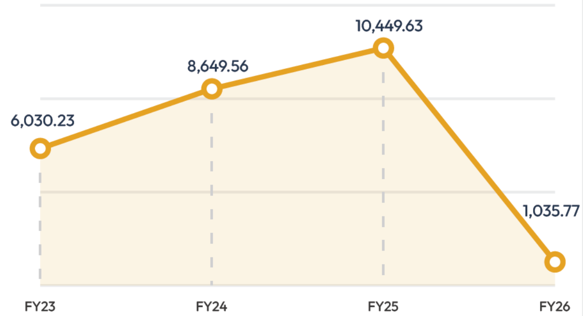
EBITDA (Net Off Exceptional Item)



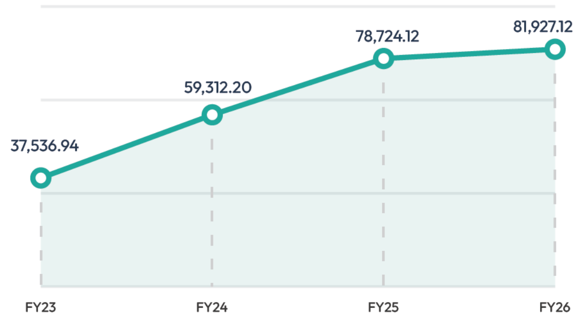
PROFIT BEFORE TAX (After Exceptional Item)



PROFIT AFTER TAX



NET WORTH



OPERATIONAL HIGHLIGHTS

OUR BRANDS

Beer Brands

IMFL Brands

OPERATIONAL HIGHLIGHTS

BEER VOLUME

187 LAKH CASES

(20)% Y-o-Y

NET TOTAL INCOME

₹ **1,23,344** Lakhs

(14.79)% Y-o-Y

IMFL VOLUME

15 LAKH CASES

+32% Y-o-Y

EBITDA

₹ **7,797** Lakhs

(50.35)% Y-o-Y

TOTAL VOLUME

202 LAKH CASES

(17)% Y-o-Y

PAT

₹ **1,036** Lakhs

(90.20)% Y-o-Y

OPERATIONAL HIGHLIGHTS

(All figures in Lakh Cases))

TOTAL BEER
LAKH CASES

FY25	234.40
FY26	187.19

(20.13)%
Y-O-Y GROWTH

TOTAL IMFL
LAKH CASES

FY25	11.40
FY26	15.03

31.84%
Y-O-Y GROWTH

TOTAL VOLUME
LAKH CASES

FY25	245.80
FY26	202.22

(17.73)%
Y-O-Y GROWTH

MANAGEMENT DISCUSSION & ANALYSIS

1. ECONOMIC ENVIRONMENT

India remained resilient during FY2025-26 despite a complex global environment marked by geopolitical tensions, trade uncertainties, volatile commodity prices and uneven global growth.

India's domestic growth drivers remained intact, supported by consumption, infrastructure investment, urbanisation, formalisation of the economy and a large working-age population. The medium-term outlook for consumer-facing businesses remains constructive, although businesses continue to navigate volatility in energy, commodities, logistics and interest rates.

For the alcoholic beverages industry, India's favourable demographics, rising disposable incomes, increasing urbanisation and changing consumer preferences provide a strong structural foundation. The opportunity is increasingly shifting from pure volume growth towards value creation through stronger brands, premiumisation, market expansion and better operating efficiency.

2. INDIAN ALCOHOLIC BEVERAGES INDUSTRY

India is one of the world's most attractive growth markets for alcoholic beverages. The Indian alcoholic beverages industry is estimated at approximately ₹5.3 lakh crore in FY2026, with CRISIL forecasting 8–10% revenue growth and 5–6% volume growth during the year. Spirits account for approximately 65–70% of industry revenue, with beer, wine and country liquor accounting for the balance.

The long-term opportunity is equally compelling. IWSR's latest data shows that India's total beverage alcohol volumes grew 6% in 2024, with value increasing 9% in 2025, India remained one of the world's strongest growth markets, recording approximately 4% volume growth even as global beverage alcohol volumes declined 2%. IWSR expects Indian beverage alcohol volumes to grow at approximately 3% CAGR between 2024 and 2034.

Beer remains the Company's principal category. ICRA expects beer industry volumes to grow by approximately 4–6% in FY2026, supported by steady demand, favourable demographics and premiumisation.

Premiumisation is increasingly driving value rather than simply volume. CRISIL expects premium and luxury spirits priced above ₹1,000 per 750 ml to grow by approximately 15% in FY2026. IWSR's H1 2025 data similarly showed India's premium-and-above beverage alcohol volumes growing 8%.

The demographic opportunity is significant. IWSR estimates that approximately 15–20 million consumers reach legal drinking age in India every year. IWSR expects India to move from the world's eighth-largest beverage alcohol market currently to fifth-largest by 2035.

India remains one of the world's most attractive growth markets for alcoholic beverages. Latest IWSR data indicates that India continues to outperform several major global beverage markets, supported by demographics, consumer participation, urbanisation and premiumisation.

IMFL continues to benefit from increasing disposable incomes, urbanisation and consumer movement towards branded and higher-quality products. The market is increasingly value-oriented, with consumers trading up within established categories.

During FY2025-26, the Company's IMFL volumes grew 31.84%, providing evidence of the potential for the spirits portfolio to become a second growth engine alongside beer.

3. KEY DEMAND DRIVERS

Taken together, these factors provide a favourable long-term demand environment for the Indian alcoholic beverages industry. Importantly, the opportunity is evolving from volume-led growth towards a combination of volume, premiumisation, brand strength and geographic expansion.

For SDBL, this creates multiple avenues for growth: strengthening its core beer franchises, expanding its IMFL portfolio, developing premium and mid-premium offerings, increasing geographic diversification and progressively utilising its expanded manufacturing footprint.

The Company's immediate objective is to convert these structural industry opportunities into higher volumes, stronger realisations, improved capacity utilisation and sustainable operating leverage, while maintaining disciplined capital allocation and managing the regulatory and operating risks inherent in the sector.

Increasing Formalization and Brand Preference

The Indian alcoholic beverages industry continues to benefit from the gradual formalisation of consumption and distribution. Consumers are increasingly exposed to established brands, consistent product quality and professionally managed distribution networks.

This creates an advantage for companies with established brands and manufacturing capabilities. Scale, quality consistency, regulatory compliance and distribution reach are becoming increasingly important competitive differentiators.

Product Innovation and New Consumption Occasions

Innovation is becoming increasingly important as consumers seek greater variety and differentiated experiences.

The industry is witnessing the emergence of new formats, packaging innovations, premium variants and products designed around specific consumption occasions. Companies that can combine innovation with strong distribution and consistent product quality are better positioned to capture evolving consumer demand.

For SDBL, the opportunity lies in using its existing manufacturing capabilities and brand platform to selectively introduce products that address emerging consumer preferences while maintaining a disciplined approach to capital allocation.

Growth in Hospitality, Tourism and Social Consumption

The continued development of India's hospitality, tourism, food-service and entertainment sectors is creating additional consumption occasions for beer and spirits.

The growth of hotels, restaurants, bars, clubs, resorts and destination tourism is contributing to the increasing visibility and availability of branded alcoholic beverages.These channels also play an important role in brand discovery and consumer trial, particularly for premium and differentiated products.

Geographic Expansion and Local Manufacturing

India's alcoholic beverage market is highly fragmented from a regulatory and distribution perspective, with individual states having distinct excise policies, taxation structures and market mechanisms.

This creates challenges for national expansion but also creates an opportunity for companies with strong local manufacturing capabilities. Local manufacturing can improve product availability, reduce logistics costs, provide greater responsiveness to market demand and strengthen relationships with state-level distribution networks.

The Company's expanded manufacturing footprint, including the recently commissioned Uttar Pradesh brewery, is therefore strategically important. It provides the Company with the ability to serve northern markets more efficiently while reducing dependence on a limited number of manufacturing locations.

Expansion of IMFL Consumption

The IMFL category continues to benefit from increasing formalisation, brand development and premiumisation.

The Company sees this as an important complementary growth opportunity. During FY2025-26, the Company's IMFL volumes increased by 31.84%, significantly outperforming the overall volume performance of the business. The growth demonstrates the potential to build IMFL into a meaningful second growth engine. The Company's strategy is to strengthen its presence across attractive segments while selectively developing brands with the potential to scale across multiple markets.

Growth of Beer Consumption

Beer remains an important category within India's alcoholic beverage market and continues to benefit from its positioning as a relatively accessible and social beverage.India's strong preference for strong beer is particularly relevant to the Company given its established portfolio of Hunter, Power Cool and Black Fort. At the same time, the gradual development of premium beer and differentiated formats provides additional opportunities for value creation.

The Company's expansion of the Legend brand is aligned with this opportunity and provides scope to build a differentiated proposition across selected markets and export channels.

Changing Consumer Preferences

Indian consumers are becoming more informed and selective in their beverage choices. Brand recognition, product quality, packaging, taste, availability and value-for-money are increasingly influencing purchase decisions.

At the same time, consumers are showing greater willingness to experiment with new brands, formats and categories. This creates opportunities for companies with the ability to innovate while maintaining consistent quality and distribution.

The Company continues to strengthen its portfolio across established mainstream brands and newer offerings, allowing it to participate across different consumer segments and price points.

Urbanisation and Changing Consumption Patterns

Rapid urbanisation is contributing to the evolution of India's consumption patterns. Increasing urban populations, greater exposure to national and international brands and the expansion of organised retail and hospitality are creating new consumption occasions.

The growth of restaurants, hotels, bars, clubs, entertainment venues and tourism is also expanding the out-of-home consumption environment. This is particularly relevant for beer, where consumption is closely linked to social occasions, leisure and food-led experiences.

The Company expects these trends to support the gradual broadening of beer and spirits consumption beyond traditional markets and occasions.

Premiumization and Trading Up

Premiumization is becoming an increasingly important driver of value growth in the Indian alcobev market. Consumers are demonstrating greater willingness to move from mainstream products to premium and mid-premium offerings where they perceive a meaningful difference in quality, taste, brand image or overall experience.

Latest industry data supports this trend. IWSR reported that premium-and-above beverage alcohol volumes in India grew faster than the overall market during H1 2025. CRISIL has also projected strong growth in the premium and luxury spirits segment.

For manufacturers, premiumisation provides an opportunity to improve realisations and margins without relying entirely on volume growth.

The Company believes its portfolio provides a platform to participate in this trend through established beer brands as well as the expansion of its IMFL portfolio, including Mahavat.

Rising Disposable Incomes and Increasing Affluence

India's sustained economic growth and rising household incomes are supporting the expansion of discretionary consumption. As consumers experience an improvement in purchasing power, alcoholic beverages increasingly form part of a broader consumption basket that includes dining, entertainment, travel and social experiences.

The resulting increase in spending power is supporting both volume growth and, importantly, higher value per occasion. Consumers are increasingly willing to experiment with branded products and selectively trade up to better-quality offerings.

For the industry, this creates an opportunity to grow not only through increased consumption but also through improved product mix and realisations.

Favourable Demographics and Expanding Consumer Base

India's large and growing working-age population provides a significant structural opportunity for the alcoholic beverages industry. A sizeable number of consumers enter the legal drinking-age population every year, creating a continuously expanding addressable consumer base. IWSR estimates that approximately 15–20 million consumers reach legal drinking age in India annually.

The significance of this demographic trend extends beyond the addition of new consumers. As younger legal-age consumers enter the market, consumption preferences are also evolving, with greater emphasis on brands, product quality, packaging, experience and differentiated offerings. This provides established companies with opportunities to develop new products and build long-term consumer franchises.

The Indian alcoholic beverages industry is supported by a combination of favourable demographics, rising disposable incomes, urbanisation, evolving consumer preferences and increasing premiumisation. While the industry remains subject to state-level regulation and taxation, these structural factors provide a favourable foundation for long-term growth.

4. BUSINESS OVERVIEW

SOM Distilleries & Breweries Limited is engaged in the manufacture and sale of beer and Indian Made Foreign Liquor. The Company has built a multi-location manufacturing platform and an increasingly diversified portfolio of beer and spirits brands.

Its principal beer brands include Hunter, Power Cool, Black Fort, Legend and Woodpecker, while its IMFL portfolio spans whisky, rum, vodka and brandy.

During FY2025-26, the Company operated manufacturing facilities at Bhopal, Hassan and Odisha. Commercial production subsequently commenced at the Uttar Pradesh brewery during Q1 FY2026-27.

Manufacturing Location	Beer capacity (mn cases)	IMFL capacity (mn cases)
Bhopal	15.2	1.8
Hassan	14.0	2.7
Odisha	9.0	0.6
Uttar Pradesh*	10.0	—
Total	48.2	5.1

*** Uttar Pradesh commercial production commenced during Q1 FY2026-27.**

5. FY2025-26 – A YEAR OF DISRUPTION AND TRANSITION

FY2025-26 was a challenging year for the Company. The year was characterised by regulatory disruption, weaker volumes in key markets and elevated input costs, while the Company simultaneously continued investing in its long-term manufacturing and brand platform.

The most significant development was the suspension of the manufacturing licence at the Company's Bhopal facility with effect from 4 February 2026.

The disruption occurred towards the end of the financial year and materially affected production and dispatches during the fourth quarter. This was compounded by continued weakness in Karnataka and higher raw-material and packaging costs.

The Company's response has been to accelerate geographic diversification, strengthen alternative manufacturing capacity, expand its IMFL portfolio and bring the Uttar Pradesh facility into commercial operation.

6. MATERIAL REGULATORY DEVELOPMENT – BHOPAL LICENCE

The suspension of the excise/manufacturing licence at the Company's Bhopal facility with effect from 4 February 2026 was the most material operational event of the year.

The suspension disrupted manufacturing operations during the final two months of FY2025-26 and had a direct bearing on fourth-quarter volumes and profitability.

Management considers the licence-related disruption to have been a material contributor to the sharp deterioration in Q4 performance. However, the Company does not attribute the entire decline to the licence issue, as the quarter was also affected by weakness in Karnataka and higher input and packaging costs.

Consolidated

Particulars	Q4 FY26	Q4 FY25	YoY
Total Income	₹182.0 cr	₹340.0 cr	-46.4%
Total Volume	34.44 lakh cases	60.00 lakh cases	-42.6%
EBITDA	₹(54.7) cr	₹42.8 cr	—
PAT	₹(56.7) cr	₹23.7 cr	—

The Company is pursuing legal remedies and evaluating measures to mitigate the impact on operations.

7. OPERATING PERFORMANCE

FY2025-26 operating performance reflected the impact of the above disruptions. While beer volumes declined, the Company maintained beer realisation and delivered strong growth in IMFL.

Particulars	FY2025-26	FY2024-25	Change
Beer	187.19 lakh cases	234.40 lakh cases	-20.0%
IMFL	15.03 lakh cases	11.40 lakh cases	+31.84%
Total	202.22 lakh cases	245.80 lakh cases	-17.7%
Beer realisation	₹556/case	₹534/case	+4.1%
IMFL realisation	₹963/case	₹991/case	-2.8%

Beer accounted for approximately 92.5% of total volumes during FY2025-26.

Hunter recorded 50.19 lakh cases, Power Cool 77.16 lakh cases, Black Fort 16.70 lakh cases and Legend 11.44 lakh cases.

8. FINANCIAL PERFORMANCE

The Company's financial performance reflected lower volumes, operating deleverage, the Bhopal disruption and cost pressures.

₹ crore	FY2025-26	FY2024-25	Change
Total Income	1,233.4	1,447.4	-14.8%
Gross Profit	422.0	521.6	-19.1%
EBITDA	78.0	180.7	-56.83%
EBITDA Margin	6.32%	12.48%	—
Interest Cost	22.0	11.1	+98.2%
Depreciation	33.3	26.0	+28.1%
PAT	10.4	104.5	-90.0%

The disproportionate decline in EBITDA relative to revenue reflects the impact of lower capacity utilisation and fixed-cost absorption.

The financial priority for the next phase is to restore volumes, improve utilisation, rebuild operating leverage and convert the expanded asset base into sustainable cash generation.

9. LIQUIDITY AND CAPITAL STRUCTURE

Particulars	31 March 2026	31 March 2025
Gross Debt	₹211 cr	₹168 cr
Cash & Cash Equivalents	₹17 cr	₹20 cr
Net Debt	₹194 cr	₹148 cr
Gross Debt / Equity	0.30x	0.25x

The increase in debt reflects investment in manufacturing capacity and associated funding requirements. The Company remains focused on prudent leverage, working-capital discipline and adequate liquidity while the new capacity ramps up.

10. MAJOR BUSINESS DEVELOPMENTS

Uttar Pradesh – from capacity creation to utilisation

The Uttar Pradesh project represents a major step in the Company's geographic expansion. Commercial production commenced during Q1 FY2026-27. The facility provides approximately 10 million cases of annual beer capacity and is intended to improve regional market access and supply-chain efficiency.

Karnataka

The Company expects the revised excise environment to provide a more supportive operating environment and remains focused on rebuilding volumes and strengthening market share.

Odisha

Odisha has also emerged as an important recovery market, providing an opportunity to leverage the Company's expanded manufacturing capacity in eastern India.

Mahavat

The Company launched Mahavat, a mid-premium whisky positioned in the ₹1,000-1,100 price range. The brand has been rolled out across Madhya Pradesh, Delhi and Uttar Pradesh.

Legend

Legend has emerged as an important addition to the Company's beer portfolio and provides further scope for premium and export-oriented positioning.

11. BUSINESS STRATEGY

Strengthen core markets

Continue to invest behind established beer franchises, with the objective of recovering volumes and gaining market share.

Build local manufacturing

Use local manufacturing to improve market access, supply-chain efficiency and product availability.

Build IMFL as a second growth engine

Use the strong FY26 IMFL growth as a foundation to strengthen whisky, rum, vodka and brandy offerings.

Premiumisation

Develop premium and mid-premium offerings selectively where brand proposition, market opportunity and distribution economics support attractive returns.

Improve utilisation

Focus on utilisation of existing capacity rather than capacity creation for its own sake.

Geographic diversification

Reduce dependence on individual markets through owned manufacturing, local partnerships and bottling arrangements.

12. RISK MANAGEMENT AND MITIGATION

Key risk	Potential impact	Management response
Excise / regulatory changes	Manufacturing, pricing and market access	Regulatory monitoring, diversification and local manufacturing
Bhopal licence uncertainty	Volume and profitability pressure	Legal remedies and alternative manufacturing capacity
Input-cost volatility	Margin pressure	Strategic sourcing and cost optimisation
Capacity utilisation	Lower return on assets	Market expansion and utilisation focus
Seasonality / weather	Quarterly volatility	Geographic diversification
Competition	Market-share pressure	Brand building, distribution and innovation
Working capital	Liquidity pressure	Inventory and receivables discipline
UP ramp-up	Execution risk	Phased commissioning and market development
Changing consumer preferences	Portfolio relevance	Innovation and premiumisation

13. HUMAN RESOURCES

People. Capability. Execution.

The Company's next phase of growth will depend increasingly on execution capability across manufacturing, sales, supply chain, technology and corporate functions.

During FY2025-26, 60.65% of employees underwent training and 100% were covered under performance reviews. Employees also had 100% coverage under PF, gratuity and ESI.

The Company's people priorities are focused on strengthening plant-level technical capability, developing leadership depth, building a performance-oriented culture, continuous learning, succession planning, employee wellbeing and maintaining a safe, compliant and inclusive workplace.

As the Company moves from capacity creation to capacity utilisation, the focus will increasingly be on productivity, accountability and operational excellence. The company and its subsidiaries had 460 employees on its rolls.

14. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Controls built for scale and accountability

The Company's internal control framework is designed to provide clear accountability, disciplined processes and timely visibility across procurement, inventory, manufacturing, sales, receivables, treasury, finance and statutory compliance.

The expansion of the Company's manufacturing footprint has increased the importance of consistent controls across locations. Accordingly, the Company continues to strengthen ERP-based controls, approval matrices, reconciliations, inventory controls and exception-based monitoring.

Internal audit provides an independent review of key processes and risk areas, with observations placed before management and the Audit Committee and corrective actions monitored.

The objective is not simply compliance, but ensuring that risks are identified early, ownership is clear and corrective action is measurable.

15. INFORMATION TECHNOLOGY

From transaction processing to decision support

Technology is increasingly becoming an operating backbone for the Company. The ERP and digital systems support finance, procurement, inventory, manufacturing, sales and distribution.

As the manufacturing footprint expands, integrated information across locations becomes increasingly important. Technology priorities include real-time management information, production and demand planning, inventory visibility, procurement analytics, sales and distribution information, management dashboards, cybersecurity and data controls.

The Company reported nil data-breach incidents during FY2025-26 while continuing to strengthen its information-security framework.

The objective is to use technology not merely to automate transactions, but to improve decision speed, strengthen controls and optimise cost and working capital.

16. SUPPLY CHAIN MANAGEMENT

Supply-chain resilience remains central to the Company's operating and margin performance.

The Company continues to focus on strategic sourcing, supplier development, demand forecasting, inventory optimisation, logistics efficiency and procurement discipline.

Key inputs including barley, ENA, glass, cans, packaging materials, fuel and logistics remain exposed to commodity and geopolitical volatility.

The expanded manufacturing footprint provides an opportunity to progressively manufacture closer to key markets. The Uttar Pradesh facility is particularly important in this context.

The focus is increasingly on cost per case, inventory turns, service levels and working-capital efficiency, while maintaining product quality and regulatory compliance.

17. ESG AND CORPORATE RESPONSIBILITY

FY2025-26 ESG indicator	Reported metric
Zero-liquid-discharge facility coverage	100%
Recycled waste	5501.21 MT
Environmental incidents	Nil
Female workforce	19.24%
Data-breach incidents	Nil
Employees covered under PF / gratuity / ESI	100%
CSR expenditure	₹224.78 lakh
Employees trained	60.65%
Employee performance reviews	100%

The Company's ESG priorities include responsible water use, energy conservation, waste reduction, employee safety, community development and responsible governance.

18. OUTLOOK

The Company enters FY2026-27 with a significantly different operating platform from the one with which it entered FY2025-26.

Resolve: Continue to pursue legal and regulatory remedies relating to the Bhopal manufacturing licence.

Recover: Rebuild volumes and market share in core markets.

Scale: Ramp up the Uttar Pradesh brewery and build the northern market.

Diversify: Strengthen the IMFL portfolio and expand geographic presence.

Utilise: Improve utilisation across the expanded manufacturing footprint.

Optimise: Improve fixed-cost absorption, procurement efficiency and working-capital discipline.

The Company believes that its expanded manufacturing footprint, diversified geographic presence, established brands and growing IMFL portfolio provide a foundation for sustainable growth once current regulatory and operating disruptions are resolved.

19. MATERIAL SUBSEQUENT DEVELOPMENTS

The Company's application for the FY2026-27 excise license is still pending. The Company is pursuing legal remedies and evaluating measures to mitigate the impact on operations.

Commercial production commenced at the Company's Uttar Pradesh brewery during Q1 FY2026-27.

The Company reported Q1 FY2027 total income of approximately ₹268.8 crore, EBITDA of approximately ₹15.2 crore and PAT of approximately ₹1.6 crore.

Management reported encouraging recovery trends in Karnataka and Odisha and continued to focus on market expansion, capacity utilisation and premium portfolio development.

20. CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations, estimates, projections and assumptions may constitute forward-looking statements within the meaning of applicable securities laws and regulations.

Actual results may differ materially from those expressed or implied due to factors including changes in economic conditions, consumer demand, weather conditions, excise and regulatory policies, taxation, raw-material and packaging costs, competition, interest rates, liquidity, capacity utilisation, supply-chain disruptions, litigation, regulatory developments and other risks and uncertainties affecting the Company's business.

The Company assumes no obligation to publicly update or revise any forward-looking statements except as required under applicable laws and regulations. Investors are advised to exercise due caution and independently assess the risks associated with the Company's business by referring to the Company's statutory and regulatory disclosures.

NOTICE OF 33rd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 33rd Annual General Meeting (AGM) of the Members of Som Distilleries and Breweries Limited will be held on Tuesday the 29th day of September, 2026 at 1.00 p.m. through video conferencing / other audio-visual means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, THE REPORT OF THE AUDITORS' THEREON AND THE REPORT OF THE BOARD OF DIRECTORS.**

   The Members are requested to consider, and if thought fit, to pass, with or without modification(s), the following resolution, as an **Ordinary Resolution**:

   "RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2026, the report of the auditors' thereon and the report of the Board of Directors for the financial year ended March 31, 2026, placed before the 33rd Annual General Meeting be and are hereby received, considered and adopted."

2. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 TOGETHER WITH THE AUDITORS' REPORT THEREON.**

   The Members are requested to consider, and if thought fit, to pass, with or without modification(s), the following resolution, as an **Ordinary Resolution**:

   "RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of the auditor's thereon as placed before the 33rd Annual General Meeting be and are hereby received, considered and adopted."

3. **TO APPOINT A DIRECTOR IN PLACE OF MR. RAJAT BATRA (DIN: 02695119) NON-EXECUTIVE DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR REAPPOINTMENT**

   The Members are requested to consider, and if thought fit, to pass, with or without modification(s), the following resolution, as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, **Mr. RAJAT BATRA (DIN: 02695119)** who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as a director of the Company."

   SPECIAL BUSINESS:

4. **TO CONSIDER AND APPROVE ISSUE OF CONVERTIBLE EQUITY WARRANTS TO PROMOTERS ON A PREFERENTIAL BASIS AND, IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION**

   "RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof for the time being in force) ("the Act") and the enabling provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ["SEBI (ICDR) Regulations"], the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR), Regulations"] and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ["SEBI (Takeover) Code"] and the provisions of the Foreign Exchange Management Act, 1999 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India ("GOI"), Reserve Bank of India ("RBI"), the Registrar of Companies (the "ROC"), Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and subject to such approvals, concerns, permissions and sanctions as may be necessary or required, from regulatory or other appropriate authorities, including but not limited to SEBI, National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE"), and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") to the extent applicable, the Listing Agreements entered into by the Company with the Stock Exchanges and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the statutory, regulatory, appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called "the Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution or any person authorized by the Board or its committee for such purpose) and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, consent of the members of the Company be and is hereby accorded to the Board, to create, offer, issue and allot from time to time in one or more tranches up to 32,12,955 (Thirty Two Lacs Twelve Thousand Nine Hundred Fifty Five) Warrants (hereinafter referred to as the "Warrants") convertible in one or more tranches into equivalent number of equity shares of Rs. 2/- (Rupees Two Only) each of the Company for cash at a price of Rs. 77.81/- (Rupees Seventy Seven and Eighty One Paise Only) per warrant (including premium of Rs. 75.81/-) for each warrant for an aggregate amount of up to Rs. 25,00,00,028.55 (Rupees Twenty Five Crores Twenty Eight and Fifty Five Paise only) within a period of 18 (Eighteen) months from the date of allotment of the Warrants, on such terms and conditions as the Board may think fit, by way of preferential allotment on a private placement basis to the following allottee(s) forming part of the Promoters (hereinafter collectively referred to as the "Proposed Allottee(s)").

Sr. No.	Name of the Allottee	Number of Convertible Warrants	Category
1.	Mr. Deepak Arora	32,12,955	Promoter
	Total	**32,12,955**	

RESOLVED FURTHER THAT as per the SEBI ICDR Regulations the 'Relevant Date' for determining the price of the Equity Shares to be issued upon conversion/exercise of right attached to the Warrants, in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, shall be Friday, August 28, 2026, being thirty days prior to the date of this Annual General Meeting.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Warrants on a preferential basis to the Proposed Allottee(s) shall be subject to the following terms and conditions apart from others as prescribed under the applicable laws:

a. An amount equivalent to 25% of the warrant price shall be payable at the time of subscription and allotment of each Warrant as prescribed by Regulation 169 of SEBI (ICDR) Regulations and the balance 75% of the warrant price shall be payable by the Warrant holder against each Warrant at the time of allotment of Equity Shares pursuant to the exercise of the right attached to Warrants to subscribe to Equity Shares. The amount paid against Warrants shall be adjusted/set-off against the issue price for the resultant Equity Shares;

b. The Warrant holder shall, subject to the SEBI ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted 1 (one) equity share against each Warrant but on or before the expiry of 18 (Eighteen) months from the date of allotment of warrants (the "Warrant Exercise Period");

c. The pre-preferential Equity shareholding of the Proposed Warrant Allottees along with Warrants being allotted to the Proposed Warrant Allottees and the Equity Shares proposed to be allotted pursuant to the exercise of such Warrants shall, in each case, be under lock-in for such period as may be prescribed under Chapter V of SEBI (ICDR) Regulations;

d. The Warrants shall be allotted in dematerialized form within a period of 15 (Fifteen) days from the date of passing of the special resolution by the members, provided that where the allotment of warrants is subject to receipt of any approval(s) or permission(s) from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval or permission, as the case may be;

e. The price determined above and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws issued by SEBI or any other statutory authority as applicable from time to time;

f. The Warrants and the Equity Shares be allotted on exercise of the Warrants under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted thereunder;

g. The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be converted along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form as per SEBI (ICDR) Regulations;

h. The Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;

i. In the event the Warrant holder does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid at the time of subscription of the Warrants shall stand forfeited;

j. The said Warrants by themselves until the exercise of conversion option and Equity Shares allotted, does not give to the Warrant holder any rights with respect to that of the Shareholders of the Company;

k. The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ re-classification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI (ICDR) Regulations and all other applicable regulations from time to time;

l. The Equity Shares arising from the exercise of the Warrants will be listed on Stock Exchanges where the equity shares of the Company are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be, and shall inter-alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority;

m. The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Warrant Allottee immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of in-principle approval from the recognized stock exchange(s) where the shares of the Company is listed i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the names of the Proposed Allottee(s) be recorded for the issuance of invitation to subscribe to the Warrants in Form No. PAS-5 and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Proposed Allottee(s) inviting them to subscribe to the Warrants.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares as may require to be allotted upon conversion/exercise of right attached to the Warrants issued in terms of this resolution.

RESOLVED FURTHER THAT the Warrants to be created, offered and allotted and the new equity shares to be issued and allotted shall be subject to the Memorandum of Association and Articles of Association of the Company and all such new shares shall rank in all respects pari-passu inter-se and with the then existing equity shares of the Company including entitlement of dividend.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors (which shall be deemed to include any Committee(s), which the Board of Directors may have or hereafter constitute in this behalf to exercise the powers conferred on the Board of Directors by this Resolution) of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient or proper including to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard at any stage including at the time of listing of the equity shares with the stock exchanges where the shares of the Company are listed, without requiring the Board of Directors to obtain any further consent or approval of the shareholders of the Company in relation to the matters set out in this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects".

Place: Bhopal
Date: 05.09.2026

For and on behalf of the Board
For Som Distilleries and Breweries Limited

REGISTERED OFFICE:
1-A Zee Plaza, Arjun Nagar,
Safdarjang Enclave, Kamal Cinema
Road, New Delhi-110029
Tel.: 011 26169909, 26169712

Sd/-
Jitendra Parihar
Company Secretary & Compliance Officer
Mem No:- A40734

NOTES

EXPLANATORY STATEMENT:

1. The relative explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts concerning the business under Item Nos. 4 set out above and details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Paragraph 1.2.5 of the Secretarial Standard on General Meetings, in respect of the Director seeking re-appointment at the AGM are annexed hereto.

VIRTUAL MEETING:

2. The Ministry of Corporate Affairs ("MCA") has, vide its General 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 (MCA Circulars), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 33rd AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. at 1-A Zee Plaza, Arjun Nagar, Safdarjang Enclave, Kamal Cinema Road, New Delhi-110029.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since 33rd AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 33rd AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

4. As per the provisions under the MCA Circulars, Members attending the 33rd AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

AUTHORISED REPRESENTATIVE:

5. Institutional/Corporate Members are entitled to appoint authorized representatives to attend, participate at the AGM through VC/OAVM and cast their votes through e-voting. Institutional/Corporate Members are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to the Scrutinizer at nkjaincs@gmail.com and to evoting@nsdl.com.

DISPATCH OF ANNUAL REPORT:

6. In accordance with the circulars issued by MCA and SEBI, the Notice of the 33rd AGM along with the Annual Report for the financial year 2025-26 is being sent by electronic mode to Members whose e-mail ids are registered with the Company/ Registrar & Share Transfer Agent (RTA) or the Depository Participants (DPs).

7. In terms of Section 136 of the Companies Act, 2013 (the 'Act') read with the rules made thereunder, Regulation 36 of the Listing Regulations and in terms of circulars issued by MCA and SEBI, the notice of 33rd AGM along with the annual report, including financial statements, boards' report, etc. are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories unless the Members have requested for a physical copy of the same. Members may note that this Notice and Annual Report 2025-26 will also be available on the Company's website at www.somindia.com and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. In compliance with Regulation 36 of the Listing Regulations, the Company is also sending a written communication to Members, who have not yet registered their email addresses, providing the web-link of the exact path, where complete details of Annual Report for financial year 2025-26 will be available.

PROCESS FOR OBTAINING PHYSICAL COPY OF ANNUAL REPORT:

9. The Company shall send a physical copy of the Annual Report to those Members who request for the same at compliance@somindia.com in mentioning their Folio No./ DP id and Client id.

PROCEDURE TO JOIN THE AGM ON NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) E-VOTING SYSTEM:

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The instructions for participation by Members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-served basis.

11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

12. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary User ID and Password is given in the subsequent paragraphs. Such remote e-voting facility is in addition to voting that will take place at the 33rd AGM being held through VC.

13. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

14. 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, M/s. MAS Services Limited, T-34, IInd Floor, Okhla Industrial Area,

Phase-II, New Delhi 110020 or may write to Company Secretary at compliance@somindia.com.

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

16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to compliance@somindia.com.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT:

17. Further, as required under Regulation 36(3) of the Listing Regulations and the provisions of the Secretarial Standard on General Meetings, details of the director, who is being appointed/ re-appointed is annexed hereto. The Company has received the requisite consents/declarations for the appointment/re-appointment under the Companies Act, 2013 and the rules made thereunder.

SEBI MANDATE ON KYC COMPLIANCE:

18. SEBI vide its Master circular no. SEBI/HO/MIRSD/ MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN and KYC details. Members are requested to submit Form ISR-1 duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the form, to register or update:

    - PAN and KYC details
    - E-mail address to receive communication through electronic means.

    Members are also requested to update their nomination by submitting Form SH-13 or Form ISR-3 for opting out of nomination.

    Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA.

    Further, the aforesaid SEBI Master Circular has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, Members are requested to submit their service requests by submitting a duly filled and signed Form ISR-4 and ISR-5 (in case of transmission). As mandated by SEBI, all such service requests will be processed by the Company/RTA in dematerialized mode only.

    The said forms are available on the website of the Company at https://somindia.com/policies-codes.

    To support "Green Initiative", Members who have not registered their e-mail addresses are requested to register the same with M/s. Mas Services Limited / their Depository Participants, in respect of shares held in physical or electronic mode respectively.

19. Loss of Shares: In case of loss/misplacement of share certificates, members should immediately lodge a complaint/FIR with the police and inform the Company's Registrar and Transfer Agent, Integrated for the procedure of obtaining the duplicate share certificates.

20. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, members holding shares in physical form may file nomination in the prescribed Form SH-13 with Company's Registrar and Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

21. Non-Resident Shareholders: Non-Resident shareholders are requested to immediately notify the following to the Company in respect of shares held in physical form and to their Depository Participant in respect of shares held in dematerialized form:

    - Indian address for sending all communications, if not provided so far;
    - Change in their residential status on return to India for permanent settlement;
    - Particulars of the Bank Account maintained with a bank in India, if not furnished earlier; and
    - RBI Permission number with date to facilitate prompt credit of dividend in their Bank Accounts.

22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

23. Members are requested to send all their documents and communications pertaining to shares to M/s. MAS Services Limited, T-34, IInd Floor, Okhla Industrial Area, Phase-II, New Delhi 110020, Telephone: +91-1141320335 for both physical and demat segments of Equity Shares. Please quote on all such correspondence - "Unit – Som Distilleries & Breweries Limited.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

24. Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, as maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 33rd AGM. Members seeking to inspect such documents can send an email to compliance@somindia.com.

SPEAKER REGISTRATION:

25. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from Tuesday 22nd September, 2026, 09.00 A.M. IST to Thursday 24th September, 2026 05.00 P.M. IST mentioning their name, demat account number/folio number, email id, mobile number at compliance@somindia.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at compliance@somindia.com These queries will be replied to by the Company suitably by email.

INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

26. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by NSDL.

APPOINTMENT OF SCRUTINIZER & E-VOTING RESULTS:

27. M/s. N.K. Jain & Associates, a firm led by Mr. Neelesh Jain (FCS No. 6436, COP No. 6912, have been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting at the meeting, in a fair and transparent manner.

    The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.somindia.com immediately after the results are declared and the same shall be communicated to BSE Limited & National Stock Exchange

Limited where the shares of the Company are listed.

TRANSFER OF UNCLAIMED SHARES TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

28. The Ministry of Corporate Affairs has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, all unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed /unpaid for a period of seven years from the date they became due for payment, shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. No claim shall be entertained against the Company for the amounts so transferred.

    As per Section 124(6) of the Act read with the IEPF Rules as amended, all the Shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to IEPF Account. The Company is in process to send notice / reminders to the concerned members and to publish notice regarding the same in newspaper(s). If the unclaimed shares and unclaimed dividends are not claimed by the time, the Company will initiate necessary steps to transfer the same, if required, to IEPF without further notice.

29. In the event of transfer of Shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

30. Members who have not encashed dividend warrants may approach the Registrar and Share Transfer Agent of the Company to obtain payment thereof. The details of unpaid/unclaimed dividends for last seven financial year can be viewed on Company's website i.e. www.somindia.com, which was uploaded in compliance with the provisions of the IEPF (Uploading of information regarding unpaid and unclaimed amount lying with Companies) Rules, 2012.

DIVIDEND DISTRIBUTION POLICY:

31. The Company has adopted a Dividend Distribution Policy in compliance with Regulation 43A of the SEBI Listing Regulations. The Dividend Distribution Policy of the Company was approved by the Board of the Company at its meeting held on November 18, 2022. Further, the Company's dividend pay-out will be determined by the Board of Directors from time to time based on the available financial resources, investment requirements and other factors more fully described hereunder. Subject to these parameters, the Company would endeavour to maintain a total dividend pay-out ratio (dividend inclusive of any tax on distribution of dividend in the hands of the Company) of about 25% of the annual standalone profits after tax after adjusting for payment of preference dividend, if any.

    The Dividend Distribution Policy is also placed on the Company's website and can be accessed from the weblink: https://somindia.com/wp-content/uploads/2024/03/som-dividend distribution-policy.pdf.

32. Pursuant to Finance Act, 2020, dividend income will be taxable at the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories the members are requested to refer to the Finance Act, 2020 and amendments thereto. The members are requested to update their PAN with Registrar and Transfer Agents (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received does not exceed Rs.5,000/-. A resident individual shareholder with PAN who is not liable to pay income tax submit a yearly declaration in Form 15G/15H, to avail the benefit of non-deduction of tax at Company's RTA at investor@masserv.com. Shareholders are requested to note that incase their PAN is not registered, the tax will be deducted at a higher rate of 20%.

33. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive) for the purpose of the AGM.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING / VOTING AT VENUE ARE AS UNDER:

The remote e-voting period begins on Saturday, 26th September, 2026 at 09:00 A.M. and ends on Monday, 28th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2026. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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

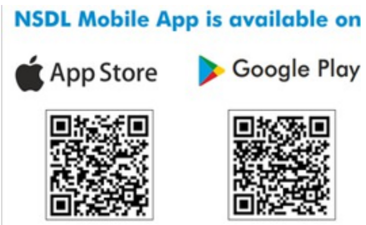
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider – NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/Login 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.inor call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) **Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

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

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 141485 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

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

9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nkjaincs@gmail.com with a copy marked to evoting@nsdl.co.in.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please send signed request with Folio No., Name of shareholder, scanned copy of any one share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investor@masserv.com.

2. In case shares are held in demat mode, please update your email id with your depository. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to

the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

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

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

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

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

5. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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

The results declared along with the Scrutinizer's report, will be displayed on the website of the Company at www.somindia.com and on the website of NSDL immediately after the declaration of the result by the Chairperson or any person authorized by him and communicated to the Stock Exchanges.

Place: Bhopal
Date: 05.09.2026

REGISTERED OFFICE:
1-A Zee Plaza, Arjun Nagar,
Safdarjang Enclave, Kamal Cinema
Road, New Delhi-110029
Tel.: 011 26169909, 26169712

For and on behalf of the Board
For Som Distilleries and Breweries Limited

Sd/-
Jitendra Parihar
Company Secretary & Compliance Officer
Mem No.: A40734

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AND SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2")

The following Statement sets out all material facts and rationale relating to the business mentioned under **Item Nos. 4** accompanying this notice:

In order to meet the funding requirements of the Company, it is proposed that Convertible Warrants of the Company be issued to identified Promoter on preferential basis, at a price of Rs. 77.81/- (Rupees Seventy Seven and Eighty One Paise Only) per warrant (including a premium of Rs. 75.81/- (Rupees Seventy Five and Eighty One Paise Only) per warrant for an aggregate amount of up to Rs. 25,00,00,028.55 (Rupees Twenty Five Crores Twenty Eight and Fifty Five Paise only), in such manner and on such terms and conditions as prescribed under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018 (ICDR Regulations) and in compliance with Section 42 and Section 62 and other applicable provisions of the Companies Act, 2013 , the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014. The Board, at their meeting held on **Saturday, 5th September, 2026** has accorded its approval to the said preferential issue of Warrants. The issue price of the warrants/ equity shares has been determined in accordance with the SEBI ICDR Regulations.

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, approval of the members of the Company, by way of special resolution, is required to issue securities by way of private placement on a preferential basis.

The terms of issue of Warrants as approved by the Board of Directors are as follows:

a) **Number of warrants: Not exceeding 32,12, 955 warrants.**

b) **Terms of conversion:**

   i. The Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form.

   ii. In the event the Warrant holder does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid to the Company at the time of subscription of the Warrants shall stand forfeited.

   iii. The Equity Shares arising from the exercise of the Warrants will be listed on the Stock Exchanges subject to the receipt of necessary regulatory permissions and approvals as the case may be.

   iv. Each Warrant will be convertible into 1 (One) Equity Share of par value of Rs. 2/- each at an issue price of Rs. 77.81/- (Rupees Seventy-Seven and Eighty Paise Only) per equity share (including premium of Rs. 75.81/- per equity share) for an aggregate amount of up to Rs. 25,00,00,028.55 (Rupees Twenty Five Crores Twenty Eight and Fifty Five Paise only).

c) **Payment Terms:**

   i. 25% of the issue price of the Warrants will be paid on the date of allotment of the Warrants.

   ii. The balance 75% of the issue price of the Warrants is payable at the time of allotment of the Equity Shares pursuant to the exercise of the conversion right by the warrant holder, as and when they deem fit. Non-payment of balance sum i.e 75% of the issue price by the warrant holder would entail in forfeiture of the amount paid. The amount paid against Warrants shall be adjusted / set-off against the issue price for the resultant Equity Shares.

d) **Issue Price:**

   The price at which each Warrant will be issued will be Rs. 77.81/-, such price being not less than the minimum price determined as per the provisions of Chapter V of the SEBI ICDR Regulations.

   The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.

   Apart from the above said right of adjustment, the Warrants do not give any rights/entitlements to the Warrant holder as a shareholder of the Company

e) **Other terms:**

   i. The Warrants and the Shares converted shall be subject to lock-in in accordance with the provisions of SEBI ICDR Regulations.

   ii. The Warrants shall not confer upon the holders thereof any right to receive any notice of the meeting of the Shareholders of the Company or Annual Report of the Company and/or to attend/vote at any of the General Meetings of the Shareholders of the Company held, if any.

   iii. Save and except the right of subscription to the Company's Equity Shares as per the terms of the issue of Warrants, the Warrant holder shall have no other rights or privileges such as entitlement to voting rights, dividend, bonus issue or rights issue or similar benefits declared by the Company.

   iv. The Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari-passu with the existing Equity Shares bearing ISIN INE480C01038 of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

   v. A separate Register of Warrant holders would be maintained by the Company.

vi. In the event of any sub-division or consolidation of the face value of the Company's Equity Shares, the share entitlement on each Warrant shall be proportionately increased/ decreased such that the aggregate nominal value of the entitlement remains the same as the nominal value of the Equity Shares immediately prior to such subdivision or consolidation.

