SKYBIOTECH HEALTHCARE LIMITED

(Formerly Known as KAPIL COTEX LTD)

CIN: L21001MH1983PLC031114
REGD. OFFICE: GUT No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) MH 431002
Website: www.kapilcotexlimited.com Email ID: kapilcotexlimited@yahoo.co.in

Date: 05/09/2026

To,
BSE Limited – CRD
P.J. Towers, Dalal Street,
Fort, Mumbai-400001

Symbol: SKYBIOTECH

Sub: Submission of Annual Report for the Financial Year 2025-2026.

Dear Sir/Madam,

We wish to inform that pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosed herewith the Annual Report for the financial year 2025-26.

The Annual Report is uploaded on the website of the Company and can be accessed at:

www.kapilcotexlimited.com

Kindly take the aforesaid information on your record.

Thanking You!

Yours Faithfully

FOR SKYBIOTECH HEALTHCARE LIMITED
(Formerly Known as Kapil Cotex Limited)

Rathi

POONAM PRAKASH RATHI
Managing Director
DIN: 01274428

Factory Address: Plot No A-44/1/A-52 & A-53, Chakan Industrial Area(MIDC), Chakan, Phase – II, Pune 410501, Maharashtra India

SKYBIOTECH
HEALTHCARE LIMITED

Better Health for a Brighter Tomorrow

(Formerly Known as Kapil Cotex Limited)

CIN: L21001MH1983PLC031114

43rd Annual Report

FY 2025-2026

Corporate Information

BOARD OF DIRECTORS

➢ Mrs. Poonam Rathi	-	Managing Director
➢ Mr. Prakashchandra Rathi	-	Director and CFO
➢ Yogesh Nandlal Chandak	-	Independent Director
➢ Mr. Rakesh Somani	-	Independent Director
➢ Mr. Jagdish Mantri	-	Independent Director
➢ Mr. Vijay Sitaram Chitlange	-	Independent Director

COMPLIANCE OFFICER

➢ CS Nishi Jain

CHIEF FINANCIAL OFFICER

➢ Mr. Prakashchandra Rathi

STATUTORY AUDITORS

➢ M/s. SPD and Associates
Chartered Accountants

SECRETARIAL AUDITOR

➢ M/s. SM Dhumal and Associates
Company Secretaries

REGISTERED OFFICE

Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) MH 431002

SHARE TRANSFER AGENT

M/s. Satellite Corporate Services Pvt. Ltd.
Off. No. A/106-107, Dattani Plaza, East West Compound, Andheri Curla Road,
Safed Pool, Sakinaka, Mumbai 400 072 MH IN
Tel No.: *+022 28520461*
E-mail: *service@satellitecorporate.com*
Website: *www. satellitecorporate.com*

STOCK EXCHANGE

BSE LIMITED

AUDIT COMMITTEE MEMBERS

	Name of Director	***Designationa***	***Position***
➢	Rakesh Ramswaroop Somani	Independent Director	Chairperson
➢	Jagdish Manohar Mantri	Independent Director	Member
➢	Poonam Prakash Rathi	Managing Director	Member

STAKEHOLDER RELATIONSHIP COMMITTEE MEMBERS

	Name of Director	***Designation***	***Position***
➢	Rakesh Ramswaroop Somani	Independent Director	Chairperson
➢	Jagdish Manohar Mantri	Independent Director	Member
➢	Poonam Prakash Rathi	Managing Director	Member

NOMINATION AND REMUNERATION COMMITTEE MEMBERS

	Name of Director	***Designation***	***Position***
➢	Rakesh Ramswaroop Somani	Independent Director	Chairperson
➢	Jagdish Manohar Mantri	Independent Director	Member
➢	Poonam Prakash Rathi	Managing Director	Member

CONTENT:

Date: 30th September, 2026

Day: Wednesday

Time: 11:00 AM

Venue: **Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) MH 431002**

NOTICE

NOTICE is hereby given that **43rd ANNUAL GENERAL MEETING** of the members of **SKYBIOTECH HEALTHCARE LIMITED** (Formerly Known as **KAPIL COTEX LTD)** will be held on Wednesday, the 30th day of September, 2026 at 11.00 A.M., at registered office of the company at **Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) MH 431002** to transact the following business:

ORDINARY BUSINESS:

Item No. 1 - Adoption of Audited Standalone Financial Statements

‘To receive, consider, approve and adopt the Audited Standalone Financial Statements of the company for the Financial Year ended March 31, 2026, together with Board Report and Auditors’ Report along with all their all annexure thereon.