THE SALIENT FEATURES OF THE PREFERENTIAL ISSUE, INCLUDING DISCLOSURES REQUIRED TO BE MADE IN TERMS OF THE PROVISIONS OF SECTION 42 OF THE ACT READ WITH RULE 14(1) OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014 AND SECTION 62(1)(C) OF THE ACT READ WITH RULE 13(2) OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 AND CHAPTER V OF THE SEBI ICDR REGULATIONS AND NSE CIRCULAR NO. NSE/CML/2022/56 DATED DECEMBER 13, 2022 AND BSE CIRCULAR NO. 20221213-47 DATED DECEMBER 13, 2022 WITH RESPECT TO THE ADDITIONAL DISCLOSURES FOR OBJECTS OF THE ISSUE ARE SET OUT BELOW:

THE ADDITIONAL DISCLOSURES RELATED TO THE ISSUANCE OF THE CONVERTIBLE EQUITY WARRANTS / SHARES ARE AS FOLLOWS:

1. Disclosures required in terms of Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014

Heading	Disclosure
Particulars of the offer including date of passing of Board resolution	Issuance of up to 32,12,955 (Thirty Two Lakhs Twelve Thousand Nine Hundred Fifty Five Only) convertibles warrants of a face value of Rs. 2/- at the price of 77.81/- (Rupees Seventy Seven and Eighty one Paise Only), including premium of Rs. 75.81/- (Rupees Seventy Five and Eighty one Paise Only) each on a preferential basis. Date of Board resolution: 5th September, 2026
Kinds of securities offered and price at which security is being offered	Warrants convertible into equity shares, The Warrants of face value of Rs. 2/- (Rupees Two Only) each are being offered at Rs. 77.81/- (Rupees Seventy Seven and Eighty one Paise Only) each including Rs. 75.81/- (Rupees Seventy Five and Eighty one Paise Only).
Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	The Issue price of Warrants and the price for conversion of warrants into Equity Share of the Company has been also determined by pricing certificate issued M/s. N. K. Jain & Associates, Practicing Company Secretaries in accordance with the provisions of SEBI (ICDR) Regulations, 2018 and the same may be accessed on the Company's website at the link: https://somindia.com/wp-content/uploads/2026/09/pcs-valuation.pdf The Warrants Holder shall be entitled to require the Company to convert its warrants held by such Warrants Holder into fully-paid-up equity shares of the Company (which shall rank pari-passu in all respects with the existing equity shares of the Company) at an issue price of Rs. 77.81/- (Rupees Seventy Five and Eighty one Paise Only) per share. This conversion price is higher than the minimum price prescribed in accordance with Regulation 164 and Regulation 165 of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 with the relevant date for the computation of the aforesaid price being August 28, 2026 (viz. 30 days prior to the date of the Annual General Meeting of the shareholders)
Name and address of valuer who performed valuation	Report of independent registered valuer: The price of Rs. 77.81/- (Rupees Seventy Five and Eighty one Paise Only) per warrant to be issued and allotted to the proposed allottee(s) has been determined taking into account the valuation report dated 03.09.2026 issued by Mr. Sanka Hari Surya, independent registered valuer (registration no. IBBI/RV/07/2019/12576, having office at Shree Mahavir Sadhana Chs, D-602, Plot No. 18 EFG, Sector-14, Navi Mumbai, Sanpada – 400705 Maharashtra, in accordance with Regulation 166A of the ICDR Regulations ("Valuation Report"). The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company's website at the link: https://somindia.com/wp-content/uploads/2026/09/valuation-report-by-registrede-valuer.pdf The Issue price of Warrants and the price for conversion of warrants into Equity Share of the Company has been also determined by pricing certificate issued by CS Neelesh Jain, proprietor of M/s. N. K. Jain & Associates, Practicing Company Secretaries in accordance with the provisions of SEBI (ICDR) Regulations, 2018 and the same may be accessed on the Company's website at the link: https://somindia.com/wp-content/uploads/2026/09/pcs-valuation.pdf
Amount which the company intends to raise by way of such securities	Upto Rs. 25,00,00,028.55 (Rupees Twenty Five Crores Twenty Eight and Fifty Five Paise only).
Material terms of raising such securities	The Warrants Holder shall be entitled to require the Company to convert the Warrants held by such Warrants Holder into fully- paid-up equity shares of the Company (which shall rank pari-passu in all respects with the existing equity shares of the Company) at a conversion price of Rs. 77.81/- (Rupees Seventy Five and Eighty one Paise Only) per share.
Proposed time schedule	As may be determined by the Board. However, the issuance and allotment of Warrants shall in any event be concluded within 15 (Fifteen) days from the date of passing of this resolution. Provided that, if any approval or permission is required from any regulatory authority or the Central Government for the allotment is pending, the period of fifteen days shall be counted from the date of such approval or permission.
Purposes or objects of offer	1. Working Capital 2. General Corporate Purposes
Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	Not Applicable.

Principle terms of assets charged as securities	Not Applicable.

2. Disclosures required in terms of Rule 13 of Companies (Share Capital and Debentures) Rules, 2014

<table>
<tr><th>Heading</th><th>Disclosure</th></tr>
<tr><td>The Objects of the Issue</td><td>The proceeds from the issuance of the Warrants (Equity Shares upon conversion of Warrants) shall be used by the Company towards

1. Working Capital
2. General Corporate Purposes</td></tr>
<tr><td>The total number of shares or other securities to be issued</td><td>Up to 32,12,955 (Thirty Two Lakhs Twelve Thousand Nine Hundred Fifty Five Only) convertibles warrants of a face value of Rs. 2/- each.</td></tr>
<tr><td>The price or price band at/ within which the allotment is proposed</td><td>The issue price at which Warrant will be issued has been decided at ₹77.81/-, such price being not less than the minimum price determined as per the provisions of Chapter V of the SEBI ICDR Regulations.

This conversion price of warrants is higher than the minimum price prescribed in accordance with Regulation 164 and Regulation 165 of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 with the relevant date for the computation of the aforesaid price being 28th August, 2026 (viz. 30 days prior to the date of the Annual General Meeting of the shareholders)</td></tr>
<tr><td>Basis on which the price has been arrived at along with report of the registered valuer</td><td>Report of independent registered valuer:

The price of Rs. 77.81/- (Rupees Seventy Five and Eighty one Paise Only) per warrant to be issued and allotted to the proposed allottee(s) has been determined taking into account the valuation report dated 03.09.2026 issued by Mr. Sanka Hari Surya, independent registered valuer (registration no. IBBI/RV/07/2019/12576, having office at Shree Mahavir Sadhana Chs, D-602, Plot No. 18 EFG, Sector-14, Navi Mumbai, Sanpada – 400705 Maharashtra, in accordance with Regulation 166A of the ICDR Regulations ("Valuation Report"). The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company's website at the link: https://somindia.com/wp-content/uploads/2026/09/valuation-report-by-registrede-valuer.pdf

The Issue price of Warrants and the price for conversion of warrants into Equity Share of the Company has been also determined by pricing certificate issued by CS Neelesh Jain, proprietor of M/s N K Jain & Associates, Practicing Company Secretaries in accordance with the provisions of SEBI (ICDR) Regulations, 2018 and the same may be accessed on the Company's website at the link: https://somindia.com/wp-content/uploads/2026/09/pcs-valuation.pdf

In view of the above, the Board of Directors of the Company decided to issue these securities to be allotted on preferential basis to the Proposed Allottee(s) at Rs. 77.81/- (Rupees Seventy Seven and Eighty one Paise Only) including premium of Rs. 75.81/- (Rupees Seventy Five and Eighty one Paise Only) per warrant, being not less than the floor price, computed in accordance with Chapter V of the SEBI ICDR Regulations.

The equity shares of the Company are listed on the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") and are frequently traded in accordance with the SEBI ICDR Regulations.</td></tr>
<tr><td>Relevant date with reference to which the price has been arrived at</td><td>28th August, 2026</td></tr>
<tr><td>The class or classes of persons to whom the allotment is proposed to be made</td><td>Promoter</td></tr>
<tr><td>Intention of promoters, directors or key managerial personnel to subscribe to the offer</td><td>The Promoter will be subscribing to the proposed issue as mentioned herein above in the table of Resolution No. 4</td></tr>
<tr><td>The proposed time within which the allotment shall be completed</td><td>As may be determined by the Board. However, the issuance and allotment of Warrants shall in any event be concluded in accordance with Regulation 170 of the SEBI (CDR) Regulations within 15 (Fifteen) days from the date of passing of this resolution. Provided that, if any approval or permission is required from any regulatory authority or the Central Government for the allotment is pending, the period of fifteen days shall be counted from the date of such approval or permission.</td></tr>
<tr><td>The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them</td><td><table><tr><th>Sr. No.</th><th>Identity of Proposed Allottees</th><th>No. of Warrants to be allotted</th><th>Pre- holding</th><th>Post Shareholding</th><th>% of post shareholding*</th></tr><tr><td>1.</td><td>Mr. Deepak Arora</td><td>32,12,955</td><td>4612525</td><td>78,25,480</td><td>3.70</td></tr></table></td></tr>
<tr><td>The change in control, if any, in the company that would occur consequent to the preferential offer</td><td>There will be no change in the control or composition of the Board of Directors of the Company consequent to the said preferential issue.</td></tr>
</table>

The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.	During the year, the Company has not allotted any securities on preferential basis till date.
The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not Applicable, as the proposed allotment shall be made for cash consideration.
The pre issue and post issue shareholding pattern of the company	(see table below)

Category	Pre-issue No. shares Held	Pre-issue percentage of shareholding	Post- issue No. shares held	Post-issue percentage of shareholding
Promoters' holding				
Indian				
Individual	59009424	28.38	62222379	29.47
Bodies Corporate	22979397	11.05	22979397	10.88
Sub-total (A)	81988821	39.43	85201776	40.35
Non-promoters' holding				
Institutional Investors				
Mutual Fund	0	0	0	0
Alternate Investment Fund	500	0	500	0
Foreign Portfolio Investors	3,67,131	0.18	3,67,131	0.17
Non-Institutional Investors				
Directors and Relatives excluding Independent Directors	135392	0.07	135392	0.06
Resident Individual Holding nominal share capital upto Rs.2 Lakhs	6,55,16,686	31.51	6,55,16,686	31.03
Resident Individual Holding nominal share capital in excess of Rs.2 Lakhs	4,15,44,949	19.98	4,15,44,949	19.67
Non-Resident Indian & Foreign Nationals	25,78,663	1.24	25,78,663	1.22
Private corporate bodies	1,54,71,429	7.44	1,54,71,429	7.32
Clearing Member	2,97,741	0.14	2,97,741	0.14
Trust	1,000	0	1000	0
Sub-total (B)	**12,59,12,491**	**60.56**	**12,59,12,491**	**59.64**
Grand Total	**20,79,01,312**	**100**	**21,11,14,267**	**100**

3. Disclosures required in terms of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

Heading	Disclosure
The Relevant Date on the basis of which price of the equity shares to be allotted on conversion or exchange of convertible securities shall be calculated	August 28, 2026
The objects of the issue	1. Working Capital: 2. General Corporate Purposes

<table>
<tr><td>Maximum number of specified securities to be issued</td><td>Up to 32,12,955 (Thirty Two Lakhs Twelve Thousand Nine Hundred Fifty Five Only) Warrants convertible into Equity Shares having face value of Rs. 2/- each issued at the price of Rs. 77.81/- (Rupees Seventy Seven and Eighty One Paise Only) including premium of Rs. 75.81/- (Rupees Seventy Five and Eighty One Paise Only) per warrant.</td></tr>
<tr><td>Intent of the promoters, directors or key managerial personnel of the issuer to subscribe to the offer</td><td>The Promoter will be subscribing to the proposed issue as mentioned herein above in the table of Resolution No. 4.

Except the Managing Director, None of the Directors / Key Managerial Personal will be subscribing to the proposed issue.</td></tr>
<tr><td>Shareholding pattern of the issuer before and after the preferential issue</td><td>
<table>
<tr><th>Category</th><th>Pre-issue No. shares Held</th><th>Pre-issue percentage of shareholding</th><th>Post- issue No. shares held</th><th>Post-issue percentage of shareholding</th></tr>
<tr><td>Promoters' holding</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Indian</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Individual</td><td>59009424</td><td>28.38</td><td>62222379</td><td>29.47</td></tr>
<tr><td>Bodies Corporate</td><td>22979397</td><td>11.05</td><td>22979397</td><td>10.88</td></tr>
<tr><td>Sub-total (A)</td><td>81988821</td><td>39.43</td><td>85201776</td><td>40.35</td></tr>
<tr><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Non-promoters' holding</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Institutional Investors</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Mutual Fund</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Alternate Investment Fund</td><td>500</td><td>0</td><td>500</td><td>0</td></tr>
<tr><td>Foreign Portfolio Investors</td><td>3,67,131</td><td>0.18</td><td>3,67,131</td><td>0.17</td></tr>
<tr><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Non-Institutional Investors</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Directors and Relatives excluding Independent Directors</td><td>135392</td><td>0.07</td><td>135392</td><td>0.06</td></tr>
<tr><td>Resident Individual Holding nominal share capital upto Rs.2 Lakhs</td><td>6,55,16,686</td><td>31.51</td><td>6,55,16,686</td><td>31.03</td></tr>
<tr><td>Resident Individual Holding nominal share capital in excess of Rs.2 Lakhs</td><td>4,15,44,949</td><td>19.98</td><td>4,15,44,949</td><td>19.67</td></tr>
<tr><td>Non-Resident Indian & Foreign Nationals</td><td>25,78,663</td><td>1.24</td><td>25,78,663</td><td>1.22</td></tr>
<tr><td>Private corporate bodies</td><td>1,54,71,429</td><td>7.44</td><td>1,54,71,429</td><td>7.32</td></tr>
<tr><td>Clearing Member</td><td>2,97,741</td><td>0.14</td><td>2,97,741</td><td>0.14</td></tr>
<tr><td>Trust</td><td>1,000</td><td>0</td><td>1000</td><td>0</td></tr>
<tr><td>Sub-total (B)</td><td>12,59,12,491</td><td>60.56</td><td>12,59,12,491</td><td>59.64</td></tr>
<tr><td>Grand Total</td><td>20,79,01,312</td><td>100</td><td>21,11,14,267</td><td>100</td></tr>
</table>
</td></tr>
<tr><td>Time frame within which the preferential issue shall be completed</td><td>As may be determined by the Board. However, the issuance and allotment of Warrants shall in any event be concluded within 15 (Fifteen) days from the date of passing of this resolution. Provided that, if any approval or permission is required from any regulatory authority or the Central Government for the allotment is pending, the period of fifteen days shall be counted from the date of such approval or permission.</td></tr>
</table>

<table>
<tr><td>Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue. Provided that, if there is any listed company, mutual fund, scheduled commercial bank, insurance company registered with the Insurance Regulatory and Development Authority of India in the chain of ownership of the proposed allottee, no further disclosure will be necessary</td><td><table>
<tr><th>Sr. No.</th><th>Identity of Proposed Allottees</th><th>No. of Warrants to be allotted</th><th>Pre- holding</th><th>Post Shareholding</th><th>% of post shareholding*</th></tr>
<tr><td>1.</td><td>Mr. Deepak Arora
Promoter</td><td>32,12,955</td><td>46,12,525</td><td>78,25,480</td><td>3.70</td></tr>
</table>
Note: the number of shares, post allotment shareholding and % of shareholding post issue has been set out in the above table on the assumption that up to 32,12,955 (Thirty Two Lakhs Twelve Thousand Nine Hundred Fifty Five Only) warrants shall be allotted by the Company to the Promoter and they will convert the entire allotted warrants into equity shares. In the event the actual number of shares and warrants allotted by the Board or the number of warrants converted is less than the warrants allotted, the details of the number of shares, post allotment shareholding and % of shareholding post issue set out in the above table in relation to the Promoters, shall change accordingly.

The proposed preferential issue will not result in change in control of the Company.</td></tr>
<tr><td>Undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so</td><td>Undertaking that if the amount payable on account of the re- computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees</td></tr>
<tr><td>Undertaking that if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees</td><td>The Company agrees and undertakes that if the amount payable on account of the re-computation of price in terms of the applicable law is not paid within the time stipulated in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Warrants (Equity Shares upon conversion of Warrants) shall continue to be locked-in till the time such amount is paid by the allottees.</td></tr>
<tr><td>Disclosures specified in Schedule VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, if the issuer or any of its promoters or directors is a wilful defaulter</td><td>Neither the Company's name nor any of its Promoter or Directors name is appearing in the list of willful defaulters categorized by any Bank or Financial Institution or consortium thereof in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India nor have they been identified as fugitive economic offenders as per the Fugitive Economic Offenders Act, 2018.

Name of the person declared as a wilful defaulter: Not applicable

Name of the Bank declaring the person as a wilful defaulter: Not applicable

Year in which the person was declared as a wilful defaulter: Not applicable

Outstanding amount when the person was declared as a wilful defaulter: Not applicable

Steps taken, if any, by the person for removal of its name from the list of wilful defaulters: Not applicable

Other disclosures, as deemed fit by the issuer, in order to enable investors to take an informed decision: Not applicable

Any other disclosure as specified by the Board: Not applicable</td></tr>
<tr><td>Where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed</td><td>Not Applicable</td></tr>
<tr><td>Placing of Practicing Company Secretary Certificate</td><td>As required in Regulation 163(2) of SEBI (ICDR) Regulations, Certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, will be kept open for inspection at the Registered Office of the Company between 11:00 am and 1:00 pm on all working days between Monday to Friday of every week, up to the date of AGM.

The certificate can also be accessed on the Company website on the link www.somindia.com the same shall be placed before the shareholders at the Annual General Meeting of the Company.</td></tr>
</table>

Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees who are not natural persons:

Name of the Proposed Allottee	Class	Identity of Natural Persons who are the Ultimate Beneficial Owners
Mr. Deepak Arora	Promoter	Mr. Deepak Arora

The percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent of the Preferential issue:

Name of the Propose Allottee	Pre-Issue Shareholding		Issue of Warrants (Present Issue) (No)	Post Issue Shareholding after Conversion of Warrants*	
	No. of Shares	% of Share Holding		No. of Shares	% of Share holding
Mr. Deepak Arora	46,12,525	2.22	32,12,955	78,25,480	3.70

Confirmations regarding wilful defaulter or a fraudulent borrower / fugitives, if any:

Neither the Company nor its promoters nor the Directors of the Company have been identified as willful defaulter or a fraudulent borrower by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India nor have they been identified as fugitive economic offenders as per the Fugitive Economic Offenders Act, 2018.

The current and proposed status of the allottee post the preferential issue namely, promoter or non-promoter:

Name of the Proposed Allottee	Current Status of the Proposed Allottee	Proposed Status of the Proposed Allottee post the preferential issue
Mr. Deepak Arora	Promoter	As mentioned above, the Proposed Allottee are Promoter of the Company and the status of which will continue as Promoter post the preferential issue.

The Main Object Clause of Memorandum of Association of our Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the Object Clause of our Memorandum of Association.

Mr. Jagdish Kumar Arora, Chairman and Managing Director, Mr. Deepak Arora, Promoter and their relatives to the extent of their existing shareholding in the Company and to the extent of their subscription to the above proposed Preferential Issue shall be deemed to be concerned or interested in the Resolution.

None of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 4 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

ADDITIONAL INFORMATION OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT(S) AT THE 33RD AGM PURSUANT TO REGULATION 36 OF THE LISTING REGULATIONS AND CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS:

Name of the Director	Mr. Rajat Batra
DIN	02695119
Date of Birth / Age	August 08, 1981/ 44 years
Brief Profile & Qualification	Mr. Rajat Batra is Bachelor of Computer Applications (BCA) from Jiwaji University, Gwalior, MP. After completing his studies, Rajat chose to explore his entrepreneurial spirit and joined the family business, which primarily focuses on the malting industry in Gwalior.
Expertise in specific functional areas	Rajat took on a significant responsibility in managing the operations of the maltery, ensuring smooth production processes and quality control. His involvement in this aspect of the business gave him a deep understanding of the food and beverage industry, especially the nuances of raw material processing.
Name of Companies in which he also holds Directorship as on 31st March, 2026	1. Woodpecker Distilleries & Breweries (Andhra Pradesh) Private Limited. 2. Woodpecker Distilleries & Breweries (West Bengal) Private Limited. 3. Woodpecker Distilleries & Breweries (Uttar Pradesh) Private Limited. 4. Woodpecker Distilleries & Breweries (Telangana) Private Limited 5. Woodpecker Distilleries & Breweries (Rajasthan) Private Limited 6. Woodpecker Distilleries & Breweries (Assam) Private Limited 7. Som Heritage Drinks Manufacturing Private Limited 8. Woodpecker Distilleries & Breweries Private Limited 9. Biscuit Basket Foods Private Limited 10. Woodpecker Greenagri Nutrients Private Limited
Date of first appointment on the Board	January 28, 2025
Details of shares held in the Company as on Date	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	No relationship with other Directors, Manager and other Key Managerial Personnel of the Company
Terms and conditions of appointment/Re-Appointment including details of Remuneration	Appointment as a Non-executive Director of the Company liable to retire by rotation to comply with the provisions of Section 152 of the Companies Act, 2013. No remuneration is being paid to him.
Number of Board Meetings attended / No of Meetings held	5/7
Listed entities in which the person also holds the Directorship and Membership/ Chairmanship of the Committees thereof as on March 31st 2026	Nil
Listed entities in which the person also holds the Directorship and Membership/ Chairmanship of the Committees thereof as on March 31, 2026	Nil

Place: Bhopal
Date: 05.09.2026

For and on behalf of the Board
For Som Distilleries and Breweries Limited

Sd/-
Jitendra Parihar
Company Secretary & Compliance Officer
Mem No.: A40734

REGISTERED OFFICE:
1-A Zee Plaza, Arjun Nagar,
Safdarjang Enclave, Kamal Cinema
Road, New Delhi-110029
Tel.: 011 26169909, 26169712

BOARD'S REPORT

DEAR MEMBERS,

Your director's are pleased to present the 33rd Annual Report of the Company together with the Annual Audited Financial Statement for the financial year ended 31st March, 2026. This report provides a comprehensive overview of the Company's strategic initiatives, financial performance, operational achievements and key challenges faced during the fiscal year, along with insights into the Company's future growth trajectory.

1. FINANCIAL HIGHLIGHTS

The summary of the Company's financial performance for the year under review along with previous year figures are given hereunder:

(Rs. in Lacs)

Particulars	STANDALONE		CONSOLIDATED {CONSOLIDATION WITH SUBSIDIARIES}	
	31.03.2026 (Audited)	31.03.2025 (Audited)	31.03.2026 (Audited)	31.03.2025 (Audited)
Revenue from operations	**82,822.04**	**97101.17**	**2,30,166.65**	**2,83,072.98**
Other Income	2,195.31	72.44	412.93	450.21
Total Income	**85,017.35**	**97173.61**	**2,30,579.58**	**2,83,523.19**
Expenses				
Operating Expenditure	44,914.29	50390.72	81,138.29	92580.74
Excise Duty	13,842.79	17731.21	1,07,234.93	1,38,782.70
Employee Benefit Expense	2,346.70	2118.85	5,169.79	4,692.11
Depreciation and amortization expenses	1,491.97	1250.86	3,334.97	2,596.61
Other Expenses	16,829.37	17258.94	28,052.52	29,397.21
Total Expenses	**79,425.12**	**88750.58**	**2,24,930.5**	**2,68,049.37**
Profit before finance cost and tax	**5592.23**	**8423.03**	**5,649.08**	**15,473.82**
Finance Cost	988.62	465.33	2,198.10	1,105.93
Exceptional Item	1186.62	-	1,186.62	-
Profit before tax	3,416.99	7957.70	2,264.36	14,367.89
Tax Expenses	1,018.02	2185.23	1,228.59	3,918.26
Share of profit/(loss) in associates	-	-	-	-
Profit before comprehensive income	**2,398.97**	**5772.47**	**1,035.77**	**10,449.63**
Other comprehensive incomes	**(20.92)**	**(28.55)**	**(26.62)**	**(40.86)**
Total Comprehensive Income for the year (PAT)	**2,378.05**	**5743.92**	**1,009.15**	**10,408.77**
Total Comprehensive Income for the Period attributable to:	-	-	911 .21	9,553.87
Owners of the Company	-	-	97.94	854.90

2. OPERATIONS:

During the year under review, on Consolidated basis, your Company registered Gross Revenue of Rs. 2,30,579.58 Lacs, whereas the Profit before Tax and Profit after Tax (PAT) for the year stood at Rs. 2,264.36 Lacs and Rs. 1,009.15 Lacs respectively.

On a Standalone basis, the Company registered Gross Revenue of Rs. 85,017.35 Lacs, whereas the Profit Before Tax and Profit after Tax (PAT) for the year stood at Rs. 3,416.99 Lacs and Rs. 2,378.05 Lacs, respectively.

3. TRANSFER TO RESERVES:

Your directors do not propose to transfer any amount to the general reserves and the entire amount of profit for the year forms part of the 'Retained Earnings'.

4. DIVIDEND ON EQUITY SHARES:

During the financial year 2025-26 your Board has not recommend any dividend on equity share in order to conserve Cash and growth plans of the Company.

The Dividend Distribution Policy as adopted and formulated by the Board in terms of Regulation 43A of the Listing Regulations is available on the Company's website and can be assessed at the link: https://somindia.com/wp-content/uploads/2024/03/som-dividend-distribution-policy.pdf.

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

The Ministry of Corporate Affairs has notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, all unclaimed/unpaid dividend, application money, debenture interest and interest on deposits as well as the principal amount of debentures and deposits, as applicable, remaining unclaimed /unpaid for a period of seven years from the date they became due for payment, shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. No claim shall be entertained against the Company for the amounts so transferred.

As per Section 124(6) of the Act read with the IEPF Rules as amended, all the Shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to IEPF Account. The Company is in process to send notice / reminders to the concerned members and to publish notice regarding the same in newspaper(s). If the unclaimed shares and unclaimed dividends are not claimed by the time, the Company will initiate necessary steps to transfer the same, if required, to IEPF without further notice.

In the event of transfer of Shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

Members who have not encashed dividend warrants may approach the Registrar and Share Transfer Agent of the Company to obtain payment thereof. The details of unpaid/unclaimed dividends for last seven financial year can be viewed on Company's website i.e. www.somindia.com, which was uploaded in compliance with the provisions of the IEPF (Uploading of information regarding unpaid and unclaimed amount lying with Companies) Rules, 2012.

6. MAJOR KEY DEVELOPMENTS:

Major expansion in Uttar Pradesh

- The Company substantially progressed its greenfield brewery project at **Farrukhabad, Uttar Pradesh,** aimed at creating a significant manufacturing and distribution hub for North India.
- The project envisaged a brewery capacity of around **1 crore cases annually,** with an integrated IMFL/distillery opportunity in subsequent phases.
- Commercial production subsequently commenced in June 2026, marking an important milestone immediately after FY26.

Odisha capacity expansion completed

- Capacity at the Odisha brewery was expanded from **60 lakh cases to 90 lakh cases annually.**
- The expansion strengthens SOM's ability to serve **Odisha, Jharkhand, West Bengal and other eastern markets,** while improving manufacturing leverage.

Strengthening of market presence and geographic diversification

- We continued our strategy of reducing dependence on its traditional core markets and expanding into new geographies.
- The Company strengthened its presence in **Jharkhand,** where it reported becoming the **second-largest beer company with approximately 22% market share.**
- The Company also continued to develop opportunities in **Tamil Nadu, Uttar Pradesh and other markets.**

Strong IMFL portfolio momentum

- IMFL remained an important growth vector, with the portfolio showing strong volume momentum.
- This was part of the broader strategy of increasing the contribution of IMFL alongside the established beer business.

Brand and premiumisation initiatives

- The Company continued to broaden its brand portfolio and strengthen its presence across price segments.
- **Hunter, Power Cool, Legend and Woodpecker** remained important components of the beer portfolio, while the IMFL portfolio was being expanded to create a broader premium/mid-premium offering.
- The strategy was increasingly focused on **premiumisation, product innovation and a wider portfolio across consumer price points.**

Investment-led capacity build-out and operating leverage

- FY26 represented a transition from the earlier phase of capacity creation toward **utilisation and market monetisation.**
- The UP investment, together with the Odisha expansion and existing Karnataka/Hassan capacity, materially increased the Group's manufacturing footprint.

7. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There has been no change in nature of the business of the Company during the financial year under review.

8. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES:

• Subsidiaries:

The following Companies are the Subsidiaries:

Sr. No.	Name of the Subsidiaries	% of holding
1.	Woodpecker Distilleries & Breweries Private Limited	78.87%
2.	Som Distilleries and Breweries Odisha Private Limited	100%
3.	Woodpecker Greenagri Nutrients Private Limited	100%

ACCOUNTS OF SUBSIDIARY COMPANIES

Pursuant to applicable Accounting Standards on Consolidated Financial Statements and Financial Reporting issued by the ICAI and as prescribed by Securities and Exchange Board of India (SEBI), Consolidated Financial Statements, which includes the financial information of the subsidiaries, are enclosed and forms part of this Annual Report.

As per the first proviso of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the Financial Statements of the Subsidiary Companies have not been attached to the Annual Report. However, Company has attached along with its financial statements a separate statement containing the salient features of financial statements of its subsidiaries in Form **AOC-1.**

Further, the Annual Accounts of the Subsidiary Companies and the detailed related information shall be made available to shareholders of the Company and of its Subsidiary Companies upon request and the Annual Accounts of the subsidiary companies shall also be kept for inspection by any shareholder in the head office of the Company and the office of its subsidiary companies. Further, the annual accounts for the FY 2025-26 of the subsidiary companies are available on the website of the Company i.e., www.somindia.com.

- **Associates:**

  The Company does not have any Associates.
- **Joint Ventures:**

  The company does not have any Joint ventures.

9. **BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:**

The composition of the Board is in accordance with provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive, Women and Independent Directors.

As on 31st March, 2026, the Board of Directors of the Company comprised of following Eight (8) Directors including Two (2) Whole Time Director One (1) Managing Director, One (1) Non-Executive, Non-Independent Director and Four (4) Independent Directors.

Name of the Director	Date of Appointment	Date of Resign-ation	Position held
Mr. JAGDISH KUMAR ARORA	04/02/2017	-	Chairperson & Managing Director
Mr. NAKUL KAM SETHI	01/06/2018	-	Whole Time Director
Mr. RAJESH KUMAR DUBEY	28/01/2025	-	Whole Time Director
Mr. RAJAT BATRA	28/01/2025	-	Non- Executive, Non Independent Director
Mr. UMA KANT SAMAL	20/04/2020	-	Non- Executive Independent Director
Mr. SATPAL KUMAR ARORA	13/10/2018	-	Non- Executive Independent Director
Mr. DINESH KUMAR BATRA	17/01/2024	-	Non- Executive Independent Director
Ms. SHREYANSI GOEL	05/08/2024		Non- Executive Independent Director

None of the Directors is disqualified from being appointed as 'Director', pursuant to Section 164 of the Act or under any other applicable laws. The Company has obtained a certificate from M/s. N.K. Jain & Associates, Practicing Company Secretaries, that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India (the "SEBI")/Ministry of Corporate Affairs (the "MCA") or any such statutory authorities as on 31st March, 2026. A copy of the said certificate is attached to the Corporate Governance Report, which is annexed hereto and forms part of this Report.

- **Women Director:**

In terms of the provision of Section 149 of the Companies Act, 2013 and Regulation 17 (1) of the Listing Regulations, a Company shall have at least one woman director on the board of the Company. Your Company has one women directors on the Board.

Sr. No.	Name of the Director	Date of Appointment
1.	Ms. Shreyansi Goel	05/08/2024

- **Retirement by rotation:**

In accordance with the provisions of the Companies Act, 2013, Mr. Rajat Batra, Director, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment. A brief profile of the Director proposed to be re-appointed is provided in the Notes to the Notice of the ensuing Annual General Meeting.

- **Appointment/ Re-appointment:**

Mr. Uma Kant Samal (DIN: 08669929) was re-appointed as Non-Executive/Independent Director of the Company on attaining the age of 75 years for a further period of 2 years with effect from April 20, 2025 and such re-appointment was approved by the Shareholders at the Extraordinary General Meeting of the Company held on March 24, 2025.

Mr. Rajesh Kumar Dubey (DIN: 10912000) was Appointed as the Whole Time Director of the Company for a period of 5 years with effect from January 28, 2025 and such Appointment was approved by the Shareholders at the Extraordinary General Meeting of the Company held on March 24, 2025.

Mr. Rajat Batra (DIN: 02695119) was Appointed as Non-Executive Non-Independent Director of the Company for a period of 5 years with effect from January 28, 2025 and such Appointment was approved by the Shareholders at the Extraordinary General Meeting of the Company held on March 24, 2025.

10. **DIRECTOR'S APPOINTMENT AND REMUNERATION POLICY:**

Pursuant to the provision of Section 178 of the Companies Act 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors on the recommendation of Nomination and Remuneration Committee has framed a Policy for the appointment of Directors and Senior Management and their remuneration which is available on the website of the Company under the weblink https://www.somindia.com The details pertaining to composition of Nomination and Remuneration Committee are included in the Corporate Governance Report, which forms part of this Annual Report.

11. **BOARD AND ITS COMMITTEES:**

The Board, as on March 31, 2026 comprises 8 Members - 3 Executive Directors and 4 Non-Executive/Independent Directors and 1 Non-Executive/ Non-Independent Directors. During the period under review, your directors met 7 (Seven) times. The maximum time-gap between any two consecutive meetings was within the period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Details of number of meetings of Board and various Committees attended during the year by each Director/ Member is disclosed in the Corporate Governance Report forming part of this Annual Report.

The Board, as on March 31, 2026 has (7) Seven Committees namely, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholder Relationship Committee, Risk Management Committee, Executive Legal and Borrowing Committee and Fund Raising Committee.

A detailed note on the composition of the Board and Committees including meetings, attendance thereat is provided in the Corporate Governance Report which forms part of this Annual Report.

Further after closure of the financial year, Mr. Om Prakash Singh has tendered his resignation from the post of the Company Secretary & Compliance Officer of the Company 27th April, 2026.

Evaluation of Board, its committees & Directors:

Pursuant to the provisions of Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board carried out evaluation of its own as well as performance of that of its committees. The Board also carried out performance evaluation of all the individual directors. Additionally, the Nomination and Remuneration committee of the Board also carried out the evaluation of the performance of the individual directors. The performance evaluation was carried out by the way of obtaining feedback from the directors through a structured questionnaire prepared in accordance with the Board Evaluation Policy.

The structured questionnaire prepared to evaluate the performance of individual directors, the Board and committees contained various different parameters.

The independent directors of the Company met separately at their meeting held on 10th February 2026, without the attendance of non-independent directors and members of the management and reviewed the performance of non-independent directors, Chairman and various committees of the Board and assessed the quality, quantity and timeliness of the flow of information between the Management and the Board.

The independent directors expressed their satisfaction regarding the overall functioning of the Board and its Committees for the financial year 2025-26.

12. NUMBER OF MEETINGS OF THE BOARD, ANNUAL GENERAL MEETING AND EXTRA ORDINARY GENERAL MEETINGS & POSTAL BALLOTS:

During the year, 7 meetings of the Board of Directors were held. The maximum time gap between any two Meetings was not more than one hundred and twenty days. These Meetings were well attended.

The 32nd Annual General Meeting of the Company was held on 29th September 2025, and One Extraordinary General Meeting were held on 12th December, 2025.

Detailed information on the Meetings of the Board, its Committees, the AGM/ EGM & Postal Ballots is included in the Report on Corporate Governance, which forms part of this Annual Report.

13. Key Managerial Personnel & Senior Management Personnel:

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel (KMP) of the Company are as follows:

Sr. No.	Name	Designation
1	Mr. Jagdish Kumar Arora	Chairman and Managing Director
2	Mr. Nakul Kam Sethi	Whole Time Director
3	Mr. Rajesh Dubey	Whole Time Director
4	Mr. Nitin Malviya	Chief Financial Officer
5*	Mr. Om Prakash Singh	Company Secretary & Compliance Officer

*Mr. Om Prakash Singh had tendered his resignation from the post of Company secretary & Compliance Officer w.e.f. 27th April 2026. Consequently, on the recommendation of Nomination & Remuneration Committee, the Board of Directors at its meeting held on 25th July 2026, appointed Mr. Jitendra Parihar- as a Company secretary & Compliance Officer w.e.f. 25th July, 2026.

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023, the Senior Management personnel (SMP) of the Company forms part of the Corporate Governance Report

14. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirm the following that:

a) in the preparation of the annual accounts for the year ended on 31st March, 2026, the applicable accounting standards have been followed;

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 31st March, 2026 and of the profit of the Company as on that date;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in

d) accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

e) the Directors have prepared the annual accounts for the year ended 31st March, 2026 on a going concern basis.

f) 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.

g) 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.

15. CORPORATE GOVERNANCE:

Since its inception, the Company has upheld the highest standards of corporate governance set out by the Securities and Exchange Board of India (SEBI). We demonstrate an unwavering commitment to transparency, integrity, and ethical conduct in all our business transactions. The Company is committed to transparency in all its transactions and places high emphasis on the business ethics.

The report on Corporate Governance as stipulated under the Listing Regulations forms an integral part of this report.

The requisite certificate from M/s. N.K. Jain & Associates Practicing Company Secretaries confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 27 of the Listing Regulations is included as a part of this report.

16. CERTIFICATE ON CORPORATE GOVERNANCE FROM PRACTICING COMPANY SECRETARIES:

The requisite Certificate from the Company secretary in practice, M/s. N.K. Jain & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part E of Schedule V of the aforesaid Regulations, forms part of this Report.

17. COMMITTEES OF THE BOARD:

The Board has constituted the following Committees to oversee various aspects of governance and operations:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility Committee
5. Risk Management Committee
6. Executive, Legal and Borrowing Committee
7. Fund Raising Committee

A detailed overview of the composition, terms of reference, meetings held and attendance of members are provided in the Report on Corporate Governance, which forms part of this Report. The composition and terms of reference of all the Committees of the Board of the Company are in accordance with the applicable provisions of the Act, Listing Regulations & Companies Act, 2013.

18. NOMINATION AND REMUNERATION POLICY:

Pursuant to Section 178(3) of the Companies Act, 2013 and regulation 19(4) read with Part D of schedule II of the SEBI Listing Regulations, the Board has framed a Nomination & Remuneration (NRC) Policy. This policy, inter alia, lays down:

- The criteria for determining appointment, removal, retirement, qualifications, positive attributes, tenure, and independence of directors; and
- Broad guidelines of structure & remuneration for executive-non-executive directors, key managerial personnel and other employees.

The policy is displayed on the website of the Company at – www.somindia.com

19. AUDITORS AND AUDIT REPORT:

STATUTORY AUDIT:

In accordance with section 139 of Companies Act, 2013, **M/s AKB Jain & Co., Chartered Accountants, (FRN:003904C)** was re-appointed by the Company as the Statutory Auditor in the 31st Annual General Meeting held on 28th September, 2024 for a period of three Consecutive Years. In terms of Provision of section 139 (2) of the Companies Act, 2013 read with Rules made thereunder, Accordingly the Auditor hold office until the conclusion of the 34th Annual General Meeting to held in year 2027.

Explanation to Auditor's Remarks:

The Auditors Report is enclosed with the financial statements in this Annual Report. There are no qualifications, reservations or adverse remarks made by M/s AKB Jain & Co., Statutory Auditors in their report for the financial year ended 31st March, 2026.

SECRETARIAL AUDIT:

Pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and Regulation 24A (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations 2024, the Board of Directors on the recommendation of the Audit Committee had appointed M/s. N.K. Jain & Associates, Company Secretaries, having Firm Registration No.: S2005MP082700, as the Secretarial Auditors of the Company to hold office for the term of 5 consecutive years from FY 2025-26 to FY 2029-2030 at such remuneration as may be decided by the Board of Directors in consultation with the Secretarial Auditors of the Company.

The Secretarial Audit Report for the financial year ended 31st March, 2026 is appended to this Report in Form MR-3.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. N.K. Jain & Associates, Company Secretaries to undertake the Secretarial Audit of the Company for the FY 2025-26.

The comments of Board on observations of Secretarial Auditor of the Company in their Report for the FY 2025-26 are self-explanatory indicated below and the Report of the Secretarial Audit in Form MR-3 is annexed as **Annexure I**. Further, in terms of Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company carried out Secretarial Audit of its material unlisted subsidiaries i.e. (a) Woodpecker Distilleries & Breweries Private Limited and (b) Som Distilleries and Breweries Odisha Private Limited, through M/s. Aman Jain & Associates, Company Secretaries in Practice. The reports of the secretarial audit are annexed herewith as **Annexure I (A), Annexure I (B) & Annexure I (C)** respectively. The Annual Secretarial Compliance Certificate duly signed by M/s N.K. Jain & Associates, Company Secretaries has been submitted to the Stock Exchanges and is annexed at **Annexure I (D)** to this Board's Report.

Comments by Board on observations of Secretarial Auditor:

Under Companies Act, 2013 -

The Company has not transferred the share to Investor Education and Protection Fund ("IEPF") in respect of which dividend was unpaid/ unclaimed for more than seven consecutive years, under section 124 of the Act read with applicable rules thereunder.

Management Response - The Company has initiated the process for transfer of the unpaid dividend pertaining to the Financial Years 2016-17 and 2017-18 to the Investor Education and Protection Fund ("IEPF") in accordance with the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time. Pursuant to the cessation/demise of the erstwhile authorised signatory of the relevant Unpaid Dividend Accounts maintained with the Bank, Mr. Rajesh Dubey has been duly designated and authorised as the new signatory for operating the aforesaid accounts and for undertaking all actions incidental to the transfer process.

The requisite banking formalities, submission of supporting documents, updation of account operating instructions with the Bank, and other statutory and procedural compliances necessary for effecting the transfer of the unpaid dividend amounts to the IEPF are presently under process. The Company is taking all necessary steps to ensure that the transfer is completed expeditiously and in full compliance with the applicable provisions of the Companies Act, 2013 and the rules framed thereunder.

Pursuant to Regulation 24A(2) of the Listing Regulations, a report on secretarial compliance has been issued by M/s. N.K. Jain & Associates for the financial year ended 31st March 2026 and the same has been submitted to stock exchanges. There are no observations, reservations or qualifications in the said report

INTERNAL AUDIT:

During the year under review, M/s. Sobhani & Agarwal, Chartered Accountants, were appointed as the Internal Auditors of the Company in accordance with the applicable provisions of the Act.

DETAILS WITH RESPECT TO THE ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Board of Directors had appointed M/s Sobhani & Agarwal, Chartered Accountant as the Internal Financial Auditors of the Company for the F.Y. 2025-26. Internal Financial Control & Systems of the Company has been devised through its extensive experience that ensures control over various functions of its business. The Company practices Quality Management System for Design, Planning, Construction and Marketing. Periodic audits conducted by Internal Auditors and Statutory Auditors provide means whereby any weakness, whether financial or otherwise, is identified and rectified in time.

The Audit Committee receives a quarterly update of the key findings and the action taken report. The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

COST AUDIT AND MAINTANANCE OF COST RECORDS:

The Cost Audit as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not required and accordingly no such cost accounts and records are made and maintained by the Company.

SECRETARIAL STANDARDS:

The Company has complied with the applicable secretarial standards issued by the Institute of Companies Secretaries of India on meeting of the Board of Directors and General Meeting.

20. DISCLOSURE AS PER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. The policy is displayed on the website of the company at – www.somindia.com

The Company has Internal Complaints Committee (ICC) with Ms. Anamma Bosco as (Presiding Officer), Mr. Nakul Kam Sethi (Member), Mr. Rajesh Dubey (Member) and Ms. Madhuri Goel a member from an NGO, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

All female employees are covered under the Policy. There was no complaint received from any employee during the FY 2025-26 and hence no complaint is outstanding as on March 31, 2026 for redressal.

Particulars	Complaints received on sexual Harassment
Number of complaints received during the year under review	NIL
Number of complaints disposed of during the year under review	NIL
Number of complaints remain pending for more than 90 days	NIL
Number of complaints remain pending at the year end	NIL

21. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING:

As per Regulation 34 of the SEBI Listing Regulations, a Business Responsibility and Sustainability Reporting is annexed as **Annexure II** and forms part of this Annual Report.

22. PUBLIC DEPOSITS:

The Company has not accepted any deposits from the public under Chapter V of the Companies Act, 2013 or the corresponding provisions of Section 58A of the Companies Act, 1956. Accordingly, no amount of principal or interest on public deposits was outstanding as on the balance sheet date.

23. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Board, upon the recommendation of the CSR Committee, has adopted CSR Policy and initiated its implementation. The CSR Policy is available on the Company's website www.somindia.com.

The Corporate Social Responsibility (CSR) committee is established by the Board in accordance with section 135 of the Companies Act, 2013.

The Annual report on the CSR Activities of the Company during the year is enclosed as "(Annexure III)" and forms part of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR Policy outlines the activities that can be undertaken or supported by the Company within the applicable provisions of the Companies Act, 2013, ensuring the alignment with sustainable development goals and principles.

The Company has in place Corporate Social Responsibility policy which is displayed on the website of the Company at www.somindia.com.

The Chief Financial Officer has certified that the funds disbursed on the basis the annual action plan for the financial year 2025-26 have been utilised for the purpose and in the manner as approved by the Board.

The details pertaining to composition of CSR Committee are included in the Corporate Governance Report, which forms part of this Annual Report. The Annual Report on CSR activities is annexed as **Annexure III**.

24. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT/ TECHNOLOGY/ ABSORPTION/ FOREIGN EXCHANGE EARNING AND OUTGO:

The information required pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy, Research & Development, Technology Absorption is set out in **Annexure V**.

25. PARTICULARS OF EMPLOYEES:

As required by the provisions of Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, details of the Employees are set out in Annexure IV.

In terms of Section 136(1) of the Act, the Annual Report is being sent to the Members, excluding the information regarding employee remuneration as required pursuant to Rule 5(2) and Rule 5(3) of the said Rules. Any member desirous of obtaining such information may write to the Company Secretary at compliance@somindia.com and the same will be furnished on such request.

Further, during the year under review, no director has received any commission from the Company accordingly the provision of Section 197(14) of the Act are not applicable to the Company.

26. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return as on 31st March, 2026 in Form No. MGT-7, is available on the Company's website and can be accessed - www.somindia.com.

27. DISCLOSURE RELATING TO SOM EMPLOYEES STOCK OPTION PLAN SCHEME 2020:

The Company has "SOM Employees Stock Option Plan Scheme 2020" ("SOM ESOP-2020"). The company with requisite approvals had extended the benefits of the SOM ESOP-2020 scheme for the benefit of permanent Employees and/ or Directors of the Company and/or subsidiary company(ies), as may be permissible under the SEBI Regulations.

During the year under review, the Company did not issue/grant any options under "SOM ESOP-2020 scheme".

Accordingly, there are no outstanding options under SOM ESOP-2020 as on March 31, 2026 and no disclosures in terms of Companies (Share Capital and Debenture) Rules, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 is required.

Further the Company has received the in-principle approval from the stock exchanges for the for implementation of SOM ESOP-2020 scheme in terms of the amended regulations.

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

The particulars of loans given, investments made and guarantees provided by the Company under Section 186 of the Companies Act, 2013, have been disclosed in the financial statements provided in this Integrated Annual Report. Please refer to the Notes of the Standalone Financial Statements.

29. INDEPENDENT DIRECTORS' DECLARATION:

All the Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(6) & Section 150 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. So, as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules thereof.

In the opinion of the Board, they fulfil the condition for appointment/ re-appointment as Independent Directors on the Board. Further, in the opinion of the Board, the Independent Directors also possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5)(iiia) of the Companies (Accounts) Rules, 2014.

30. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company has familiarized its independent Directors to provide insights into the Company and to enable them to understand the Company's business in depth, to familiarize them with the processes and functionaries of the Company to assist them in understanding their roles and responsibilities. Further, the Independent Directors are provided with opportunity to interact with the Management of the Company and help them to understand the Company's strategy, their roles, rights, responsibilities in the Company, nature of the industry in which the company operates, business model of the company and such other areas as may arise from time to time through various programmes.

The said program was conducted for the familiarization of Independent directors. The details of the same can found on the website of the company – www.somindia.com.

31. INVESTOR RELATIONS:

As per the SEBI Master Circular No. SEBI/HO/OIAE/IGRD/P/CIR/2022 /0150 dated November 7, 2022, the Company is timely redressing the Investor Complaints through the SEBI complaints Redress System (SCORES). As a part of compliance, the Company has a Stakeholder Relationship Committee to redress the issues relating to investors. It consists of Three Members namely Mr. Satpal Kumar Arora, Chairperson, Mr. Rajesh Kumar Dubey and Mr. Nakul Kam Sethi, as Members.

The details of this Committee are provided in the Corporate Governance Report forming part of the Annual Report.

32. LISTING:

The equity shares of the Company are listed on the National Stock Exchange of India Ltd. (NSE) and BSE Limited (BSE). The Company has paid annual listing fees for FY 2025-26 has already been paid to the credit of both the Stock Exchanges.

33. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

All the related party transactions were placed before the Audit Committee for its review on a quarterly basis. An omnibus approval of the Audit Committee had been obtained for the related party transactions which were repetitive in nature. Further, as per applicable provisions of the Listing Regulations, necessary approvals of the members of the Company were also sought for the material related party transactions proposed to be entered with the related parties.

The Board has formulated Policy on Related Party Transactions, pursuant to the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations and the same is displayed on the Company's website at www.somindia.com.

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. The details regarding materially significant related party transactions made by the Company are disclosed in Form **AOC-2 "(Annexure-VI.)"** which forms a part of this Annual report. Your directors' draw attention of the Members to Note no. 46 of the financial statements which set out related party disclosure.

34. WTD AND CFO CERTIFICATION:

The WTD and the Chief Financial Officer of the Company have given a Certificate to the Board as contemplated in Regulation 17 of the SEBI Listing Regulations. The Certificate forms a part of this Annual Report.

35. CODE OF CONDUCT:

The Board of Directors have laid-down a "Code of Conduct" (Code) for all the Board Members and the Senior Management Personnel of the Company and the same Code is displayed on the Website of the Company – www.somindia.com. Annual declaration is obtained from every person covered by the Code.

36. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis for the year under review as stipulated under Regulation 34(2) read with Schedule V of the Listing Regulations, is presented in a separate section forming part of this Annual Report. The shareholders may refer to the Management Discussion and Analysis section of this Annual Report for comprehensive insight into the Company's strategic outlook, including industry dynamics, various opportunities and threats in the industry, risk factors and the efficacy of internal control mechanisms.

37. POLICIES AND PROGRAMMES:

The Listing Regulations mandated the formulation of certain policies for all listed companies. All such policies which are applicable to the Company are available on our website www.somindia.com.The policies are reviewed by the Board and updated based on need and new compliance requirements.

The policies and programmes adopted by the Company along with their web links are as follows:

Sr. No.	Name of the policy	Web link
1	Document Retention and Archival Policy	https://somindia.com/wp-content/uploads/2024/03/SOM-Archival-Policy.pdf
2	Policy for determination of Materiality	https://somindia.com/wp-content/uploads/2024/03/SOM-Policy-for-Determining-Materiality-of-an-Event.pdf
3	Policy on prevention of sexual harassment	https://somindia.com/wp-content/uploads/2024/03/prevent-sexual-harassment.pdf
4	Nomination & Remuneration Policy	https://somindia.com/wp-content/uploads/2024/03/nomination-n-remuneration.pdf

5	CSR Policy	https://somindia.com/wp-content/uploads/2024/03/SOM-CSR-Policy-10.02.2021.pdf
6	Vigil Mechanism Policy	https://somindia.com/wp-content/uploads/2024/03/SOM-Whistleblowers-Policy.pdf
7	Related Party Transaction Policy	https://somindia.com/wp-content/uploads/2024/03/som-related-party-transactions-policy-26-4-22-revised.pdf
8	Board Evaluation Policy	https://somindia.com/wp-content/uploads/2024/03/SOM-Performance-Evaluation-Policy.pdf
10	Succession Policy	https://somindia.com/wp-content/uploads/2024/03/policy-for-orderly-succession-of-senior-management.pdf
11	Familiarisation Programme for Independent Directors	https://somindia.com/wp-content/uploads/2024/03/SOM-Familiarization-Programme-for-Independent-Directors.pdf
12	Code for Prevention of Insider Trading	https://somindia.com/wp-content/uploads/2024/03/SOM-Code-of-Conduct-2019.pdf
13	Policy for Determining Material Subsidiaries	https://somindia.com/wp-content/uploads/2024/03/SOM-Policy-for-Determining-Material-Subsidiary.pdf

38. RISK MANAGEMENT & INTERNAL FINANCIAL CONTROLS:

- Risk is an integral part of the business and almost every business decision requires the management to balance risk and reward. The Company has in place Risk Management Committee and Risk Management Policy framed in accordance with the Risk Management framework as issued by Reserve Bank of India Master Directions and amendments thereon.
- The Company has in place adequate Internal Financial Controls with reference to financial statements. The Audit Committee actively reviews the adequacy and effectiveness of the internal control systems and is also apprised of the internal audit findings and corrective actions.
- The internal financial control system of the Company is supplemented with internal audits, regular reviews by the management and checks by external auditors. It provides reasonable assurance in respect of financial and operational information, compliance with applicable statutes safeguarding the assets of the Company, prevention and detection of frauds, accuracy and completeness of accounting records and also ensuring compliance with the Company's policies.
- The Statutory Auditors and the Internal Auditors of the Company also provide confirmation that the internal financial controls framework is operating effectively. During the year, no material or serious observations have been highlighted for inefficiency or inadequacy of such controls.

Report of the Statutory Auditors on the Internal Financial Controls with reference to the financial statements as required under clause (i) of Sub-section 3 of Section 143 of the Companies Act,2013 ("the Act") forms part of this Annual Report as **Annexure-A to the Auditors Report.**

39. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS:

During the financial year 2025-2026, there was a significant and material event on February 4th 2026 wherein the licence was suspended of the Bhopal plant by the Excise Department, Madhya Pradesh.

40. CREDIT RATING:

The company's long-term bank loan ratings have been put under rating watch due to the concerns on account of the licence suspension at the Bhopal plant and was rated BBB+ as on 31st March 2026.

41. VIGIL MECHANISM POLICY:

The Company promotes ethical behaviour in all its business activities and has established a vigil mechanism for its Directors, Employees and Stakeholders associated with the Company to report their genuine concerns. The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed thereunder and the Listing Regulations is implemented through the Whistle Blower Policy, to provide for adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.

As per the Whistle Blower Policy implemented by the Company, the Employees, Directors, vendors or any Stakeholders associated with the Company are free to report illegal or unethical behaviour, actual or suspected fraud or violation of the Company's Codes of Conduct or Corporate Governance Policies or any improper activity to the Chairperson of the Audit Committee of the Company.

The Company has a Vigil Mechanism/ Whistle Blower policy to report genuine concerns or grievances pursuant to Section 177 of Companies Act, 2013 and Regulation 22 of the SEBI Listing Regulations. The Vigil Mechanism/Whistle Blower policy has been posted on the website of the Company www.somindia.com

42. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

During the financial year 2025-2026, there was a significant and material event on February 4th 2026 wherein the licence was suspended of the Bhopal plant by the Excise Department, Madhya Pradesh.

43. MATERNITY BENEFIT COMPLIANCE:

The Company is committed to ensuring the welfare and rights of its employees in accordance with the applicable laws. The Company has always complied with the provisions of the Maternity Benefit Act, 1961, as amended by the Maternity Benefit (Amendment) Act, 2017.

The Company ensures that all eligible women employees are provided the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

44. HUMAN RESOURCES:

As a company, we place paramount importance on our people, recognizing them as our most valuable strategic assets. We are deeply committed to comprehensive talent management, fostering a culture of continuous growth, and implementing effective performance management practices to empower our teams and drive long-term organizational success. Our company has built a dynamic and responsive organizational framework designed to drive clear and measurable business outcomes. We prioritize consistent communication and ongoing engagement to keep all team members aligned with shared goals. At the heart of our approach is a strong, value-driven culture rooted in trust, accountability, and mutual respect, ensuring every employee understands and embraces the principles that shape our decisions and actions.

The Board affirms that our remuneration practices are fully aligned with the Company's established policy, promoting fairness, ensuring equitable and transparent treatment throughout the organization.

45. OTHER DISCLOSURES AND AFFIRMATIONS:

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

1. Details relating to deposits covered under Chapter V of the Act.
2. Changes in Share Capital.
3. Issue of equity shares with differential rights as to dividend, voting or otherwise.
4. There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 and before the National Company Law Tribunal or any other court.
5. Pursuant to provisions of the Section 143(12) of the Companies Act, 2013, neither the Statutory Auditors nor the Secretarial Auditor has reported any incident of fraud to the Audit Committee during the year under review.
6. During the year under review, there were no instances of one-time settlements with Banks or Financial Institutions. Accordingly, the reasons for any difference between the valuation at the time of such settlement and the valuation done while availing loans from Banks or Financial Institutions are not applicable and, therefore, not reported.

46. ACKNOWLEDGMENT:

Your Directors would like to express their sincere appreciation for assistance and co-operation received from the vendors and stakeholders including financial institutions, banks, Central & State Government Authorities, other business associates, who have extended their valuable sustained support and encouragement during the year under review.

The relationship with the employees remained cordial during the year. Your Directors are thankful to the shareholders and customers for their continued patronage. Your Directors wish to place on record their appreciation for solidarity, cooperation and support of employees and all stakeholders.

47. CAUTIONARY STATEMENT:

Statement made in the Annual Report, including those stated under the caption "Management Discussion and Analysis" describing the Company's plans, executions, achievements, projections and expectations may include approximations and may constitute "forward looking statement" within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied.

Place : Bhopal
Date: 05.09.2026

For and on behalf of the Board
For Som Distilleries and Breweries Limited

Sd/-
Jagdish Kumar Arora
Chairman and Managing Director
(DIN: 00224633)

ANNEXURE - I TO THE BOARD'S REPORT
FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

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

To,
The Members,

Som Distilleries and Breweries Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Som Distilleries and Breweries 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 March 31, 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 record maintained by ("The Company") for the financial year ended on March 31, 2026, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to 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, 2015;

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

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

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

   f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act 2013 and dealing with client; Not Applicable to the Company during the audit period;

   g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not Applicable to the Company during the audit period;

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable to the Company during the audit period;

(vi) The other laws, as informed and certified by the management of the company which are specifically applicable to the company based on the sectors/industry are:

   a. Various State Excise Laws relating to brewing/alcohol industry;

   b. Legal Metrology Act, 2009 and Rules thereunder;

   c. Food Safety and Standards Act, 2006 and applicable Rules and Regulations made thereunder;

   d. The Environment (Protection) Act, 1986 and Rules thereunder;

   e. The Water (Prevention & Control of Pollution) Act, 1974;

   f. The Air (Prevention & Control of Pollution) Act,1981;

   g. All other Labour, Employee and Industrial Laws to the extent applicable to the Company

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

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

   (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ("the Listing Regulations")

   (iii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited

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

- That the company has not transferred unpaid dividend and the share to Investor Education and Protection Fund ("IEPF") in respect of which dividend was unpaid/ unclaimed for more than seven consecutive years, under section 124 of the Act read with applicable rules thereunder.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive 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 provisions of the Act and/or the Listing Regulation.

Adequate notice were 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.

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

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

We further report that during the audit period there were following specific actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above

- An order dated 4th February 2026 was passed by the Excise Commissioner, Madhya Pradesh, in relation to suspension of manufacturing unit license of the Company. The Company challenged the said order before the Hon'ble Madhya Pradesh High Court.
- The Members of the Company at the Annual General Meeting held on 29th day of September, 2025 have passed resolutions for:
    - Appointment of M/s NK Jain And Associates Company Secretaries as the Secretarial Auditors of the company
    - Increase in remuneration of Shri Jagdish Kumar Arora Managing Director and Chairman of the Company.
    - Increase in remuneration of Mr. Nakul Kam Sethi Whole Time Director of the Company
- The Members of the Company at the Extraordinary General Meeting held on 12th December 2025 have passed resolutions for :
    - Approval to give Loan Corporate Guarantee and make Investments in Woodpecker Greenagri Nutrients Private Limited WGNPL a related party in terms of section 185 and 186 of the Companies Act 2013.
    - Approve Material Related Party Transaction with Woodpecker Greenagri Nutrients Private Limited (WGNPL), a Related Party in terms of Regulation 23 of Listing Regulations and Section 188 of the Companies Act, 2013.

Place: Bhopal
Date:28.08.2026
UDIN : F006436H001265188

For N.K. Jain & Associates
Company Secretaries
Sd/-
NEELESH JAIN
Proprietor
FCS-6436, CP-6912
Peer Review Certificate no. 2505/2022
Firm Reg. No.: S2005MP082700

Annexure A
SECRETARIAL AUDIT REPORT

To,

The Members,

Som Distilleries and Breweries Limited

(Previously known as Som Distilleries Breweries & Wineries 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 process 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 process 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 procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Bhopal
Date: 28.08.2026
UDIN : F006436H001265188

For N.K. Jain & Associates
Company Secretaries
Sd/-
NEELESH JAIN
Proprietor
FCS-6436, CP-6912
Peer Review Certificate no. 2505/2022
Firm Reg. No.: S2005MP082700

ANNEXURE I (A) TO THE BOARD'S REPORT
FORM NO. MR-3 (SECRETARIAL AUDIT REPORT)

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

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

To,

The Members,
Woodpecker Distilleries & Breweries Private Limited
(CIN: U15400MH2010PTC211663)
Suit No. 601, Shivkaran Apartments Off Yari Road,
Panchtantra Nagar, Andheri (W), Mumbai 400061 MH

Sir,

1. I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Woodpecker Distilleries & Breweries Private Limited (hereinafter called the company), having CIN: U15400MH2010PTC211663 an unlisted company which is a subsidiary of a listed company namely Som Distilleries & Breweries Limited (SDBL). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

2. Based on my 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, and subject to letter annexed herewith, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2026, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place subject to the reporting made hereinafter:

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

    1. The Companies Act, 2013 (the Act) and the rules made there under.

    2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under. (are not directly applicable during the year under review as the Company is an unlisted operating subsidiary.

    3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.

    4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

    5. The following regulations and guidelines, to the extent applicable, prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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

    6. Secretarial Standards pursuant to section 118(10) of the Act, issued by the Institute of Company Secretaries of India.

    During the period under audit, provisions of the following acts, rules and regulations were not applicable to the Company:

    i. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder with respect to External Commercial Borrowings;

    During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, guidelines and standards as mentioned above.

4. Departmental Heads of the company have reported compliance with following laws applicable to the company during the financial year 2025-26. These reports were duly taken on record by the Board of Directors.

    a) Companies Act, 2013 and the rules framed thereunder

    b) Secretarial Standards issued by the ICSI

    c) Income Tax Act, 1961

    d) Goods and Services Tax, Act 2017

    e) The Karnataka Excise Act, 1965.

    f) Occupational Safety, Health & Working Conditions Code, 2020

    g) Industrial Relations Code, 2020

    h) Codes on Wages, 2019

    i) Code on Social Security, 2020

    j) The Child Labour (Prohibition & Regulation) Act, 1986

    k) POSH Act, 2013

    l) Contract Labour Act, 1970

    m) MP Shops and Commercial Establishments Act 1958.

    n) Water (Prevention and Control of Pollution) Act, 1974

    o) Air (Prevention and Control of Pollution) Act, 1981

    p) Environment (Protection) Act, 1986

    q) Hazardous Wastes (MHATM) Rules, 2008

I further report that

Board Composition: The Board of Directors of the Company is duly constituted. 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 provisions of the Act.

Notice and Agenda Management: Adequate notice is given to all directors to schedule the Board Meetings 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.

Dissent and Voting: Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes wherever applicable.

System Adequacy: There are adequate systems and processes in the Company commensurate with the size and operations in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period under audit, the following specific events/actions, having a major bearing on the Company's affairs, took place in pursuance of the above referred laws, rules, regulations and standards: During the period under audit, the Company is progressively transitioning its corporate records to digital format in accordance with Rule 9B of the Companies (Prospectus and Allotment of Securities) Rules, 2014. The Company has completed the necessary documentation and applied before National Securities Depository Limited for the allotment of an ISIN. The application is currently under normal processing at the depository level, and the formal generation of the ISIN is awaited as on the date of this report.

Place: Bhopal

For Ajis & Co., Company Secretaries

Date: 30.05.2026

Sd/-

CS Aman Jain

COP: 18026
PR: 4823/2023
UDIN: A042072H000549645

ANNEXURE I (B) TO THE BOARD'S REPORT FORM NO. MR-3 (SECRETARIAL AUDIT REPORT)

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

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

To,

The Members
Som Distilleries and Breweries Odisha Private Limited
(CIN: U15500MP2013PTC030385)
Plot No. 23, Zone-II, M.P. Nagar,
Bhopal 462011 MP In

Sir,

1. I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Som Distilleries and Breweries Odisha Private Limited (hereinafter called the company), having CIN: U15500MP2013PTC030385 an unlisted company which is a wholly owned subsidiary of a listed company namely Som Distilleries & Breweries Limited (SDBL). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

2. Based on my 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, and subject to letter annexed herewith, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2026, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place subject to the reporting made hereinafter:

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

    1. The Companies Act, 2013 (the Act) and the rules made there under.
    2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under. (are not directly applicable during the year under review as the Company is an unlisted operating subsidiary.
    3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
    4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
    5. The following regulations and guidelines, to the extent applicable, prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
        i. The Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
    6. Secretarial Standards pursuant to section 118(10) of the Act, issued by the Institute of Company Secretaries of India.

    During the period under audit, provisions of the following acts, rules and regulations were not applicable to the Company:

    i. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder with respect to External Commercial Borrowings;

    During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, guidelines and standards as mentioned above.

4. Departmental Heads and authorized signatories of the company have reported compliance with following laws applicable to the company during the financial year 2025-26. These reports were duly taken on record by the Board of Directors.

    a) Companies Act, 2013 and the rules framed thereunder
    b) Secretarial Standards issued by the ICSI
    c) Income Tax Act, 1961
    d) Goods and Services Tax, Act 2017
    e) Odisha Excise Act, 2008.
    f) Occupational Safety, Health & Working Conditions Code, 2020
    g) Industrial Relations Code, 2020
    h) Codes on Wages, 2019
    i) Code on Social Security, 2020
    j) The Child Labour (Prohibition & Regulation) Act, 1986
    k) POSH Act, 2013
    l) Contract Labour Act, 1970
    m) MP Shops and Commercial Establishments Act 1958.
    n) Water (Prevention and Control of Pollution) Act, 1974
    o) Air (Prevention and Control of Pollution) Act, 1981
    p) Environment (Protection) Act, 1986
    q) Hazardous Wastes (MHATM) Rules, 2008

I further report that

Board Composition: The Board of Directors of the Company is duly constituted. 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 provisions of the Act.

Notice and Agenda Management: Adequate notice is given to all directors to schedule the Board Meetings 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.

Dissent and Voting: Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes wherever applicable.

System Adequacy: There are adequate systems and processes in the Company commensurate with the size and operations in the

Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period under audit, the following specific events/actions, having a major bearing on the Company's affairs, took place in pursuance of the above referred laws, rules, regulations and standards: During the period under audit, the Company is progressively transitioning its corporate records to digital format in accordance with Rule 9B of the Companies (Prospectus and Allotment of Securities) Rules, 2014. The Company has completed the necessary documentation and applied before National Securities Depository Limited (NSDL) for the allotment of an ISIN. The application is currently under normal processing at the depository level, and the formal generation of the ISIN is awaited as on the date of this report.

Place: Bhopal	For Ajis & Co., Company Secretaries
Date: 30.05.2026	Sd/-
	CS Aman Jain
	COP: 18026 PR: 4823/2023 UDIN: A042072H000549645

ANNEXURE I (C) TO THE BOARD'S REPORT FORM NO. MR-3 (SECRETARIAL AUDIT REPORT)

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

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

To,

The Members
Woodpecker Greenagri Nutrients Private Limited
(CIN: U10620MP2025PTC074426)
Plot No. 23, Zone-II, M.P. Nagar,
Bhopal 462011 MP In

Sir,

1. I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Woodpecker Greenagri Nutrients Private Limited (hereinafter called the company), having CIN: U10620MP2025PTC074426 an unlisted company which is a wholly owned subsidiary of a listed company namely Som Distilleries & Breweries Limited (SDBL). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

2. Based on my 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, and subject to letter annexed herewith, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2026, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place subject to the reporting made hereinafter:

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

   1. The Companies Act, 2013 (the Act) and the rules made there under.
   2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under. (are not directly applicable during the year under review as the Company is an unlisted operating subsidiary.
   3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
   4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
   5. The following regulations and guidelines, to the extent applicable, prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

      i. The Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
   6. Secretarial Standards pursuant to section 118(10) of the Act, issued by the Institute of Company Secretaries of India.

   During the period under audit, provisions of the following acts, rules and regulations were not applicable to the Company:

   i. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder with respect to External Commercial Borrowings;

   During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, guidelines and standards as mentioned above.

4. Departmental Heads and authorized signatories of the company have reported compliance with following laws applicable to the company during the financial year 2025-26. These reports were duly taken on record by the Board of Directors.

   a) Companies Act, 2013 and the rules framed thereunder
   b) Secretarial Standards issued by the ICSI
   c) Income Tax Act, 1961
   d) Goods and Services Tax, Act 2017
   e) Odisha Excise Act, 2008.
   f) Occupational Safety, Health & Working Conditions Code, 2020
   g) Industrial Relations Code, 2020
   h) Codes on Wages, 2019
   i) Code on Social Security, 2020
   j) The Child Labour (Prohibition & Regulation) Act, 1986
   k) POSH Act, 2013
   l) Contract Labour Act, 1970
   m) MP Shops and Commercial Establishments Act 1958.
   n) Water (Prevention and Control of Pollution) Act, 1974
   o) Air (Prevention and Control of Pollution) Act, 1981
   p) Environment (Protection) Act, 1986
   q) Hazardous Wastes (MHATM) Rules, 2008

I further report that

Board Composition: The Board of Directors of the Company is duly constituted. 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 provisions of the Act.

Notice and Agenda Management: Adequate notice is given to all directors to schedule the Board Meetings 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.

Dissent and Voting: Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes wherever applicable.

System Adequacy: There are adequate systems and processes in the Company commensurate with the size and operations in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period under audit, the following specific events/actions, having a major bearing on the Company's affairs, took place in pursuance of the above referred laws, rules, regulations and standards:

i. During the period under audit, the Board of Directors of the Company approved the change in ownership and transfer of beneficial interest in the equity shares of the Company from Mr. Jagdish Kumar Arora and Mr. Deepak Arora to Som Distilleries & Beverages Limited.

   Following this transfer, the Company became a Wholly-Owned Subsidiary (WOS) of Som Distilleries & Beverages Limited (a listed public company). Consequently, pursuant to the provisions of the proviso to Section 2(71) of the Companies Act, 2013, the Company transitioned into a Deemed Public Company effective from the date of the underlying acquisition. The Company has the statutory reporting and filing requirements under Section 89 of the Companies Act, 2013, concerning the declaration of beneficial interest.

ii. During the period under audit, the Company altered its Memorandum of Association (MoA) to facilitate inbound investments. The Authorized Share Capital of the Company was increased from Rs. 15,00,000 to Rs.50,00,00,000 . Subsequent to the increase in the authorized capital structure, the Company offered, allocated, and issued 4,99,90,000 Equity Shares of face value Rs. 10/- each aggregating to Rs. 49,99,00,000 to its existing shareholder on a rights basis.

iii. During the period under audit, the Members of the Company at the Extra-Ordinary General Meeting passed the requisite Special Resolutions under the Companies Act, 2013, to establish enhanced financial limits up to an aggregate threshold of Rs. 500 Crores (Rupees Five Hundred Crores only) under each respective section. This included approvals pursuant to Section 180(1)(c), 180(1)(a) and Section 186.

Place: Bhopal	For Ajis & Co., Company Secretaries
Date: 30.05.2026	Sd/-
	CS Aman Jain
	COP: 18026 PR: 4823/2023 UDIN: A042072H000549920

ANNEXURE I (D) TO THE BOARD'S REPORT SECRETARIAL COMPLIANCE REPORT OF SOM DISTILLERIES & BREWERIES LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Som Distilleries & Breweries Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at **1-A Zee Plaza, Arjun Nagar, Safdarjung Enclave, Kamal Cinema Road, New Delhi-110029.** Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We N.K. Jain & Associates, Company Secretaries have examined:

(a) all the documents and records made available to us and explanation provided by **Som Distilleries & Breweries 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 March 31, 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 (Listing Obligations and Disclosure Requirements) 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; **Not Applicable during the Financial Year**

(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; **Not Applicable during the Financial Year**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;and circulars/ guidelines issued thereunder;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

and based on the above examination, we hereby report that, during the Review Period:

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

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Manage-ment Response	Re-mark
1	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Act, 1992	Adjudication proceedings u/s 19 of the SEBI Act r/w Section 15-I(1) of the SEBI Act and Rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995	The Company has received a Show Cause Notice dated March 24, 2026 from the Adjudicating Authority under the provisions of the SEBI Act, 1992 and applicable SEBI Regulations, alleging violations of regulation 23 (2) and 37A of LODR regulatins by the Company and other noticees.	Securities And Exchange Board Of India	Show cause Notice	The allegations as mentioned in the Show cause notice, if established make Noticees liable for the monetary penalty u/s 15HB of the SEBI Act,1992.	-	The matter is presently pending before the Adjudicating Authority, SEBI and no final adjudication order has been passed till the date of this report. The management has represented that necessary responses/ compliances are being undertaken.	The matter is currently pending adjudica-tion and the Manage-ment is un-dertaking necessary actions/ complianc-es in this regard.	

I.(b) The listed entity has taken the following actions to comply with the observations made in previous reports: -

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regu-lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Manage-ment Response	Remarks
1.	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regu-lation 20 and 21(2) of LODR	compo-sition of Stake-holders relationship Committee and risk manage-ment committee as per Reg-ulation 20 and 21(2) of LODR	NSE and BSE	Fine	compo-sition of Stake-holders relation-ship Com-mittee and Risk Manage-ment Commit-tee	Rs.1,88,000 + GST by both the stock Exchange	Penalties of Rs. 1,80,000 plus GST each have been imposed by both BSE and NSE on the Company for non-compliance of composition under Regulation 20 and Regulation 21(2) of the SEBI (LODR) Reg-ulations. In response, the Company has submitted fine waiv-er applications to both exchanges, cit-ing the grace period permitted under the respective regula-tions. The company currently awaiting the exchanges' consideration and response to the waiver request.	The compa-ny has filed fine waiver application claiming grace period given under the regula-tion	Fine not paid and the applica-tion for waiver of fine was filed in due time.

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/ CMD1/114/2019 dated 18th October, 2019: Not Applicable during the Financial Year.

III. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation /Remarks by PCS
1	**Secretarial Standard:** The compliances of listed entities are in accordance with Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	-
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 Regulations and has been reviewed & timely updated as per the regulations/circulars / guidelines issued by SEBI	Yes	-
3	**Maintenance and disclosures on Website:** • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under 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	-
4	**Disqualification of Director:** None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	-
5	**To examine details related to Subsidiaries of listed entities:** (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	-
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	-
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 as prescribed in SEBI Regulations	Yes	-
8	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes	-
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	-
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	The Complete database of designated/connected persons are maintained.
11	**Actions taken by SEBI or Stock Exchange(s), if any:** No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	No	The Company has received a Show Cause Notice dated March 24, 2026 from the Adjudicating Authority under the provisions of the SEBI Act, 1992 and applicable SEBI Regulations, alleging certain violations by the Company and other noticees.
12	**Additional Non-compliances, if any:** No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	No	-

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 report 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 N.K. Jain & Associates
Company Secretaries

Sd/-
Neelesh Jain
Proprietor
FCS-6436, CP-6912
Peer Review Certificate No. 2505/2022
Firm Reg. No.: S2005MP082700
UDIN number: F006436H000519960

Place: Bhopal
Date: 28.05.2026

ANNEXURE II TO THE BOARD'S REPORT
BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

Som Distilleries and Breweries Limited (Formerly Known As Som Distilleries Breweries & Wineries Limited) was incorporated in 1993. Today, with a blend of experience led wisdom and youthful exuberance, SDBL operates with high standards of quality in the alcobrew business, driven to create value for all our stakeholders. Our presence in multiple segments and price points of the value chain is clearly visible, with well-integrated operations aiding in ensuring quality and cost control.

In accordance with clause (f) of sub-regulation (2) of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (Listing Regulations). Your Company's Business Performance and Impacts are disclosed based on the 9 Principles of the 'National Guidelines on Responsible Business Conduct' (NGRBC).

SECTION A: GENERAL DISCLOSURES

I. DETAILS OF THE LISTED ENTITY

1	**Corporate Identity Number (CIN) of the Listed Entity**	L74899DL1993PLC052787
2	**Name of the Listed Entity**	Som Distilleries and Breweries Limited (Formerly Known as Som Distilleries Breweries & Wineries Limited)
3	**Year of incorporation**	1993
4	**Registered office address**	1-A, Zee Plaza, Arjun Nagar, Safdarjung Enclave, Kamal Cinema Road, New Delhi – 110029
5	**Corporate address**	23, Zone II, Maharana Pratap Nagar, Bhopal- 462011 (Madhya Pradesh) India
6	**E-mail**	compliance@somindia.com
7	**Telephone**	0755-4271271, 4278827
8	**Website**	www.somindia.com
9	**Financial year for which reporting is being done**	April 1, 2025 – March 31, 2026
10	**Name of the Stock Exchange(s) where shares are listed**	(a) National Stock Exchange Limited (b) BSE Limited
11	**Paid-up Capital**	Rs. 41,58,02,624
12	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	Shri. Nakul Kam Sethi Whole Time Director (011-26169909) Email:(nksethi@somindia.in)
13	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**	The Report presented is on Consolidated Basis. The Report is made based on the data collected by the 3 SDBL owned Plants and 5 Offices.
14	**Name of Assurance Provider**	Not Applicable
15	Type of Assurance Obtained	Not Applicable

II. PRODUCTS/SERVICES

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Business Activity Code	Description of Business Activity	% of Turnover of the entity
1	Manufacturing	C1	Food, Beverages and tobacco products	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover)

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Manufacture of beer	11031	84.7
2	Alcoholic Beverages, Indian Made Foreign Liquor	11011	15.3

III. OPERATIONS

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	3	5	8
International	NIL	NIL	NIL

19. Markets served by the entity:

a. Number of Locations

Locations	Number
National (No. of States)	22 States & Union Territories
International (No. of Countries)	18

b. What is the contribution of exports as a percentage of the total turnover of the entity? 0.69%

c. A brief on types of customers

SDBL's main customers are retail consumers, restaurants, hotels and Canteen Store's Department, The Products are either supplied through Government Corporations and Distributors.

IV. EMPLOYEES

20. Details as at the end of Financial Year: 31.03.2026

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	460	451	98.04	9	1.95
2.	Other than Permanent (E)	235	235	100	0	0
3.	**Total employees (D + E)**	**695**	**686**	**98.70**	**9**	**1.29**
WORKERS						
4.	Permanent (F)	Nil	Nil	Nil	Nil	Nil
5.	Other than Permanent (G)	495	275	55.55	220	44.44
6.	**Total workers (F + G)**	**495**	**275**	**55.55**	**220**	**44.44**

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	Nil	Nil	Nil	Nil	Nil
2.	Other than Permanent (E)	Nil	Nil	Nil	Nil	Nil
3.	**Total differently abled employees (D + E)**	Nil	Nil	Nil	Nil	Nil
DIFFERENTLY ABLED WORKERS						
4.	**Permanent (F)**	Nil	Nil	Nil	Nil	Nil
5.	**Other than Permanent (G)**	Nil	Nil	Nil	Nil	Nil
6.	**Total differently abled workers (F + G)**	Nil	Nil	Nil	Nil	Nil

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	1	12.5%
Key Management Personnel except Executive and Managing Directors	2	0	0

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Particulars	FY 2025-26 (Turnover Rate in Current FY)			FY 2024-25 (Turnover Rate in Current FY)			FY 2023-24 (Turnover Rate in Current FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	2.5	0	2.5	2.9	0	2.9	2.5	0	2.5
Permanent Workers	2.0	0	2.0	3	0	3	2.0	0	2.0

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding/ subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Som Distilleries and breweries Odisha private Limited	Wholly Owned Subsidiary	100%	Yes
2	Woodpecker Distilleries & Breweries Private Limited	Subsidiary	78.87%	Yes
3	Woodpecker Greenagri Nutrients Private Limited	Wholly Owned Subsidiary	100%	Yes

VI. CSR DETAILS

24.

(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No): YES

(ii) Turnover (in Lakhs) : 97,101.17 Lakh

(iii) Net worth (in Lakhs): 65,918.25 Lakh

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 (Current FY)			FY 2024-25 (Previous Year)		
		No. of Complaints Filed during the Year	No. of Complaints Pending Resolution at Close of the Year	Remarks	No. of Complaints Filed during the Year	No. of Complaints Pending Resolution at Close of the Year	Remarks
Communities	No compliant received.						
Investors (other than shareholders	Not Applicable. SDBL is a listed entity and does not have any other investor type apart from Ordinary Equity.						

Shareholders	Yes	08	0	-	02	0	-
Employees and workers Customers	Yes	NIL	NIL	--	NIL	NIL	-
Value Chain Partners	Yes	NIL	NIL	--	NIL	NIL	-

Weblink: https://www.somindia.com/som-policies-codes.php

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Climate Change	R	The Company's operations and supply chain are exposed to climate-related risks, including changes in weather patterns, water availability, agricultural yields and energy requirements. Changes in environmental regulations and the transition towards a lower-carbon economy may also affect the sourcing and cost of raw materials, packaging materials and energy. These factors may impact production continuity, operating costs and demand.	The Company is progressively integrating climate considerations into its operating and business strategies to strengthen resilience and business continuity. Initiatives include improving energy efficiency, reducing emissions, optimising resource consumption, increasing the use of alternative fuels and adopting environmentally responsible production practices. The Company continues to evaluate opportunities to reduce its carbon and environmental footprint.	Negative – Potential increase in energy, raw material and compliance costs, as well as possible disruption to operations.
2.	Water Stewardship and Availability	R	Water is a critical input for brewing and related manufacturing processes. Water stress, changing rainfall patterns, regulatory restrictions or competing demand for water could affect production continuity and operating costs, particularly at locations exposed to water scarcity.	The Company focuses on water conservation, efficient water utilisation,groundwater recharge, reuse and recycling wherever technically feasible. Its breweries operate with effective effluent treatment systems and zero-discharge practices, supporting responsible management of water resources. The Company continues to identify opportunities to improve water-use efficiency.	Negative – Water scarcity or additional regulatory requirements could increase capital and operating expenditure; efficient water use can partly offset these costs.
3.	Energy Management and GHG Emissions	R	Brewing operations are energy intensive and exposed to fluctuations in the cost and availability of electricity and conventional fuels. Increasing regulatory and stakeholder expectations relating to greenhouse-gas emissions may also require additional investments in energy efficiency and cleaner technologies.	The Company is working towards improving energy efficiency, reducing fuel consumption and increasing the use of alternative fuels. Energy-efficient equipment and process improvements are considered as part of ongoing operational initiatives. The Company continues to assess opportunities for reducing emissions intensity.	Negative – Higher energy prices, carbon-related requirements and transition investments may increase costs; energy-efficiency measures can generate savings over time.
4.	Sustainable Resource Management	O	Efficient management of natural resources such as water, energy, packaging materials and agricultural inputs provides an opportunity to reduce environmental impact, improve operational efficiency and strengthen long-term resilience.	The Company promotes resource efficiency through water conservation, recycling and reuse initiatives, alternative fuels and process optimization. Sustainability considerations are increasingly incorporated into operational decision-making and investment planning.	Positive – Better resource efficiency can reduce consumption, operating costs and environmental compliance exposure while supporting long-term competitiveness.

5.	Waste Management and Circularity	R	Brewing and manufacturing operations generate packaging waste, process waste and other forms of industrial waste. Inefficient management can create environmental and regulatory risks and increase disposal costs, while recycling and recovery provide opportunities for resource conservation.	The Company is committed to reducing waste generation and improving waste segregation, recovery and responsible disposal. Government-approved and authorized vendors are engaged for collection and disposal of relevant waste streams. Glass bottles are recycled/reused where feasible, and efficient effluent treatment systems are operated to minimize environmental impact.	Positive – Effective waste reduction, recycling and recovery can reduce disposal costs, improve resource efficiency and strengthen compliance.
6.	Packaging Sustainability	O	Packaging is a significant component of the beverage value chain. Rising environmental expectations and evolving regulations concerning packaging waste, recyclability and extended producer responsibility create both compliance challenges and opportunities to improve packaging efficiency and circularity.	The Company encourages recycling and reuse of packaging materials, including glass bottles, and works with suppliers and other stakeholders to support responsible packaging practices. Opportunities to improve material efficiency, recyclability and recovery are evaluated as part of procurement and operational practices.	Positive – Greater packaging efficiency and recycling can reduce material and disposal costs and strengthen brand and regulatory positioning.
7.	Governance, Ethics and Transparency	O	Strong governance, ethical conduct and transparency are fundamental to stakeholder confidence and sustainable value creation. Increasing expectations from regulators, investors, customers and employees provide an opportunity to strengthen governance systems and organizational credibility.	The Company has established a governance framework supported by the Code of Conduct and Ethics Policy, Anti-Bribery Policy, Whistleblower Policy, Related Party Transaction Policy and other internal policies and reporting mechanisms. These systems promote ethical conduct, accountability, transparency and responsible decision-making.	Positive – Strong governance can enhance stakeholder confidence, reduce conduct and compliance risks and support long-term value creation.
8.	Social Responsibility and Community Development	O	The Company's manufacturing facilities are closely connected with the communities in which they operate. Local employment, local procurement and responsible community engagement can strengthen stakeholder relationships and contribute to inclusive economic development.	The Company provides employment opportunities to local youth around its manufacturing locations and engages local suppliers wherever feasible. The Company seeks to operate responsibly and contribute to the economic development of surrounding communities while supporting the principles of Make in India.	Positive – Strong community relationships can improve employee engagement, strengthen the Company's social licence to operate and support business continuity.
9.	Occupational Health, Safety and Employee Well-being	R	Manufacturing and brewing operations involve machinery, utilities, boilers, electrical systems, material handling and other operational hazards. Workplace incidents can result in injuries, employee well-being concerns, production disruptions, regulatory consequences and financial losses.	The Company is committed to high standards of occupational health and safety. Appropriate personal protective equipment is provided, safety protocols are followed and fire and emergency response drills are conducted periodically. Workplace hazards are systematically identified and safety practices, training and preventive controls are continually strengthened.	Negative – Incidents may result in medical and compensation costs, production disruption, regulatory exposure and reputational impact.
10.	Cybersecurity and Data Protection	R	Increasing digitalisation and dependence on information systems expose the Company to cyberattacks, data breaches, business interruption, information loss and data privacy risks. A significant incident could disrupt operations and adversely affect stakeholder confidence.	The Company continues to strengthen cybersecurity through appropriate technology infrastructure, access controls, security tools, backup and recovery mechanisms and monitoring systems. Employee awareness and internal controls are also strengthened to reduce cyber and information-security risks.	Negative – Cyber incidents may result in business disruption, remediation costs, regulatory consequences and reputational damage.

11.	Responsible Supply Chain and Local Procurement	O	The Company's operations depend on reliable sourcing of raw materials, packaging materials, utilities and services. Responsible sourcing, supplier resilience and local procurement can reduce supply-chain disruption while supporting local economic development.	The Company engages with local suppliers wherever feasible and seeks to maintain reliable and diversified sourcing arrangements. Supplier relationships are managed with emphasis on quality, continuity, responsible business practices and compliance with applicable requirements.	Positive – Supply-chain resilience and local sourcing can reduce disruption risk, improve responsiveness and support cost and working-capital efficiencies.
12.	Employee Development, Diversity and Inclusion	O	A skilled, engaged and inclusive workforce is essential for operational excellence, productivity and long-term organizational resilience. Attracting and retaining capable employees also supports the Company's ability to scale its manufacturing and business operations.	The Company promotes employee capability development through training, on-the-job learning and role-based development. It seeks to provide a fair and inclusive workplace and encourages employee engagement, safe working practices and professional growth.	Positive – Higher employee capability and engagement can improve productivity, retention and operational performance while reducing recruitment and training costs.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes, The Policies formulated are as per the principle and core values of NGRBCs								
b. Has the policy been approved by the Board? (Yes/No)	Yes, The Policy have been reviewed and approved by the Board								
c. Web Link of the Policies, if available	https://www.somindia.com/som-policies-codes.php								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes. Every department of SDBL has implemented the working of our policies. These are governed / monitored by the respective Departmental heads.								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes. our Company's documentation (Agreements, Contracts, Purchase Orders) with our value chain partners (for both supply and services) contain compliance clauses. Value chain partners are required to comply with our Business Code of Conduct prior to or on signing of the Agreement, understand the policies contained therein and agree to act in accordance with the standards and principles.								
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusted) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	SDBL follows the policy /practice as issued by the Ministry of Corporate affairs under National Voluntary Guidelines, 2011. Accredited with Various Certifications likes: FSSAI Certification ISO: 9001:2008								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Society: Spirit of Progress is our 10-year ESG action plan to help create a more inclusive and sustainable world, building on the legacy of our founders to create a positive impact on our company, within our communities and for society. To lead our business through the next decade, we have set ourselves 15 goals which align with the United Nations' Sustainable Development Goals.								