Item No. 2 - Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

Item No. 3 - Re-appointment of a Director

To appoint Mr. Prakashchandra Rathi (DIN: 01393087), who retires by rotation as a director and being eligible, offers himself for re-appointment

Item No. 4 - To consider and approve the appointment of M/s. SPD & Associates, Chartered Accountant (FRN: 139118W), as statutory Auditor of Company.

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

"RESOLVED THAT pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. SPD & Associates, Chartered Accountant (FRN: 139118W), be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of five consecutive years, from the conclusion of this 43rd Annual General Meeting until the conclusion of the 48th Annual General Meeting of the Company to be held in the financial year 2030-2031, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors and the Auditors."

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.

For and on behalf of SKYBIOTECH HEALTHCARE LIMITED

SD/-
Nishi Jayantilal Jain
Company Secretary & Compliance Officer

Date: 03/09/2026
Place: Chh. Sambhaji Nagar (Aurangabad)

|NOTES:

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed

2. Members seeking any information are requested to write to the Company by email at **kapilcotexlimited@yahoo.co**.in at least 7 days before the date of the Annual General Meeting to enable the management to reply appropriately at the Annual general Meeting.

3. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and, on a poll, to vote instead of himself and the Proxy need not be a member of the company.

4. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10 % of the total share capital of the company carrying voting rights. A Member holding more than ten percent of total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder

5. Proxy forms, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the company not less than forty-eight hours before the time fixed for the Meeting., by Tuesday, September 23, 2025, 10:00:00 AM Proxy form submitted on behalf of the Companies, Societies etc. must be supported by a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.

6. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 1:00 p.m. upto the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting. provided that not less than three days of notice in writing is given to the Company.

7. Notice of the Meeting of the Company inter alia, indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being made available at the website of Company at www.kapilcotexlimited.com.

8. Route-map to the venue of the Meeting is provided at the end of the Notice.

9. Voting through electronic means:

   In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide members as an alternative made for voting which will enable the members to exercise their right to vote electronically on the items mentioned in this Notice.

   The company has appointed **SM Dhumal & Associates** – Practicing Company Secretary as scrutinizer for conducting the e-voting process in a fair and transparent manner. The voting period begins on 26Th Day of September 2026 at 10:00 a.m. and will end on 29th Day of September, 2026 at 5:00 p.m.
   During this period shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23/09/2026, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
   The company has signed an agreement with NSDL (agency) for facilitating e-voting to enable the shareholders to cast their vote electronically. The instructions for shareholders voting electronically are given under the Annual Report.

10. The results shall be declared on or after the Annual General Meeting of the company and shall be deemed to be passed on the date of Annual General Meeting. The results along with the Scrutinizer's Report shall be placed on the website of the company www.kapilcotexlimited.com. within 2 days of passing of the resolutions at the Annual General Meeting of the company and shall be communicated to Bombay Stock Exchange (Stock Exchange).

11. Members who have already casted their vote by remote e-Voting prior to the meeting may also attend the meeting but, shall not be entitled to cast their vote again. A Member can only opt for one made of voting i.e., either by remote e-Voting or Poll Paper. In case Members cast their votes through both modes, voting dene by remote e-Voting shall prevail and votes cast through Poll Paper shall be treated as invalid

12. The voting rights of Members shall be in proportion to the shares held by them in the total paid up capital of the company as on Cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remate e-voting and poll process at the venue of the meeting,

13. Any person, who aequire shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions on remote e-Voting as provided in the Notice convening the Meeting, which is available on the website of the Company and NSDL. However, members already registered with NSDL for remote e-Voting, can use their existing User ID and password for casting of vote,

14. The Scrutinizer shall, after the conclusion of voting at the meeting, would count the votes cast at the meeting. Thereafter unblock the votes cast through remote e-Voting. In the presence of at least two witnesses not in the employment of the Company and make, not later than Two days of the conclusion of the meeting, a consolidated Scrutinizer's Report of the total cast in favour or against, if any, to the Chairman, shall too shall countersign the same.