6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The company's sustainability agenda is focused on reducing its environmental footprint, promoting efficient use of natural resources and embedding responsible business practices across its operations and value chain. During the year, the Company continued to strengthen its initiatives across key sustainability priorities, including reduction of carbon emissions, responsible sourcing of raw materials, efficient water management, energy conservation, sustainable packaging and responsible consumption. The Company remains committed to improving resource efficiency and reducing the environmental impact of its manufacturing operations through greater adoption of energy-efficient processes, optimisation of water consumption and increased use of sustainable packaging solutions. SOM is also working closely with suppliers and business partners to encourage responsible sourcing and integrate sustainability considerations across its value chain. Initiatives towards rainwater harvesting, water conservation and reuse are being progressively evaluated and implemented based on the requirements and conditions at individual manufacturing locations. The Company also recognises the importance of responsible consumption and continues to promote responsible drinking through appropriate awareness initiatives and stakeholder engagement. These efforts are intended to encourage informed and responsible consumption of its products. Overall, we continue to make progress towards its identified sustainability commitments and targets. Certain initiatives, particularly those involving packaging transition, water replenishment and value-chain collaboration, are being implemented progressively and may require additional time and investments to achieve the desired scale. The Company remains committed to monitoring performance against these objectives and strengthening its sustainability practices in line with evolving regulatory requirements, stakeholder expectations and industry best practices.
Governance, leadership and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Please refer to the Chairman's message in the Annual Report page.
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Board of Directors of the Company is primarily responsible to protect and enhance shareholder value through strategic supervision. As trustees, the Board ensures that the Company has clear goals aligned to shareholder value and its growth, and in line with its Sustainability agenda.
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, Corporate Social Responsibility Committee (CSR Committee) of the Board is responsible for decision making on sustainability related issues. The CSR Committee has various responsibilities, including reviewing, overseeing and monitoring the Company's CSR matters.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	The Board of Directors while formulating the policies for the Organisation as a whole take into consideration all the principles laid down under NGRBC guidelines. Additionally, the Business Code of Conduct of the Organisation is reviewed and modified at a regular interval. No Violation/ Deviation has been reported.								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The company monitors all its regulatory compliance requirements through its compliance team.								
Subject of Review	Quarterly								
a. Performance against above policies and follow up actions	Annually								

b. Compliance with Statutory Requirements of relevance to the principles and rectifications of any non-compliances	Annually

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9
	No								
If yes, Provide name of the agency	NA								
12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:									
Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	Not Applicable								
The entity does not have the financial or/human and technical resources available for the task (Yes/ No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

(This principle focuses on the importance of ethical conduct and transparency in business operations. Companies should follow ethical business practices and adhere to high standards of integrity. They should also be transparent about their activities, operations, and financial reporting, as well as be accountable for their actions)

ESSENTIAL INDICATORS

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

Segment	Total number of training and awareness Programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	4	SDBL has been committed itself in Spreading awareness and creating a learning environment through its familiarization programs for its Board of Directors at regular intervals	80%
Key Managerial Personnel	6	SDBL conducted awareness sessions on various area covering Conflict of Interest, Employee Health & Safety, External Communications, Human Rights & Dignity at Workplace and Information Management and Security.	75%
Employees other than BOD and KMPs	4	During the year, SDBL has conducted various awareness programs and workshop on health & safety, skill development programme, Information on cyber security awareness, programmes on mental and physical well-being.	70%
Workers	7	During the year, SDBL has conducted various awareness programs and workshop on health & safety, skill development programme, Information on cyber security awareness, programmes on mental and physical well-being.	65%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:

Monetary					
Particular	**NGRBC Principle**	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/Fine	NIL	NIL	NIL	NIL	NIL
Settlement	NIL	NIL	NIL	NIL	NIL
Compounding fee	NIL	NIL	NIL	NIL	NIL
Non-Monetary					
Imprisonment	Nil				
Punishment					

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
-	-

4. **Does the entity have anti-corruption or anti-bribery policy? (Yes/ No) - Yes**

If Yes, provide details in brief

The Company is committed to maintaining the highest standards of integrity, ethical conduct and transparency in all its business activities. The Company's Code of Conduct serves as a key guiding framework for responsible governance and ethical behaviour across the organisation and is supported by principles relating to prevention of corruption and bribery.

These principles are applicable across the entities within the Group, and all stakeholders, including employees, management, business partners, vendors and contractors, are expected to conduct themselves in accordance with the Company's ethical standards and applicable laws.

The Company follows appropriate due diligence and ethical considerations while selecting and engaging vendors, contractors and other business partners, with an emphasis on dealing with parties that demonstrate a commitment to responsible and ethical business practices.

If Yes, Provide a web link to the policy, if available -Web link anti-corruption or anti bribery policy is place-

https://www.somindia.com/som-policies-codes.php

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption**

Particular	FY2025-26	FY2024-25
Director	Nil	Nil
Key Managerial Personnel		
Employee		
Worker		

6. **Details of complaints with regard to conflict of interest:**

	FY2025-26		FY2024-25	
	Number	**Remarks**	**Number**	**Remarks**
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil		Nil	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil			

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

No Corrective action required.

8. **Number of days of accounts payables:**

Particular	FY 2025-26	FY 2024-25
Number of days of accounts payables	56 Days Approx	45 Days Approx

Note: The above indicator has been calculated as 365/(Trade payables turnover ratio). The Trade payable turnover ratio is taken as disclosed in the audited standalone financial statements

9. **Open-ness of Business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances &

investments, with related parties, in the following format:

Parameters	Metrics	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Concentration of Purchase	a. Purchases from trading houses as % of total purchases	NIL	NIL
	b. Number of trading houses where purchase ae made from	NIL	NIL
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	NIL	NIL
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	NIL	NIL
	b. Number of dealers / distributors to whom sales are made	NIL	NIL
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	NIL	NIL
Shares of RPTs in	a. Purchases (Purchases with related parties / Total Purchases	6.20%	4.50%
	b. Sales (Sales to related parties / Total Sales)	1.18%	8.50%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	100.00%	50.00%
	d. Investment (Investment in related parties/total investment made)	99.99%	99.99%

Note 1: SDBL has considered 'trading house' as a business entity that specializes in facilitating transactions between a home country and a foreign country. Such an entity acts as an intermediary between buyers and sellers across different countries, connecting them and facilitating the exchange of goods and services.

In line with the above, SDBL does not have any supplier falling under the category of a 'trading house'.

Note 2: Majority sales of the company are to state owned excise corporations.

Note 3: For Loans & advances and Investments (current and non-current), closing balances disclosed in the audited standalone financial statements for the year ended March 31, 2026 have been considered.

PRINCIPLE 2

BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

(This principle highlights the importance of sustainable and safe production practices. Companies should strive to minimize the environmental impact of their activities and ensure that their products and services are safe for consumers and the environment.)

ESSENTIAL INDICATORS

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.** *(Rs. in Lakhs)*

S. No.	Particulars	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year	Details of improvements in environmental and social impacts
1.	Research & Development	NIL	NIL	NA
2.	Capex	200	200	NIL

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

   Yes, The company has always thrived to adopted practices that are sustainable in nature.

   b. **If yes, what percentage of inputs were sourced sustainably?**

   The Company is committed to using its resources efficiently and responsibly, focusing on sustainability through reduction, re-use, recycling, and waste management. We continually strive to enhance energy efficiency across all aspects of our operations. Measures are in place to monitor and prevent pollution, and we aim to boost our environmental performance by adopting cleaner production methods and promoting energy-efficient and environmentally friendly technologies. We also develop processes and contingency plans designed to prevent, mitigate, and control any environmental impacts resulting from our operations.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for.**

   a. **Plastics (including packaging)**: SDBL is committed to collect and dispose off the Plastic waste so generated or Resale to approved recyclers

   b. **E-waste:** SDBL is committed to collect and disposed off the E- waste so generated or disposing to PCBs authorized vendor for recycling and safe disposal

   c. **Hazardous waste:** N.A.

   d. **Other waste:** Other waste such as glass, paper etc. is collected and disposed to authorized vendors

4. **a. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No) - Yes**

b. If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards?

The waste collection plan is in line with the Extended Producer Responsibility (EPR) plan.

c. If not, provide steps taken to address the same- NA

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains.

(This principle emphasizes the importance of employee well-being. Companies should provide safe and healthy working conditions, fair wages, and opportunities for career development to all employees in their value chains, including suppliers, contractors, and temporary workers.)

ESSENTIAL INDICATORS

1. **(a) Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	451	451	100	451	100	NIL	NIL	NIL	NIL	451	100
Female	9	9	100	9	100	9	100	NIL	NIL	9	100
Total	460	460	100	460	100	9	100	NIL	NIL	460	100
Other than Permanent Employees											
Male	235	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Female	0	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	235	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

(b) Details of measures for the well-being of workers:

Category	% of worker covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Female	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Other than Permanent Workers											
Male	275	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Female	220	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	495	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

(c) Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

	FY 2025-26	FY 2024-25
Cost incurred on well- being measures as a % of total revenue of the company	0.02%	0.05%

2. **Details of retirement benefits, for Current FY and Previous Financial Year.**

Benefits	FY2025-26 Current Financial Year			FY2024-25 Previous Financial Year		
	No. of employees covered as a % of total employees	No.of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	100	100	Yes	100	100	Yes

Others – please specify	-	-	-	-	-	-

3. **Accessibility of workplaces**

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Not applicable, as the company doesn't have any differently abled employees and workers. However most the Establishments owned by the Company are accessible to the Differently-abled employees and workers.

If not, whether any steps are being taken by the entity in this regard

Not Applicable

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Yes, the same is accessible in the following link https://www.somindia.com/som-policies-codes.php

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

	Permanent employees		Permanent workers	
Gender	Return to work rate	Retention rate	Return to Work rate	Retention rate
Male	NA	NA	NA	NA
Female	NA	NA	NA	NA
Total	NA	NA	NA	NA

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief. Yes/No(If Yes, then give details of the mechanism in brief)**

Category	Yes/No	(If Yes, then give details of the mechanism in brief)
Permanent Employees	Yes	The Company has established a transparent & impartial complaint resolution process with the goal of addressing concerns as quickly as possible & in compliance with the law. There has been a Code of Conduct for Workers which provides ways for assessing, investigating & reporting of complaints.
Other than Permanent Employees		
Permanent Workers	Yes	For Employees, the Company has a vigil mechanism to deal with instance of fraud and mismanagement; if any. The Vigil Mechanism ensures that strict confidentiality is maintained while dealing with concerns and that no discrimination will be meted out to any person for a genuinely raised concern.
Other than Permanent Workers		

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

Category	FY 2025-26			FY 2024-25		
	Total employees / workers in respective category (A)	No. of employees workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of Employees / Workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	The company doesn't have any Worker association(s) or Unions.					
- Male						
- Female						
Total Permanent Workers						
- Male						
- Female						

8. **Details of training given to employees and workers:**

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employee										
-Male	451	272	60.31	272	60.31	488	342	70	342	70
-Female	9	7	77.77	7	77.77	6	6	100	6	100

TOTAL	**460**	**279**	**60.65**	**279**	**60.65**	**494**	**348**	**70**	**348**	**70**
WORKER										
-Male	275	168	61.09	168	61.09	591	408	69	408	69
-Female	220	132	60	132	60	259	181	70	181	70
TOTAL	**495**	**300**	**60.60**	**300**	**60.60**	**850**	**589**	**69**	**589**	**69**

9. Details of performance and career development reviews of employees and worker:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	**451**	**451**	**100.00**	**488**	**488**	**100.00**
Female	**9**	**9**	**100.00**	**6**	**6**	**100.00**
Total	**460**	**460**	**100.00**	**494**	**494**	**100.00**
Workers						
Male	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**
Female	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**
Total	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**	**NIL**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes. SDBL is committed to maintaining a strong occupational health and safety culture across all its operations. The Company focuses on creating a safe, healthy and conducive working environment by identifying potential health and safety risks, implementing appropriate controls and promoting employee awareness and wellbeing.

The Company complies with applicable occupational health and safety laws, regulations and statutory requirements prescribed by the Government of India. Health and safety practices are implemented and monitored at the regional, plant and departmental levels, with management oversight to ensure that identified risks are appropriately assessed, controlled and reviewed.

The Company undertakes various initiatives to strengthen workplace safety, including regular safety inspections, employee awareness and training programmes, emergency preparedness measures and incident/near-miss reporting and review. Employees are encouraged to actively participate in maintaining safe working conditions and to promptly report unsafe acts, conditions or potential hazards.

The occupational health and safety framework covers employees and workers across the Company's operational locations, with particular focus on manufacturing and other areas involving operational and workplace risks. Through these initiatives, SDBL aims to continuously strengthen its safety practices, minimise workplace incidents and promote a culture where health, safety and wellbeing remain integral to its operations.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

We have adopted a comprehensive and systematic approach to identifying and managing work-related hazards and risks across both routine and non-routine activities. The process includes proactive hazard identification, periodic risk assessments, incident and near-miss investigations, and continuous monitoring of health and safety performance in line with applicable regulatory requirements and established industry practices.

Employees are encouraged to actively participate in the identification and reporting of unsafe conditions, hazards and near misses. Reported hazards are evaluated promptly, and appropriate corrective and preventive measures are implemented to minimise the likelihood of incidents, injuries and occupational illnesses. Risk assessments are also reviewed following the implementation of corrective actions to ensure that the controls remain effective and that any residual risks are appropriately addressed.

The Company conducts regular safety inspections and audits, emergency preparedness drills and safety training programmes to strengthen awareness and preparedness across its operations. Cross-functional safety committees also facilitate identification of potential risks and implementation of appropriate mitigation measures.

Through these processes, the Company seeks to embed a proactive safety culture in which employees at all levels take responsibility for workplace safety. The objective is not only to ensure compliance with applicable health and safety requirements but also to continuously improve workplace safety and provide a safe and healthy working environment for all employees and workers.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes, we have robust systems of reporting work-related hazards through various mechanisms.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

No.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	Nil
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Our Company has set up elaborate safety systems to ensure a safe work environment. Emphasis is given to prevention of any accident. As a result of strict safety norms being followed.

A Central Safety Committee has been constituted to continuously review and upgrade the safe working practices. Emergency management plan is in place for mitigating any kind of emergency. Proper systems have been set up to record and report any accident, which is thoroughly investigated and corrective action taken for future prevention.

At work place appropriate protective equipment and gears are provided to the employees and usage of the same is strictly monitored to ensure a high level of safety. Training programs are regularly conducted for training the employees in proper use of safety equipment and following the safe work practices.

13. Number of Complaints on the following made by employees and workers:

Category	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	NA	Nil	Nil	NA
Health & Safety	Nil	Nil	NA	Nil	Nil	NA

14. Assessments for the year

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

We have placed various safety protocols and hierarchy of controls in place to mitigate hazards and ensure safety of workplace and its team members Working conditions and furthermore, the Risk Identified are regularly monitored and suitable corrective action is taken.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS.

(This principle highlights the importance of stakeholder engagement. Companies should consider the interests and perspectives of all stakeholders including shareholders, employees, customers, suppliers, and the communities in which they operate. They should also be responsive to stakeholder concerns and feedback.)

ESSENTIAL INDICATORS

1. Describe the processes for identifying key stakeholder groups of the entity.

SDBL identifies its key stakeholder groups through a structured stakeholder engagement process. The Company considers external trends affecting its operating environment, together with the expectations, concerns and feedback of relevant stakeholders, to determine the groups with whom regular engagement is required. The key stakeholder groups identified by the Company include investors, customers, suppliers, employees, communities, and government and regulatory authorities.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors	NO	Through press releases, results calls, Shareholders can lodge their complaints or grievances via e-mail to the Company Secretary & Compliance Officer at compliance@somindia.com or to the Registrar and Share Transfer Agent ("RTA") at investor@masserv.com. The contact details of the Company Secretary & Compliance Officer and the RTA is available on the website of the Company at https://www.somindia.com	Throughout the year	Performance growth prospects
Customers	NO	Direct meetings, website through trade bodies and other associations. The customers can also contact us through our customer care number or through our website.	Throughout the year	Development, customer feedback
Suppliers	NO	Supplier meetings, trade shows. The suppliers can also connect with us through our web site.	Throughout the year	Credit terms, quantity of supplies contracts
Employees	NO	Yes - For its employees and workers, the Company has a Grievance Redressal Committee in place. Internal processes have been established to address grievances effectively. The company also uses direct one to one meetings, phone calls, email.	Throughout the year	Role, remuneration, work culture, KRA
Community	NO	One-to-one meetings or conversations, Ongoing projects with small farmers, Community meetings	Throughout the year	Community development, employment, CSR, Sustainability
Government and Regulatory body	NO	One-to-one meetings or conversations, Ongoing partnerships, Emails	Throughout the year	Statutory Compliances, Licenses, Tenders, Industry representation

LEADERSHIP INDICATORS

1.	Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.	Stakeholder engagement is primarily led by senior management through structured interactions undertaken throughout the year, based on the nature and requirements of each stakeholder group. Key feedback, concerns and material matters arising from these engagements are consolidated by the management and placed before the Board, as appropriate, for its review, evaluation and guidance.
2.	Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities or the entity.	Yes. Inputs and feedback received through stakeholder consultations are reviewed by the relevant management teams. Where considered material and relevant, such inputs are incorporated into the Company's policies, processes, operating practices and sustainability initiatives, as appropriate.
3.	Provide details of instances of engagement with and action taken to, address the concerns of vulnerable/marginalized stakeholder groups.	During the reporting period, no specific concerns were raised by vulnerable or marginalized stakeholder groups. Potential risks and stakeholder-related matters are reviewed as part of the Company's broader risk management process, including discussions with the Independent Directors, where appropriate, and relevant considerations are incorporated into the risk management framework.

PRINCIPLE 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

ESSENTIAL INDICATORS

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	460	299	65	494	331	67
Other than permanent	235	158	67.23	334	231	69.16
Total Employees	695	457	65.75	828	562	67.87
Workers						
Permanent	NIL	NIL	NIL	NIL	NIL	NIL
Other than permanent	495	327	66.06	850	612	72
Total Workers	495	327	66.06	850	612	72

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	FY 2025-26 Current Financial Year					FY 2024-25 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	460	0	0	460	100	494	0	0	494	100
Male	451	0	0	451	100	488	0	0	488	100
Female	9	0	0	9	100	6	0	0	6	100
Other than Permanent	235	0	0	235	100	334	0	0	334	100
Male	235	0	0	235	100	334	0	0	334	100
Female	0	0	0	0	0	0	0	0	0	100
Workers										
Permanent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Male	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Female	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Other than Permanent	495	0	0	495	100	850	0	0	850	100
Male	275	0	0	275	100	591	0	0	591	100
Female	220	0	0	220	100	259	0	0	259	100

3. **Details of remuneration/salary/wages, in the following format:** **(Rs. in Lakhs)**

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD) *	7	9.77	1	3.19
Key Managerial Personnel	2	14.05	0	-
Employees other than BoD and KMP	451	3.38	9	5.47
Permanent Workers	NA	NA	NA	NA

* The Board of Directors comprises remuneration paid to Executive Directors.

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

   Yes, we have an internal committee specifically for Human Rights Impact.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

   The Company has Internal Complaints Committee (ICC) with Ms. Anamma Bosco as (Presiding Officer), Mr. Nakul Sethi (Member), Mr. Rajesh Dubey (Member), Ms. Madhuri Goel a member from an NGO, to oversee the matter related to human rights.

6. **Number of Complaints on the following made by employees and workers**

Category	Financial Year 2025-26 (Current Financial Year)			Financial Year 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	0	0	0	0
Discrimination at workplace	0	0	0	0	0	0
Child Labour	0	0	0	0	0	0
Forced Labour/ Involuntary Labour	0	0	0	0	0	0
Wages	0	0	0	0	0	0
Other human rights related issues	0	0	0	0	0	0

7. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

   The Company has Internal Complaints Committee (ICC) with Ms. Anamma Bosco as (Presiding Officer), Mr. Nakul Sethi (Member), Mr. Rajesh Dubey (Member), Ms. Madhuri Goel a member from an NGO, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All female employees are covered under the Policy. There was no complaint received from any employee during the FY 2025-26 and hence no complaint is outstanding as on March 31, 2026 for redressal.

8. **Do human rights requirements form part of your business agreements and contracts?(Yes/No): No**

9. **Assessments for the year:**

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others – please specify	100

10. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above**

    We have put extra emphasis during our training and awareness of labour rights, non-discrimination, harassment, and other areas pertaining to Human Rights.

    Our Code of Conduct is applicable to all employees in the Company and any violation of the Code renders the person liable for disciplinary action. Employees can raise complaints / issues if any in accordance with our whistleblower policy.

    We continue to focus on training and awareness of labour rights, non-discrimination, harassment, and other areas pertaining to Human Rights. We also conduct annual policy refresher trainings to all employees.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

(This principle emphasizes the importance of environmental stewardship. Companies should minimize their impact on the environment, conserve natural resources, and promote environmental sustainability. They should also take steps to restore and rehabilitate degraded ecosystems.)

ESSENTIAL INDICATOR

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	Financial Year 2025-26 (Current Financial Year)	Financial Year 2024-25 (Previous Financial Year)
Energy Consumption in Terra Joules (TJ)		
Total electricity consumption (A)	90.02	98.95
Total fuel consumption (B)	139.8	167.21
Energy consumption through other sources (C)	1.75	2.40
Total energy consumption (A+B+C)	**231.57**	**268.57**
Energy Intensity		
Energy intensity per crore rupee of turnover (Total energy consumption/ turnover in crore rupees) (MJ/Cr)	100464	84688
Energy intensity for litre of Beverage packed (MJ/L)	1.40	1.58
Energy intensity for litre of spirit distilled (MJ/L)	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

   Not Applicable, as the Company does not fall in the category (as Designated Consumer) of industries mandated under PAT scheme.

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	Financial Year 2025-26 (Current Financial Year)	Financial Year 2024-25 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	165191	254886
(ii) Groundwater	427112	543599
(iii) Third party water	NIL	NIL
(iv) Seawater / desalinated water	NIL	NIL
(v) Others	NIL	NIL
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**592303**	**798485**
Total volume of water consumption (in kilolitres)	**510197**	**752849**
Water intensity per crore rupees of turnover (Water consumed / turnover) (KL/ Cr)	221	265
Water intensity for Beverage packed (Litre of Water consumed per litre of Beverage packed)	3.09	3.3
Water intensity for Spirit distilled (Litre of Water consumed per litre of Spirit distilled	NA	NA

Note: Water details in the table above include data pertaining to 3 Plants and 5 Offices only.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

4. **Provide the following details related to water discharged:**

Parameter	Financial Year 2025-26 (Current Financial Year)	Financial Year 2024-25 (Current Financial Year)
I. To Surface Water		
No Treatment	NA	NA
With Treatment-Pls Specify	NA	NA
II. To Ground Water		
No Treatment	NA	NA
With Treatment-Pls Specify	NA	NA
III. To Sea Water		
No Treatment	NA	NA
With Treatment-Pls Specify	NA	NA
IV. Send to Third Parties		
No Treatment	NA	NA
With Treatment-Pls Specify	NA	NA
V. Others		
No Treatment	NA	NA
With Treatment-Pls Specify	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation**

   All our breweries are operated with Zero Liquid Discharge facilities. Recognizing the importance of preserving this shared resource across our breweries, we have deployed several water stewardship initiatives which help to conserve water and reduce wastewater and power circularity in water.

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
NOx	**Mg/Nm3**	**22.00**	**27.00**
Sox	**Mg/Nm3**	**16.10**	**17.2**
Particular Matter (PM)	**Mg/Nm3**	**50.00**	**48.00**
Persistent Organic Pollutants (POP)	**Mg/Nm3**	**NIL**	**NIL**
Volatile Organic Compounds (VOC)	**Mg/Nm3**	**NIL**	**NIL**
Hazardous Air Pollutants (HAP)	**Mg/Nm3**	**NIL**	**NIL**
Others-Please Specify	**Mg/Nm3**	**NIL**	**NIL**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Please Specify Unit	FY 2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**Nil**	**Nil**
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**Nil**	**Nil**
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	-	**Nil**	**Nil**
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted	-	**Nil**	**Nil**
for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	-	**Nil**	**Nil**
Total Scope 1 and Scope 2 emission intensity in terms of physical output	-	**Nil**	**Nil**
Total Scope 1 and Scope 2 emission intensity (optional) the relevant metric may be selected by the entity	-	**Nil**	**Nil**
Total Scope 1 and Scope 2 emission intensity (optional) the relevant metric may be selected by the entity	-	**Nil**	**Nil**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. - No.

8. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

The company do not have any project relating to the reduction of emsission of Green house gases.

9. **Provide details related to waste management by the entity, in the following format:**

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	797.61	453.86
E-waste (B)	NIL	NIL
Bio-medical waste (C)	NIL	NIL
Construction and demolition waste (D)	NIL	NIL
Battery waste (E)	Recycle Battery Through Buyback Policy from vendor	Recycle Battery Through Buyback Policy from vendor
Radioactive waste (F)	NIL	NIL
Other Hazardous waste. Please specify, if any. (G)	Lubricating Oil of 1.98 MT Disposed to an PCB Authorized Waste Oil Recycler	Lubricating Oil of 1.5 MT Disposed to an PCB Authorized Waste Oil Recycler
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	29634.98	37148.92
Total (A+B + C + D + E + F + G + H)	**30434.57**	**37604.28**

Waste intensity per crore rupee of turnover (Total waste generated/Revenue from operations)	38.29	13.26
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	NA	NA
Waste intensity in terms of physical output	NA	NA
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA
Water intensity for Spirit Distilled (Litre of Water Consumed Per Litre of Spirit Distilled)	NA	NA
For each category of waste generated, total waste recovered through recycling, re using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	5501.21	2850.92
(ii) Re-used	NA	NA
(iii) Other recovery operations	NA	NA
Total	**5501.21**	**2850.92**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	NIL	NIL
(ii) Landfilling	1672	NIL
(iii) Other disposal operations	NIL	NIL
Total	**1672**	**NIL**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.- No

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes**

    We comply with all regulations concerning the safe and responsible management of waste materials. The waste is disposed off to authorized vendors

11. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

S. No	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
None of our operations are located near the vicinity of ecologically sensitive areas			

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Our group has not undertaken any project which requires Environmental impact assessment in financial year 2025-26					

13. **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

S. No.	Specify the law / regulation/ guidelines which was not complied with	Specify the law / regulation / guidelines which was not complied with	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
The Company is following all the environmental regulations of the country. There have been no incidents of non-compliances related to the environment in financial year 2025-26.				

PRINCIPLE 7 BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

(This principle highlights the importance of responsible advocacy. Companies should engage in policy advocacy in a responsible and transparent manner and avoid engaging in activities that could undermine the public interest or the democratic process.)

ESSENTIAL INDICATORS

1.a. Number of affiliations with trade and industry chambers/ associations: 2

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member

of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	All India Brewers Association (AIBA)	National
2	M.P. Chamber of Commerce	State

2. **Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities**

Name of authority	Brief of the case	Corrective action taken
Not Applicable		

PRINCIPLE 8 BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

(This principle emphasizes the importance of promoting inclusive and equitable economic development. Companies should create economic opportunities for all, including disadvantaged and marginalized groups. They should also contribute to the development of local communities and support social and economic empowerment.)

ESSENTIAL INDICATORS

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable						

3. **Describe the mechanisms to receive and redress grievances of the community.**

   In accordance with our stakeholder engagement with the communities, we have developed various platforms through which the community grievances can be resolved. Our dynamic teams allows us to resolve the grievances in an expeditious manner.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Parameters	FY 2025-26 Current Financial Year	FY2024-25 Previous Financial Year
Directly sourced from MSMEs/small producers	20%	20%
Directly from within India	90%	90%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost:**

Parameters	FY 2025-26 Current Financial Year	FY2024-25 Previous Financial Year
Rural	10%	12%
Semi Urban	35%	35%
Urban	30%	30%
Metropolitan	33%	33%
(Place to be categorized as per RBI Classification System - rural / semi-urban / urban/metropolitan)		

PRINCIPLE 9 BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

(This principle highlights the importance of responsible consumer engagement. Companies should provide safe, high-quality products and services, and ensure that they are marketed and sold ethically and responsibly. They should also be transparent about their products and services and provide consumers with the information they need to make informed choices.)

ESSENTIAL INDICATORS

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   The company places strong emphasis on consumer satisfaction and has established a structured and responsive mechanism for receiving, monitoring and resolving consumer complaints and feedback relating to its products. Consumers can raise their concerns through the Company's dedicated customer care facility at 0755-4271271 or by writing to info@somindia.in. Consumer feedback and product-related concerns may also be received through the Company's dedicated product websites and official social media channels, including its LinkedIn presence, providing consumers with multiple avenues for communication and engagement.

Upon receipt and registration of a complaint, the Customer Care team initiates the necessary action and coordinates with the relevant functions for timely resolution. Where a product-related investigation is required, the Company facilitates collection of the relevant product/sample from the consumer and undertakes an appropriate investigation to determine the nature and underlying cause of the concern.

The findings of the investigation are reviewed by the concerned team and the outcome is communicated to the consumer. Appropriate corrective action is taken in accordance with the Company's consumer grievance handling process and applicable policies.

The Company also reviews consumer feedback and complaint trends to identify recurring issues and opportunities for improvement in product quality, packaging, service and overall consumer experience. Through this mechanism, SDBL seeks to ensure that consumer concerns are addressed in a timely, transparent and customer-focused manner, while using feedback as an input for continuous improvement across its operations.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Particulars	As a percentage of total turnover
Environmental and social parameters relevant to the product	100% of the Company's products carry appropriate statutory and consumer-facing information relevant to responsible consumption. In particular, the packaging prominently displays the prescribed health warning **"Consumption of alcohol is injurious to health",** thereby reinforcing the Company's commitment to consumer awareness and responsible consumption. The Company complies with applicable regulatory requirements relating to product labelling and consumer information. **Safe and responsible usage:** 100% of the Company's products carry the prescribed health warning regarding alcohol consumption. The Company recognises responsible consumption as an important aspect of its product stewardship and seeks to promote awareness among consumers through appropriate product labelling and communication in accordance with applicable laws and regulations.
Safe and responsible usage	
Recycling and/or safe disposal	100% of the Company's corrugated carton (CC) boxes used for product packaging carry the **recyclability symbol**, providing information to stakeholders regarding appropriate recycling and disposal. The Company continues to focus on improving packaging sustainability and encouraging responsible management of packaging materials across its operations and value chain.

4. Details of instances of product recalls on account of safety issues:

Particulars	FY 2025-26	FY 2024-25
Voluntary recalls	NIL	NIL
Forced recalls	NIL	NIL

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, The Risk management committee of the company headed by Shri Nakul Kam Sethi is responsible to formulate, monitor and review Cyber Security and risk related to data privacy. https://www.somindia.com

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

NA

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact - NIL
b. Percentage of data breaches involving personally identifiable information of customers - NIL
c. Impact, if any, of the data breaches - NA

ANNEXURE III TO THE BOARD'S REPORT ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

(Pursuant to section 135 of the Companies act, 2013) for the financial year 2024-25

1. **A brief Outline of the Company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs:**

   CSR Policy is stated herein below:

   At present the CSR activities of the company are undertaken through Asha Mohan Foundation which is a registered society engaged in the education of children at Sehatganj, District Raisen, M.P. since last more than ten years and has been established by the promoters of this company. The CSR Committee monitors the CSR expenditure of the company through Asha Mohan Foundation to ensure that at least 2% of the average net profit of the company made during the immediately preceding three years is incurred and well utilized for the education and other welfare activities of society.

2. **The Composition of CSR Committee:**

   a. Shri Uma Kant Samal (Non-Executive & Independent Director) - Chairperson
   b. Shri Nakul Kam Sethi (Whole Time Director) - Member
   c. Shri Rajesh Kumar Dubey (Whole Time Director) - Member

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**

   - https://www.somindia.com/som-policies-codes.php

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):** Not Applicable

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:** Nil

6. **Average net profit of the company as per section 135(5) for last three financial years :** Rs. 6,138.28 Lakh

7. **Financial Details**

   a. Two percent of average net profit of the company as per section 135(5): Rs. 122.77 Lakh

   b. Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

   c. Amount required to be set off for the financial year, if any: Nil

   d. Total CSR obligation for the financial year 2025-26 (7a+7b-7c): Rs. 122.77 Lakh

8. **A. CSR amount spent or unspent for the financial year 2025-26:**

(Rs. in Lakhs)

Total Amount Spent for Financial Year	Amount unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
123.09	-	-	-	-	-

B. Details of CSR amount spent against ongoing projects for the financial year 2025-26: Not Applicable

C. Details of CSR amount spent against other than ongoing projects for the financial year 2025-26:

(Rs. in Lakhs)

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project	Mode of implementation - Direct (Yes/No)	Mode of implementation – Through implementing agency	
				State	District			Name	CSR registration number
1.	Children Education and Medical aid	Children Education and Medical aid	Yes	Madhya Pradesh	Raisen	123.09	No	Asha Mohan Foundation	CSR00013836

D. Amount spent in Administrative Overheads: Nil

E. Amount spent on Impact Assessment, if applicable: Nil

F. Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 123.08 Lakh

G. Excess amount for set off, if any

(Rs. in Lakhs)

Sr. No.	Particulars	Amount
i	Two percentage of average net profit of the company as per section 135(5)	122.77
ii	Total amount spent for the Financial Year	123.09
iii	Excess amount spent for the financial year [(ii)-(i)]	0.32
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.32

9. A. Details of Unspent CSR amount for the preceding three financial years :

(Rs. in Lakhs)

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule-VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years
				Name of the Fund	Amount	Date of transfer	
1	2024-25	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2	2023-24	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
3	2022-23	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	TOTAL	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

B. Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (Asset-wise details):

(Rs. in Lakhs)

Sr. No.	Particulars	Amount
i	Date of creation or acquisition of the capital asset(s)	Not Applicable
ii	Amount of CSR spent for creation or acquisition of capital asset	Not Applicable
iii	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Not Applicable
iv	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	Not Applicable

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

The CSR Committee has formulated proper implementation and monitoring system which, is in compliance with CSR objectives and Policy of the Company.

For Som Distilleries and Breweries Limited

Sd/-
Nakul Kam Sethi
Wholetime Director
DIN – 06512548

Sd/-
Uma Kant Samal
Chairperson, CSR Committee
DIN - 08669929

ANNEXURE IV TO THE BOARD'S REPORT
PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration) Rules, 2014 are given below:

1. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26:-

Name of Directors	Ratio of remuneration of Director to median remuneration of Employees
Mr. Jagdish Kumar Arora	86.58
Mr. Nakul Kam Sethi	16.44
Ms. Shreyansi Goel	0.84
Mr. Satpal Kumar Arora	1.15
Mr. Uma Kant Samal	1.18
Mr. Dinesh Kumar Batra	1.18
Mr. Rajesh Kumar Dubey	2.57
Mr. Rajat Batra	3.37

2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary, in the financial year 2025-26:-

Name of Directors	Designation	% age increase
Mr. Jagdish Kumar Arora	Managing Director	42.49%
Mr. Nakul Kam Sethi	Whole Time Director	2%
Mr. Rajesh Dubey	Whole Time Director	10.75%
Mr. Om Prakash Singh	Company Secretary	12%
Mr. Nitin Malviya	Chief Financial Officer	12.66%

3. The percentage increase in the median remuneration of employees in the financial year:- 8%

4. The number of permanent employees on the roll of the Company during the financial year:- 460

5. Average percentile increase in salaries of employees other than managerial personnel and its comparison with percentile increase in the remuneration of Managerial personnel: the average salary of employees other than managerial personnel has been increased by 8% whereas, remuneration to managerial personnels has been increased by 15.98%.

6. Key parameter of any variable component of remuneration availed by the director: Not Applicable.

7. Affirmation that the remuneration is as per the remuneration policy of the Company: The Company affirms remuneration as per the Remuneration Policy of the Company.

For and on behalf of the Board
For Som Distilleries and breweries Limited

Sd/-
Nakul Kam Sethi
Wholetime Director
DIN No. 06512548

Place: Bhopal
Date: 05.09.2026

ANNEXURE V TO THE BOARD'S REPORT DETAILS OF CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING

(Section 134 (3) (m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014)

1. **Conservation of Energy**

   The company aims to reduce its dependency on fossil fuel and is therefore adopting renewable sources of energy across its establishments.

   Furthermore, in order to minimize the wastage of energy the company conduct regular checks of all electrical equipment and installations.

   The company also encourages its employees and worker to shut down all electrical machineries at appropriate time to avoid wastage of energy

   SOM plans to achieve Maximum renewable energy and renewable Electricity status by replacing the usage of fossil fuels to Renewable Fuels.

2. **Technology Absorption**

   SOM has consistently tried to adopt new technology in sustainable manner. It included replacing old outdated machinery to new and better equipments.

   Further, the Company has adopted automation wherever possible. The company encourages its Workers to use adopt to new technology and implement the same in most efficient manner.

   The company plans to adopts to import manufacturing technology in future. However, currently Company's products manufactured by using in-house know how.

3. **Expenditure incurred on research and development :**

   During the financial year 2025-26, Company expenditure on research and development was Nil

4. **Foreign Exchange Earnings and Outgo**

Foreign Exchange Earning and Expenditure-	(in Rs. lakhs)
Foreign Exchange earned in terms of actual Earning during the year	1597.53
Foreign Exchange outgo in terms of actual Expenditure during the year	3278.70

For and on behalf of the Board
For Som Distilleries and breweries Limited

Sd/-
Nakul Kam Sethi
Wholetime Director
DIN No. 06512548

Place: Bhopal
Date: 05.09.2026

ANNEXURE VI TO THE BOARD'S REPORT
FORM AOC-2

FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARMS LENGTH TRANSACTION UNDER THIRD PROVISO THERETO.

(PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014)

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

2. Details of contracts or arrangements or transactions at Arm's length basis during the financial year.

(Rs. in Lakhs)

S. No.	Name(s) of the Related Party	Nature of Relationship	Type of contracts/arrangements/transactions	Total Value of contracts/arrangements/transactions
1.	Woodpecker Distilleries & Breweries Private Limited	Subsidiary	Sale of Good and/or Material or Services	63.43
			Purchase of Good and/or Material or Services	52.68
			Providing Financial Support by way of investments/ granting loans/ giving guarantees and Securities	Nil
2.	Som Distilleries & Breweries Odisha Private Limited	Wholly Owned Subsidiary	Sale of Good and/or Material or Services	49.03
			Purchase of Good and/or Material or Services	23.45
			Providing Financial Support by way of investments/ granting loans/ giving guarantees and Securities	1108
3.	Som Distilleries Private Limited	Promoter	Purchase of Material i.e. ENA	4911.86
			Sale of Good and/or Material or Services	561.21
4.	Woodpecker Greenagri Nutrients Private Limited	Wholly Owned Subsidiary	Sale of Good and/or Material or Services	761.54
			Providing Financial Support by way of investments/ granting loans/ giving guarantees and Securities	23749.8
5.	Legend Distilleries Private Limited	Promoter Entity	Sale of Good and/or Material or Services	17.48
			Providing Financial Support by way of investments/ granting loans/ giving guarantees and Securities	Nil

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Woodpecker Greenagri Nutrients Private Limited (Wholly Owned Subsidiary)
b)	Nature of contracts/ arrangements/ transaction	Loans investments guarantee
c)	Duration of the contracts/arrangements/transaction	During Financial Year 2025-26
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Purchase of goods, material, availing of services or other resources and obligations which may exceed 10% of the annual consolidated turnover of the company
e)	Date of approval by the Board	8th December, 2025
f)	Amount paid as advances, if any	No
g)	Date on which the resolution was passed in general meeting as required under first proviso to section 188	12th December, 2025

For and on behalf of the Board
For Som Distilleries and breweries Limited

Sd/-
Nakul Kam Sethi
Whole Time Director
DIN No. 06512548

Place: Bhopal
Date: 05.09.2026

CORPORATE GOVERNANCE REPORT

Corporate Governance is about promoting the fairness, transparency, accountability, commitment to values, ethical business conduct and about considering all stakeholders' interests while conducting the business. It represents the value framework, principles, rules, practices by which a company conducts its business activities. Corporate Governance essentially involves balancing the interests of a Company's shareholders, management, customers, suppliers, financiers, government and the community.

Your director's present the Company's Report on Corporate Governance for the financial year 2025-26 in compliance with Regulation 34(3) read with part C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. THE COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

At SDBL, we consider stakeholders as partners in our journey forward and we are committed to ensure their wellbeing, despite business challenges and economic volatilities.

As a Company with a strong sense of values and commitment, we believe that profitability must go hand in hand with a sense of responsibility towards all stakeholders. This translates into the philosophy of Corporate Governance. The cardinal principles such as independence, accountability, responsibility, transparency, trusteeship and disclosure serve as means for implementing the philosophy of Corporate Governance.

The Company is focused on enhancement of long-term value creation for all stakeholders without compromising on integrity, societal obligations, environment and regulatory compliances.

GOVERNANCE STRUCTURE

The Company's Governance structure consists of

- Board of Directors,
- Committees of Board,
- The Management.

The Board of Directors of the Company are pleased to present the Corporate Governance Report for the year ended 31st March, 2026.

2. BOARD OF DIRECTORS

The "Board", being the trustee of the Company, responsible for the establishment of cultural, ethical and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities. The Company has a well-informed, active, diverse and independent board, which upholds the highest standards of corporate governance.

The Company's Board comprises of highly skilled professionals with wide range of expertise, having diverse backgrounds and possesses requisite qualifications and experience which enables it to adhere to high corporate governance practices and protect the interest of the stakeholders.

The responsibilities of the Board, inter alia, include formulation of overall strategy for the Company, reviewing major plan of actions, setting performance objectives, laying down the Code of Conduct for all members of the Board and the Senior Management team, formulating policies, conducting performance review, monitoring due compliance with applicable laws, reviewing and approving the financial results, enhancing corporate governance practices and ensuring the best interest of the community, environment and its various stakeholders.

i) Board Composition:

The Company has a balanced board with optimum combination of Executive and Non-Executive Directors, including independent professionals, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance. The Chairman is the Managing Director and one of the Promoters of the Company. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations and the Companies Act, 2013 ('Act') as 50% of the Board comprises of Independent Directors.

- As on 31st March, 2026, the Board comprised of Eight (8) Directors:
  - Three (3) Executive Director; - Mr. Jagdish Kumar Arora (Chairman & Managing Director), Mr. Nakul Kam Sethi (Whole Time Director) and Mr. Rajesh Kumar Dubey (Whole Time Director).
  - One (1) Non-Executive Non-Independent Directors - Mr. Rajat Batra
  - Four (4) Non-Executive Independent Directors. - Mr. Satpal Kumar Arora, Mr. Dinesh Kumar Batra, Mr. Uma Kant Samal, Ms. Shreyansi Goel.
- The Chairperson of the Board is a Executive Promoter Director.
- The maximum tenure of the Independent Directors is in compliance with the act.
- None of the Directors is a Director in more than ten (10) public limited companies or serves as an Independent Director in more than seven (7) listed companies. Further, none of the Directors on the Company's Board is a member of more than ten (10) committees or a Chairperson of more than five (5) committees (committees being the Audit Committee and the Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. Additionally, the Whole-time Director of the Company does not serve as an Independent Director in any listed Company.
- The constitution of the Board as on 31st March, 2026 is as given below:

Director	Category of Directorship	Date of Appointment	Number of Directorships in other Companies*				Number of positions held in other Companies	
			Listed	Unlisted	Name of the Entity	Category	Committee Memberships#	Committee Chairpersonships #
Mr. Jagdish Kumar Arora (DIN-00224633)	Chairperson & Managing Director	04/02/2017	0	1	1. Som Power Limited	Unlisted Public Company	Nil	Nil

Mr. Nakul Kam Sethi (DIN-06512548)	Whole Time Director	01/06/2018	0	1	1. Som Agro Products Limited	Unlisted Public Company	0	0
Ms. Shreyansi Goel (DIN-10164947)	Non-Executive - Independent Director	05/08/2024	0	0	NA	NA	0	0
Mr. Satpal Kumar Arora (DIN-00061420)	Non – Executive Independent Director	13/10/2018	4	2	1. Dhampur Sugar Mills Limited	Listed Company	4	1
					2. Nagarjuna Fertilizers And Chemicals Ltd.	Listed Company		
					3. Shree Pushkar Chemicals & Fertilisers Limited	Listed Company		
					4. Committed Cargo Care Limited	Listed Company		
					5. Shree Maheshwar Hydel Power Corporation Limited	Unlisted Public Company		
					6. Eastman Auto & Power Limited	Unlisted Public Company		
Mr. Uma Kant Samal (DIN-08669929)	Non – Executive Independent Director	20/04/2020	0	0	NA	NA	0	Nil
Mr. Dinesh Kumar Batra (DIN-08773363)	Non – Executive Independent Director	17/01/2024	1	1	1. Precision Electronics Limited	Unlisted Public Company	2	1
Mr. Rajesh Kumar Dubey (DIN-10912000)	Whole Time Director	28/01/2025	0	0	NA	NA	1	0
Mr. Rajat Batra (DIN-02695119)	Non – Executive Non-Independent Director	28/01/2025	0	0	NA	NA	0	0

** Other Directorships exclude Directorships held in Private Limited Companies, Foreign Companies and companies registered under Section 8 of the Companies Act, 2013 and in Som Distilleries & Breweries Limited (SDBL).*

#Committee of Directors includes **Audit Committee and Stakeholders Relationship Committee** *of Directors only. Committee Membership does not include Membership in Committee of Directors of Som Distilleries & Breweries Limited (SDBL).*

- Changes in the composition of Board during the financial year 2025-26:

Sr. No.	Name of Director	Capacity	Nature of Change	Effective Date
	Nil	Nil	Nil	Nil

- Changes in the composition of Board during the financial year 2024-25:

Sr. No.	Name of Director	Capacity	Nature of Change	Effective Date
1.	Ms. Nishi Arora (DIN-07021730)	Non – Executive Independent Director	Cessation	14/11/2024
2.	Ms. Shreyansi Goel (DIN-10164947)	Non – Executive Independent Director	Appointment	05/08/2024
3.	Mr. Jagdish Kumar Arora (DIN-00224633)	Executive Director, Chairperson & MD	Re- Appointment	28/01/2025
4.	Mr. Rajesh Kumar Dubey (DIN-10912000)	Whole Time Director	Re-Appointment	28/01/2025
5.	Mr. Rajat Batra (DIN-02695119)	Non – Executive Non-Independent Director	Appointment	28/01/2025
6.	Mr. Uma Kant Samal (DIN-08669929)	Non – Executive Independent Director	Re-Appointment	28/01/2025

- **Core skills/expertise/competencies:**

  The Board members have rich and varied experience in critical areas like governance, finance, risk management, commercial, general management, information technology, sustainability, human resource, etc., that allows them to make effective contribution to the Board and its Committees.

  The following Table give details of the skills/expertise/competence identified by the Board of Directors pursuant to Regulation 34(3) read with Schedule V Part (C) (2)(h)(ii) of Listing Regulations and currently available with the Board:

Skills/Expertise/ Competence Required	Jagdish Kumar Arora	Nakul Kam Sethi	Satpal Kumar Arora	Uma Kant Samal	Dinesh Kumar Batra	Shreyansi Goel	Rajesh Kumar Dubey	Rajat Batra
	Chairman & Managing Director	Whole Time Director	Non-Executive & Independent Director	Non-Executive & Independent Director	Non-Executive & Independent Director	Non-Executive & Independent Director	Whole Time Director	Non-Executive & Non Independent Director
Sector Knowledge	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Manufacturing Management	Yes	-	-	-	Yes	-	-	Yes
Operations Management	Yes	Yes	-	Yes	Yes	Yes	Yes	Yes
Strategic Planning	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Sales & Marketing	Yes	-	-	-	-	-	-	-
Financial Planning & Analysis	Yes	Yes	Yes	-	Yes	-	Yes	-
Legal Knowledge	Yes	Yes	Yes	Yes	Yes	Yes	-	-
Planning & Allocation	Yes	Yes	-	Yes	Yes	Yes	Yes	Yes
Risk Management	Yes	Yes	Yes	-	Yes	-	Yes	Yes
Digital Technology	Yes	Yes	-	-	Yes	Yes	-	Yes
Leadership Development	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Change Management	-	Yes	-	-	Yes	-	-	Yes
Corporate Governance	Yes	Yes	Yes	-	Yes	Yes	-	Yes
Investor Relations	Yes	Yes	Yes	-	Yes	-	-	Yes

- There is no relationship between the directors inter-se.

- All the Independent Directors of the Company have provided declaration to the Board confirming satisfaction with the conditions of their Independence as laid down under Section 149(6) of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Regulation 16(1)(b) of the Listing Regulations during the year under review i.e. financial year 2025-26. Further, in the opinion of the Board, all the Independent Directors of the Company fulfill the conditions specified under both the aforementioned statutes and are Independent of the management.

- As required under the Listing Regulations, the Company has Directors and Officers Liability Insurance (D&O Policy) which is renewed every year. It covers directors including independent directors of the Company.

(ii) Board Meetings and Attendance of Directors

During the FY 2025-26, seven (7) Meetings of the Board of Directors were held on May 28, 2025, August 11, 2025, September 5, 2025, September 24, 2025, November 13, 2025, December 8, 2025 and February 10, 2026. The necessary quorum was present for all the meetings. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other Public Limited Companies as on March 31, 2026 are given herein below:

In addition to the above, no circular resolutions were passed during the year in compliance with Section 175 of the Companies Act, 2013.

The details of attendance of the Directors at the Board Meetings held during the financial year 2025–2026 and at the last Annual General Meeting (AGM) are provided below:

Name of the Directors	Number of Board Meetings held	Number of Board Meetings entitled to attend	Number of Board Meetings attended	Whether attended the AGM held on 29th September, 2025
Mr. Jagdish Kumar Arora (DIN - 00224633)	7	7	6	No

Mr. Nakul Kam Sethi (DIN - 06512548)	7	7	7	Yes
Ms. Shreyansi Goel (DIN - 10164947)	7	7	7	Yes
Mr. Satpal Kumar Arora (DIN - 00061420)	7	7	7	Yes
Mr. Uma Kant Samal (DIN - 08669929)	7	7	7	No
Mr. Dinesh Kumar Batra (DIN - 08773363)	7	7	7	Yes
Mr. Rajesh Kumar Dubey (DIN - 10912000)	7	7	6	Yes
Mr. Rajat Batra (DIN - 02695119)	7	7	5	Yes

All the Directors have informed the Company periodically about their Directorship and Membership on the Board/ Committees of the Board of other Companies. None of the directors are related with any directors of the Board.

(iii) Shares held by Directors as on 31st March, 2026

Name of Directors	Designation	Number of Equity Shares held
Mr. Jagdish Kumar Arora (DIN - 00224633)	Chairperson & Managing Director	49283272
Mr. Nakul Kam Sethi (DIN - 06512548)	Whole Time Director	135392
Mr. Rajesh Kumar Dubey (DIN - 10912000)	Whole Time Director	Nil
Mr. Satpal Kumar Arora (DIN - 00061420)	Non-Executive Independent Director	47082
Mr. Uma Kant Samal (DIN - 08669929)	Non-Executive Independent Director	Nil
Mr. Dinesh Kumar Batra (DIN - 08773363)	Non-Executive Independent Director	2050
Ms. Shreyansi Goel (DIN - 10164947)	Non-Executive Independent Director	Nil
Mr. Rajat Batra (DIN - 02695119)	Non-Executive Director Non-Independent Director	Nil

(iv) Familiarisation Programme for Independent Directors:

Pursuant to Regulation 25(7) of the Listing Regulations, the Company has put in place a system to familiarize its Independent Directors with the Company. The Company has familiarized its Independent Directors with providing insights into the Company and to enable them to understand the Company's business in depth, to familiarize them with the processes and functionaries of the Company to assist them in understanding their roles and responsibilities. Further, the Independent Directors are provided with opportunity to interact with the Management of the Company and help them to understand the Company's strategy, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and such other areas as may arise from time to time through various programmes.

As a part of the initial familiarisation programme, a formal letter of appointment is being issued by the Company to the independent directors outlining the role, functions, duties and responsibilities of the independent directors being appointed. The letter of appointment as issued to the independent directors is available on the website of the Company at www.somindia.com

The said program was conducted for the familiarization of Independent Directors. The details of the same can be found on the website of the Company – www.somindia.com through the following link:

https://somindia.com/wp-content/uploads/2024/03/SOM-Familiarization-Programme-for-Independent-Directors.pdf

(v) Board diversity:

In compliance with the provisions of the Listing Regulations, the Board through Nomination and Remuneration Committee ('NRC') has devised a policy on Board Diversity. The Board comprises an adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company. The directors are persons of eminence in areas of financial services, technology, banking, business transformation and strategy, audit and risk management, finance, law, administration, research, and investment banking, etc. and bring with them experience/skills which add value to the performance of the Board.

(vi) Succession planning:

Succession planning is an essential component for the survival and growth of any business as it ensures continuity of business process. It provides a way to identify key roles, people with the right skills/talent and filling up the vacancy, as and when required. In compliance with Regulation 17(4) of the Listing Regulations, the Board satisfies itself that plans are in place for effective succession for appointment to the Board and senior management.

C. COMMITTEES OF THE BOARD

The Company has following Committees of the Board of Directors of the Company:

A. Audit Committee (AC)

B. Nomination & Remuneration Committee (NRC)

C. Corporate Social Responsibility Committee (CSRC)

D. Stakeholder Relationship Committee (SRC)

E. Risk Management Committee (RMC)

F. Executive Legal and Borrowing Committee (ELBC)

G. Fund Raising Committee (FRC)

The Company Secretary acts as Secretary of all the above-mentioned Committees. The details of Committees are indicated below:

A. Audit Committee

The Audit Committee has a well defined composition and is constituted pursuant to Section 177 of the Companies Act, 2013, Rule 6 & 7 of Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 18 of the Listing Regulations. The details of Audit Committee are given below:

Composition of the Audit Committee

During the period under review the Audit Committee was re-constituted on November 13, 2025. Presently, the Committee comprises of one Executive Director and four Non-Executive (Independent Directors), viz.

Attendance of the Audit Committee Meetings during the financial year ended 31st March, 2026:

During the financial year ended 31st March 2026, Seven Audit Committee Meetings were held i.e. on May 28, 2025, August 11, 2025, September 5, 2025, September 24, 2025, November 13, 2025, December 8, 2025, February 10, 2026.

The required quorum was present for all the Audit Committee meetings. The gap between two meetings did not exceed 120 days.

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

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Dinesh Kumar Batra (DIN -08773363)	Chairperson (Non-Executive Independent Director)	17-01-2024	--	7	2,050
2.	Mr. Satpal Kumar Arora (DIN-00061420)	Member (Non-Executive Independent Director)	05-08-2024	--	7	47082
3.	Mr. Uma Kant Samal (DIN -08669929)	Member (Non-Executive Independent Director)	26-04-2022	--	7	NIL
4.	Ms. Shreyansi Goel (DIN -10164947)	Member (Non-Executive Independent Director)	13-11-2025	--	2	NIL
5	Mr. Nakul Kam Sethi (DIN -(06512548)	Member (Whole Time Director)	13-10-2018	--	7	135392

All members of the Committee are financially literate, learned and experienced in their respective fields. The Committee acts as a link between the Statutory Auditors, the Internal Auditors and the Board of Directors of the Company to oversee the financial reporting process of the Company. The Company Secretary acts as the Secretary to the Committee. The Meetings of the Audit Committee are also attended by the Chief Financial Officer and the Statutory Auditors as invitees to take the members through the limited review reports/ audit reports and financial results and their observations, if any. The minutes of each Audit Committee meeting are circulated amongst the members for their approval. The minutes as approved by the members are generally signed by the Chairman of the Committee at its next meeting.

i. Powers

a. To investigate any activity within its terms of reference;

b. To seek any information from any employee;

c. To obtain outside legal and other professional advice;

d. To secure the attendance of outsider(s) with relevant expertise, if required;

ii. Terms of reference

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Examination of the financial statement and the auditors' report thereon; Review the financial statements, in particular, the investments made

by the unlisted subsidiary/ ies.

- Review, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause(c) of sub-section (3) of Section 134 of the Act;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions;
  - Modified opinion(s) in the draft audit report.
- Review, with the management, the quarterly financial statements before submission to the Board for approval.
- Review, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- Review and monitor the auditors' independence and performance, and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments. Valuation of undertakings or assets of the Company, wherever it is necessary.
- Evaluation of internal financial controls and risk management systems.
- Monitor the end use of funds raised through public offers and related matter.
- Review, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discuss with internal auditors of any significant findings and follow up there on.
- Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Look into reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- Review the functioning of the whistle blower mechanism.
- Review the utilization of loans and/or advances from/ investment by the holding company in the subsidiary exceeding Rs.100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date or such other limit as may be prescribed.
- Review the management discussion and analysis of financial condition and results of operations.
- Review the statement of significant related party transactions (as defined by the Audit Committee), submitted by management.
- Review the management letters/letters of internal control weaknesses issued by the statutory auditors.
- Review the internal audit reports relating to internal control weaknesses.
- Review the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee. Review the statement of deviations:
  - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI Listing Regulations.
  - Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of SEBI Listing Regulations.

The Audit Committee charter with exhaustive terms of reference is available on website of the Company at https://www.somindia.com/som-policies-codes.php.

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) of the company is constituted in accordance with the provisions of Regulation 19 of Listing Regulations read with Section 178 of the Companies Act, 2013. The NRC of the Company is entrusted with responsibilities concerning the nomination for appointments or removal of Directors and Senior Management including Key Managerial Personal, determination of performance evaluation of individual directors, the Board as a whole as well as the Board Committees.

i. Composition

NRC is consisted of Five (5) members all of whom are Non-Executive Directors and headed by a Non-Executive Independent Director.

ii. Attendance of the NRC Committee Meetings during the financial year ended 31st March, 2026:

During the FY ended on March 31, 2026, one meeting of the Committee were held on August 11, 2025.

Composition of NRC as on 31st March, 2026 is as follows:

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Uma Kant Samal (DIN -08669929)	Chairperson (Non-Executive Independent Director)	27-04-2023	-	1	Nil
2.	Mr. Satpal Kumar Arora (DIN -00061420)	Member (Non-Executive Independent Director)	27-05-2019	-	-	47082
3.	Mr. Dinesh Kumar Batra (DIN -08773363)	Member (Non-Executive Independent Director)	14-11-2024	-	1	2050
4.	Mr. Rajat Batra (DIN -02695119)	Member (Non-Executive Non-Independent Director)	28-01-2025	-	1	Nil
5	Ms. Shreyansi Goel (DIN -10164947)	Member (Non-Executive Independent Director)	28-01-2025	-	0	Nil

During the period under review the Committee comprises of four Non-Executive & Independent Directors and one Non-Executive & Non-Independent Director, viz.

The powers, role and terms of reference of the NRC cover the areas as contemplated under Regulation 19 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Companies Act, 2013, besides other terms as may be referred to by the Board of Directors.

iii. Terms of reference

- Recommend to the Board the setup and composition of the Board and its committees, including the "formulation of the criteria for determining qualifications, positive attributes and independence of a director." The committee will consider periodically reviewing the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Recommend to the Board the appointment or reappointment of directors.
- Devise a policy on Board diversity.
- Recommend to the Board appointment of Key Managerial Personnel ("KMP" as defined by the Act) and executive team members of the Company (as defined by this Committee).
- Carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual directors. This shall include "Formulation of criteria for evaluation of Independent Directors and the Board". Additionally, the Committee may also oversee the performance review process of the KMP and executive team of the Company.
- Recommend to the Board the Remuneration Policy for directors, executive team or Key Managerial Personnel as well as the rest of the employees.
- On an annual basis, recommend to the Board the remuneration payable to the directors and oversee the remuneration to executive team or Key Managerial Personnel of the Company.
- Oversee familiarization programs for directors.
- Oversee the Human Resource philosophy, Human Resource and People strategy and Human Resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for Board, KMP and executive team).
- Provide guidelines for remuneration of directors on material subsidiaries.
- Recommend to the Board on voting pattern for appointment and remuneration of directors on the Boards of its material subsidiary companies.

iv. Criteria for evaluation of the performance of Non-Executive Directors and Independent Directors:

One of the key functions of the Board is to monitor and review the Board's evaluation framework. The NRC lays down the evaluation criteria for the performance of the Board, the committees thereof, individual directors and the Chairman of the Board.

Pursuant to the provisions of Regulation 17(10) of the Listing Regulations and the Act, and to improve the effectiveness of the Board and its committees, as well as that of each individual director, a formal evaluation process is undertaken by the NRC/Board on an annual basis. During the financial year 2025-26, an annual performance evaluation was carried out by the NRC and the same was thereafter recommended to the Board. All the directors have duly completed and submitted the evaluation questionnaires providing feedback on the functioning of the Board as a whole, the Committees, self-assessment, 360-degree evaluation of individual directors and Chairman of the Board.

An annual performance evaluation was carried out for the financial year 2025-2026 in a fair manner. The outcome of the evaluation was positive, with directors expressing satisfaction with the overall functioning of the Board and its committees.

The Company has in place a Board Evaluation policy for Performance evaluation of the Board as a whole, its Committees, and Individual Directors (including Independent Directors). This Policy is also available on the website of the Company at- www.somindia.com.

v. Remuneration Policy for Directors

The Remuneration Policy of the Company is directed towards rewarding performance, based on review of achievements on periodical basis. The Remuneration Policy is in consonance with the existing Industry norms. The tenure of office of the Managing Director, and Whole Time Director is for certain period from their respective dates of appointments and can be terminated by either party by giving proper notice in writing.

The Policy on Appointment and Remuneration of Directors is available on the website of the Company under the web link https://www.somindia.com/som-policies-codes.php.

C. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility (CSR) Committee has been constituted in line with the provisions of Section 135 of the Companies Act, 2013 and the rules as amended made thereunder. The CSR Committee is constituted by the Board of Directors of the Company to promote a culture that emphasizes and sets high standards for social responsibility of the Company and reviews corporate performance against those standards. Section 135 of the Companies Act, 2013 casts the duty of formulation of CSR Policy upon the CSR Committee.

i. Composition

During the Period under review CSR Committee comprises of two Executive Directors and one Independent Non- Executive Director, viz.

Composition of CSR Committee as on 31st March, 2026 is as follows:

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Uma Kant Samal (DIN -08669929)	Chairperson (Non-Executive Independent Director)	10-02-2021	-	2	Nil
2.	Mr. Nakul Kam Sethi (DIN - 06512548)	Whole Time Director	13-10-2018	-	2	135392
3.	Mr. Rajesh Kumar Dubey (DIN - 10912000)	Whole Time Director	01-01-2025	-	2	Nil

ii. Meeting and attendance during the year

During the FY ended March 31, 2026 Two meeting of the Committee was held on May 30, 2025 and September 5, 2025.

iii. Terms of reference

- Formulate and recommend to the Board, a CSR policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act.
- Recommend the amount of expenditure to be incurred on the activities referred to above;
- Monitor the CSR Policy of the Company from time to time.
- Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.
- Do such other acts, deeds, things and matters as are necessary or expedient in complying with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Corporate Social Responsibility Committee charter with exhaustive terms of reference is available on website of the Company at https://www.somindia.com/som-policies-codes.php.

D. STAKEHOLDER RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee (SRC) redresses the grievances of shareholders and other stakeholders of the Company including complaints related to the unnecessary delay in transfer of shares, non-receipt of balance sheet, non- receipt of declared dividends, and to recommend measures to improve the level of investor services etc.

i. Composition

During the Period under Review Committee comprises of one Non-Executive & Independent Directors and two Whole Time Director, viz.

Composition of SRC as on 31st March, 2026 is as follows:

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Satpal Kumar Arora (DIN 00061420)	Chairperson (Non-Executive Independent Director)	27-04-2023	-	1	47082
2.	Mr. Nakul Kam Sethi (DIN 06512548)	Whole Time Director	13-10-2018	-	1	135392
3.	Mr. Rajesh Kumar Dubey (DIN -10912000)	Whole Time Director	01-01-2025	-	1	Nil

ii. Meeting and attendance during the year

During the F.Y. ended March 31, 2026, two meetings were held on August 11, 2025 and February 10, 2026.

iii. Terms of reference

- Consider and resolve the grievances of security holders of the Company including redressal of investor complaints such as transfer or credit of securities, non-receipt of dividend/notice/annual reports, transfer/transmission of shares, issue of new/duplicate certificates, general meetings etc., and all other securities-holders related matters.

- Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
- Authorize any person to take such actions as necessary or deemed fit by the Committee for any matter.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company.
- Review the policies, processes and systems periodically and recommend measures for improvements from time to time.
- Look into various aspects of interest of shareholders, debenture holders and security holders.
- Such other matters as may be required to be carried out by the Stakeholders' Relationship Committee pursuant to amendments under any law, from time to time.

The Investor Grievances & Stakeholder Relationship Committee charter with exhaustive terms of reference is available on website of the Company at https://www.somindia.com/som-policies-codes.php.

i. Name and Designation of the Compliance Officer

Mr. Om Prakash Singh, Company Secretary, is the Compliance Officer of the Company in terms of Regulation 6 of the Listing Regulations. After the closure of the Financial year Mr. Om Prakash Singh had tendered his resignation w.e.f 27th April, 2026 from the post of Company Secretary & Compliance Officer.

ii. Shareholders' Complaints received

During the FY, opening balance of the complaints was Nil and 8 complaints were received from the shareholders, all of which were satisfactorily attended.

Further, no valid transfer/ transmission of shares was pending as on March 31, 2026.

The Company appointed **"MAS Services Limited"** as its Registrar and Share Transfer Agent for the redressal of investor's grievance and share transfer process. The RTA has acted upon all valid share transfers received during the year 2025-2026.

The Company has a designated Email Id compliance@somindia.com for handling investor grievances on which investors can lodge their complaints.

Details of Shareholders' complaints received and redressed during the FY 2025 - 2026 are as follows:

Sr. No.	Particulars	No. of Complaints
1.	Number of Investor complaints pending at the beginning of the year (i.e. as on 01.04.2025)	Nil
2.	Number of Investor complaints received during the year (01.04.2025 - 31.03.2026)	8
3.	Number of Investor complaints redressed during the year (01.04.2025 - 31.03.2026)	8
4.	Number of Investor complaints remaining unresolved at the end of the year (i.e. as on 31.03.2026)	Nil

E. RISK MANAGEMENT COMMITTEE

i. Composition

During the Period under Review Committee comprises of One Whole-Time Director, one Non-Executive & Independent Director and one Non-Executive & Non-Independent Directors, viz.

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Nakul Kam Sethi (DIN -06512548)	Chairperson (Whole Time Director)	13-10-2018	-	2	135392
2.	Mr. Dinesh Kumar Batra (DIN -08773363)	Member (Non-Executive Independent Director)	17-01-2024	-	2	2050
3.	Mr. Rajat Batra (DIN - 02695119)	Member (Non-Executive Non-Independent Director)	01-01-2025	-	2	Nil

ii. Meeting and attendance during the year

During the F.Y. ended March 31, 2026, two meetings were held on August 11, 2025 and February 10, 2026.

iii. Terms of reference

- Formulate, monitor and review risk management policy and plan, inter-alia, covering investment of surplus funds, management of foreign exchange risks, cyber security risks and business risks.
- Approve addition/deletion of banks and other financial intermediaries and recognized exchanges from time to time for carrying out

Treasury transactions and delegate the said power to such person as may be deemed fit.

- Carry out any other function as is referred by the Board from time to time or required under the relevant provisions of the applicable laws, regulations and various circulars issued by the regulatory authorities, from time to time.

F. NON-MANDATORY COMMITTEES OF THE BOARD

The Company has following other Committees to speed up routine matters and to comply with other statutory formalities. They meet as and when required. The Company Secretary shall acts as Secretary of the Committees.

i. Executive Legal and Borrowing Committee

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Nakul Kam Sethi (06512548)	Chairperson (Whole Time Director)	27.05.2019	-	11	135392
2.	Mr. Rajesh Kumar Dubey (10912000)	Whole Time Director	07.02.2020	-	11	Nil
3.	Mr. Nitin Malviya	CFO	01.01.2025	-	11	Nil

ii. Fund Raising Committee

Sr. No.	Name of Member	Designation	Date of Appointment	Date of Cessation	No. of meetings attended	No of Shares Held in the Company
1.	Mr. Nakul Kam Sethi (06512548)	Whole Time Director, Chairperson of Committee	27.09.2023	-	1	135392
2.	Mr. Jagdish Kumar Arora (00224633)	Chairperson & Managing Director	27.09.2023	-	1	49283272
3.	Mr. Rajesh Kumar Dubey (10912000)	Whole Time Director	27.09.2023	-	1	0

G. SENIOR MANAGEMENT:

Particulars of Senior Management Personnels including the changes therein since the close of the previous financial year.

Sr. No.	Name of Member	Designation
1.	Mr. Nitin Malviya	Chief Financial Officer
2.	Mr. Satish Bhansali	Finance
3.	Mr. Om Prakash Singh (resign w.e.f. 27.04.2026)	Company Secretary
4.	Mr. Devendra Singh Tomar	Sales Controller
5.	Mr. Govind Singh	States Head
6.	Mr. Shashank Sharma	DGM-CSD
7.	Mr. Puneet Shrivastava	Manager - Purchase
8.	Mr. Firoz Alam	State Head

I. DETAILS OF REMUNERATION OF DIRECTORS (FOR THE F.Y. ENDED ON MARCH 31, 2026)

The remuneration of the Executive Directors is recommended by the Nomination and Remuneration Committee based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/ track record, macroeconomic review on remuneration packages of heads of other organizations and is decided by the Board of Directors.

The Company pays remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration and/ or commission (variable components) to its Executive Directors within the limits prescribed under the Companies Act, 2013 and approved by the shareholders.

None of the Non-Executive Directors of the Company are drawing any remuneration from the Company.

There is no separate provision for payment of severance fees under the resolutions governing the appointment of Chairman and Whole-time Director.

During the year, the Company has not granted stock options to the Executive Directors or Employees of the Company.

The Executive Directors, so long as they function as such shall not be entitled to any sitting fees for attending any meetings of Board or Committees thereof.

(Rs. in Lakhs)

Name of the Director	Salary and Allowances	Sitting Fees	Commission	Total
Mr. Jagdish Kumar Arora	553.33	-	-	553.33
Mr. Nakul Kam Sethi	85.00	-	-	85.00

Mr. Dinesh Kumar Batra	-	5.00	-	5.00
Mr. Satpal Kumar Arora	-	4.85	-	4.85
Mr. Uma Kant Samal	-	5.00	-	5.00
Ms. Shreyansi Goel	-	3.55	-	3.55
Mr. Rajesh Kumar Dubey	11.83	-	-	11.83
Mr. Rajat Batra	-	-	-	-

Criteria of making payments to Non-Executive Directors

The Non-Executive Directors are paid sitting fee within the permissible limit as per Companies Act, 2013 and rules made there under. Presently the sitting fee for Independent Director is Rs. 40,000/- each for Board meeting and Rs.15,000/- for attending Statutory Committee Meetings.

Service Contract, Severance Fee and Notice Period

Directors of the Company are ultimately appointed by the Shareholders upon recommendation of the Board of Directors within the framework of the Companies Act, 2013 as well as the Articles of Association of the Company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Resolutions passed by these two governing bodies together with the service rules of the Company covers the terms, conditions and remuneration of such appointment. There is no service contract separately entered into by the Company with the Directors. Further, the resolutions appointing these Directors do not prescribe for the payment of any separate Severance Fee to them.

However, the requirement of notice period is as per the service rules of the Company.

Shareholding of non-executive Directors in the Company

As per the declarations received from the Non-Executive Directors, none of them hold any shares in the Company except Mr. Satpal Kumar Arora who hold 47082 shares and Mr. Dinesh Kumar Batra who hold 2,050 shares in the company

(E) Separate Meeting of Independent Directors of the Company:

A separate meeting of Independent Directors of the company without the attendance of Non-Independent Directors and members of management was held on February 10, 2026 as required under Schedule IV of Companies Act, 2013 (Code for Independent Directors) and Regulation 25(3) of the Listing Regulations. The Independent Directors inter alia reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of other Non-Executive directors and expressed their satisfaction on the quality, quantity and timeliness of flow of information between the Company's management and the Board.

(F) Code of Conduct:

The Company has adopted the Code of Conduct for its directors and senior management personnel (the "Code of Conduct") in accordance with applicable provisions of the Listing Regulations and the Act and the same is available on the website of the Company at www.somindia.com.

The Company, through its Code of Conduct provides guiding principles of conduct to promote ethical business practice, fair dealing, managing situations of conflict of interest and compliance with applicable laws and regulations. It is the responsibility of all the board members and senior management personnel to familiarize themselves with the Code and comply with its provisions.

All the board members and senior management personnel have affirmed compliance with the Code of Conduct a declaration signed by the Chief Executive Officer to this effect is reproduced below.

3. GENERAL BODY MEETINGS:

i. Annual General Meetings (AGM) (Location, day, date and time of Annual General Meetings (AGMs) and Special Resolutions passed there at:)

Financial Year	Venue	Date, Day & Time	Special Resolution Passed
2024-25	Video conferencing / other audio-visual means (VC / OAVM)	Monday, September 29, 2025 at 1:00 p.m.	- To consider Appointment of M/S. N.K. Jain & Associates, Company Secretaries as the Secretarial Auditors of the Company - Increase in remuneration of Shri Jagdish Kumar Arora, Managing Director & Chairman of the Company. - Increase in remuneration of Mr. Nakul Kam Sethi, Whole Time Director of the Company
2023-24	Video conferencing / other audio-visual means (VC / OAVM)	Saturday, September 28, 2024 at 12.30 p.m	- Appointment of Ms. Shreyansi Goel (DIN: 10164947) as a Director (Non-Executive & Independent) of the company. - To ratify and approve transactions under Section 186 of the Companies Act, 2013 with Som Distilleries & Breweries Odisha Private Limited. - To ratify and approve transactions under Section 186 of the Companies Act, 2013 with Woodpecker Distilleries & Breweries Private Limited. - To ratify the related party transactions of the company. - To approve material related party transactions of the company.

2022-23	Video conferencing / other audio-visual means (VC / OAVM)	Wednesday, September 27, 2023 at 12.30 p.m.	- Re-appointment of Mr. Satpal Kumar Arora (DIN: 00061420) as Independent Director of the company - Approval for giving loan or guarantee or providing security in connection with loan availed by any of the Company's Subsidiary(ies) or any other person specified under section 185 of the Companies act, 2013 - To Raise Funds through Issuance of Securities of the company by way of Qualified Institutional Placement (QIP) and other permissible modes

ii. Extra Ordinary General Meeting (EGM):

Financial Year	Venue	Date, Day & Time	Special Resolution Passed
2025-26	Video Conference ("VC") or Other Audio-Visual Means ("OAVM")	Friday, December 12, 2025 at 12:30 P.M.	- Approval to Give Loan, Corporate Guarantee & make investments in Woodpecker Greenagri Nutrients Private Limited (WGNPL), a related party in terms of section 185 & 186 of the companies act, 2013 - To Approve entering into Material Related Party transaction with Woodpecker Greenagri Nutrients Private Limited (WGNPL), A Related Party in terms of section 188 of the Companies Act, 2013 And Regulation 23 Of Listing Regulations.

Postal ballots

No Special Resolution requiring postal ballot was passed during the year under review.

Procedure for Postal Ballot:

Pursuant to the provisions of the Companies Act, 2013, postal ballot notice is dispatched only through electronics means at the registered email addresses of the members. The Company also provides instructions to register the mail address to the members who have not registered the same, to enable the Company to provide all communications through email.

In compliance with the provisions the Company provides facility to the members to exercise votes only through electronic voting system ('remote e-voting').

The Company also publishes notice in the newspapers for the information of the members. Voting rights are reckoned on the equity shares held by the members as on the cut-off date.

Pursuant to the provisions of the Act, the Company appoints a scrutiniser for conducting the postal ballot process in a fair and transparent manner. The scrutiniser submits his consolidated report to the Chairman, who shall countersign the same and declare the results of the voting along with the scrutiniser's report on the Company's website, besides being communicated to the stock exchanges. The resolution, if passed by requisite majority, is deemed to have been passed on the last date specified by the Company for remote e-voting.

In view of the relaxation granted by MCA, postal ballot notice had been sent through email, to all those members who had registered their email IDs with the Company/Depositories. The Company also provides instructions to register the mail address to the members who have not registered the same, to enable the Company to provide all communications through email.

Details of Special Resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a Special Resolution through Postal Ballot. Prescribed procedure for postal ballot, as per the provisions of the Act read with rules made thereunder, shall be complied with, whenever necessary.

In compliance with the provisions the Company provides facility to the members to exercise votes only through electronic voting system ('remote e-voting').

The Company also publishes notice in the newspapers for the information of the members. Voting rights are reckoned on the equity shares held by the members as on the cut-off date.

Pursuant to the provisions of the Act, the Company appoints a scrutinizer for conducting the postal ballot process in a fair and transparent manner. The scrutinizer submits his consolidated report to the Chairman, who shall countersign the same and declare the results of the voting along with the scrutiniser's report on the Company's website, besides being communicated to the stock exchanges. The resolution, if passed by requisite majority, is deemed to have been passed on the last date specified by the Company for remote e-voting.

In view of the relaxation granted by MCA, postal ballot notice had been sent through email, to all those members who had registered their email IDs with the Company/Depositories. The Company also provides instructions to register the mail address to the members who have not registered the same, to enable the Company to provide all communications through email.

4. MEANS OF COMMUNICATION

The quarterly and annual Financial Results of the Company are normally published in the leading newspapers like Business Standard and Economic Times (Hindi & English). The Financial Results are also furnished to stock exchange(s). The results are also posted on the Company's website https://www.somindia.com/som-investors-section-financials.php from time to time. Further, the Company also displays the official news releases and presentations made to the Institutional Investors and to the Analysts on its website.

5. **OTHER DISCLOSURES:**

i. **Related Party Transactions:**

All related party transactions that were entered into during the financial year were in the ordinary and normal course of the business and at arm's length basis. The details regarding materially significant related party transactions made by the Company are disclosed in Form AOC-2 which forms a part of this Annual report. Transactions with the related parties are disclosed in 'Notes on Accounts' annexed to the Financial Statements for the year under review. Pursuant to Regulation 23 of the Listing Regulations, the Board of Directors of the Company has adopted the policy on dealing with related party transactions and the said policy is available at www.somindia.com.

All the Related Party Transactions are placed on a quarterly basis before the Audit Committee and Board for approval. Prior omnibus approval of the Audit Committee and the Board is obtained for the transactions which are foreseeable and are repetitive in nature. Also prior approval of the members is obtained for all the material related party transactions, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed the reports on related party transactions with the Stock Exchanges and simultaneously uploaded them on the website of the Company.

ii. **Details of Subsidiaries, Associates & Joint Ventures:**

• Subsidiaries:

The following Companies are the Subsidiaries:

Sr. No.	Name of the Subsidiaries	% of holding
1.	Woodpecker Distilleries & Breweries Private Limited	78.87%
2.	Som Distilleries and Breweries Odisha Private Limited	100%
3.	Woodpecker Greenagri Nutrients Private Limited	100%

The Board of Directors of the Company has adopted the policy for determining material subsidiaries and the said policy is available at www.somindia.com

The Board of Directors of the Company periodically review the statement of all significant transactions and arrangements entered into by the unlisted subsidiary companies. Copies of the Minutes of the Board Meeting of the unlisted subsidiary Company were placed at the Board Meeting of the Company held during the year.

• Associates:

The company does not have any Associates.

• Joint Ventures:

The company has no Joint ventures.

iii. **Vigil Mechanism/ Whistle Blower Policy:**

The Company has already put in place a mechanism for employees to report to the Management, concerns about unethical behaviour, actual or suspected fraud or violation of the Companies Code of Conduct or Ethics Policy. The said Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and provides for direct access to the higher levels of supervisors, managers including the Audit Committee. We confirm that during the financial year 2025-26 no employee of the Company was denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz www.somindia.com.

iv. **Compliance with the Mandatory requirements and Implementation of the Non-mandatory requirements:**

The Company has complied with the mandatory requirement of the Corporate Governance as stipulated under Regulation 27 of the Listing Regulations. The Company has not implemented the non-mandatory requirements except stated otherwise in this Annual Report.

v. **Reconciliation of Share Capital Audit Report:**

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit is carried out every quarter and the report thereon is submitted to the stock exchange where the Company's shares are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

A Practising Company Secretary carried out Share Capital Audit to reconcile the total admitted equity share capital with the NSDL and CDSL and total issued and listed equity share capital with the NSDL and CDSL and total issued and listed equity share capital.

vi. **Secretarial Audit:**

M/s. N K Jain and Associates, Practicing Company Secretaries have conducted the Secretarial Audit of the Company for the year 2025-2026. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act, 2013 and the Rules made there under, Listing Regulations, applicable SEBI Regulations, Secretarial Standards and other laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report.

vii. **Annual Secretarial Compliance Report:**

Pursuant to Regulation 24A of the Listing Regulations, the Annual Secretarial Compliance Report for the financial year ended 31st March, 2026 issued by Neelesh Jain (NK Jain & Associates) Practising Company Secretaries, Secretarial Auditors of the Company, confirming compliance with all the applicable SEBI Regulations and Circulars/Guidelines issued thereunder, has been submitted to the stock exchange(s) within the prescribed timelines.

viii. Recommendation of the Committees:

During the financial year ended 31st March, 2026 the Board of Directors has accepted recommendations of the committees of the Board.

ix. Policy on Determination of Materiality of Events:

Pursuant to the provisions of Regulation 30 of Listing Regulations & SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, the Company has adopted the Policy on Determination of Materiality for Disclosure of Events or Information. The policies have been uploaded on our website at the link www.somindia.com.

x. Imposition of Penalty:

There have been no instances or occurrences of non-compliance by the Company, and no penalties have been issued by the Stock Exchange or Securities and Exchange Board of India.

xi. Disclosure on compliance with Corporate Governance Requirements :

The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations. The Company has complied with the requirements of Part C (Corporate Governance Report) of sub- paras (2) to (10) of Schedule V of the Listing Regulations.

xii. Code For Prevention of Insider Trading:

The Company has adopted the code of conduct for prevention of insider trading (the "Code") to regulate the trading in securities by the designated persons of the Company pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 (the "SEBI PIT Regulations"), as amended from time to time.

The Code requires pre-clearance of all trades in the shares of the Company. It also prohibits trading in the shares of the Company by the designated persons while in possession of UPSI and during the closure of trading window. The Company has appointed the Company Secretary as the Compliance Officer under the SEBI PIT Regulations, for monitoring the Code applicable to the Company as a listed entity.

The Code is available on our website, at www.somindia.com

The Company also has in place a Structured Digital Database (the "SDD") wherein details of persons with whom UPSI is shared on need-to-know basis and for legitimate business purposes is maintained with time stamping and audit trails to ensure non-tampering of the database. The SDD is maintained internally by the Company and is not outsourced in accordance with the provisions of the SEBI PIT Regulations.

xii. Company Secretary in Practice Certification:

In accordance with the Listing Regulations, the Company has obtained the certificate from M/s. N.K. Jain and associates, Company Secretaries, confirming that as on 31st March, 2026, none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as directors by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such authority and the same is annexed to this Report.

xiv. Total fees paid to Statutory Auditors: (Rs. in Lakhs)

Sr. No.	Particulars	Amount
1.	Audit Fees	2.36
2.	Other Services	6.74

xv. Internal Complaints Committee:

The Company has Internal Complaints Committee (ICC) with Ms. Anamma Bosco as (Presiding Officer), Mr. Nakul Kam Sethi (Member), Mr. Rajesh Dubey (Member) and Ms. Madhuri Goel a member from an NGO, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

xvi. Details of Utilisation of Funds raised through Preferential Allotment/Qualified Institutional Placement:

The Company has not raised any funds through Preferential Allotment/ Qualified Institutional Placement.

xvii. Disclosures related to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to provide a work environment that ensures every person is treated with dignity, respect and afforded equal treatment. The Company has a policy on 'Prevention of Sexual Harassment' in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH"). This is aimed at providing everyone who visits the Company's workplace, experience an environment that not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights.

Sr. No.	Particulars	No. of complaints
1	Number of complaints outstanding at the beginning of the year under review	NIL
2	Number of complaints received during the year under review	NIL
3	Number of complaints disposed of during the year un-der review	NIL

4	Number of complaints remain pending for more than 90 days	NIL
5	Number of complaints remain pending at the year end	NIL

xviii. Disclosure by Listed Entity & its Subsidiaries of 'Loans & advances in the nature of loans to firms/ companies in which Directors are interested:

The details pertaining to the disclosure by listed entity & its subsidiaries of 'Loans & advances in the nature of loans to firms/ companies in which Directors are interested has been disclosed in the Financial Statements of the Company which forms the part of this Annual Report.

xix. Green Initiative:

To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register their e-mail address with their Depository Participant (s) in case the shares are held by them in electronic form and with Company's Registrar and Transfer Agent, M/s. Mass Services Limited in case the shares are held by them in physical form for receiving all communication including Annual Report, Notices, Financial Results etc. from the Company electronically.

(I) Means of Communication:

Effective communication of information is an essential component of Corporate Governance. It is a process of sharing information, ideas, thoughts, opinions and plans with all stakeholders which promotes management-shareholder relations. Your company maintains a website www.somindia.com , wherein the investors can avail all the information required by them about the company, directors, quarterly financial results, annual reports, material events or information, quarterly compliances, contact details, etc.

The Company regularly interacts with Shareholders through multiple channels of communication such as:

Results Announcements	The quarterly/annual financial results of the Company are duly submitted to the Stock Exchange in accordance with the Listing Regulations and are published in the following newspapers in compliance with the provisions of Regulation 47 of the said Regulations: 1. Financial Express (Nationwide edition) 2. Business Standards 3. Jansatta (New Delhi)
Annual Report	The Annual Report containing audited standalone and consolidated financial statements of the Company together with Directors' Report, Auditors' Report and other important information are circulated to the members and others entitled thereto. However, the Ministry of Corporate Affairs ("MCA") has vide its circulars dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being Circular 22nd September, 2025 (MCA Circulars), directed the Companies to send the Annual Report by e-mail to all the Members of the Company. Therefore, the Annual Report for FY 2025-26 and Notice of 33rd AGM of the Company is being sent to the Members at their registered e-mail addresses in accordance with said circular. Also pursuant to the regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the Annual Report is available is being sent to those shareholder(s) who have not so registered their email address either with the Company or with any depository or with RTA. The Annual Report is also available on the website of the Company.
Annual General Meeting	At the AGM, the Shareholders also interact with the Board and the Management.
Analysts Presentation/ Investor Call	Presentations/ Investor calls were made to the institutional investors or to analysts during the year under review.
Company's Website	The Company's website contains sections for Investors where the Annual Reports, quarterly and annual results, stock exchange filings, quarterly reports, all statutory policies, information relating to investor service requests, Investor Grievance Redressal Mechanism are available, apart from the details about the Company, Board of Directors and Management.
Designated Email Ids	The company has designated email ID for its shareholders viz. compliance@somindia.com and the same is displayed on the Company's website.
Stock Exchanges	All price sensitive information and such other matters which in the opinion of the Company are of importance to the shareholders/investors are promptly intimated to the Stock Exchanges in terms of the Company's Policy for Determination of Materiality of Events/Information and the Listing Regulations. The Quarterly Results, proceedings of the AGM, quarterly reporting required under SEBI Regulations and all other corporate communications to the Stock Exchanges. The stock exchange filings are also made available on the website of the Company at www.somindia.com

Redressal of Investor Grievances through SEBI Complaints Redressal System (SCORES)	SCORES (SEBI Complaints and Redressal System) is a centralized web based grievance redressal system launched by SEBI https://scores.sebi.gov.in/ SCORES provide a platform for aggrieved investors, whose grievances, pertaining to securities market, remain unresolved by the concerned Listed Company or registered intermediary after a direct approach. This enables the market intermediaries and Listed Companies to check the complaints online from investors, redress such complaints and report redressal online. All the activities starting from lodging of a complaint till its closure by SEBI would be handled in an automated environment and the complainant can view the status of his complaint online. An investor, who is not familiar with SCORES or does not have access to SCORES, can lodge complaints in physical form at any of the offices of SEBI. Such complaints would be scanned and also uploaded in SCORES for processing. SEBI vide its circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 & SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 31st July, 2023 & 4th August, 2023 respectively, read with Master Circular dated 31st July, 2023 (updated as on 11th August, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. An investor/client shall first take up his/her/their grievance with the Listed Company by lodging a complaint directly with the Listed Company. If the grievance is not redressed satisfactorily, the investor/client may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. After exhausting these options for resolution of the grievance, if the investor/client is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal- https://smartodr.in/login.
Reminders to Investors	Reminders are sent to the Shareholders of the Company for registering their PAN, KYC & Nomination details.
Disclosure of Material Events	The Company has adopted a Policy on Determination of Materiality of events as required under Listing Regulations.
Re-lodgement of Physical Share Certificates & Ease of doing Business	SEBI vide its circular dated 2nd July 2025 introduced the Ease of Doing Investment – Special Window for Re-lodgement of Transfer Requests of Physical Shares. Investors who had lodged transfer deeds before 1st April 2019 but whose requests were rejected/returned due to documentation deficiencies were given an opportunity between 7th July 2025 and 6th January 2026 to re-lodge such requests. Further, SEBI vide its circular dated 30th January 2026, has opened another Special Window for the above-mentioned investors, for a period of one year, from 5th February 2026 to 4th February 2027. All valid cases will be processed through the transfer-cum-demat route, ensuring that shares are credited only in dematerialised form. To ensure wide awareness among shareholders, details regarding this special window were also published in the newspapers. However, no requests were received for the said period. Shareholders are encouraged to avail of this facility within the stipulated time.