15. In compliance with provision of Section 108 of the Companies Act, 2013 the necessary arrangements have been made by the National Securities Depository Limited {NSDL} and facilitate remote e-voting. The detailed process, instruction and manner for availing remote e-voting is annexed to the Notice.

<u>Request to the members</u>

a) Intimate Changes, if any, in their registered addresses immediately.
b) Quote their ledger folio number in all their correspondence.
c) Handover the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period
Begins on Saturday, 26th September, 2026 at 10: 00 A.M.
Ends on Tuesday, 29th September, 2026 at 05: 00 P.M.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available

	at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

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

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

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

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace

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

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

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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 on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

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 cs.smd9@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mrs. Sarita Mote 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 provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to kapilcotexlimited@yahoo.co.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to kapilcotexlimited@yahoo.co.in 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 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.

<u>Form No. MGT-11</u>

Proxy form

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

SKYBIOTECH HEALTHCARE LIMITED

CIN: L21001MH1983PLC031114

Address: Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) 431002

Name of the Member(s)	
Registered Office	
Email Id	
Folio No./Client ID	
DP ID	

I/ We being the member (s) of the above named company, hereby appoint

1. Name: ………………………………………… Address: …………………………………….
   E-mail Id: …………………………………………….. Signature: ……………., or failing him

2. Name: ………………………………………… Address: …………………………………….
   E-mail Id: …………………………………………….. Signature: ……………., or failing him

3. Name: ………………………………………… Address: …………………………………….
   E-mail Id: …………………………………………….. Signature: ……………., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 43rd Annual General Meeting of members of the Company, to be held on Wednesday the 30th day of September, 2026 at 11:00 A.M., at **Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) 431002** and at any adjournment thereof in respect of such resolutions as are indicated below:

S.N	Resolution	For	Against
Ordinary Business			
1	To consider, approve and adopt Audited Standalone Financial Statements, Reports of the Board and Auditor for the year ended 31st March, 2026.		
2	To consider, approve and adopt Audited Consolidated Financial Statements, Reports of the Board and Auditor for the year ended 31st March, 2026.		
3	Re-appointment of Mr. Prakashchandra Rathi (DIN: 01393087), who retires by rotation and being eligible, offers himself for re-appointment;		
4	To consider and approve the appointment of M/s. SPD & Associates as Statutory Auditor		

Signed this ….. day of…………………….. 2026 Signature of Shareholder	Affix Revenue Stamp

Signature of Proxy holder(s)

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

ATTENDANCE SLIP

43rd Annual General Meeting of members of the Company, to be held on Wednesday the 30th day of September, 2026 at 11:00 A.M., at **Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) 431002** MH India.

Regd. Folio No._______/DP ID___________Client ID/Ben. A/C____________No. of shares held______

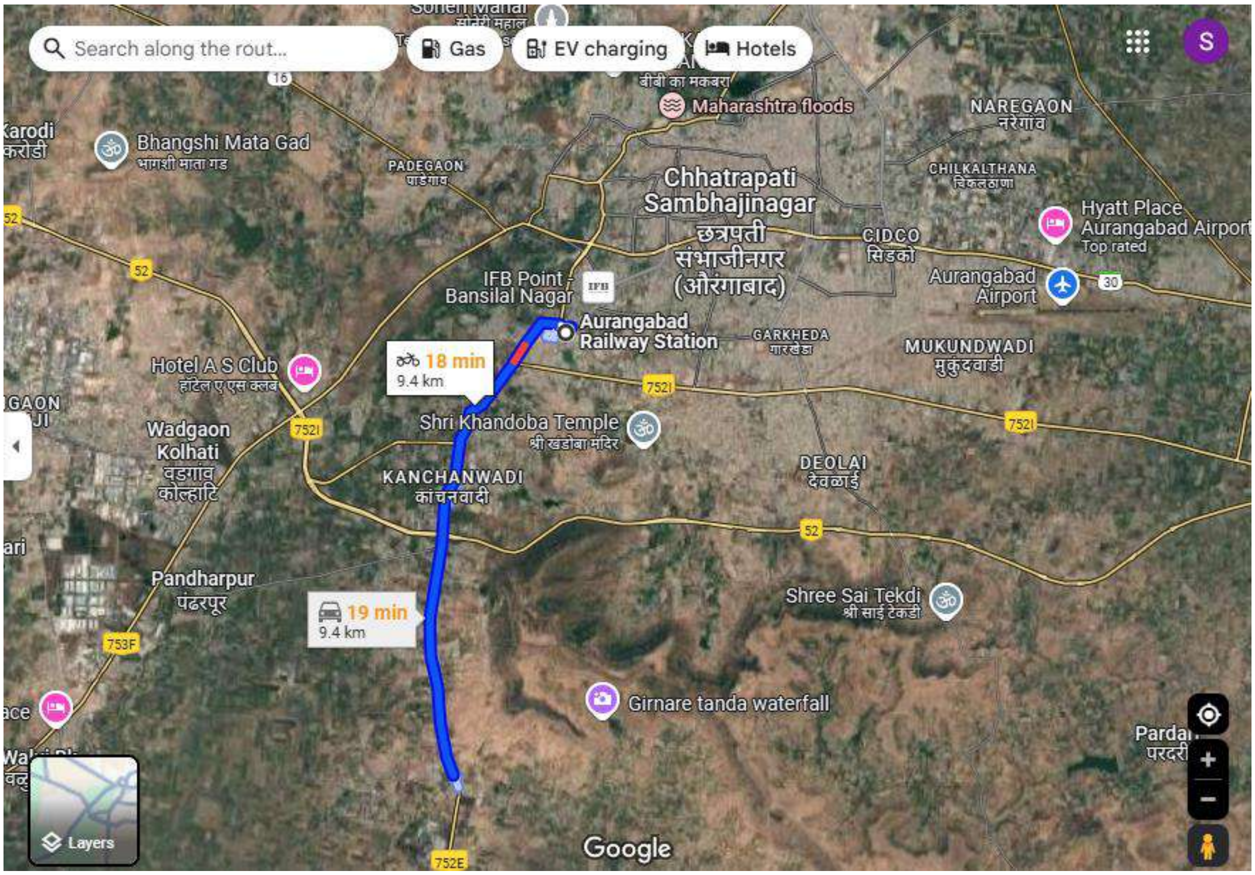
I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 43rd Annual General Meeting of members of the Company, to be held on Wednesday the 30th day of September, 2026 at 11:00 A.M., at Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) 431002 MH India.

____

Member's/Proxy's name in Block Letters Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

Route-map to the venue of the Meeting



Venue: Gut No. 05, Gevrai Tanda, Paithan Road, Chh. Sambhaji Nagar (Aurangabad) 431002 MH IN.

Map Link: https://maps.app.goo.gl/E9q1WPE3nQh7rrm38

BOARD REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

To
The Members / Shareholders,

The Board of Directors hereby present the 43rd Annual Report of SKYBIOTECH HEALTHCARE LIMITED (Formerly known as **KAPIL COTEX LIMITED)** (CIN: L21001MH1983PLC031114) together with the Audited Financial Statements for the financial year ended 31st March, 2026.