(J) General Shareholders' Information:

(i)	CIN	L74899DL1993PLC052787
(ii)	Registered Office	A-1 Zee Plaza, Arjun Nagar, Safdurjung Enclave, Kamal Cinema Road, New Delhi -29
(iii)	Date, time and venue of Annual General Meeting of Shareholders	**29th September, 2026** 01:00 P.M. The Company is conducting meeting through VC / OAVM pursuant to the MCA Circulars dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being Circular 22nd September, 2025 (MCA Circulars) and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.
(iv)	Financial Year / Financial Calendar	The financial year of the Company starts from April 1st and ends on March 31st of the succeeding year. **Tentative calendar of Board meetings for the Financial year 2026-2027** First quarter ending 30th June, 2026 (Unaudited): Was held on 11th August, 2026 Second quarter and half year ending 30th September, 2026 (Unaudited): On or before 14th November, 2026 Third quarter and nine months ending 31st December, 2026 (Unaudited): On or before 14th February, 2027 Fourth quarter and financial year ending 31st March, 2027 (Audited): On or before 30th May, 2027 Annual General Meeting for year ended 31st March, 2027 – By 30th September, 2027
(v)	Dates of book closures	23rd September, 2026 to 29th September, 2026 (both days inclusive)
(vi)	Listing on stock exchanges	The Equity Shares of the Company are listed on: - BSE Limited - National Stock Exchange of India Limited Annual Listing Fees as prescribed has been paid to the said Stock Exchange for the year 2025–2026.

(vii) Registrar and Share Transfer Agents:

M/s. Mas Services Limited is the Registrar and Transfer Agent (RTA) of the Company in respect of the Equity shares held in Demat and Physical mode. All work related to Shares Registry, both in physical and electronic form, is handled by the Company's Registrar & Share Transfer Agent. Its address is as follows: -

M/S. MAS SERVICES LIMITED

T-34, Okhla Industrial, Area, Phase-II, Delhi – 110020

Telephone No. 01126387281-83

E-mail: info@masserv.com Website: www.masserv.com

(viii) Share Transfer System:

The Stakeholders' Relationship Committee examines and redresses investors' grievances. The status of investors' grievances and share transfers are reported to the Board.

As mandated by SEBI, securities of the Company can be transferred /traded only in dematerialised form. Further, SEBI vide its circular dated 25th January, 2022, mandated that all service requests for issue of duplicate certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting/ consolidation of certificate, transmission and transposition which were allowed in physical form should be processed in dematerialized form only.

The shareholders who continue to hold shares and other types of securities of Listed Companies in physical form even after this date will not be able to lodge the shares with Company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to affect any transfer. Only the requests for transmission and transposition of securities in physical form will be accepted by the Listed Companies / their RTAs.

However, investors are not barred from holding shares in physical mode. We request shareholders whose shares are in physical mode to dematerialize their shares. It is the Company's constant endeavor to encourage the shareholders to dematerialize their shares held in physical form.

During the year under review, the Company obtained a certificate for the reconciliation of share capital audit on a quarterly basis from a Practicing Company Secretary and submitted the same to the stock exchanges within the stipulated time.

All share transfer and other communication regarding share certificates, change of address, dividend etc. should be addressed to R&T Agents of the Company at the address given above.

(ix) Distribution of Shareholding as on 31st March, 2026:

No. of Equity Shares held	Shareholders		Shares	
	Number	% to total Shareholders	Number	% to total Capital
1 - 5000	106739	96.096	29151112	58302224
5001 - 10,000	2299	2.069	8424826	16849652
10,001 - 20,000	1086	0.977	7923079	15846158
20,001 - 30,000	347	0.312	4328135	8656270
30,001 - 40,000	165	0.148	2936049	5872098
40,001 - 50,000	114	0.102	2625358	5250716
50,001 – 1,00,000	170	0.153	5936565	11873130
1,00,001 & above	155	0.139	146576188	293152376
Total	**111075**	**100.000**	**207901312**	**415802624**

(x) Categories of Shareholding as on 31st March, 2026:

Category	No. of Shareholder	No. of Shares	Percentage of total shareholding
Promoters' holding			
Indian			
Individual	5	59009424	28.38
Bodies Corporate	2	22979397	11.05
Sub-total (A)	**7**	**81988821**	**39.44**
Non-promoters' holding			
Institutional Investors			
Mutual Fund	0	0	0
Alternate Investment Fund	1	500	0
Foreign Portfolio Investors	18	2493503	1.2

Non-Institutional Investors			
Directors and Relatives excluding Independent Directors	1	135392	0.07
Resident Individual Holding nominal share capital upto Rs.2 Lakhs	109154	61266124	29.47
Resident Individual Holding nominal share capital in excess of Rs.2 Lakhs	41	44270575	21.29
Non-Resident Indian & Foreign Nationals	1449	2963937	1.43
Private corporate bodies	374	14536192	6.99
Clearing Member	30	246268	0.12
Sub-Total (B)	**111068**	**125912491**	**60.56**
Grand Total	**111075**	**207901312**	**100**

xiv) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

Infomerics Ratings has revised the Company's long-term bank facilities rating to BBB+ from the earlier A-, and the short-term rating to A2 from A2+.

(xv) Disclosure of certain types of agreements binding listed entities:

Information required to be disclosed under clause 5A of paragraph A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The Company has not entered into such agreements as those which could impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

(xvi) Registration/Updation of PAN, KYC & Nomination details:

SEBI vide its Master circular no. SEBI/HO/MIRSD/ MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN and KYC details. Members are requested to submit Form ISR-1 duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the form, to register or update:

- PAN and KYC details
- E-mail address to receive communication through electronic means.

Members are also requested to update their nomination by submitting Form SH-13 or Form ISR-3 for opting out of nomination.

Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/ SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA.

Further, the aforesaid SEBI Master Circular has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, Members are requested to submit their service requests by submitting a duly filled and signed Form ISR-4 and ISR-5 (in case of transmission). As mandated by SEBI, all such service requests will be processed by the Company/RTA in dematerialized mode only.

The said forms are available on the website of the Company at www.somindia.com

xvii Unclaimed Dividend

- The Company has initiated the process for transfer of the unpaid dividend pertaining to the Financial Years 2016-17 and 2017-18 to the Investor Education and Protection Fund ("IEPF") in accordance with the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time. Pursuant to the cessation/demise of the erstwhile authorised signatory of the relevant Unpaid Dividend Accounts maintained with the Bank, Mr. Rajesh Dubey has been duly designated and authorised as the new signatory for operating the aforesaid accounts and for undertaking all actions incidental to the transfer process.
- The requisite banking formalities, submission of supporting documents, updation of account operating instructions with the Bank, and other statutory and procedural compliances necessary for effecting the transfer of the unpaid dividend amounts to the IEPF are presently under process. The Company is taking all necessary steps to ensure that the transfer is completed expeditiously and in full compliance with the applicable provisions of the Companies Act, 2013 and the rules framed thereunder.

F.Y.	Date of declaration of Dividend	Due date for transfer to IEPF
2016-17	September 29, 2017	October 29, 2024
2017-18	September 28, 2018	October 28, 2025
2018-19	September 27, 2019	October 27, 2026
2019-20	Not declared	N.A.
2020-21	Not declared	N.A.
2022-23	November 18, 2022	November 17, 2029

2023-24	Not declared	N.A.
2024-25	Not declared	N.A.
2025-26	Not declared	N.A.

Shareholders who have not so far encashed their dividend warrant(s) or have not received the same are requested to seek issue of Demand Draft by writing to the Company or to the Registrar & Share Transfer Agent of the Company confirming non-encashment/ non- receipt of dividend warrant(s).

xviii. Transfer of Unclaimed Shares to the Investor Education and Protection Fund (IEPF):

As per Section 124(6) of the Act read with the IEPF Rules as amended, all the Shares in respect of which dividend has remained unpaid/ unclaimed for seven consecutive years or more are required to be transferred to IEPF Account.

The Company is in process of sending notices / reminders to the concerned members and to publish notice regarding the same in newspaper(s).

If the unclaimed shares and unclaimed dividends are not claimed by the time, the Company will initiate necessary steps to transfer the same, if required, to IEPF without further notice.

In the event of transfer of Shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

(xii) Dematerialization of shares and liquidity as on 31st March, 2026:

The equity shares of the Company are tradable in compulsory dematerialized segment of the Stock Exchanges and are available in depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

(xii) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity:

There are no GDR/ADR/Warrant or any Convertible Instruments pending conversion or any other instrument likely to impact the equity share capital of the Company.

(xiii) Commodity price risk or foreign exchange risk and hedging activities:

In the ordinary course of business, the Company is exposed to risks resulting from exchange rate fluctuation and interest rate movements. It manages its exposure to these risks through derivative financial instruments. The Company's risk management activities are subject to the management, direction and control of Treasury Team of the Company under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The Company's Treasury Team ensures appropriate financial risk governance framework for the Company through appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

n) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

Name	Date of Incorporation	Place of Incorporation	Details of Statutory Auditors
Som Distilleries and Breweries Odisha Private Limited	22/03/2013	Madhya Pradesh	AKB Jain & Co. Appointed on 30/09/2022
Woodpecker Distilleries & Breweries Private Limited	31/12/2010	Maharashtra	AKB Jain & Co. on 29/09/2022
Woodpecker GreenAgri Nutrients Private Limited	23/01/2025	Madhya Pradesh	AKB Jain & Co. on 23/01/2025

6. SEBI COMPLAINTS REDRESSAL SYSTEM (SCORES)

The investor complaints are processed in centralized web-based complaints redress system. The salient features of this system are Centralized database of all complaints, online uploading of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaints and its current status.

7. WTD/CFO CERTIFICATION

In terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Whole Time Director and the Chief Financial Officer of the Company have given compliance certificate, stating therein the matter prescribed under Part B of Schedule II of the said regulations. Copy of the Certificate is enclosed with the report.

In terms of Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Whole Time Director and CFO certified the quarterly financial results while placing the final results before the board.

8. PROMOTERS AND CONTROLLING GROUP

The promoters/ promoter group(s) of the Company are as follows:

S.No.	Name
1	Mr. Jagdish Kumar Arora
2	Ms. Sunita Arora
3	Mr. Deepak Arora
4	Mr. Ajay Kumar Arora
5	Ms. Natasha Arora
6	M/s Aalok Deep Finance Private Limited
7	M/s Som Distilleries Private Limited

9. OTHER REQUIREMENTS UNDER SEBI (LODR) REGULATIONS, 2015

The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange(s). Further, compliance of other requirements of the said Regulation is provided below:

i. Non-Executive Chairman's office:

The Chairman of the Company is an Executive Chairman and hence this provision is not applicable.

All Independent Directors are appointed/ re-appointed in accordance with guidelines determined by the Board from time to time Further, all the Independent Directors of the Company possess good qualifications and experience which is very useful to the Company and they contribute effectively to the Company in their capacity as Independent Directors of the Company.

ii. Nomination and Remuneration Committee:

The Company has formed a Nomination and Remuneration Committee. The details of Nomination and Remuneration Committee as to scope and composition are detailed out earlier in this report.

iii. Chairman & Managing Director;

Mr. Jagdish Kumar Arora is the Chairman & Managing Director.

iv. Shareholders' Rights:

The Quarterly, Half-yearly and Annual financial results of the Company are duly published in English language in newspapers having nation- wide circulation and also in regional language newspapers of the registered office of the Company. Further, these results are also posted on the website of the Company www.somindia.com. Annual Report containing the detailed Balance Sheet and Profit & Loss Account is also sent to every shareholder of the Company.

v. Audit Qualifications/ remarks

As explained in Directors' Report.

vi. Reporting of Internal Auditor

The Internal Auditor directly reports to Audit Committee.

vii. Disclosure of commodity price risks and commodity hedging activities – as explained in Management Discussion & Analysis Report

viii. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub – regulation (2) of Regulation 46 and para C , D and E of Schedule V of the SEBI Listing Regulations. It has obtained a certificate affirming the compliances from Practicing Company Secretary and the same is attached to this Report.

ix. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

No share transfer from unclaimed suspense account from 01-04-2025 to 31-03-2026 please consider figure as per last year i.w. 9 cases 201 shares and 13 cases 5502 shares.

Aggregate number of Shareholders and the Outstanding shares in the Suspense account lying at the beginning of the year (01-04-2025)	Number of Shareholders who approached listed entity for transfer of shares from suspense account during the year	Number of shareholders to whom shares were transferred from suspense account during the year	Aggregate number of Shareholders and the Outstanding shares in the Suspense account lying at the end of the year (31-03-2026)
Shareholders – 9 No. of Shares - 201	Nil	Nil	Shareholders – 13 No. of Shares - 5502

x. DISCLOSURE OF CERTAIN TYPE OF AGREEMENTS BINDING LISTED ENTITIES

There is no agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the company as stated under Schedule III, para A, Clause 5A of the SEBI Listing Regulations.

10. AUDITOR'S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Certificate from M/s N.K. Jain & Associates, Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance as stipulated in 34(3) and 53(f) read with part E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to the Directors' Report forming part of the Annual Report.

For Som Distilleries and Breweries Limited
Sd/-

Jagdish Kumar Arora
Chairman and Managing Director
DIN - 02240511
Place: Bhopal
Date: 05.09.2026

CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members,

Som Distilleries And Breweries Limited

We have examined the compliance of the conditions of Corporate Governance by **Som Distilleries and Breweries Limited** ("the Company") for the financial year ended **March 31, 2026**, as stipulated under the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** ("SEBI Listing Regulations"), including Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and the applicable provisions of Schedule V thereto.

We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of this certification.

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

Based on our examination and according to the information and explanations furnished to us, and the representations made by the Management, **we certify that the Company has complied with the applicable conditions of Corporate Governance as stipulated under the SEBI Listing Regulations for the financial year ended March 31, 2026.**

We further state that such compliance 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.

Place: Bhopal
Date: 28.08.2026
UDIN : F006436H001264981

For N.K. Jain & Associates
Company Secretaries

NEELESH JAIN
Proprietor
FCS-6436, CP-6912
Peer Review Certificate No. 2505/2022
Firm Reg. No.: S2005MP082700

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

To,
The Members,
Som Distilleries and Breweries Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Som Distilleries & Breweries Limited having CIN L74899DL1993PLC052787 and having registered office at 1A, Zee Plaza, Arjun Nagar, S.J.Enclave, Kamal Cinema Road, New Delhi 110029 India (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 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 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 March 31, 2026, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Jagdish Kumar Arora	00224633	04.02.2017
2.	Nakul Kam Sethi	06512548	01.06.2018
3.	Satpal Kumar Arora	00061420	13.10.2018
4.	Uma Kant Samal	08669929	20.04.2020
5.	Dinesh Kumar Batra	08773363	17.01.2024
6.	Shreyansi Goel	10164947	05.08.2024
7.	Rajesh Kumar Dubey	10912000	28.01.2025
8.	Rajat Batra	02695119	28.01.2025

Ensuring the eligibility for the 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.

Place: Bhopal
Date: 28.08.2026
UDIN : F006436H001264704

For N.K. Jain & Associates
Company Secretaries

NEELESH JAIN
Proprietor
FCS-6436, CP-6912
Peer Review Certificate No. 2505/2022
Firm Reg. No.: S2005MP082700

WTD/ CFO CERTIFICATE

To,

The Board of Directors

Som Distilleries and Breweries Limited

Dear Sir,

We hereby certify the following that:

1. We have reviewed financial statements and the cash flow statement of Som Distilleries and Breweries Limited for the year ended March 31, 2026 and to the best of our knowledge and belief:

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

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

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

4. We have indicated to the Auditors and the Audit Committee that:

   i. There are no significant changes in internal control over financial reporting during the year;

   ii. There are no significant changes in accounting policies during the year; and

   iii. There are no instances of significant fraud of which we have become aware.

For Som Distilleries and Breweries Limited

Sd/-
Nakul Kam Sethi
DIN: 06512548
Whole Time Director
Date: 30.05.2026
Place: Bhopal

Sd/-
Nitin Malviya
Chief Financial Officer


ONCE A HUNTER
ALWAYS A HUNTER
HUNTER
STRONG
PREMIUM BEER
IMPORTED HOPS
650 ML
HUNTER
EXPORT QUALITY
HUNTER
STRONG
PREMIUM BEER
650 ML
Also Available in
650 ml, 500ml, 330 ml
Follow the Hunter World

STANDALONE FINANCIAL STATEMENT

FY 2025-26

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SOM DISTILLERIES & BREWERIES LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **M/s Som Distilleries & Breweries Limited, New Delhi** ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2026, the Standalone Statement of Profit and Loss (including standalone other comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statement for the year then ended on that date, and notes to the Standalone financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its **Profit** including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note No. 44 of the standalone financial statements, which discloses that the renewal process for the manufacturing licence at the Bhopal Plant, pursuant to the order of the Madhya Pradesh High Court, is currently underway. The standalone financial statements have been prepared on a going concern basis as the management does not anticipate any material adverse impact on the company's long-term operations.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter provided below, description of how our audit has addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue from Operations *(Refer Note No. 2.03 "Revenue Recognition" and Note No. 26 "Revenue from operations" of standalone financial statements)*	
Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. Revenue is recognized to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured, regardless of when the payment is being received. Revenue is measured at the fair value of the consideration received or receivable net of returns, discounts and breakage, and taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government. Based on the Educational Material on Ind AS 115 issued by the Institute of Chartered Accountants of India ("ICAI"), the recovery of excise duty flows to the Company on its own account and hence is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty. However, sales tax/value added tax (VAT), goods and services tax are not received by the Company on its own account and are taxes collected on value added to the commodity by the seller on behalf of the government. Accordingly, these are excluded from revenue.	Our procedures included the following: - Understood the nature of revenue transactions and evaluated the appropriateness of the accounting policy adopted by the management in accordance with IND AS 115. - Understood, evaluated and tested the design and operating effectiveness of key internal controls over recognition and measurement of revenue. - On a sample basis, tested revenue transactions recorded during the year and transactions near year end date, inspected the underlying accounting documents relating to revenue accrual. - Tested the adequacy of accruals made for various rebates and discounts during the year - Performed analytical procedures on revenue. - Evaluated adequacy of the disclosures made in the accompanying financial statements in respect of revenue recognition in accordance with applicable financial reporting framework.

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in sub section (5) of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Accounting Principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

  From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

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

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

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

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of written representations received from the directors as on March 31, 2026, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in term of sub-section (2) of section 164 of the Companies Act, 2013.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"** to this report.

g) According to the information and explanations given by the management and audit procedures performed by us, the remuneration paid/provided by the company to its directors is in accordance with the provisions of Section 197 read with Schedule V of the Act.

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

(a) According to the information provided by the management, there is no pending litigation which may impact the financial position of the Company. As referred in Note No. 37 and Note No. 47 of the standalone financial statements.

(b) The company does not have long term contracts including derivative contracts for which there are any material foreseeable losses.

(c) There has been no delay in transferring amount, required to be transferred, to the investor education and protection fund by the company. Except, there is an unpaid dividend for the financial year 2016-17 & 2017-18 amounting to Rs.12.13 Lakhs and Rs. 12.55 Lakhs respectively, which is pending to be transferred to Investor Education and Protection Fund by the company. (Refer note no. 23 of the standalone financial statements.

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

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

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

(e) The company has not declared any interim or final dividend during the year.

(f) Based on our examination, which included test checks and on the basis of management representation, the Company has used accounting software's for maintaining its books of account for the financial year ended 31 March 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's. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066AVVLJE1405

Place: Bhopal
Date: 30.05.2026

ANNEXURE A

Referred to in Paragraph "Report on other Legal and Regulatory Requirements" of our Report on even date to the memebers of M/s Som Distilleries & Breweries Limited

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

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

(B) The Company is maintaining reasonable records showing full particulars of intangible assets.

(b) According to the information & explanations given to us by the management, the company has a program of verification to cover all the items of property, plant & equipment in a phased manner. In our opinion, which is reasonable having regards to the size of the company & nature of its assets. Pursuant to the program, certain property, plant & equipment were physically verified by the management during the year. According to the information & explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information & explanations given to us by the management & on examination of the records produced before us, we report that the title deeds comprising all the immovable properties of land & buildings which are freeholds disclosed in the financial statements, are held in the name of the company as at balance sheet date.

(d) According to the information & explanations given to us by the management, the Company has not revalued its property, plant and equipment during the year. Hence, this clause is not applicable.

(e) According to the information & explanations given to us by the management, no proceedings have been initiated or are pending against the company for holding any benami property under Benami Transactions (Prohibition) Act 1988 & Rules made thereunder.

(ii)(a) As per the information and explanation given to us by the management, the management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the frequency of verification, coverage and procedure of such verification is appropriate. Moreover, as informed to us, no material discrepancies were observed on such physical verification.

(b) As per the information and explanation given to us by the management, the Company has working capital limit in excess of five crore rupees during the year, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters.

(iii) During the year the company has made investments and also provided loans or advances in the nature of loans and also provided guarantee to its wholly owned subsidiary company. Hence, in respect of which we provide that-

(a) The company has provided loans and guarantee during the year, the details of which are as follows –

(Rs. in Lakhs)

Particulars	Loans	Guaran-tees	Invest-ments
Aggregate amount during the year			
- Subsidiaries	19858.06	-	4999.74
- Associates	-	-	-
- KMP	25.00	-	-
- Others	4440.00	-	-
Balance outstanding as at balance sheet date			
- Subsidiaries	29845.15	16598.00	14600.00
- Associates	-	-	-
- KMP	16.25	-	-
- Others	4400.00	-	0.01

(b) On the basis of information and explanations given to us by the management, the investments made, guarantees provided and loans provided to its subsidiary company, wholly owned subsidiary company and other companies during the year, in our opinion, prima facie, were not prejudicial to the company's interest.

(c) As per the information and explanations given to us by the management, in respect of loans granted by the company, the schedule of repayment of principal and interest has been stipulated and the repayments or receipts, if any, required are regular as per schedule stipulated.

(d) As per the information and explanations given to us by the management and based on the audit procedures performed, in respect of loans provided by the company, there is no overdue amount.

(e) As per the information and explanation given to us by the management, no loan granted were fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans or advances given to the same parties.

(f) As per the information and explanation given to us by the management, the company has not granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, to promotors, related parties as defined in clause (76) of section 2 of the companies act, 2013.

(iv) In our opinion, & according to information & explanation given to us, the company has complied with the provision of the section 185 and 186 of the act, in respect of loans or advances in the nature of loan given, investments made or guarantees and securities given to the extent applicable.

(v) As per the information and explanation given to us by the management and relevant records, the company has not accepted any deposits or amount which are deemed to be deposits, which are in contravention to the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the companies Act and the rules framed there under. Further, no order has been passed by Company law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

(vi) To the best of our knowledge and as explained, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of the activities carried on by the Company.

(vii) (a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employee's state insurance, income-tax, sales tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.

(b) As per the information and explanation given to us, no disputed amounts payable in respect of statutory dues including goods and services tax, provident fund, employee's state insurance, income-tax, sales tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. Except the following-

Name of Statute	Nature of dues	Amount of Demand (Rs. in Lakhs)	Period to which the amount relates	Forum where dispute is pending
MP Entry Tax Act, 1976	Entry Tax	37.42	F.Y 2007-08	MP High Court, Jabalpur
MP Entry Tax Act, 1976	Entry Tax	13.95	F.Y 2012-13	MP Commercial Tax Appellate Board
Central Sales Tax Act, 1956	CST Act	17.09	F.Y. 2018-19	MP Commercial Tax Appellate Board
Central Sales Tax Act, 1956	CST Act	56.73	F.Y. 2020-21	MP Commercial Tax Appellate Board
Central Sales Tax Act, 1956	CST Act	79.82	F.Y. 2021-22	Commissioner (Appeal), Commercial tax
Central Sales Tax Act, 1956	CST Act	152.71	F.Y 2022-23	Commissioner (Appeal), Commercial tax
Central Sales Tax Act, 1956	CST Act	156.13	F.Y 2023-24	Commissioner (Appeal), Commercial tax
Madhya Pradesh VAT Act, 2002	VAT Act	203.36	F.Y 2017-18	MP High Court, Jabalpur
Madhya Pradesh VAT Act, 2002	VAT Act	10.26	F.Y. 2019-20	MP Commercial Tax Appellate Board
Madhya Pradesh VAT Act, 2002	VAT Act	21.64	F.Y. 2020-21	MP Commercial Tax Appellate Board
Madhya Pradesh VAT Act, 2002	VAT Act	107.53	F.Y 2022-23	Commissioner (Appeal), Commercial tax
Madhya Pradesh VAT Act, 2002	VAT Act	1812.29	F.Y 2023-24	MP High Court, Jabalpur
Central Goods and Service Tax Act, 2017	CGST Act	10.50	F.Y 2018-19	Commissioner (Appeal)
Central Goods and Service Tax Act, 2017	CGST Act	900.00	F.Y 2017-18	MP High Court, Jabalpur
Central Goods and Service Tax Act, 2017	CGST Act	220.00	F.Y 2024-25	MP High Court, Jabalpur
Central Goods and Service Tax Act, 2017	CGST Act	700.00	F.Y 2020-21	GSTAT
Central Goods and Service Tax Act, 2017	CGST Act	0.43	F.Y 2018-19	Commissioner (Appeal)
Central Goods and Service Tax Act, 2017	CGST Act	11.31	F.Y 2019-20	Commissioner (Appeal)
Service Tax	Service Tax	896.00	F.Y 2009-12	MP High Court, Jabalpur
Income Tax Act, 1961	Income tax	18.83	A.Y 2012-13	CIT (Appeals)
Income Tax Act, 1961	Income tax	3.93	A.Y. 2013-14	CIT (Appeals)
Income Tax Act, 1961	Income tax	599.45	A.Y. 2017-18	CIT (Appeals)
Income Tax Act, 1961	Income tax	1382.14	A.Y. 2018-19	CIT (Appeals)
Income Tax Act, 1961	Income tax	218.79	A.Y. 2019-20	CIT (Appeals)
Income Tax Act, 1961	Income tax	168.00	A.Y. 2020-21	CIT (Appeals)
Income Tax Act, 1961	Income tax	919.39	A.Y. 2024-25	CIT (Appeals)

(viii) As per the information and explanation given to us by the management and relevant records, there was no transaction found unrecorded in the books of accounts of the company which have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act 1961.

(ix) (a) Based on our audit procedures and on the information, explanations and representation given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our audit procedure, we report that the company has not been declared willful defaulter by any bank or financial institution or other lender.

(c) Based on our audit procedures and on the information and explanations given by the management, the Company has utilized the amount obtained by the way of term loan during the year for the purposes for which they were obtained.

(d) According to the information and explanation given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no fund raised on short-term basis, which have been used for long-term purposed by the company.

(e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture.

(f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) In our opinion and according to the information and explanations given to us, the company has not raised money by way of initial public offer or further public offer during the year. Hence, this clause is not applicable.

(b) The company has made preferential allotment of shares warrant during the year which were converted into equity share during the year. As per the information available with us, it is provided that the requirement of section 42 and section 62 of the companies act, 2013 have been complied with and the fund raised have been utilized for the purpose it was raised.

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

(b) To the best of our knowledge and information with us there is no instance of fraud reportable under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As per information and explanation given by the management there were no whistle blower complaints received by the company during the year.

(xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company as defined under section 406 of the Companies Act, 2013. Accordingly, this clause including sub clauses are not applicable.

(xiii) According to the information and explanation, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where ever applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered internal audit reports of the company issued till date, for the period under audit.

(xv) According to the information and explanation given to us, during the year the company has not entered into any non-cash transactions with its directors or persons connected with them. Hence, provisions of section 192 of the Companies Act, 2013 have not applicable to the company.

(xvi) (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) According to the information and explanation given to us the company has not conducted non-banking financial or housing finance activities.

(c) The Company is not a Core Investment Company, as defined in the regulations made by the Reserve Bank of India. Hence this clause is not applicable.

(d) This clause is not applicable to the company as it is not Core investment company (CIC).

(xvii) The company has not incurred cash loss during the current financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly reporting under this clause is not applicable.

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

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

(xx) The company does not fall within the limits specified under section 135 of Companies Act, 2013. Hence, this clause including sub clause is not applicable.

(xxi) The reporting under this report is for standalone financial statement of the company. Hence this clause is not applicable.

For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066AVVLJE1405

Place: Bhopal
Date: 30.05.2026

ANNEXURE B
REFERED IN OUR REPORT OF EVEN DATE

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

(Referred to in Para 2(f) under "Report on Other Legal and Regulatory Requirements" section of our report of even date)

In conjunction with our audit of the standalone financial statements of **M/s Som Distilleries & Breweries Limited** ("the Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of the company.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

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 and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

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

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

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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company has, maintained 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 AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066AVVLJE1405

Place: Bhopal
Date: 30.05.2026

STANDALONE BALANCE SHEET

AS AT 31ST MARCH 2026

(Rs. in Lakhs)

PARTICULARS	NOTE	AS AT 31.03.2026	AS AT 31.03.2025
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	3	25,847.66	23,325.49
(b) Capital work-in-progress	3	360.07	2,320.86
(c) Other intangible assets	4	9.19	12.28
(d) Financial assetsv			
(i) Investments	5	14,600.01	9,600.27
(ii) Loans	6	29,845.15	14,879.99
(iii) Other financial assets	7	2,006.42	2,046.12
(e) Other non-current assets	8	62.65	1,301.24
Total non-current assets		**72,731.15**	**53,486.25**
(2) Current Assets			
(a) Inventories	9	13,054.42	10,780.40
(b) Financial assets			
(i) Trade receivables	10	8,200.99	14,537.71
(ii) Cash and cash equivalents	11	456.98	1,286.77
(iii) Other bank balances	12	41.59	53.79
(iv) Loans	13	4,400.00	4,715.00
(c) Current tax assets	14	283.50	1,087.18
(d) Other current assets	15	5,875.07	10,106.68
Total Current Assets		**32,312.55**	**42,567.53**
Total Assets		**1,05,043.70**	**96,053.78**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	16	4,158.03	4,118.03
(b) Other Equity	17	66,378.28	61,800.22
Total Equity		**70,536.31**	**65,918.25**
Liabilities			
(1) Non-current Liabilities			
(a) Financial Liabilities			
(i)Borrowings	18	671.28	540.49
(ii) Other	19	601.58	896.31
(b) Deferred Tax Liabilities	20	2,564.16	2,875.63
Total non current liabilities		**3,837.02**	**4,312.43**

STANDALONE BALANCE SHEET

AS AT 31ST MARCH 2026

(Rs. in Lakhs)

PARTICULARS	NOTE	AS AT 31.03.2026	AS AT 31.03.2025
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	8,481.91	3,948.33
(ii) Trade Payables			
(a) total outstanding of micro, small and medium enterprises	22	630.97	141.06
(b) total outstanding other than micro, small and medium enterprises	22	11,672.56	8,476.02
(iii) Other financial liabilities	23	3,904.46	1,788.77
(b) Other Current Liabilities	24	5,522.90	11,182.82
(c) Provisions	25	457.57	286.10
Total Current Liabilities		**30,670.37**	**25,823.10**
Total equity and liabilities		**1,05,043.70**	**96,053.78**

The accompanying notes form an integral part of the standalone financial statements.

As per our Report of even date
For AKB Jain & Co., Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066AVVLJE1405

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

STATEMENT OF STANDALONE PROFIT & LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	NOTE	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
I.	Revenue from operations	26	82,822.04	97,101.17
II.	Other Income	27	2,195.31	72.44
III.	**Total Revenue**		**85,017.35**	**97,173.61**
	Expenses:			
	Cost of materials consumed	28	44,478.42	51,733.41
	Purchase of stock-in-trade	29	-	-
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	30	435.87	(1,342.69)
	Excise duties		13,842.79	17,731.21
	Employees remuneration & benefits	31	2,346.70	2,118.85
	Finance costs	32	988.62	465.33
	Depreciation & amortisations	33	1,491.97	1,250.86
	Other expenses	34	16,829.37	17,258.94
IV	**Total expenses**		**80,413.74**	**89,215.91**
V	**Profit/(loss) before exceptional and extraordinary items and tax**		**4,603.61**	**7,957.70**
	Exceptional items	**35**	**1,186.62**	-
	Profit/(loss) before tax		**3,416.99**	**7,957.70**
VI	**Tax Expenses**			
	Current tax		851.81	1,390.37
	Mat credit entitlement		-	(700.48)
	Previous year taxes		466.44	700.28
	Deferred tax		(300.23)	795.06
	Total tax		**1,018.02**	**2,185.23**
VII	**Profit/(Loss) for the year after tax**		**2,398.97**	**5,772.47**
	Other Comprehensive Income (OCI)			
	Items that will not be reclassified to profit or (loss)		(32.16)	(40.28)
	Income tax on above		11.24	11.73
			(20.92)	**(28.55)**
	Total Comprehensive Income for the year		**2,378.05**	**5,743.92**
VIII	**Earnings per equity share of face value of Rs.2/- each**	**36**		
	(1) Basic		1.14	2.92
	(2) Diluted		1.14	2.92

The accompanying notes form an integral part of the standalone financial statements.

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066AVVLJE1405

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
A.	**Cash flow from operating activities:**		
	Net profit/ (loss) before tax	3,416.99	7,957.70
	Adjustment for:		
	Depreciation & amortisations	1,491.97	1,250.86
	Interest expense	988.62	465.33
	Profit on sale of fixed assets	(5.66)	-
	Loss on sale of fixed assets	-	187.14
	Operating profit before working capital changes	**5,891.92**	**9,861.03**
	Movements in working capital:		
	Decrease/(increase) in inventories	(2,274.02)	713.06
	Decrease/(increase) in trade receivables	6,336.72	207.23
	Decrease/(increase) in short term loans	315.00	(4,715.00)
	Decrease/(increase) in other current assets	4,231.61	(2,492.87)
	Decrease/(increase) in current tax assets (net)	803.68	(798.12)
	Increase/(decrease) in trade payables	3,686.45	825.60
	Increase/(decrease) in other current financial liabilities	2,127.89	(1,422.07)
	Increase/(decrease) in other current liabilities	(5,692.08)	(548.90)
	Increase/(decrease) in short term provisions	171.47	129.83
	Cash generated from operating activity before taxes	**15,598.64**	**1,759.79**
	Direct tax paid	(1,318.25)	(1,390.17)
	Net cash flow from operating activities	**14,280.39**	**369.62**
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment	(2,792.46)	(3,356.76)
	Proceeds from sale of property, plant and equipment	747.86	29.03
	Decrease/(increase) in investment	(4,999.74)	(0.26)
	Decrease/(increase) in long term loans	(14,965.16)	(1,914.28)
	Decrease/(increase) in non current assets	1,238.59	239.71
	Decrease/(increase) in long term financial assets	39.70	(244.34)
	Net cash flow from investing activities	**(20,731.21)**	**(5,246.90)**

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

C.	**Cash flow from financing activities:**		
	Borrowings (net)	4,664.37	(3,405.15)
	Increase/(decrease) in other long term liabilities	(294.73)	282.50
	Proceeds from preferential equity issue	2,240.01	9,003.15
	Interest paid	(988.62)	(465.33)
	Dividend paid	(12.20)	(1.42)
	Net cash flow from financing activities	**5,608.83**	**5,413.75**
	Net increase/(decrease) in cash and cash equivalents	(841.99)	536.47
	Cash and cash equivalents at the beginning of the year	1,340.56	804.09
	Cash and cash equivalents at the end of the year	**498.57**	**1,340.56**
	Components of cash and cash equivalents		
	Cash in hand	20.93	202.94
	With Banks - in current account	87.81	408.73
	With Banks - in deposit account	348.24	675.10
	Other bank balances	41.59	53.79
	Total Cash and cash equivalents	**498.57**	**1,340.56**

The accompanying notes are on Integral Part of the standalone Ind AS Financial statements.

As per our Report of even date
For AKB Jain & Co., Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani (Partner)
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066AVVLJE1405

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH 2026

A. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2026
Balance at begning of the year	4,118.03	3,899.77
Changes in equity share capital	40.00	218.26
Balance at end of the year	4,158.03	4,118.03

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Share application money pending allotment (non-refundable)	Reserves and Surplus			Other comprehensive income	Total
		Capital Reserve	Securities Premium	Retained Earnings	Actuarial gain / (loss) on employee ben efit plans through OCI	
Balance as at April 1, 2024	3,207.29	**39.30**	**24,958.44**	**19,051.14**	**15.25**	**47,271.42**
Share application money	9,003.14	-	-	-	-	9,003.14
Premium on issue of equity shares	(206.26)	206.26				-
Profit / (loss) during the year	(218.26)					(218.26)
Re-measurment of defined benefit plant	(11,785.91)	-	11,785.91	-	-	-
Dividends	-	-	-	5,772.47	-	5,772.47
Balance as at March 31, 2025	-	-	-	-	**(28.55)**	**(28.55)**
	-	245.56	36,744.35	24,823.61	(13.30)	61,800.22
Balance as at April 1, 2025	-	**245.56**	**36,744.35**	**24,823.61**	**(13.30)**	**61,800.22**
Premium on issue of equity shares	-	-	2,200.01	-	-	2,200.01
Profit / (loss) during the year	-	-	-	2,398.97	-	2,398.97
Re-measurment of defined benefit plant	-	-	-	-	(20.92)	(20.92)
Balance as at March 31, 2026	-	**245.56**	**38,944.36**	**27,222.58**	**(34.22)**	**66,378.28**

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN: 26435066AVVLJE1405

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

1. COMPANY INFORMATION

SOM Distilleries & Breweries Limited is a public company domiciled in India and incorporated under the provisions of Companies Act, 1956. Its shares are listed on the National Stock Exchange and Bombay Stock Exchange. The Company is engaged in the manufacture and sale of Beer and Indian Made Foreign Liquor (IMFL). The Company is a market leader in Beer in the State of Madhya Pradesh. The Company caters to both domestic and international markets.

2. SIGNIFICANT ACCOUNTING POLICIES

2.01 Basis for preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, and the provisions of the Companies Act, 2013 ('Act') to the extent notified. The Ind AS are prescribed under section 133 of the Act read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereof.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 49 days for the purpose of current/ non-current classification of assets and liabilities.

2.02 Key accounting estimates and judgments

The preparation of standalone financial statements requires management to make judgments, esitmates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expeses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognized preospectively.

2.03 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being received. Revenue is measured at the fair value of the consideration received or receivable net off returns, discounts and breakages, and taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Based on the Educational Material on Ind AS 115 issued by the Institute of Chartered Accountants of India ("ICAI"), the recovery of excise duty flows to the Company on its own account and hence is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty. However, sales tax/ value added tax (VAT), goods and services tax are not received by the Company on its own account and are taxes collected on value added to the commodity by the seller on behalf of the government. Accordingly, these are excluded from revenue.

2.04 Expenditure

Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities.

2.05 Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management.

The Company depreciates property, plant and equipment over their estimated useful lives using the straight line method. The estimated useful lives of assets are as follows:

Asset class	Useful Life (in years)
Building and civil work	
Roads	10
Labour Quarters	15
Factory Buildings	30
Computer Hardware	3
Electrical Installation	25
Furniture and Fixtures	10
Office Equipment	5
Plant & Machinery	25
Tubwell	5
Vehicles	8

The residual values, useful lives and methods of depreciation and amortization of property, plant and equipment and intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

2.06 Cash and cash equivalents

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

2.07 Impairment

i) Financial Assets (other than at fair value)

The company assesses at each date of balance sheet whether a financial asset or a company of financial assets is impaired. IND AS 109 required expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and/or all trade receivables that do not constitute of financial transaction. For all other financial asset, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ii) Non-financial assets

Tangible and Intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flow that are largely independent of those from other assets.In such, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount of the asset (or CGU) is reduced to its recoverable amount. An important loss is recognized in the statement of profit and loss.

2.08 Inventories

Inventories are stated at lower of cost and net realizable value. Costs are arrived at as follows:

(i) Raw materials, components, packing material, stores and spares on weighted average basis.

(ii) Stock in process and finished goods taking into account the annual average cost of materials consumed, direct production expenses, interest, depreciation and related Government duties.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.0 9 Foreign Currency Transactions

The functional currency of the Company is the Indian rupee (INR). These financial statements are presented in INR.

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised as income or expenses in the period in which they arise.

2.10 Retirement and other employee benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services. These benefits include performance incentives and compensated absences.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund. The Company has no obligation other than the contribution payable to the Provident Fund.

The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss - Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income.

Remeasurements, comprising actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

2.11 Taxes on Income

Current income tax

Current income tax liabilities are measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of business losses and unabsorbed depreciation. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of business losses and unabsorbed depreciationcan be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.12 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement, if any.

2.13 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

2.14 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. These exchange difference are presented in finance cost to the extent which the exchange loss does not exceed the difference between the cost of borrowing in functional currency when compared to the cost of borrowing in a foreign currency.

2.15 Earnings per equity share ('EPS')

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

2.16 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Financial assets at amortised cost

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

Financial asset at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

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

Financial liabilities

Financial liabilities which carry a floating rate of interest are measured at amortised cost using the effective interest method.

Equity Instruments

An equity instrument is a contract that evidences residual interest in the asset of the company after deducting all its liabilities. Equity instrument by the company are recognised at the proceeds received net of direct issue cost.