FINANCIAL HIGHLIGHTS

(Amount in Lakhs)

PARTICULARS	2025-26 (Standalone)	2024-25 (Standalone)	2025-26 (Consolidated)	2024-25 (Consolidated)
Revenue from business operation	Rs. 0.00	Rs. 0.00	Rs. 709.78	Rs. 705.18
Other Income	Rs. 6.69	Rs. 18.12	Rs. 30.60	Rs. 38.27
Total Income	**Rs. 6.69**	**Rs. 18.12**	**Rs. 740.38**	**Rs. 743.45**
Operating profit before depreciation, Finance Cost, Exceptional Item and Tax (EBITDA)	Rs. (5.99)	Rs. 7.62	Rs. (116.68)	Rs. (187.15)
Less: Depreciation & Amortization expenses	Rs. 0.01	Rs. 0.02	Rs. 47.86	Rs. 54.20
Less: Finance Cost	Rs. 0.00	Rs. 0.00	Rs. 2.11	Rs. 1.20
Profit before tax	**Rs. (6.00)**	**Rs. 7.60**	**Rs. (166.66)**	**Rs. (242.55)**
Less: Current Tax Expenses	Rs. 0.00	Rs. 1.63	Rs. 0.00	Rs. 1.63
Less: Deferred Tax Expenses	Rs. 0.03	Rs. 0.00	Rs. (54.98)	Rs. (7.29)
Net Profit for the year	**Rs. (6.04)**	**Rs. 5.97**	**Rs. (111.68)**	**Rs. (236.89)**
Add: Other Comprehensive	Rs. (16.65)	Rs. (34.70)	Rs. (16.65)	Rs. (34.70)
Total Comprehensive Income	**Rs. (22.69)**	**Rs. (28.73)**	Rs. (128.33)	Rs. (271.59)
Paid up equity share capital	191.50	191.50	191.50	191.50
EPS (Equity Shares of Rs. 10/- each) Basic & Diluted (in Rs.)	**Rs. (1.18)**	**Rs. 1.50**	**Rs. (6.70)**	**Rs. (14.18)**

BUSINESS OVERVIEW:

To carry on the business of manufacturing, processing, formulating, compounding, producing, refining, preparing, importing, exporting, buying, selling, distributing, and dealing in all kinds of pharmaceutical products, medicines, drugs, tablets, capsules, syrups, ointments, injections, powders, bulk drugs, active pharmaceutical ingredients (APIs), intermediates, nutraceuticals, and all kinds of medicinal and healthcare preparations used or capable of being used for treatment of human or animal diseases etc.

PERFORMANCE REVIEW

Standalone:

Total revenues for the year ended 31st March, 2026 is Rs. 6,68,634/-, as against Rs. 18,12,474/- in the previous year. The net profit/(Loss) of the Company for the year under review was placed is Rs. (22,68,386)/- as against Profit of Rs. (28,76,665)/- in the previous year.

Consolidated:

During the F.Y 2025-26 the Company and its Subsidiary Company Skybiotech Life Science Private Limited, consolidated revenue including other income stood at Rs. 740.38 Lakhs and net profit/(Loss) of the Company for the year under review was placed is (Rs. 128.33/-)

PERFORMANCE OF THE SUBSIDIARIES OF THE COMPANY

SKYBIOTECH LIFE SCIENCES PRIVATE LIMITED

During the financial year 2024-25, Skybiotech Life Science Private Limited has reported a total income of INR 709.78 Lakhs/- and incurred total expenditure of Rs. 894.35/- Lakhs thus the Company incurred total Loss of INR 105.65 Lakhs/-. During the year the Company operation was affected due to shifting geopolitical tensions, oil and Gas Crises etc.

DIVIDEND

The Board of Directors of the company after holistically considering the financial position of the company and the future financial needs of the company have decided not to declare any dividend for the financial year ended March 31, 2026.

TRANSFER TO RESERVE:

The directors do not propose to transfer any amount to the General Reserve. The amounts of net profit are carried to reserve & surplus account of the Company.

CHANGE IN THE NATURE OF BUSINESS:

During the year, the Company has changed its business or object, as earlier object of Company was manufacturing and trading of **textile products** but Company was not able to generate revenue from the same, during the year under review company has change the object to **manufacturing and trading of pharmaceuticals products** and now the company is in process of acquiring registrations and licenses required for Pharma Company.

SHARE CAPITAL:

The issued, subscribed and paid-up equity share capital of the Company as on 31st March, 2026 was Rs. 191.50 Lakhs comprising of 1915000 equity shares of Rs. 10/- each.

Further the Company Has Increased in Authorized share capital of Company form Rs. 2,00,00,000/- (Rupees Two Crores Only) divided into 20,00,000 (Twenty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each **to** Rs. 5,00,00,000/- (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each by passing special resolution in Annual General Meeting dated September 25, 2025.

MATERIAL CHANGES & COMMITEMENTS:

During the year under review Company has change name from Kapil Cotex Limited to Skybiotech Healthcare Limited and simultaneously change the object by addition of new main object as Manufacturing and trading of pharmaceuticals products, which will positively affect the financial position of the Company.

BOARD OF DIRECTORS:

The composition of Board complies with the requirements of the Companies Act, 2013 ("Act"), Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("Listing Regulations"), the Company is exempted from requirement of having composition of Board as per Regulation 17 of Listing Regulations.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five Committees across all the Public Companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Company and none of the Director of the Company is holding position as Independent Director in more than 7 Listed Company.

None of the Directors of the Company is disqualified for appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

During the financial year under review there were changes in the constitution of the Board of Directors of the Company The strength of the Board of Directors on 31 March, 2026 as per MCA record was Six Directors as follows:

S.NO	DIN	Name of Director	Date of Appointment	Designation
1	01274428	POONAM PRAKASH RATHI	14/02/2005	Managing Director
2	01274080	YOGESH NANDLAL CHANDAK	14/02/2005	Independent Director
3	02554166	RAKESH RAMSWAROOP SOMANI	04/09/2017	Independent Director
4	02632596	JAGDISH MANOHAR MANTRI	07/09/2017	Independent Director
5	01393087	PRAKASHCHANDRA RATHI	28/06/2003	Director
6	11258669	VIJAY SITARAM CHITLANGE	28/08/2025	Director Independent

During the financial year under review, following changes have occurred in the constitution of the Board of Directors of the Company:

Resignation of Directors:

S.NO	DIN/PAN	Name of Director	Date of Resignation	Designation
1	08466723	Santosh Shivaji Pimparkar	28/08/2025	Director

Resignation of Directors:

S.NO	DIN/PAN	Name of Director	Date of Appointment	Designation
1	11258669	Vijay Sitaram Chitlange	28/08/2025	Independent Director

MEETING OF THE BOARD OF DIRECTORS:

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business. The notice of Board meeting is given well in advance to all the-Directors.

During the financial year under report the Board of Director's of the company have duly met for 07 (Seven) times, in respect of which meetings, proper notices were given, and the proceedings were properly recorded and signed in the minutes book maintained for purpose.

The meetings of the Board of Directors of the Company were held on:

S.No	Date of Meeting	Place of Meeting	Present of Board	Name of Director present at meeting
1	30.05.2025	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi • Jagdish Mantri
2	24.06.2025	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi • Jagdish Mantri
3	14.08.2025	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi • Jagdish Mantri • Rakesh Somani
4	28.08.2025	Registered Office	6	• Poonam Rathi • Yogesh Chandak

				• Prakashchandra Rathi • Jagdish Mantri • Rakesh Somani
5	14.11.2025	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi • Vijay Chitlange
6	14.02.2026	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi • Jagdish Mantri
7	30.03.2026	Registered Office	6	• Poonam Rathi • Yogesh Chandak • Prakashchandra Rathi

INDEPENDENT DIRECTORS:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has Four Non-Executive Independent Directors in line with the act. A separate meeting of Independent Directors was held on 14th November, 2025 to review the performance of Non-Independent Directors and Board as whole and performance of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

The Company has received necessary declaration from each director under Section 149(7) of the Act that they meet the criteria of independence laid down in Section 149 (6) of the act.