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

3. Property, Plant and Equipment

(Rs. in Lakhs)

	Land freehold	Buildings & civil works	Plant & machinery	Furniture & fixtures	Office equipment	Vehicles	Total	Capital Work in Progress	Grand Total
Gross Block									
Balance as at April 1, 2024	297.85	6,090.70	24,580.31	70.63	209.59	980.40	32,229.48	520.29	32,749.77
Additions	-	265.88	1,180.33	57.47	12.25	37.78	1,553.71	3,246.79	4,800.50
Disposals & Adjustments	-	-	503.69	-	-	-	503.69	1,446.22	1,949.91
Balance as at March 31, 2025	297.85	6,356.58	25,256.95	128.10	221.84	1,018.18	33,279.50	2,320.86	35,600.36
Additions	-	1,757.34	2,666.18	-	18.86	310.87	4,753.25	1,327.15	6,080.40
Disposals & Adjustments	-	-	748.89	-	-	-	748.89	3,287.94	4,036.83
Balance as at March 31, 2026	**297.85**	**8,113.92**	**27,174.24**	**128.10**	**240.70**	**1,329.05**	**37,283.86**	**360.07**	**37,643.93**
Accumulated Depreciation									
Balance as at April 1, 2024	-	1,368.88	6,558.91	42.76	180.09	845.70	8,996.34	-	8,996.34
Additions	-	196.29	962.74	6.77	4.67	74.72	1,245.19	-	1,245.19
Disposals & Adjustments	-	-	287.52	-	-	-	287.52	-	287.52
Balance as at March 31, 2025	-	1,565.17	7,234.13	49.53	184.76	920.42	9,954.01	-	9,954.01
Additions	-	222.64	1,123.16	10.49	9.22	123.37	1,488.88	-	1,488.88
Disposals & Adjustments	-	-	5.55	-	1.14	-	6.69	-	6.69
Balance as at March 31, 2026	**-**	**1,787.81**	**8,351.74**	**60.02**	**192.84**	**1,043.79**	**11,436.20**	**-**	**11,436.20**
Net Block									
Balance as at March 31, 2025	297.85	4,791.41	18,022.82	78.57	37.08	97.76	23,325.49	2,320.86	25,646.35
Balance as at March 31, 2026	**297.85**	**6,326.11**	**18,822.50**	**68.08**	**47.86**	**285.26**	**25,847.66**	**360.07**	**26,207.73**

3.1 Ageing of Capital work in progress

Balance as at March 31, 2026 (Rs. in Lakhs)

Particuarls	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Godown under building & civil work	360.07	-	-	-	360.07

Balance as at March 31, 2025 (Rs. in Lakhs)

Particuarls	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Cane line palnt and machinery	2,320.86	-	-	-	2,320.86

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

4. Intangible Assets

(Rs. in Lakhs)

	ERP-Computer softwares	Total
Gross Block		
Balance as at April 1, 2024	152.55	152.55
Additions	2.48	2.48
Disposals & Adjustments	-	-
Balance as at March 31, 2025	155.03	155.03
Additions	-	-
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**155.03**	**155.03**
Accumulated Amortisation		
Balance as at April 1, 2024	137.08	137.08
Additions	5.67	5.67
Disposals & Adjustments	-	-
Balance as at March 31, 2025	142.75	142.75
Additions	3.09	3.09
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**145.84**	**145.84**
Net Block		
Balance as at March 31, 2025	12.28	12.28
Balance as at March 31, 2026	**9.19**	**9.19**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

		AS AT 31.03.2026	AS AT 31.03.2025
5.	**Investment - Non Current**		
	Investment in Subsidiaries - (Unquoted) - valuated at cost		
	5,60,00,000 (P.Y. 5,60,00,000) Fully Paid Equity Shares of Rs.10 each in Woodpecker Distilleries & Breweries Private Limited.	6,100.00	6,100.00
	3,50,00,000 (P.Y. 3,50,00,000) Fully Paid Equity Shares of Rs.10 each in Som Distilleries & Breweries Odisha Private Limited	3,500.00	3,500.00
	5,00,00,000 (P.Y. 26,000) Fully Paid Equity Shares of Rs.10 each in Woodpecker Greenagri Nutrients Private Limited	5,000.00	0.26
	Investment in Mutual Fund	0.01	0.01
	Total	**14,600.01**	**9,600.27**
6.	**Loans - Non Current**		
	Loans to subsidiaries	29,845.15	14,879.99
	Total	**29,845.15**	**14,879.99**
7.	**Other Financial Assets**		
	Non Current		
	Security deposits considered good - Unsecured	2,006.42	2,046.12
	Total	**2,006.42**	**2,046.12**
8.	**Other Non- Current Assets**		
	Capital Advances	62.65	1,301.24
	Total	**62.65**	**1,301.24**
9.	**Inventories**		
	Raw materials	6,395.11	3,624.47
	Stores, Consumables & packing materials	415.14	475.89
	Stock in process	990.50	629.90
	Finished goods	5,253.67	6,050.14
	Total	**13,054.42**	**10,780.40**
10.	**Trade Receivables**		
	Trade receivables considered good - unsecured	8,200.99	14,537.71
	Total	**8,200.99**	**14,537.71**

Trade receivables ageing schedule for the year ended as on March 31, 2026

Particulars	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year	Total
Undisputed trade Receivables - considered good	7,092.90	462.61	392.93	252.55	-	8,200.99

Trade receivables ageing schedule for the year ended as on March 31, 2025

Particulars	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year	Total
Undisputed trade Receivables - considered good	13,649.21	558.06	227.62	102.82	-	14,537.71

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

		AS AT 31.03.2026	AS AT 31.03.2025
11.	**Cash and Cash Equivalents**		
	Cash in hand	20.93	202.94
	Balance With Scheduled Banks		
	Current Accounts	87.81	408.73
	Deposit Accounts	348.24	675.10
	Total	**456.98**	**1,286.77**
12.	**Other Bank Balances**		
	Unpaid Dividend Accounts	41.59	53.79
	Total	**41.59**	**53.79**
13.	**Loans**		
	Loans and advances to other - considered good	4,400.00	4,715.00
	Total Loans	**4,400.00**	**4,715.00**
14.	**Current Tax Assets**		
	Balance with revenue authority	283.50	1,087.18
	Total	**283.50**	**1,087.18**
15.	**Other Current Assets**		
	Staff Advances	55.53	73.01
	Prepaid Expenses	307.66	1,280.16
	Advances to suppliers	4,179.35	6,142.05
	Advances to Related Parties	-	1,266.47
	MAT Credit Entitlement	234.05	700.49
	Other Assets	1,098.48	644.50
	Total	**5,875.07**	**10,106.68**
16.	**Equity Share Capital**		
	Authorized		
	25,00,00,000 Equity Shares of Rs. 2/- each	5,000.00	5,000.00
	[Previous year-25,00,00,000 Equity Shares of Rs. 2/- each]		
	Issued, Subscribed and Fully Paid		
	20,79,01,312 Equity Shares of Rs. 2/- each		
	[Previous year 20,59,01,312 Equity Shares of Rs. 2/- each]	4,158.03	4,118.03

Par Value Per Share:
The Company has only one class of equity shares having par value of Rs. 2/- each.

Reconcillation of No. of Shares:

Particulars	No. of shares as on 31.03.2026	No. of shares as on 31.03.2025
Equity share at the beginning of the year	20,59,01,312	7,79,95,373
Add : Shares arising out of sub-division*	-	11,69,93,059
Add : Issued during the year*	20,00,000	1,09,12,880
Less: Buyback during the year	-	-
Equity share at the end of the year	20,79,01,312	20,59,01,312

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS (CONTD.)

***Note-**

The resolution was passed at extra-ordinary general meeting of the members of the company on 30th April, 2024 for sub-division of equity share capital of the company from a face value of Rs. 5/- each to face value of Rs. 2 each ("Sub-Division")

For Period ending on 31.03.2025- "The company has alloted equity share persunt to Right Issue, Preferential Issue and Conversion of warrants on 03.12.2024, 27.12.2024, 23.01.2025, 12.02.2025 and 22.02.2025 respectively"

Terms/Rights attached to the shares

The Company has only one class of Equity Shares having par value of Rs.2/- per share. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the company after the distribution of all preferential amounts, in proportion to their shareholding.

Details of Shareholders holding more than 5% Shares in the Company.

(Rs. in Lakhs)

Name of Shareholders	AS AT 31.03.2026		AS AT 31.03.2025	
	No. of Shares	%	No. of Shares	%
Sh. Jagdish Kumar Arora	4,92,83,272	23.71%	4,92,43,272	23.92%
Som Distilleries Private Limited	2,00,90,147	9.66%	1,80,90,147	8.79%

Shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment : NIL

Aggregate number of Bonus Shares issued, Shares issued for consideration other than cash and shares bought back during the period from five years immediately preceeding the reporting date - NIL

Terms of conversion of any securities into equity/preference shares :

The company has neither Convertible prefernce shares nor debentures as on date of financial statement.

Calls unpaid:

As on date there are no unpaid calls are pending for payment. All the issued Equity Shares are fully paid.

Forfeited shares:

No equity shares of the Company have been forfeited.

Shareholding of Promoters

Changes in promoters holding during the year ended at March 31, 2026

Promoter name	AS AT 31.03.2026		AS AT 31.03.2025		% of Changes
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Jagdish Kumar Arora	4,92,83,272	23.71%	4,92,43,272	23.92%	0.08%
Som Distilleries Private Limited	2,00,90,147	9.66%	1,80,90,147	8.79%	11.06%
Deepak Arora	46,12,525	2.22%	44,57,525	2.16%	3.48%
Ajay Kumar Arora	35,84,797	1.72%	35,84,797	1.74%	0.00%
Aalok Deep Finance Private Limited	28,89,250	1.39%	28,89,250	1.40%	0.00%
Sunita Arora	8,05,115	0.39%	8,05,115	0.39%	0.00%
Natasha Arora	7,23,715	0.35%	7,23,715	0.35%	0.00%
Total	**8,19,88,821**	**39.44%**	**7,97,93,821**	**38.75%**	**2.75%**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
17.	**Other Equity**		
	Capital reserve	245.56	245.56
	Securities premium	38,944.36	36,744.35
	Actuarial gain / (loss)on employee benefit plans through OCI:		
	Balance at the beginning of the year	(13.30)	15.25
	Other comprehensive income for the year	(20.92)	(28.55)
	Balance at the end of the year	**(34.22)**	**(13.30)**
	Retained earnings:		
	Balance at the beginning of the year	24,823.61	19,051.14
	Add: Profit/(loss) for the year after tax	2,398.97	5,772.47
	Balance at the end of the year	27,222.58	24,823.61
	Total	**66,378.28**	**61,800.22**

Nature and description of reserve:

- Capital reserve: Amount forteited against share warrants is recognised in Capital reserve
- Securities premium: The amount received in excess of face value of the equity shares is recognised in Securities premium.
- Retained earnings: Remaining portion of profits earned or accumulated losses by the Company till date after appropriations.

		Non-current maturities		Current Maturities	
		AS AT 31.03.2026	AS AT 31.03.2025	AS AT 31.03.2026	AS AT 31.03.2025
18.	**Non-current borrowings**				
	Secured loans				
	Term loans from banks	-	80.22	72.65	986.26
	Vehicle loans from banks	235.75	24.74	59.98	3.45
	Unsecured loans				
	From others	435.53	435.53	-	-
	Total	**671.28**	**540.49**	**132.63**	**989.71**

Notes:

- Term loans from banks are secured by way of pari passu charged on factory land & building and plant & machinery.
- Interest on vehicle loans varies from 8.95% to 10.75% per annum. Tenor of these loans ranges from 3 to 5 years. Respective vehicles have been hypothecated to the lending institutions to secure their loans. Repayment of these loans is regular as per the fixed equated monthly installments.
- The Company is in compliance with the applicable financial debt covenants prescribed in the terms of borrowings. Also there has been no default in repayment of borrowings and payment of interest during the year.

		AS AT 31.03.2026	AS AT 31.03.2025
19.	**Other Financial Liabilities**		
	Non Current		
	Security Deposits and Retention considered as good - unsecured	601.58	896.31
	Total	**601.58**	**896.31**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

20.	**Deferred tax liabilities (net)**		
	Deferred tax liabilities:		
	Difference between depreciation as per books of account and the Income Tax Act 1961.	3,962.03	2,902.05
	Others	-	-
		3,962.03	**2,902.05**
	Deferred tax assets:		
	Impact of expenditure charged to the Statement of Profit and Loss in the current year but allowed for tax purposes on payment basis	1,397.87	26.42
	Unabsorbed depreciation & carried forward losses	-	-
		1,397.87	26.42
	Total	**2,564.16**	**2,875.63**

Notes:

(a) Deferred tax assets are recognized to the extent that it is porbable that sufficient taxable profit will be available against which the carried forward lossess and unabsorbed depreciation can be utlized.

(b) Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities.

(c) Deferred tax assets and deferred tax liabilities relate to income taxes leived by the same taxation authority.

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
20.1	**Tax expense recognised in the Statement of Profit and Loss and OCI**		
	Current tax (net of MAT credit entitlement)	852	690
	Deferred tax:		
	Origination and reversal of temporary difference through profit and loss	(300)	795
	Origination and reversal of temporary difference through other comprehensive income	(11)	(12)
	Total deferred tax expenses / (credit)	(311)	783
	Tax relating to earlier year	466	700
	Total tax expenses / (credit)	**1,007**	**2,174**
20.1	**A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:**		
	Profit / (Loss) before tax	3,417	7,958
	Enacted income tax rate in India	29.12%	29.12%
	Income tax expenses as per enacted rate	995	2,317
	Difference due to:		
	Income / Expenses not considered for tax purpose	12	(144)
	Others		
	Total	1,007	2,174
	Effective Tax Rate	**29.46%**	**27.31%**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

		AS AT 31.03.2026	AS AT 31.03.2025
21.	**Current borrowings**		
	Secured		
	Cash Credit from Bank	8,349.28	2,958.62
	(Secured by way of hypothecation of entire current assets of the company)		
	Current maturities of long-term borrowing	132.63	989.71
	Total	**8,481.91**	**3,948.33**
22.	**Trade payables**		
	MSME	630.97	141.06
	Other than MSME	11,672.56	8,476.02
	Total	**12,303.53**	**8,617.08**

Trade payables ageing schedule As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	630.97	-	-	-	-	630.97
(ii) Others	10,356.81	1,123.87	156.64	14.30	20.94	11,672.56

Trade payables ageing schedule As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	141.06	-	-	-	-	141.06
(ii) Others	7,747.52	260.06	199.59	80.70	188.15	8,476.02

		AS AT 31.03.2026	AS AT 31.03.2025
23.	**Other financial liabilities**		
	- Current		
	Unpaid dividend*	41.59	53.79
	Bank overdraft	-	-
	Expenses & other payables	3,862.87	1,734.98
	Total	**3,904.46**	**1,788.77**
	* Unpaid dividend includes, dividend unpaid for the financial year 2016-17 & 2017-18 amounting to Rs. 12.55 Lakhs and Rs. 12.55 Lakhs respectively, which is pending to be transferred to Investor Education and Protection Fund due to technical reason.		
24.	**Other current liabilities**		
	Advances from customers	866.50	320.87
	Statutory dues payable	4,656.40	10,861.95
	Total	**5,522.90**	**11,182.82**
25.	**Provisions**		
	- Current		
	Employee Benefits		
	Gratuity	143.44	83.61
	Other Employee Benefits	314.13	202.49
	Total	**457.57**	**286.10**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

		YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
26.	**Revenue from operations**		
	Sale of Products (including Excise duty)	81,489.94	92,582.23
	Other Operational revenues	1,332.10	4,518.94
	Total	**82,822.04**	**97,101.17**
27.	**Other income**		
	Interest	2,178.52	63.63
	Rent Received	-	0.89
	Profit on Sale of Fixed Assets	5.66	-
	Other Revenues	11.13	7.92
	Total	**2,195.31**	**72.44**
28.	**Cost of Materials consumed**		
	Opening Stocks	4,100.36	6,156.11
	Add: Purchases	47,188.31	49,677.66
	Less: Closing Stocks	(6,810.25)	(4,100.36)
	Total	**44,478.42**	**51,733.41**
29.	**Purchase of stock in trade**	-	-
30.	**Changes in inventories of finished goods, stock-in-trade and work-in-progress**		
	Opening stock:		
	Stock in process	629.90	1,038.71
	Finished goods	6,050.14	4,298.64
		6,680.04	**5,337.35**
	Closing stock:		
	Stock in process	990.50	629.90
	Finished goods	5,253.67	6,050.14
		6,244.17	**6,680.04**
	Increase / (Dcrease) in inventories	**435.87**	**(1,342.69)**
31.	**Employee remuneration & benefits**		
	Salaries, allowances & bonus	2,224.15	1,984.00
	Employer's contribution to Provident & Gratuity Fund	80.76	73.26
	Staff welfare expenses	41.79	61.59
	Total	**2,346.70**	**2,118.85**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

31.01	**Defined benefit plan**		
	The required disclosures of employees benefits as per Ind AS – 19 are given hereunder:-		
(i)	**In respect of Short Term Employee Benefits:**		
	The Company has at present only the scheme of cumulative benefit of leave encashment payable at the end of each calendar year and the same have been provided for on accrual basis.		
(ii)	**In respect of Defined Benefit Scheme (Based on Actuarial Valuation) of Gratuity:**		
	Table Showing Changes in Present Value of Obligations:		*(Rs. in Lakhs)*
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Present value of the obligation at the beginning of the period	160.72	97.23
	Interest cost	10.85	7.05
	Current service cost	23.73	18.37
	Benefits paid (if any)	(4.00)	(1.86)
	Actuarial (gain)/loss	31.62	39.93
	Present value of the obligation at the end of the period	222.92	160.72
	Key results:		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Present value of the obligation at the end of the period	222.92	160.72
	Fair value of plan assets at end of period	79.47	77.10
	Net liability/(asset) recognized in Balance Sheet and related analysis	143.45	83.62
	Funded Status - Surplus/ (Deficit)	(143.45)	(83.62)
	Expense recognized in the statement of Profit and Loss:		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Interest cost	10.85	7.05
	Current service cost	23.73	18.37
	Expected return on plan asset	(5.40)	(4.98)
	Expenses to be recognized in P&L	29.18	20.44
	Other comprehensive (income)/expenses (Re-measurement)		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Cumulative unrecognized actuarial (gain)/loss opening. B/F	22.46	(17.82)
	Actuarial (gain)/loss - obligation	31.62	39.93
	Actuarial (gain)/loss - plan assets	0.53	0.35
	Total Actuarial (gain)/loss	32.15	40.28
	Cumulative total actuarial (gain)/loss C/F	54.61	22.46
	Table showing changes in the Fair Value of Planned Assets		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Fair value of plan assets at the beginning of the period	77.10	73.83
	Expected return on plan assets	5.40	4.98
	Contributions	1.50	0.50
	Benefits paid	(4.00)	(1.86)
	Actuarial gain/(loss) on plan assets	(0.53)	(0.35)

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	Fair value of plan assets at the end of the period	79.47	77.10
	Table showing Fair Value of Planned Assets		
	Particulars	**YEAR ENDED 31.03.2026**	**YEAR ENDED 31.03.2025**
	Fair value of plan assets at the beginning of the period	77.10	73.83
	Actual return on plan assets	4.87	4.63
	Contributions	1.50	0.50
	Benefits paid	(4.00)	(1.86)
	Fair value of plan assets at the end of the period	79.47	77.10
	Actuarial Gain/(Loss) on Planned Assets		
	PARTICULARS	**YEAR ENDED 31.03.2026**	**YEAR ENDED 31.03.2025**
	Actual return on plan assets	4.87	4.63
	Expected return on plan assets	5.40	4.98
	Actuarial gain/(loss)	(0.53)	(0.35)
	The assumptions employed for the calculations are tabulated		
	PARTICULARS	**YEAR ENDED 31.03.2026**	**YEAR ENDED 31.03.2025**
	Discount rate	7.00 % per annum	6.75 % per annum
	Salary Growth Rate	5.00 % per annum	5.00 % per annum
	Mortality	IALM 2012-14	IALM 2012-14
	Withdrawal rate (Per Annum)	5.00% p.a	5.00% p.a

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant facts.

Funding arrangements and funding policy

The company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the company. Any deficit in the assets arising as results of such valuation is funded by the company.

Expected contribution during the next annual reporting period

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	The Company's best estimate of Contribution during the next year	33.47	24.63

Sensitivity Analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

PARTICULARS	AS ON 31.03.2026
Defined Benefit Obligation (Base)	2,24,40,700 @ Salary Increase Rate : 5%, and discount rate :7%
Liability with x% increase in Discount Rate	2,13,40,290; x=1.00% [Change (5)%]
Liability with x% decrease in Discount Rate	2,36,74,098; x=1.00% [Change 5%]
Liability with x% increase in Salary Growth Rate	2,36,86,368; x=1.00% [Change 6%]
Liability with x% decrease in Salary Growth Rate	2,13,10,198; x=1.00% [Change (5)%]
Liability with x% increase in Withdrawal Rate	2,25,08,550; x=1.00% [Change 0%]
Liability with x% decrease in Withdrawal Rate	2,23,59,727; x=1.00% [Change 0%]

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

		YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
32.	**Finance Costs**		
	Interest to Bank & FIs	794.41	387.65
	Interest to Others	123.23	4.53
	Bank Charges	70.98	73.15
	Total	**988.62**	**465.33**
33.	**Depreciation & amortisations**		
	Depreciation on property, plant and equipment	1,488.88	1,245.19
	Amortisation on intengible assets	3.09	5.67
	Total	**1,491.97**	**1,250.86**
34.	**Other Expenses**		
	Power and fuel	1,066.83	1,149.67
	Rent	48.25	23.91
	Repairs		
	Building	49.34	-
	Machinery	1,070.73	2,321.06
	Others	191.69	329.30
	Insurance	99.95	72.28
	Rates and taxes (Other than on income)	3,259.45	2,943.84
	Other Manufacturing Exp	561.18	651.95
	Auditors Remuneration		
	(a) Audit fees	2.36	2.34
	(a) Audit fees	6.74	6.30
	Donations	0.55	-
	Corporate Social Responsibility	123.09	62.78
	Travelling & Conveyance	422.70	467.78
	Legal & Professional	256.98	215.61
	Sales promotion	4,369.44	3,606.97
	Advertisement & Publicity	362.76	237.20
	Freight outward	4,137.57	4,081.00
	Other selling expenses	485.16	700.31
	General expenses	258.50	110.99
	Loss-Sale of Asset	-	187.14
	Postage, Telegrams & Telephones	25.51	27.82
	Vehicle Running & Maintenance	30.59	60.69
	Total	**16,829.37**	**17,258.94**
35.	**Exceptional items**		
	Customs duty demand*	1,186.62	-
	Total	**1,186.62**	-
	*During the year, the company received a customs duty demand relating to import made in earlier years. Considering the materiality and exceptional nature of the matter, the exepnses has been disclosed separately as an Exceptional item.		

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

36.	**Basic and diluted shares used In computing earning per Share:**		
(a)	Basic Earning per share		
	Total Comprehensive Income for the year	2,378.05	5,743.92
	Weighted average number of equity shares outstanding	20,77,69,805	19,69,79,693
		1.14	2.92
(b)	Diluted Earning per Share		
	Total Comprehensive Income for the year	2,378.05	5,743.92
	Weighted average number of equity shares outstanding	20,77,69,805	19,69,79,693
		1.14	2.92
37.	**Contingent Liabilities**		
i)	Claims against the Company not acknowledged as debts/ disputed *		
	• Commercial Tax Department	2,668.94	256.89
	• Income Tax Department	2,738.24	14.50
	• Income Tax Department	3,310.53	1,298.43
ii)	Guarantees given by Bankers on behalf of the Company not provided for	760.03	1,443.72
iii)	Corporate guarantee given to banks on behalf of others	16,598.00	18,103.00

* The Company has reviewed its pending litigations and expects that the outcome of the proceedings will not have any material effect on its financial positions.

38. Financial Instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instruments are disclosed.

A. Financial assets and liabilities

The break-up of financial assets and liabilities carried at amortized cost are as follows: *(Rs. in Lakhs)*

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Financial Assets:		
Cash and cash equivalents	498.57	1,340.56
Other bank balances	41.59	53.79
Trade receivables	8,200.99	14,537.71
Loans	34,245.15	19,594.99
Investments	14,600.01	9,600.27
Other Financial Assets	2,006.42	2,046.12
Total	**59,592.73**	**47,173.44**
Financial Liabilities:		
Trade and other payables	12,303.53	8,617.08
Borrowings	9,153.19	4,488.82
Other Financial Liabilities	6,124.48	12,079.13
Total	**27,581.20**	**25,185.03**

B. Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also holds unquoted investments in a wholly owned subsidiary.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The senior management reviews and agrees policies for managing each of these risks, which are summarized below.

i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.Financial instruments affected by market risk include deposits, investmentsand borrowings.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rate relates primarily to the Company's borrowings with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings affected, with all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(Rs. in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Impact on profit befor tax		
Increase 0.25%	(21.79)	(10.13)
Decrease 0.25%	21.79	10.13

(b) Commodity price risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchase and manufacture of Beer and therefore require a continuous supply of Barley. The Company's Board of Directors has developed and enacted a risk management strategy regarding commodity price risk and itsmitigation.The following table shows the effect of price changes in Barley:

(Rs. in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Impact on profit befor tax		
Increase 1%	(4.45)	(5.17)
Decrease 1%	4.45	5.17

ii) Credit risk

Credit risk is the risk of financial loss arising from counter party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limits and credit worthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. None of the other financial instruments of the company result in material concentration of audit risk.

iii) Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank borrowings. The table below summarises the maturity profile of the Company's financial liabilities:

(Rs. in Lakhs)

AS AT 31.03.2026	Maturities			Total Carrying Value
	Upto 1 year	1-2 year	> 2 year	
Financial Liabilities:				
Borrowings	8,481.91	132.63	538.65	9,153.19
Trade and other payables	12,303.53	-	-	12,303.53
Other Financial Liabilities	3,904.46	-	601.58	4,506.04
Total	**24,689.90**	**132.63**	**1,140.23**	**25,962.76**

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

AS AT 31.03.2025	Maturities			Total Carrying Value
	Upto 1 year	1-2 year	> 2 year	
Financial Liabilities:				
Borrowings	3,948.33	132.63	407.86	4,488.82
Trade and other payables	8,617.08	-	-	8,617.08
Other Financial Liabilities	1,788.77	-	896.31	2,685.08
Total	**14,354.18**	**132.63**	**1,304.17**	**15,790.98**

39. The Company has borrowing from banks on the basis of security of current assets, and the statements of current assets filed by the Company with the banks are in agreement with books of accounts.

40. As per the information available with the company, the companies has no outstanding balances in respect of payables, receivables, investments, share held by the company or any other outstanding balances with struck off companies.

41. The company is engaged in the business of manufacture and sale of Alcoholic beverages (Beer and IMFL) which constitutes a single business segment. The company's exports outside India did not exceed the threshold limits for disclosure as envisaged in IndAS 108 on "Operating Segments" issued by the Institute of Chartered Accountants of India. In view of the above, primary and secondary reporting disclosures for business/ geographical segment as envisaged in IndAS – 108 are not applicable to the Company.

42. Corporate Social Responsibility (CSR) *(Rs. in Lakhs)*

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
a) Amount required to be spent by the company during the year	122.77	62.38
b) Amount of expenditure incurred	123.09	62.78
c) Shortfall at the end of the year	Nil	Nil
d) Total of previous years shortfall	Nil	Nil
e) Reason for shortfall	NA	NA
f) Nature of CSR activities for the purpose of :	CSR through Trust	CSR through Trust
g) Details of related party transactions	Nil	Nil

43. Disclosure Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 186 of the Companies act, 2013. *(Rs. in Lakhs)*

Sr. No.	Name of the Company	Nature & purpose	As at March 31, 2026	As at March 31, 2025
(i)	Woodpecker Distilleries & Breweries Private Limited	Loan for business purposes	-	5,057.99
(ii)	SOM Distilleries & Breweries Odisha Private Limited	Loan for business purposes	9,510.22	9,822.00
(iii)	Woodpecker Greenagri Nutrients Private Limited	Loan for project purposes	20,334.93	1,663.50
(iv)	Woodpecker Distilleries & Breweries Private Limited	Corporate guarantee given for business purposes	8,165.00	9,670.00
(v)	SOM Distilleries & Breweries Odisha Private Limited	Corporate guarantee given for business purposes	8,433.00	8,433.00

44. The renewal process for the manufacturing licence at the bhopal plant, pursuant to the order of the Madhya Pradesh High Court, is currently underway. The management does not anticipate any material adverse impact on the company's ability to continue as a going concern, and the standalone financial statement have been prepared on a going concern basis.

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

45) The disclosures in respect of Related Parties as required under Ind AS 24 'Related Party Disclosures' is stated herein below.

A). Details of related parties:

	Name of related parties	Description of relationship
a.	**Subsidary Companies**	
i)	Woodpecker Distilleries & Breweries Private Limited	Subsidiary
ii)	Som Distilleries and Breweries Odisha Private Limited	Wholly owned subsidiary
iii)	Woodpecker Greenagri Nutrients Private Limited	Wholly owned subsidiary
b.	**Directors, Key management personnal and their relatives**	
i)	Mr. Jagdish Kumar Arora	Chairman & Managing Director
ii)	Mr. Nakul Kam Sethi	Whole time Director
iii)	Mr. Rajesh Kumar Dubey	Whole time Director from 28.01.2025
iv)	Mr. Rajat Batra	Director from 28.01.2025
v)	Mr. Dinesh Kumar Batra	Independent Director
vi)	Mr. Uma Kant Samal	Independent Director
vii)	Mr. Satpal Kumar Arora	Independent Director
viii)	Ms. Shreyanshi Goel	Independent Director from 05.08.2024
ix)	Ms. Nishi Arora	Independent Director till 13.11.2024
xi)	Mr. Nitin Malviya	Chief Finance Officer from 28.01.2025
xii)	Mr. Om Prakash Singh	Company Secretary
c.	**Enterprises over which key management personnel are able to exercise significant influence.**	
i)	Som Distilleries Private Limited	
ii)	Aryavrat Projects and Developers Private Limited	
iii)	Legend Distilleries Private Limited	

B). Transactions with related parties: *(Rs. in Lakhs)*

PARTICUARLS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Woodpecker Distilleries & Breweries Private Limited		
Purchases	52.68	120.70
Sales	63.43	2,920.73
Loan repayment received during the year	5,452.65	2,800.00
Interest Income	438.51	-
- Loans and advances to subsidiaries (refer note no. 6)	-	5,057.99 Dr
- Trade receivables (refer note no. 10)	-	1,860.53 Dr
Net Closing Balance	-	6,918.52 Dr
Investments (refer note no. 5)	6,100.00	6,100.00
Corporate guarantee given	8,165.00	9,670.00
Som Distilleries & Breweries Odisha Private Limited		
Purchases	23.45	30.39
Sales	49.03	625.88
Loan given during the year	1,108.00	4,714.28
Loan repayment received during the year	2,115.00	-
Interest Income	772.47	-
- Loans and advances to subsidiaries (refer note no. 6)	9,510.22 Dr	9,822.00 Dr

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

Net Closing Balance	9,510.22 Dr	9,822.00 Dr
Investments (refer note no. 5)	3,500.00	3,500.00
Corporate guarantee given	8,433.00	8,433.00
Som Distilleries Private Limited		
Purchases	4,911.86	3,245.25
Sales	561.21	577.95
- Trade Payables (refer note no. 22)	3,299.62 Cr	1,266.47 Dr
Net Closing Balance	3,299.62 Cr	1,266.47 Dr
Woodpecker Greenagri Nutrients Private Limited		
Sales	761.54	-
Loan given during the year	18,750.06	-
Interest Income	916.55	-
Investment during the year	4,999.74	0.26
- Loans and advances to subsidiaries (refer note no. 6)	20,334.93 Dr	-
Net Closing Balance	20,334.93 Dr	-
Investments (refer note no. 5)	5,000.00	0.26
Legend Distilleries Private Limited		
Sales	17.48	-
- Trade receivables (refer note no. 10)	-	-
Loan to Key managerial personnel		
Loan given during the year	25.00	-
Loan repayment received during the year	8.75	-
- Other current asset (refer note no. 15)	16.25 Dr	-
Net Closing Balance	16.25 Dr	-
Key managerial personnel		
Remuneration	699.42	501.16
Independent director		
Sitting fees	18.40	12.00

46 Financial Ratios-

Particulars	Terms	Numerator	Denominator	Year Ended 31.03.2026	Year Ended 31.03.2025	% Variance
(a) Current Ratio,	in times	Current assets	Current liabilities	1.05	1.65	-36.09%
(b) Debt-Equity Ratio	in times	Total Debt	Shareholder's Equity	0.13	0.07	90.56%
(c) Debt Service Coverage Ratio	in times	Earnings available for debt service i.e Net profit after tax plus Depreciation and Finance Costs	Debt Service	2.46	4.99	-50.81%
(d) Return on Equity Ratio	%	Net Profits after taxes	Average Shareholder's Equity	3.49	9.81	-64.47%
(e) Inventory turnover ratio	in times	Revenue from Operations	Average Inventory	6.95	8.72	-20.29%
(f) Trade Receivables turnover ratio	in times	Revenue from Operations	Average Trade Receivable	7.28	6.63	9.84%

NOTES ANNEXED TO AND FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(g) Trade payables turnover ratio	in times	Cost of Materials Consumed + Purchase of Stock - in - Trade+Other Expenses	Average Trade Payables	6.12	8.16	-24.99%
(h) Net capital turnover ratio	in times	Revenue from Operations	Working Capital	50.43	5.80	769.70%
(i) Net profit ratio	%	Net Profit	Revenue from Operations	2.87	5.92	-51.46%
(j) Return on Capital employed	%	Earning before interest and taxes	Capital Employed = Shareholder's fund + Current & Non-Current Borrowing	5.53	11.96	-53.79%
(k) Return on investment	%	Increase in Shareholder's fund	Shareholder's Fund at the start of period	7.01	28.82	-75.69%

47) The Company's pending litigations pertain to claim and cases occuring in the normal course of business. The Company has reviewd its pending litigations and expects that the outcome of the proceedings will not have any material effect on its financial positions.

48) Balances standing at the debit or credit in the accounts of various parties are subject to confirmation and reconciliation.

49) Previous year's figures have been regrouped/ restated wherever considered necessary to make them comparable to those of the current year.

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066AVVLJE1405

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

CONSOLIDATED FINANCIAL STATEMENT

FY 2025-26

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SOM DISTILLERIES & BREWERIES LIMITED
REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Report on the audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **M/S SOM DISTILLERIES & BREWERIES LIMITED, NEW DELHI** (hereinafter referred to as the "Holding Company") and its subsidiaries **"WOODPECKER DISTILLERIES & BREWERIES PRIVATE LIMITED", "SOM DISTILLERIES & BREWERIES ODISHA PRIVATE LIMITED"** and **"WOODPECKER GREENAGRI NUTRIENTS PRIVATE LIMITED"** (Holding Company and its subsidiaries together referred to as "the Group"), which comprises the consolidated balance sheet as at 31st March 2026, the consolidated statement of Profit and Loss (including other comprehensive), the consolidated cash flow statement and consolidated statement of changes in equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note No. 45 of the consolidated financial statements, which discloses that the renewal process for the manufacturing licence at the Bhopal Plant of the holding company, pursuant to the order of the Madhya Pradesh High Court, is currently underway. The consolidated financial statements have been prepared on a going concern basis as the management does not anticipate any material adverse impact on the Group's long-term operations.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters.

Key audit matters	How our audit addressed the key audit matter
Revenue from Operations *(Refer Note No. 2.03 "Revenue Recognition" and Note No. 29 "Revenue from operations" of consolidated financial statements)*	
Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the group expects to be entitled in exchange for those goods or services. Revenue is recognized to the extent it is probable that the economic benefits will flow to the group and the revenue can be reliably measured, regardless of when the payment is being received. Revenue is measured at the fair value of the consideration received or receivable net off returns, discounts and breakage, and taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government. Based on the Educational Material on Ind AS 115 issued by the Institute of Chartered Accountants of India ("ICAI"), the recovery of excise duty flows to the Group on its own account and hence is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the group on its own account, revenue includes excise duty. However, sales tax/value added tax (VAT), goods and services tax are not received by the group on its own account and are taxes collected on value added to the commodity by the seller on behalf of the government. Accordingly, these are excluded from revenue.	Our procedures included the following: - Understood the nature of revenue transactions and evaluated the appropriateness of the accounting policy adopted by the management in accordance with IND AS 115. - Understood, evaluated and tested the design and operating effectiveness of key internal controls over recognition and measurement of revenue. - On a sample basis, tested revenue transactions recorded during the year and transactions near year end date, inspected the underlying accounting documents relating to revenue accrual. - Tested the adequacy of accruals made for various rebates and discounts during the year - Performed analytical procedures on revenue. - Evaluated adequacy of the disclosures made in the accompanying financial statements in respect of revenue recognition in accordance with applicable financial reporting framework.

Information other than the Standalone Financial Statements and Auditor's Report thereon

The Holding company's management and Board of Directors is responsible for preparation of the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and Those Charged with governance for the Consolidated Financial Statements

The Holding company's management and Board of Directors is responsible for the matters stated in sub section (5) of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the group in accordance with the Accounting Principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group companies.

Auditor's Responsibility for audit of the consolidated financial statements

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

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

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

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

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities and business activities within the Group entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

  We communicate with those charged with governance of the holding company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

  From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. As required by section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.

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

c) The Consolidated Balance Sheet and Consolidated Statement of Profit and Loss (including other comprehensive), Consolidated Cash flow statement and Consolidated statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of written representations received from the directors of the holding company as on March 31, 2026, and taken on record by the Board of Directors of the holding company and the reports of the statutory auditors of the group companies, none of the directors of the group companies is disqualified as on March 31, 2026, from being appointed as a director in term of sub-section (2) of section 164 of the Companies Act, 2013.

f) With respect to the adequacy of the internal financial controls over financial reporting of the group with reference to these consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.

g) With respect to the other matter to be included in the Auditor's report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, as amended, in our opinion and to the best of our information and according to explanation given to us:

(a) According to the information provided by the management, there is no pending litigation which may impact the financial position of the Company. As referred in Note No. 39 and Note No. 48 of the consolidated financial statements.

(b) The Group does not have long term contracts including derivative contracts for which there are any material foreseeable losses.

(c) There has been no delay in transferring amount, required to be transferred, to the investor education and protection fund by the group. Except, in the holding company SOM Distilleries & Breweries Limited, there is an unpaid dividend for the financial year 2016-17 & 2017-18 amounting to Rs.12.13 Lakhs and Rs.12.55 Lakhs respectively, which is pending to be transferred to Investor Education and Protection Fund by the company. (Refer note no. 26 of the consolidated financial statements.

(d) (i) The respective Management of the holding company and its subsidiaries has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts to the consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the group to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The respective Management of the holding company and its subsidiaries has represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the group from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule11(e), as provided under(i)and (ii) above, contain any material misstatement.

(e) The group referred to as the Holding Company & its Subsidiaries, has not declared any interim or final dividend during the year.

(f) Based on our examination, which included test checks and on the basis of management representation, the Company has used accounting software's for maintaining its books of account for the financial year ended 31 March 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's. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066FMEYXC6235

Place: Bhopal
Date: 30.05.2026

ANNEXURE A

Referred to in paragraph "Report on other legal and regulatory requirement" of our Independent Audit Report on the Consolidated Financial Statement of M/s. Som Distilleries and Breweries Limited

(xxi) According to the information and explanations given to us, and based on the Companies (Auditors Report) Order (CARO) reports issued by respective auditors of the companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said respective companies included in the consolidated financial statements.

For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066FMEYXC6235

Place: Bhopal
Date: 30.05.2026

ANNEXURE B

Report on the Internal Financial Controls with reference to the aforesaid Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the act") (Referred to in Para 2(f) under "Report on Other Legal and Regulatory Requirements" section of our report of even date)

In conjunction with our audit of the consolidated financial statements of **M/s Som Distilleries & Breweries Limited, New Delhi** (hereinafter referred to as "the holding company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the holding company and its subsidiaries companies, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated financial statements based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective companies policies, safeguarding the assets of the company, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial information's, as required under the Companies Act 2013 (hereinafter referred to as "the Act").

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the relevant Guidance Note (Audit of Internal Financial Controls Over Financial Controls) and the Standards on Auditing, both, issued by the ICAI and are deemed prescribed under sub-section (10) of the section 143 of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statement. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements, was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements, and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements, included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 internal financial controls system with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

A Company's internal financial control with reference to consolidated financial statements includes those policies and procedures that;

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

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

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

OPINION

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, have , in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31st March 2026, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C

Sd/-
Rahul Dewani
Partner
Membership No. 435066
UDIN : 26435066FMEYXC6235

Place: Bhopal
Date: 30.05.2026

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH 2026

(Rs. in Lakhs)

PARTICULARS	NOTE	AS AT 31.03.2026	AS AT 31.03.2025
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	3	64,495.88	62,211.64
(b) Capital work-in-progress	3	24,636.14	2,320.86
(c) Right-of-use asset	4	2,893.81	-
(d) Other intangible assets	5	9.19	12.28
(e) Financial assets			
(i) Investments	6	0.01	0.27
(ii) Other financial assets	7	2,348.98	2,631.53
(f) Other non-current assets	8	1,002.12	1,522.82
Total non-current assets		**95,386.13**	**68,699.40**
(2) Current Assets			
(a) Inventories	9	18,223.40	18,926.31
(b) Financial assets			
(i) Trade receivables	10	17,502.00	25,394.77
(ii) Cash and cash equivalents	11	1,684.63	1,945.02
(iii) Other bank balances	12	41.59	53.79
(iv) Loans	13	4,400.00	4,715.00
(c) Current tax assets	14	465.58	2,210.08
(d) Other current assets	15	8,817.77	12,391.11
Total Current Assets		**51,134.97**	**65,636.08**
Total Assets		**1,46,521.10**	**1,34,335.48**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	16	4,158.03	4,118.03
(b) Other Equity	17	73,699.09	70,634.02
(c) Non-controlling		4,070.00	3,972.06
Total Equity		**81,927.12**	**78,724.11**
Liabilities			
(1) Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	3,092.76	3,513.39
(ii) Lease liability	19	22.49	-
(iii) Other financial liabilities	20	9,244.23	2,662.49
(b) Deferred Tax Liabilities	21	4,038.59	4,272.82

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH 2026

(Rs. in Lakhs)

PARTICULARS	NOTE	AS AT 31.03.2026	AS AT 31.03.2025
(c) Provisions	22	83.40	72.96
Total non current liabilities		**16,481.47**	**10,521.66**
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	23	18,065.25	13,578.57
(ii) Trade payables			
(a) total outstanding of micro, small and medium enterprises	24	1,155.39	182.87
(b) total outstanding other than micro, small and medium enterprises	24	16,629.02	15,297.60
(iii) Lease liability	25	1.91	-
(iv) Other financial liabilities	26	5,222.68	4,073.34
(b) Other Current Liabilities	27	6,021.31	11,429.05
(c) Provisions	28	1,016.95	528.28
Total Current Liabilities		**48,112.51**	**45,089.71**
Total equity and liabilities		**1,46,521.10**	**1,34,335.48**

The accompanying notes form an integral part of the consolidated financial statements.

As per our Report of even date
For AKB Jain & Co., Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066FMEYXC6235

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

STATEMENT OF CONSOLIDATED PROFIT & LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

PARTICULARS	NOTE	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Income			
Revenue from operations	29	2,30,166.65	2,83,072.98
Other Income	30	412.93	450.21
Total Income		**2,30,579.58**	**2,83,523.19**
Expenses:			
Cost of materials consumed	31	80,351.57	94,233.72
Changes in inventories of finished goods, stock-in-trade and work-in-progress	32	786.72	(1,652.98)
Excise duties		1,07,234.93	1,38,782.70
Employees remuneration & benefits	33	5,169.79	4,692.11
Finance costs	34	2,198.10	1,105.93
Depreciation & amortisations	35	3,334.97	2,596.61
Other expenses	36	28,052.52	29,397.21
Total expenses		**2,27,128.60**	**2,69,155.30**
Profit/(loss) before exceptional items and tax		**3,450.98**	**14,367.89**
Exceptional items	**37**	**1,186.62**	**-**
Profit/(loss) before tax		**2,264.36**	**14,367.89**
Tax Expenses			
Current tax		851.82	2,527.04
Mat credit entitlement		-	(840.35)
Previous year taxes		597.79	740.77
Deferred tax		(221.02)	1,490.80
Total tax		1,228.59	3,918.26
Profit/(Loss) for the year after tax		**1,035.77**	**10,449.63**
Other Comprehensive Income (OCI)			
Items that will not be reclassified to profit or (loss)		(39.82)	(56.78)
Income tax on above		13.20	15.92
		(26.62)	**(40.86)**
Total Comprehensive Income		**1,009.15**	**10,408.77**
Total Comprehensive income for the Period attributable to:			
a) Owners of the Company		**911.21**	**9,553.87**
b) Non-controlling interest		**97.94**	**854.90**
Earnings per equity share of face value of Rs.2/- each	**38**		
(1) Basic		0.49	5.28
(2) Diluted		0.49	5.28

The accompanying notes form an integral part of the consolidated financial statements.

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066FMEYXC6235

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
A.	**Cash flow from operating activities:**		
	Net profit/ (loss) before tax	2,264.36	14,367.89
	Adjustment for:		
	Depreciation & amortisations	3,334.97	2,596.61
	Interest expense	2,198.10	1,105.93
	Profit on sale of fixed assets	(5.66)	-
	Loss on sale of fixed assets	-	187.14
	Operating profit before working capital changes	7,791.77	18,257.57
	Movements in working capital:		
	Decrease/(increase) in inventories	702.91	(694.92)
	Decrease/(increase) in trade receivables	7,892.77	(1,235.89)
	Decrease/(increase) in short term loans	315.00	(4,715.00)
	Decrease/(increase) in other current assets	3,573.34	(974.59)
	Decrease/(increase) in current tax assets (net)	1,744.50	(1,372.25)
	Increase/(decrease) in trade payables	2,303.94	(1,045.97)
	Increase/(decrease) in current Lease liability	1.91	-
	Increase/(decrease) in other current financial liabilities	1,161.54	(983.55)
	Increase/(decrease) in other current liabilities	(5,447.56)	(812.95)
	Increase/(decrease) in long term provisions	10.44	30.92
	Increase/(decrease) in short term provisions	488.67	196.49
	Increase/(decrease) in current tax liabilities (net)		
	Cash generated from operating activity before taxes	20,539.23	6,649.86
	Direct tax paid	(1,449.61)	(2,427.46)
	Net cash flow from operating activities	**19,089.62**	**4,222.40**
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment	(31,566.55)	(10,058.45)
	Proceeds from sale of property, plant and equipment	746.99	29.04
	Decrease/(increase) in Investment	0.26	(0.26)
	Decrease/(increase) in non current assets	520.70	432.76
	Decrease/(increase) in long term financial assets	282.55	(493.37)
	Net cash flow from investing activities	**(30,016.05)**	**(10,090.28)**

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
C.	**Cash flow from financing activities:**		
	Borrowings (net)	4,066.05	(2,006.07)
	Increase/(decrease) in long term Lease liability	22.49	-
	Increase/(decrease) in other long term liabilities	6,581.74	635.10
	Proceeds from preferential equity issue	2,193.86	9,003.13
	Interest paid	(2,198.10)	(1,105.93)
	Dividend paid	(12.20)	(1.42)
	Net cash flow from financing activities	**10,653.84**	**6,524.81**
	Net increase/(decrease) in cash and cash equivalents	(272.59)	656.93
	Cash and cash equivalents at the beginning of the year	1,998.81	1,341.88
	Cash and cash equivalents at the end of the year	**1,726.22**	**1,998.81**
	Components of cash and cash equivalents		
	Cash in hand	631.89	487.33
	With Banks - in current account	127.20	414.47
	With Banks - in deposit account	925.54	1,043.22
	Other bank balances	41.59	53.79
	Total Cash and cash equivalents	**1,726.22**	**1,998.81**

The accompanying notes form an integral part of the consolidated financial statements.