DIRECTOR AND KEY MANAGERIAL PERSONNEL

Following is the composition of the Board of Directors and Key Managerial Personnel of the Company as on 31st March 2025:

S.NO	DIN	Name of Director	Date of Appointment	Designation
1	01274428	POONAM PRAKASH RATHI	14/02/2005	Managing Director
2	01274080	YOGESH NANDLAL CHANDAK	14/02/2005	Director

3	02554166	RAKESH RAMSWAROOP SOMANI	04/09/2017	Independent Director
4	02632596	JAGDISH MANOHAR MANTRI	07/09/2017	Independent Director
5	01393087	PRAKASHCHANDRA RATHI	28/06/2003	Director
6	01393087	PRAKASHCHANDRA RATHI	11/06/2019	CFO
7	11258669	VIJAY SITARAM CHITLANGE	28/08/2025	Director Independent
8	*****8958E	NISHI JAIN	24/06/2025	Company Secretary & Compliance Officer

Based on the disclosures as provided by the directors or the Company in pursuance to the provisions of Section 164 of the Companies Act 2013, none of the Directors of the Company is found to be disqualified.

PERFORMANCE EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act.

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

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

- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspect of his role.

Separate meeting of Independent Directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

DIRECTOR RESPONSIBILITY STATEMENT

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

(a) In the preparation of the annual accounts for the year ended March 31, 2026, the Company has followed the applicable accounting standards and there are no material departures from the same;

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

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

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

(e) The Directors had laid down the internal financial Control and that internal financial Control are adequate and were operating effectively.

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

COMMITTEE OF BOARD

As per the provision of the Companies Act, 2013 the Company has constituted following committees of the Board:

i. Audit Committee
ii. Nomination and Remuneration Committee
iii. Stakeholder Relationship Committee

AUDIT COMMITTEE:

The Board of Director has constituted Audit Committee as per the provision of Section 177 of the Companies Act, 2013.

The Composition of Audit Committee are as follows:

AUDIT COMMITTEE		
NAME	**POSITION**	**DESIGNATION**
Rakesh Ramswaroop Somani	Chairman	Independent Director
Jagdish Manohar Mantri	Member	Independent Director
Poonam Prakash Rathi	Member	Managing Director

The meeting of Audit Committee was held on:

S. No	Date of Meeting	Name of Member present in the meeting
1	30/05/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
2	14/08/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
3	14/11/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
4	14/02/2026	• Poonam Rathi • Rakesh Somani • Jagdish Mantri

NOMINATION & REMUNERATION COMMITTEE

The Board of Director has constituted Nomination & Remuneration Committee as per the provision of Section 178 of the Companies Act, 2013.

The Composition Nomination & Remuneration Committee of are as follows:

NOMINATION & REMUNERATION COMMITTEE		
NAME	**POSITION**	**DESIGNATION**
Rakesh Ramswaroop Somani	Chairman	Independent Director
Jagdish Manohar Mantri	Member	Independent Director
Poonam Prakash Rathi	Member	Managing Director

The meeting of Nomination & Remuneration Committee was held on:

S. No	Date of Meeting	Name of Member present in the meeting
1	24/06/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
2	28/08/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
3	14/11/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri

NOMINATION & REMUNERATION POLICY:

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Managing Director and the Executive Directors.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at www.kapilcotexlimited.com and is annexed to this report as **Annexure A**

REMUNERATION TO DIRECTOR:

The details of remuneration/sitting fees paid during the financial year 2025-2026 to Executive Directors/ Directors of the Company is provided in Annual Return which available on the website of Company www.kapilcotexlimited.com.

STAKEHOLDER RELATIONSHIP COMMITTEE:

The Board of Director has constituted Stakeholder Relationship Committee as per the provision of Section 178 of the Companies Act, 2013.