As per our Report of even date
For AKB Jain & Co., Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani (Partner)
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066FMEYXC6235

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

SOM DISTILLERIES & BREWERIES LIMITED
CIN - L74899DL1993PLC052787

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH 2026

A. EQUITY SHARE CAPITAL

(Rs. in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Balance at begning of the year	4,118.03	3,899.17
Changes in equity share capital	40.00	218.26
Balance at end of the year	4,158.03	4,118.03

B. OTHER EQUITY

(Rs. in Lakhs)

Particulars	Share application money pending allotment (non-refundable)	Reserves and Surplus			Other comprehensive income	Total
		Capital Reserve	Securities Premium	Retained Earnings	Actuarial gain / (loss) on employee ben efit plans through OCI	
Balance as at April 1, 2024	3,207.29	**39.30**	**24,958.44**	**24,060.98**	**29.26**	**52,295.27**
Share application money	9,003.13	-	-	-	-	9,003.13
Share application money forfeited	(206.26)	206.26				-
Issue of equity shares	(218.25)					(218.25)
Premium on issue of equity shares	(11,785.91)	-	11,785.91	-	-	-
Profit / (loss) during the year	-	-	-	9,594.73	-	9,594.73
Re-measurment of defined benefit plant	-	-	-	-	(40.86)	(40.86)
Balance as at March 31, 2025	**(0.00)**	**245.56**	**36,744.35**	**33,655.71**	**(11.60)**	**70,634.02**
Balance as at April 1, 2025	**(0.00)**	**245.56**	**36,744.35**	**33,655.71**	**(11.60)**	**70,634.02**
Premium on issue of equity shares	-	-	2,200.00	-	-	2,200.00
Profit / (loss) during the year	-	-		937.83	-	937.83
Share issue expenses (deducted from equity)	-	-	-	(46.14)	-	(46.14)
Re-measurment of defined benefit plant	-	-			(26.62)	(26.62)
Balance as at March 31, 2026	**(0.00)**	**245.56**	**38,944.35**	**34,547.40**	**(38.22)**	**73,699.09**

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhoopal
Date: 30.05.2026
UDIN: 26435066FMEYXC6235

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

1. **GROUP INFORMATION**

SOM Distilleries & Breweries Limited (the 'Company') is a public company domiciled in India and incorporated under the provisions of Companies Act, 1956. Its shares are listed on the National Stock Exchange and Bombay Stock Exchange. The Company is engaged in the manufacture and sale of Beer and Indian Made Foreign Liquor (IMFL). The Company is a market leader in Beer in the State of Madhya Pradesh. The Company caters to both domestic and international markets.

The Company and its subsidiaries (Referred to as 'Group' herein under) have been considered in these consolidated financial statements. Companies considered in the consolidated financial statements are as follows:

Sr. No	Name of the company	Holding as on March 31, 2026
i)	Woodpecker Distilleries & Breweries Private Limited	78.87%
ii)	Som Distilleries and Breweries Odisha Private Limited	100.00%
iii)	Woodpecker Greenagri Nutrients Private Limited	100.00%

The Group is engaged in the manufacture and sale of Beer and Indian Made Foreign Liquor (IMFL).

2. **SIGNIFICANT ACCOUNTING POLICIES**

2.01 Basis for preparation

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, and the provisions of the Companies Act, 2013 ('Act') to the extent notified. The Ind AS are prescribed under section 133 of the Act read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereof.

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as 49 days for the purpose of current/ non-current classification of assets and liabilities.

2.02 Key accounting estimates and judgments

The preparation of standalone financial statements requires management to make judgments, esitmates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expeses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognized preospectively.

2.03 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being received. Revenue is measured at the fair value of the consideration received or receivable net off returns, discounts and breakages, and taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Based on the Educational Material on Ind AS 115 issued by the Institute of Chartered Accountants of India ("ICAI"), the recovery of excise duty flows to the Company on its own account and hence is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Group on its own account, revenue includes excise duty. However, sales tax/ value added tax (VAT), goods and services tax are not received by the Group on its own account and are taxes collected on value added to the commodity by the seller on behalf of the government. Accordingly, these are excluded from revenue.

2.04 Expenditure

Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities.

2.05 Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management.

The Group depreciates property, plant and equipment over their estimated useful lives using the straight line method. The estimated useful lives of assets are as follows:

Asset class	Useful Life (in years)
Building and civil work	
Roads	10
Labour Quarters	15
Factory Buildings	30
Computer Hardware	3
Electrical Installation	25
Furniture and Fixtures	10
Office Equipment	5
Plant & Machinery	25
Tubwell	5
Vehicles	8

The residual values, useful lives and methods of depreciation and amortization of property, plant and equipment and intangible

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

2.06 Cash and cash equivalents

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

2.07 Impairment

i) Financial Assets (other than at fair value)

The Group assesses at each date of balance sheet whether a financial asset or a company of financial assets is impaired. IND AS 109 required expected credit losses to be measured through a loss allowance. The Group recognizes lifetime expected losses for all contract assets and/or all trade receivables that do not constitute of financial transaction. For all other financial asset, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ii) Non-financial assets

Tangible and Intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flow that are largely independent of those from other assets.In such, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount of the asset (or CGU) is reduced to its recoverable amount. An important loss is recognized in the statement of profit and loss.

2.08 Inventories

Inventories are stated at lower of cost and net realizable value. Costs are arrived at as follows:

(i) Raw materials, consumables, packing material, stores and spares on weighted average basis.

(ii) Stock in process and finished goods taking into account the annual average cost of materials consumed, direct production expenses, interest, depreciation and related Government duties.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.09 Foreign Currency Transactions

The functional currency of the Group is the Indian rupee (INR). These financial statements are presented in INR.

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised as income or expenses in the period in which they arise.

2.10 Retirement and other employee benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services. These benefits include performance incentives and compensated absences.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Group pays specified contributions to a separate entity. The Group makes specified monthly contributions towards Provident Fund. The Group has no obligation other than the contribution payable to the Provident Fund.

The Group's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss - Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income.

Remeasurements, comprising actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

2.11 Taxes on Income

Current income tax

Current income tax liabilities are measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of business losses and unabsorbed depreciation. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of business losses and unabsorbed depreciationcan be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.12 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement, if any.

2.13 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the standalone financial statements.

2.14 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. These exchange difference are presented in finance cost to the extent which the exchange loss does not exceed the difference between the cost of borrowing in functional currency when compared to the cost of borrowing in a foreign currency.

2.15 Earnings per equity share ('EPS')

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

2.16 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and liabilities are recognised when the group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Financial assets at amortised cost

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

Financial asset at fair value through other comprehensive income

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2026

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

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

Financial liabilities

Financial liabilities which carry a floating rate of interest are measured at amortised cost using the effective interest method.

Equity Instruments

An equity instrument is a contract that evidences residual interest in the asset of the company after deducting all its liabilities. Equity instrument by the company are recognised at the proceeds received net of direct issue cost.

3. Property, Plant and Equipment

(Rs. in Lakhs)

	Land freehold	Buildings & civil works	Plant & machinery	Furniture & fixtures	Office equipment	Vehicles	Total	Capital Work in Progress	Grand Total
Gross Block									
Balance as at April 1, 2024	2,358.03	12,827.94	47,207.19	128.57	285.62	1,059.59	63,866.94	6,836.24	70,703.18
Additions	-	1,572.83	12,572.72	78.38	32.34	315.08	14,571.35	9,630.17	24,201.52
Disposals & Adjustments	-	-	503.70	-	-	-	503.70	14,145.55	14,649.25
Balance as at March 31, 2025	2,358.03	14,400.77	59,276.21	206.95	317.96	1,374.67	77,934.59	2,320.86	80,255.45
Additions	99.51	1,832.13	3,972.43	2.58	35.61	382.68	6,324.94	26,301.08	32,626.02
Disposals & Adjustments	-	-	748.89	-	1.77	-	750.66	3,985.80	4,736.46
Balance as at March 31, 2026	**2,457.54**	**16,232.90**	**62,499.75**	**209.53**	**351.80**	**1,757.35**	**83,508.87**	**24,636.14**	**1,08,145.01**
Accumulated Depreciation									
Balance as at April 1, 2024	-	2,484.81	9,747.70	63.44	244.27	879.32	13,419.54	-	13,419.54
Additions	-	423.68	2,036.69	19.12	9.94	101.50	2,590.93	-	2,590.93
Disposals & Adjustments	-	-	287.52	-	-	-	287.52	-	287.52
Balance as at March 31, 2025	-	2,908.49	11,496.87	82.56	254.21	980.82	15,722.95	-	15,722.95
Additions	-	509.44	2,573.82	25.59	19.31	171.21	3,299.37	-	3,299.37
Disposals & Adjustments	-	-	5.55	-	3.78	-	9.33	-	9.33
Balance as at March 31, 2026	**-**	**3,417.93**	**14,065.14**	**108.15**	**269.74**	**1,152.03**	**19,012.99**	**-**	**19,012.99**
Net Block									
Balance as at March 31, 2025	2,358.03	11,492.28	47,779.34	124.39	63.75	393.85	62,211.64	2,320.86	64,532.50
Balance as at March 31, 2026	**2,457.54**	**12,814.97**	**48,434.61**	**101.38**	**82.06**	**605.32**	**64,495.88**	**24,636.14**	**89,132.02**

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

3.1 Ageing of Capital work in progress

Balance as at March 31, 2026 (Rs. in Lakhs)

Particuarls	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Godown under building & civil work	360.07	-	-	-	360.07
Boundry Wall and Civil Work	604.83	-	-	-	604.83
Brewery palnt and site development	23,671.24	-	-	-	23,671.24

Balance as at March 31, 2025 (Rs. in Lakhs)

Particuarls	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Cane line palnt and machinery	2,320.86	-	-	-	2,320.86

4. Right-of-use asset

(Rs. in Lakhs)

	Right-of-use asset	Total
Gross Block		
Balance as at April 1, 2024	-	-
Additions	-	-
Disposals & Adjustments	-	-
Balance as at March 31, 2025	-	-
Additions	2,926.33	2,926.33
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**2,926.33**	**2,926.33**
Accumulated Amortisation		
Balance as at April 1, 2024	-	-
Additions	-	-
Disposals & Adjustments	-	-
Balance as at March 31, 2025	-	-
Additions	32.52	32.52
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**32.52**	**32.52**
Net Block		
Balance as at March 31, 2025	-	-
Balance as at March 31, 2026	**2,893.81**	**2,893.81**

5. Intangible Assets

(Rs. in Lakhs)

	ERP-Computer softwares	Total
Gross Block		
Balance as at April 1, 2024	152.55	152.55
Additions	2.48	2.48
Disposals & Adjustments	-	-
Balance as at March 31, 2025	155.03	155.03
Additions	-	-
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**155.03**	**155.03**
Accumulated Amortisation		
Balance as at April 1, 2024	137.08	137.08
Additions	5.67	5.67
Disposals & Adjustments	-	-
Balance as at March 31, 2025	142.75	142.75
Additions	3.09	3.09
Disposals & Adjustments	-	-
Balance as at March 31, 2026	**145.84**	**145.84**
Net Block		
Balance as at March 31, 2025	12.28	12.28
Balance as at March 31, 2026	**9.19**	**9.19**

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
6.	**Investment - Non Current**		
	2,600 Fully Paid Equity Shares of Rs.10 each in Woodpecker Greenagri Nutrients Private Limited	-	0.26
	Investment in Mutual Fund	0.01	0.01
	Total	**0.01**	**0.27**
7.	**Other Financial Assests**		
	Non Current		
	Security deposits considered good - unsecured	2,348.98	2,631.53
	Total	**2,348.98**	**2,631.53**
8.	**Other Non-Current Financial Assets**		
	Capital Advances	1,002.12	1,522.82
	Total	**1,002.12**	**1,522.82**
9.	**Inventories**		
	Raw materials	9,160.82	8,976.67
	Stores, Consumables & packing materials	793.47	893.81
	Stock in process	1,860.16	1,477.70
	Finished goods	6,408.95	7,578.13
	Total	**18,223.40**	**18,926.31**
10.	**Trade Receivables**		
	Trade receivables considered good - unsecured	17,502.00	25,394.77
	Total	**17,502.00**	**25,394.77**

Trade receivables ageing schedule for the year ended as on March 31, 2026

Particulars	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year	Total
Undisputed trade Receivables - considered good	16,285.59	530.70	433.16	252.55	-	17,502.00

Trade receivables ageing schedule for the year ended as on March 31, 2025

Particulars	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year	Total
Undisputed trade Receivables - considered good	24,372.72	658.58	251.61	111.86	-	25,394.77

11.	Particulars	As At 31.03.2026	As At 31.03.2025
	Cash and Cash Equivalents		
	Cash in hand	631.89	487.33
	Balance With Scheduled Banks		
	Current Accounts	127.20	414.47
	Deposit Accounts	925.54	1,043.22
	Total	**1,684.63**	**1,945.02**

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
12.	**Other Bank Balances**		
	Unpaid Dividend Accounts	41.59	53.79
	Total	**41.59**	**53.79**
13.	**Loans - Current**		
	Loans and advances to other - considered good	4,400.00	4,715.00
	Total	**4,400.00**	**4,715.00**
14.	**Current Tax Assets**		
	Balance with revenue authority	465.58	2,210.08
	Total	**465.58**	**2,210.08**
15.	**Other Current Assets**		
	Staff Advances	116.99	97.12
	Prepaid Expenses	2,218.71	2,571.24
	Advances to suppliers	4,904.38	6,879.72
	Advances to Related Parties	0.50	1,266.97
	MAT Credit Entitlement	465.38	931.56
	Other Assets	1,111.81	644.50
	Total	**8,817.77**	**12,391.11**
16.	**Equity Share Capital**		
	Authorized		
	25,00,00,000 Equity Shares of Rs. 2/- each	5,000.00	5,000.00
	[Previous year-25,00,00,000 Equity Shares of Rs. 2/- each]		
	Issued, Subscribed and Fully Paid		
	20,79,01,312 Equity Shares of Rs.2/- each		
	[Previous year 20,59,01,312 Equity Shares of Rs.2/- each]	4,158.03	4,118.03

Par Value Per Share:

The Company has only one class of equity shares having par value of Rs. 2/- each.

Reconcillation of No. of Shares:

Particulars	No. of shares as on 31.03.2026	No. of shares as on 31.03.2025
Equity share at the beginning of the year	20,59,01,312	7,79,95,373
Add : Shares arising out of sub-division*	-	11,69,93,059
Add : Issued during the year*	20,00,000	1,09,12,880
Equity share at the end of the year	**20,79,01,312**	**20,59,01,312**

***Note-**

The resolution was passed at extra-ordinary general meeting of the members of the company on 30th April, 2024 for sub-division of equity share capital of the company from a face value of Rs. 5/- each to face value of Rs. 2 each ("Sub-Division")

For Period ending on 31.03.2025- "The company has alloted equity share persunt to Right Issue, Preferential Issue and Conversion of warrants on 03.12.2024, 27.12.2024, 23.01.2025, 12.02.2025 and 22.02.2025 respectively"

Terms/Rights attached to the shares

The Company has only one class of Equity Shares having par value of Rs.2/- per share. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the company after the distribution of all preferential amounts, in proportion to their shareholding.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

Details of Shareholders holding more than 5% Shares in the Company.

Name of Shareholders	AS AT 31.03.2026		AS AT 31.03.2025	
	No. of Shares	%	No. of Shares	%
Sh. Jagdish Kumar Arora	4,92,83,272	23.71%	4,92,43,272	23.92%
Som Distilleries Private Limited	2,00,90,147	9.66%	1,80,90,147	8.79%

Shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment : NIL

Aggregate number of Bonus Shares issued, Shares issued for consideration other than cash and shares bought back during the period from five years immediately preceeding the reporting date - NIL

Terms of conversion of any securities into equity/preference shares :

The company has neither Convertible prefernce shares nor debentures as on date of financial statement.

Calls unpaid:

As on date there are no unpaid calls are pending for payment. All the issued Equity Shares are fully paid.

Forfeited shares:

No equity shares of the Company have been forfeited.

Shareholding of Promoters

Changes in promoters holding during the year ended at March 31, 2026

Promoter name	AS AT 31.03.2026		AS AT 31.03.2025		% of Changes
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Jagdish Kumar Arora	4,92,83,272	23.71%	4,92,43,272	23.69%	0.08%
Som Distilleries Private Limited	2,00,90,147	9.66%	1,80,90,147	8.70%	11.06%
Deepak Arora	46,12,525	2.22%	44,57,525	2.14%	3.48%
Ajay Kumar Arora	35,84,797	1.72%	35,84,797	1.72%	0.00%
Aalok Deep Finance Private Limited	28,89,250	1.39%	28,89,250	1.39%	0.00%
Sunita Arora	8,05,115	0.39%	8,05,115	0.39%	0.00%
Natasha Arora	7,23,715	0.35%	7,23,715	0.35%	0.00%
Total	**8,19,88,821**	**39.44%**	**7,97,93,821**	**38.38%**	**2.75%**

	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
17.	**Other Equity**		
	Capital reserve	245.56	245.56
	Securities premium	38,944.35	36,744.35
	Actuarial gain / (loss)on employee benefit plans through OCI:		
	Balance at the beginning of the year	(11.60)	29.26
	Other comprehensive income for the year	(26.62)	(40.86)
	Balance at the end of the year	**(38.22)**	**(11.60)**
	Retained earnings:		
	Balance at the beginning of the year	33,655.71	24,060.98
	Add: Profit/(loss) for the year after tax	937.83	9,594.73
	Less: Share issue expenses (deducted from equity)	(46.14)	-
	Balance at the end of the year	34,547.40	33,655.71
	Total	**73,699.09**	**70,634.02**

Nature and description of reserve:

- Capital reserve: Amount forteited against share warrants is recognised in Capital reserve
- Securities premium: The amount received in excess of face value of the equity shares is recognised in Securities premium.
- Retained earnings: Remaining portion of profits earned or accumulated losses by the Company till date after appropriations.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	Particulars	Non-current maturities		Current Maturities	
		AS AT 31.03.2026	AS AT 31.03.2025	AS AT 31.03.2026	AS AT 31.03.2025
18.	**Non-current borrowings**				
	Secured loans				
	Term loans from banks	2,221.62	2,856.05	684.87	1,723.50
	Vehicle loans from banks	435.61	221.81	118.66	36.99
	Unsecured loans				
	From others	435.53	435.53	-	-
	Total	**3,092.76**	**3,513.39**	**803.53**	**1,760.49**

Notes:

- Term loans from banks are secured by way of pari passu charged on factory land & building and plant & machinery.
- Interest on vehicle loans varies from 8.95% to 10.75% per annum. Tenor of these loans ranges from 3 to 5 years. Respective vehicles have been hypothecated to the lending institutions to secure their loans. Repayment of these loans is regular as per the fixed equated monthly installments.

		AS AT 31.03.2025	AS AT 31.03.2024
19.	**Other Financial Liabilities**		
	Non Current		
	Lease liabilities	22.49	-
	Total	**22.49**	**-**
20.	**Other financial liabilities**		
	Non Current		
	Security Deposits and Retention considered as good - unsecured	9,244.23	2,662.49
	Total	**9,244.23**	**2,662.49**
21.	**Deferred tax liabilities (net)**		
	Deferred tax liabilities:		
	Difference between depreciation as per books of account and the Income Tax Act 1961.	7,318.18	5,596.47
	Others		-
		7,318.18	**5,596.47**
	Deferred tax assets:		
	Impact of expenditure charged to the Statement of Profit and Loss in the current year but allowed for tax purposes on payment basis	1,432.82	51.67
	Unabsorbed depreciation & carried forward losses	1,846.77	1,271.98
		3,279.59	1,323.65
	Total	**4,038.59**	**4,272.82**

Notes:

(a) Deferred tax assets are recognized to the extent that it is porbable that sufficient taxable profit will be available against which the carried forward lossess and unabsorbed depreciation can be utlized.

(b) Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities.

(c) Deferred tax assets and deferred tax liabilities relate to income taxes leived by the same taxation authority.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
21.1	**Tax expense recognised in the Statement of Profit and Loss and OCI**		
	Current tax (net of MAT credit entitlement)	851.82	1,686.69
	Deferred tax:		
	Origination and reversal of temporary difference through profit and loss	(221.02)	1,490.80
	Origination and reversal of temporary difference through other comprehensive income	(13.20)	(15.92)
	Total deferred tax expenses / (credit)	(234.22)	1,474.88
	Tax relating to earlier year	597.79	740.77
	Total tax expenses / (credit)	1,215.39	3,902.34
21.1	**A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:**		
	Profit / (Loss) before tax	2,264.36	14,367.89
	Enacted income tax rate in India	29.12%	29.12%
	Income tax expenses as per enacted rate	659.38	4,183.93
	Difference due to:		
	Income / Expenses not considered for tax purpose	556.01	(281.59)
	Others		
	Total	**1,215.39**	**3,902.34**
	Effective Tax Rate	**53.67%**	**27.16%**
		AS AT 31.03.2026	**AS AT 31.03.2025**
22.	**Provisions**		
	- Non current		
	Employee Benefits		
	Gratuity	83.40	72.96
	Total	**83.40**	**72.96**
23.	**Current borrowings**		
	Secured		
	Cash Credit from Bank	17,261.72	11,818.08
	(Secured by way of hypothecation of entire current assets of the company)		
	Current maturities of long-term borrowing	803.53	1,760.49
	Total	**18,065.25**	**13,578.57**
24.	**Trade Payables**		
	MSME	1,155.39	182.87
	Other than MSME	16,629.02	15,297.60
	Total	**17,784.41**	**15,480.47**

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

Trade payables ageing schedule As at March 31, 2026

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	1,155.39	-	-	-	-	1,155.39
(ii) Others	14,538.27	1,718.17	314.25	37.39	20.94	16,629.02

Trade payables ageing schedule As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	182.87	-	-	-	-	182.87
(ii) Others	13,338.44	780.11	718.67	230.43	229.95	15,297.60

	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
25.	**Lease liabilities**		
	- Non current		
	Lease liabilities	1.91	-
	Total	**1.91**	**-**
26.	**Other financial liabilities**		
	- Current		
	Unpaid dividend	41.59	53.79
	Bank overdraft	0.12	45.96
	Expenses & other payables	5,180.97	3,973.59
	Total	**5,222.68**	**4,073.34**
	* Unpaid dividend includes, dividend unpaid for the financial year 2016-17 & 2017-18 amounting to Rs. 12.55 Lakhs and Rs. 12.55 Lakhs respectively, which is pending to be transferred to Investor Education and Protection Fund due to technical reason.		
27.	**Other current liabilities**		
	Advances from customers	972.89	472.05
	Statutory dues payable	5,048.42	10,957.00
	Total	**6,021.31**	**11,429.05**
28.	**Provisions**		
	- Current		
	Employee Benefits		
	Gratuity	191.70	103.59
	Other Employee Benefits	825.25	424.69
	Total	**1,016.95**	**528.28**
		YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
29.	**Revenue from operations**		
	Sale of Products (including Excise duty)	2,26,018.60	2,79,052.12
	Other Operational revenues	4,148.05	4,020.86
	Total	**2,30,166.65**	**2,83,072.98**
30.	**Other income**		
	Interest	77.90	81.82
	Rent Received	-	0.89
	Profit on Sale of Fixed Assets	5.66	-
	Other Revenues	329.37	367.50
	Total	**412.93**	**450.21**

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

31.	**Cost of Materials consumed**		
	Opening Stocks	9,870.48	10,828.54
	Add: Purchases	80,435.38	93,275.66
	Less: Closing Stocks	(9,954.29)	(9,870.48)
	Total	**80,351.57**	**94,233.72**
32.	**Changes in inventories of finished goods, stock-in-trade and work-in-progress**		
	Opening stock:		
	Stock in process	1,477.70	1,725.38
	Finished goods	7,578.13	5,677.47
		9,055.83	7,402.85
	Closing stock:		
	Stock in process	1,860.16	1,477.70
	Finished goods	6,408.95	7,578.13
	Total	**8,269.11**	**9,055.83**
	Increase / (Dcrease) in inventories	**786.72**	**(1,652.98)**
33.	**Employee remuneration & benefits**		
	Salaries, allowances & bonus	4,857.17	4,375.33
	Employer's contribution to Provident & Gratuity Fund	179.42	166.89
	Staff welfare expenses	133.20	149.89
	Total	**5,169.79**	**4,692.11**

33.1	**Defined benefit plan**		
	The required disclosures of employees benefits as per Ind AS – 19 are given hereunder:-		
(i)	**In respect of Short Term Employee Benefits:**		
	The Company has at present only the scheme of cumulative benefit of leave encashment payable at the end of each calendar year and the same have been provided for on accrual basis.		
(ii)	**In respect of Defined Benefit Scheme (Based on Actuarial Valuation) of Gratuity:**		
			(Rs. in Lakhs)
	Table Showing Changes in Present Value of Obligations:		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Present value of the obligation at the beginning of the period	253.66	142.89
	Interest cost	17.12	10.36
	Current service cost	50.00	45.84
	Past Service Cost	-	-
	Benefits paid (if any)	(5.50)	(1.86)
	Actuarial (gain)/loss	39.29	56.43
	Present value of the obligation at the end of the period	354.57	253.66
	Key results:		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Present value of the obligation at the end of the period	354.57	253.66
	Fair value of plan assets at end of period	79.47	77.10
	Net liability/(asset) recognized in Balance Sheet and related analysis	275.10	176.56
	Funded Status - Surplus/ (Deficit)	(275.10)	(176.56)

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	Expense recognized in the statement of Profit and Loss:		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Interest cost	17.12	10.36
	Current service cost	50.00	45.84
	Past Service Cost	-	-
	Expected return on plan asset	(5.40)	(4.98)
	Expenses to be recognized in P&L	61.72	51.22
	Other comprehensive (income)/expenses (Re-measurement)		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Cumulative unrecognized actuarial (gain)/loss opening. B/F	28.69	(28.09)
	Actuarial (gain)/loss - obligation	39.29	56.43
	Actuarial (gain)/loss - plan assets	0.53	0.35
	Total Actuarial (gain)/loss	39.82	56.78
	Cumulative total actuarial (gain)/loss C/F	68.51	28.69
	Table showing changes in the Fair Value of Planned Assets		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Fair value of plan assets at the beginning of the period	77.10	73.83
	Expected return on plan assets	5.40	4.98
	Contributions	1.50	0.50
	Benefits paid	(4.00)	(1.86)
	Actuarial gain/(loss) on plan assets	(0.53)	(0.35)
	Fair value of plan assets at the end of the period	79.47	77.10
	Table showing Fair Value of Planned Assets		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Fair value of plan assets at the beginning of the period	77.10	73.83
	Actual return on plan assets	4.87	4.63
	Contributions	1.50	0.50
	Benefits paid	(4.00)	(1.86)
	Fair value of plan assets at the end of the period	79.47	77.10
	Actuarial Gain/(Loss) on Planned Assets		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Actual return on plan assets	4.87	4.63
	Expected return on plan assets	5.40	4.98
	Actuarial gain/(loss)	(0.53)	(0.35)
	The assumptions employed for the calculations are tabulated		
	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	Discount rate	7.00 % per annum	6.75 % per annum
	Salary Growth Rate	5.00 % per annum	5.00 % per annum

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	Mortality	IALM 2012-14	IALM 2012-14
	Withdrawal rate (Per Annum)	5.00% p.a	5.00% p.a

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant facts.

Funding arrangements and funding policy

The company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the company. Any deficit in the assets arising as results of such valuation is funded by the company.

Expected contribution during the next annual reporting period

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
	The Company's best estimate of Contribution during the next year	64.29	48.82

Sensitivity Analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Particulars	As on March 31, 2026
Defined Benefit Obligation (Base)	2,24,40,700 @ Salary Increase Rate : 5%, and discount rate :7%
Liability with x% increase in Discount Rate	2,13,40,290; x=1.00% [Change (5)%]
Liability with x% decrease in Discount Rate	2,36,74,098; x=1.00% [Change 5%]
Liability with x% increase in Salary Growth Rate	2,36,86,368; x=1.00% [Change 6%]
Liability with x% decrease in Salary Growth Rate	2,13,10,198; x=1.00% [Change (5)%]
Liability with x% increase in Withdrawal Rate	2,25,08,550; x=1.00% [Change 0%]
Liability with x% decrease in Withdrawal Rate	2,23,59,727; x=1.00% [Change 0%]

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

	PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
34.	**Finance Costs**		
	Interest to Bank & FIs	1,817.32	945.20
	Interest to Others	198.16	4.53
	Bank Charges	182.62	156.20
	Total	**2,198.10**	**1,105.93**
35.	**Depreciation & amortisations**		
	Depreciation on property, plant and equipment	3,299.37	2,590.94
	Amortisation on intengible assets	35.60	5.67
	Total	**3,334.97**	**2,596.61**
36.	**Other Expenses**		
	Power and fuel	2,630.40	2,394.76
	Rent	137.11	59.18
	Repairs		
	Buildings	49.34	-
	Machinery	2,054.37	3,709.99
	Others	239.89	602.62
	Insurance	214.79	171.91
	Rates and taxes (Other than on income)	4,509.11	3,928.85
	Other Manufacturing Exp	1,987.35	2,044.29
	Auditors Remuneration		
	(a) Audit fees	2.36	2.32
	(b) Other Services	12.85	10.52
	Donations	5.55	0.40
	Corporate Social Responsibility	224.78	124.53
	Travelling & Conveyance	1,049.48	869.98
	Legal & Professional	302.07	289.76
	Sales promotion	6,676.68	6,495.87
	Advertisement & Publicity	362.92	237.20
	Freight outward	6,307.58	6,823.26
	Other selling expenses	840.64	1,162.44
	General expenses	354.52	167.46
	Loss-Sale of Asset	-	187.14
	Postage, Telegrams & Telephones	34.58	37.00
	Vehicle Running & Maintenance	56.15	77.73
	Total other expenses	**28,052.52**	**29,397.21**
37.	**Exceptional items**		
	Customs duty demand*	1,186.62	-
	Total	**1,186.62**	-
38.	**Basic and diluted shares used In computing earning per Share:**		
(a)	Basic Earning per share		
	Total Comprehensive Income for the year	1,009.15	10,408.77
	Weighted average number of equity shares outstanding	20,77,69,805	19,69,79,693
		0.49	5.28

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

(b)	Diluted Earning per Share		
	Total Comprehensive Income for the year	1,009.15	10,408.77
	Weighted average number of equity shares outstanding	20,77,69,805	19,69,79,693
		0.49	5.28
39.	**Contingent Liabilities**		
i)	Claims against the Company not acknowledged as debts/ disputed *		
	• Commercial Tax Department	2,668.94	256.89
	• Central Goods and Service Tax	2,738.24	14.50
	• Income Tax Department	4,326.57	1,298.43
ii)	Guarantees given by Bankers on behalf of the Company not provided for	1,591.69	2,187.57

* The Group has reviewed its pending litigations and expects that the outcome of the proceedings will not have any material effect on its financial positions.

40. Financial Instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instruments are disclosed.

A. Financial assets and liabilities

The break-up of financial assets and liabilities carried at amortized cost are as follows:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Financial Assets:		
Cash and cash equivalents	1,726.22	1,998.81
Other bank balances	41.59	53.79
Trade receivables	17,502.00	25,394.77
Loans	4,400.00	4,715.00
Investments	0.01	0.27
Other Financial Assets	2,348.98	2,631.53
Total	**26,018.80**	**34,794.17**
Financial Liabilities:		
Trade and other payables	17,784.41	15,480.47
Borrowings	21,158.01	17,091.96
Other Financial Liabilities	14,466.91	6,735.83
Total	**53,409.33**	**39,308.26**

B. Financial risk management objectives and policies

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Group's senior management ensures that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The senior management reviews and agrees policies for managing each of these risks, which are summarized below.

i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.Financial instruments affected by market risk include deposits, investmentsand borrowings.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rate relates primarily to the Group's borrowings with floating interest rates.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings affected, with all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Impact on profit befor tax		
Increase 0.25%	(51.81)	(41.64)
Decrease 0.25%	51.81	41.64

(b) Commodity price risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchase and manufacture of Beer and therefore require a continuous supply of Barley. The Company's Board of Directors has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.The following table shows the effect of price changes in Barley:

(Rs. in Lakhs)

PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
Impact on profit befor tax		
Increase 1%	(8.04)	(9.42)
Decrease 1%	8.04	9.42

ii) Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limits and credit worthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. None of the other financial instruments of the company result in material concentration of audit risk.

iii) Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank borrowings. The table below summarises the maturity profile of the Group's financial liabilities:

(Rs. in Lakhs)

As At March 31, 2026	Maturities			Total Carrying Value
	Upto 1 year	1-2 year	> 2 year	
Financial Liabilities:				
Non Current Borrowings	18,065.25	803.53	2,289.23	21,158.01
Trade and other payables	17,784.41	-	-	17,784.41
Other Financial Liabilities	5,222.68	-	9,244.23	14,466.91
Total	**41,072.34**	**803.53**	**11,533.46**	**53,409.33**

(Rs. in Lakhs)

As At March 31, 2025	Maturities			Total Carrying Value
	Upto 1 year	1-2 year	> 2 year	
Financial Liabilities:				
Non Current Borrowings	13,578.57	854.46	2,658.93	17,091.96
Trade and other payables	15,480.47	-	-	15,480.47
Other Financial Liabilities	4,073.34	-	2,662.49	6,735.83
Total	**33,132.38**	**854.46**	**5,321.42**	**39,308.26**

41. The Group has borrowing from banks on the basis of security of current assets, and the statements of current assets filed by the Company with the banks are in agreement with books of accounts.

42. As per the information available with the Group, the companies has no outstanding balances in respect of payables, receivables, investments, share held by the company or any other outstanding balances with struck off companies.

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

43. The Group is engaged in the business of manufacture and sale of Alcoholic beverages (Beer and IMFL) which constitutes a single business segment. The company's exports outside India did not exceed the threshold limits for disclosure as envisaged in IndAS 108 on "Operating Segments" issued by the Institute of Chartered Accountants of India. In view of the above, primary and secondary reporting disclosures for business/ geographical segment as envisaged in IndAS – 108 are not applicable to the Group.

44. Corporate Social Responsibility (CSR)

(Rs. in Lakhs)

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
a) Amount required to be spent by the company during the year	216.74	124.03
b) Amount of expenditure incurred	224.78	124.53
c) Shortfall at the end of the year	Nil	Nil
d) Total of previous years shortfall	Nil	Nil
e) Reason for shortfall	NA	NA
f) Nature of CSR activities for the purpose of :	CSR through Trust	CSR through Trust
g) Details of related party transactions	Nil	Nil

45. The renewal process for the manufacturing licence at the bhopal plant, pursuant to the order of the Madhya Pradesh High Court, is currently underway. The management does not anticipate any material adverse impact on the company's ability to continue as a going concern, and the standalone financial statement have been prepared on a going concern basis.

46. **The disclosures in respect of Related Parties as required under Ind AS 24 'Related Party Disclosures' is stated herein below.**

A). Details of related parties:

	Name of related parties	Description of relationship
a.	Directors, Key management personnal and their relatives	
i)	Mr. Jagdish Kumar Arora	Chairman & Managing Director
ii)	Mr. Nakul Kam Sethi	Whole time Director
iii)	Mr. Deepak Arora	Managing Director of Subsidiary
iv)	Mr. Rajesh Kumar Dubey	Whole time Director from 28.01.2025
v)	Mr. Rajat Batra	Independent Director from 28.01.2025
vi)	Mr. Navin Doseja	Director
vii)	Ms. Shreyanshi Goel	Independent Director from 05.08.2024
viii)	Ms. Nishi Arora	Independent Director up to 13.11.2024
ix)	Mr. Satpal Kumar Arora	Independent Director
x)	Mr. Uma Kant Samal	Independent Director
xi)	Mr. Dinesh Kumar Batra	Independent Director
xii)	Mr. Nitin Malviya	Chief Finance Officer from 28.01.2025
xiii)	Mr. Om Prakash Singh	Company Secretary
b.	Enterprises over which key management personnel are able to exercise significant influence	
i)	Som Distilleries Private Limited	
ii)	Aryavrat Projects and Developers Private Limited	
iii)	Legend Distilleries Private Limited	
iv)	Woodpecker Distilleries & Breweries (Uttar Pradesh) Private Limited	
v)	Woodpecker Distilleries & Breweries (Telangana) Private Limited	
vi)	Woodpecker Distilleries & Breweries (Rajasthan) Private Limited	
vii)	Woodpecker Distilleries & Breweries (Assam) Private Limited	
viii)	Woodpecker Distilleries & Breweries (West Bengal) Private Limited	

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in Lakhs)

B). Transactions with related parties:

PARTICULARS	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025
Som Distilleries Private Limited		
Purchases	5,164.91	3,386.81
Sales	564.59	581.34
Loan re-paid during the year	-	3,850.99
- Advance to suppliers (refer note no. 14)	-	1,266.47 Dr
- Trade payables (refer note no. 22)	3,299.62 Cr	-
Net Closing Balance	3,299.62 Cr	1,266.47 Dr
Legend Distilleries Private Limited		
Purchase	-	1.39
Sales	17.48	-
- Trade payables (refer note no. 22)	-	-
- Trade receivables (refer note no. 9)	-	-
Woodpecker Distilleries & Breweries (Uttar Pradesh) Private Limited		
-Advance to related parties (refer note no. 14)	0.10 Dr	0.10 Dr
Woodpecker Distilleries & Breweries (Telangana) Private Limited		
-Advance to related parties (refer note no. 14)	0.10 Dr	0.10 Dr
Woodpecker Distilleries & Breweries (Rajasthan) Private Limited		
-Advance to related parties (refer note no. 14)	0.10 Dr	0.10 Dr
Woodpecker Distilleries & Breweries (Assam) Private Limited		
-Advance to related parties (refer note no. 14)	0.10 Dr	0.10 Dr
Woodpecker Distilleries & Breweries (West Bengal) Private Limited		
Advance given	0.10 Dr	0.10 Dr
Loan to Key Managerial Personnel		
Loan given during the year	25.00	
Loan repayment received during the year	8.75	
- Other current asset (refer note no. 15)	16.25 Dr	
Net Closing Balance	16.25 Dr	
Key managerial personnel		
Remuneration	1,722.56	1,108.67
Professional Charges	13.96	19.00
Independent director		
Sitting fees	18.40	12.00

NOTES ANNEXED TO AND FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in Lakhs)

FOR THE YEAR ENDED 31ST MARCH 2026

47. Financial Ratios-

PARTICULARS	TERMS	NUMERATOR	DENOMINATOR	YEAR ENDED 31.03.2026	YEAR ENDED 31.03.2025	% VARIANCE
(a) Current Ratio	in times	Current assets	Current liabilities	1.06	1.46	-26.99%
(b) Debt-Equity Ratio*	in times	Total Debt	Shareholder's Equity	0.26	0.22	18.95%
(c) Debt Service Coverage Ratio**	in times	Earnings available for debt service i.e Net profit after tax plus Depreciation and Finance Costs	Debt Service	1.65	4.03	-59.00%
(d) Return on Equity Ratio	%	Net Profits after taxes	Average Shareholder's Equity	1.26	15.08	-91.67%
(e) Inventory turnover ratio	in times	Revenue from Operations	Average Inventory	12.39	15.24	-18.67%
(f) Trade Receivables turnover ratio	in times	Revenue from Operations	Average Trade Receivable	10.73	11.42	-6.07%
(g) Trade payables turnover ratio	in times	Cost of Materials Consumed + Purchase of Stock - in - Trade+Other Expenses	Average Trade Payables	6.52	7.67	-14.91%
(h) Net capital turnover ratio	in times	Revenue from Operations	Working Capital	76.15	13.78	452.74%
(i) Net profit ratio	%	Net Profit	Revenue from Operations	0.44	3.68	-88.08%
(j) Return on Capital employed	%	Earning before interest and taxes	Capital Employed = Shareholder's fund + Current & Non-Current Borrowing	4.33	16.15	-73.19%
(k) Return on investment***	%	Increase in Shareholder's fund	Shareholder's Fund at the start of period	4.07	32.73	-87.57%

* Repayment of total debt and raising the equity
** Effective utilization of borrowed fund resulting reduction of finance cost and debt service
*** Shareholder's fund include the warrants issue and premium on issue of shares.

48. The Group's pending litigations pertain to claim and cases occuring in the normal course of business. The Group has reviewd its pending litigations and expects that the outcome of the proceedings will not have any material effect on its financial positions.

49. Balances standing at the debit or credit in the accounts of various parties are subject to confirmation and reconciliation.

50. Previous year's figures have been regrouped/ restated wherever considered necessary to make them comparable to those of the current year.

As per our Report of even date
For AKB Jain & Co.,
Chartered Accountants
Firm Registration No. 003904C
Sd/-
Rahul Dewani
Partner
Membership No. 435066
Place: Bhopal
Date: 30.05.2026
UDIN : 26435066FMEYXC6235

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN - 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN - 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)

FORM AOC-1

(PURSUANT TO FIRST PROVISO TO SUB-SECTION (3) OF SECTION 129 READ WITH RULE 5 OF THE COMPANIES (ACCOUNTS) RULES, 2014)

Statement containing salient features of the financial statement of subsidiaries / associates.

PART A : Subsidiaries

S. No.	1	2	3
Name of the Subsidiary	**Woodpecker Distilleries & Breweries Pvt Ltd**	**Som Distilleries & Breweries Odisha Pvt Ltd**	**Woodpecker Greenagri Nutrients Pvt Ltd**
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01.04.2025 to 31.03.2026	01.04.2025 to 31.03.2026	01.04.2025 to 31.03.2026
Reporting currency and exchange rate as on the last date of relevant financial year in the case of foreign subsidiaries.	INR	INR	INR
Share Capital	7,100.00	3,500.00	5,000.00
Reserves & Surplus	12,358.21	(966.76)	(73.45)
Total Assets	35,146.83	22,768.22	29,278.24
Total Liabilities	15,688.62	20,234.98	24,351.69
Investments	-	-	-
Turnover	85,707.01	61,836.59	-
Profit/(Loss) before tax	982.37	(1,170.90)	(36.91)
Provision for tax (Including adjustments)	516.30	(296.14)	(9.60)
Profit/(Loss) after tax	466.07	(874.76)	(27.31)
Proposed Dividend	-	-	-
% of Shareholding of the Holding Company	78.87%	100.00%	100.00%

PART B : Associates

S. No.	1	2	2
Name of the Associates	N.A.	N.A.	N.A.

Som Distilleries and Breweries Limited
For and on Behalf of the Board

Sd/-
J.K. Arora
(Chairman & Managing Director)
DIN- 00224633

Sd/-
Nakul K Sethi
(Whole Time Director)
DIN- 06512548

Sd/-
Nitin Malviya
(Chief Financial Officer)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MAHAVAT
SCAN FOR THE MAHAVAT

NOTES

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(M.P.) Tel: +91 755
4271271

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Safdarjung Enclave,
Kamal Cinema Road,
New Delhi - 110029
Tel: 011 26169909, 26169712

Mumbai Office:
203, Landmark Building,
Opp. Adlab City Mall, Link
Road, Andheri (W),
Mumbai - 4000061

Bengaluru Office:
Unit No. 806-807-808,
A Wing, Mittal Towers
M.G. Road, Bengaluru
Karnataka - 560001

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