The Composition of Stakeholder Relationship Committee are as follows:

NOMINATION & REMUNERATION COMMITTEE		
NAME	**POSITION**	**DESIGNATION**
Rakesh Ramswaroop Somani	Chairman	Independent Director
Jagdish Manohar Mantri	Member	Independent Director
Poonam Prakash Rathi	Member	Managing Director

The meeting of Stakeholder Relationship Committee was held on:

S.No	Date of Meeting	Name of Member present in the meeting
1	30/05/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
2	14/08/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
3	30/10/2025	• Poonam Rathi • Rakesh Somani • Jagdish Mantri
3	14/02/2026	• Poonam Rathi • Rakesh Somani • Jagdish Mantri

WHISTLE BLOWER POLICY:

In accordance with Section 177 of the Companies Act, 2013, the Company has adopted a Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The Company had

established a mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of our Code of Conduct and Ethics. The mechanism also provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in the exceptional cases.
We affirm that during the financial year 2025-2026, no employee or director was denied access to the Audit Committee.

DEPOSITS

In terms of the provisions of Sections 73 of the Act read with the Companie (Acceptance of Deposits) Rules. 2014, the Company has not accepted any deposits during the year under review and as such, no amount of principal or interest was outstanding as on 31st March, 2026.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Company has made investment Rs. 10 Crores (Rupees Ten Crores only) in the equity shares of SKYBIOTECH LIFESCIENCE PRIVATE LIMITED (6880746 equity shares of Rs. 10 each).

No Loans and Guarantees covered under the provisions of Section 186 of the Companies Act, 2013 have been given by the Company.

ANNUAL RETURN

Annual Return extract is in the accordance with Section 92 sub-section (3) of the Companies Act, 2013 read with Rule No. 12(l) of the Companies (Management and Administration (Rules 2014) the copy of Annual Return has been placed on the website of Company www.kapilcotexlimited.com. The Member may follow web link for the same https://kapilcotexlimited.com/annualreport.

RELATED PARTY TRANSACTIONS

During the financial year under review the Company has entered into any contract or arrangements Pursuance of the provisions of section 188(1) of the Companies Act 2013 as mentioned below:

Details of related parties transactions: -

Description of Relationship	Name of Related party
Key Management Personnel (KMP)-Directors	Prakash Rathi
Director/Chief Financial Officer	Jagdish Mantri
Prakash & Poonam Rathi are common Directors of the Company	Spring Field Exim P Ltd.
Subsidiary Company	Skybiotech Life Sciences Pvt Ltd

Details of Related party transactions during the year ended 31st March, 2026

Type of Related Party/ Nature of Business	Prakash Rathi	Poonam Rathi	Spring Field Exim Pvt Ltd.	Skybiotech Life Sciences Pvt Ltd
Rent Received	Nil	Nil	Nil	Nil
Directors Remuneration & Bonus	Nil	Nil	Nil	Nil
Loans Taken	3,98,436	4,00,000	Nil	7,35,085
Loans Re-Paid	Nil	Nil	Nil	4,75,853

FORM AOC 2

Form for disclosure of particular of contract/ arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm length transaction under third proviso thereto:

Sr. No.	Name(s) of the related party and nature of relationship	Nature of Transaction	Terms of the contracts or arrangements	Date(s) of approval by the Board	Amount paid as advances, if any
1	Prakashchandra Rathi Director & Promoter	Loan Taken	Terms and Conditions: At arm's length basis Rs. 398436/-	30/05/2024	NIL

2	Poonam Rathi- Managing Director	Loan Taken	Terms and Conditions: At arm's length basis Rs. 400000/-	30/05/2024	NIL
3	Skybiotech Life Sciences Pvt Ltd	Loan Taken	Terms and Conditions: At arm's length basis Rs. 735085/-	30/02/2025	NIL

DIRECTORS REMUNERATION

The details of remuneration/sitting fees paid during the financial year 2025-26 to Executive Directors/Directors of the Company is provided in Annual Return which is available on the website of Company www.kapilcotexlimited.com.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EARNING AND OUTGO:

As required under section 134(3Km) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Eaming and Outgo is as follows:

Conservation of Energy &Technology Absorption:

The Company is taking adequate steps to conserve the energy at all the levels and the Company is also implementing various measures for reduction in consumption of energy. The Disclosure of particulars with respect to Conservation of Energy has been attached herewith as in FORM A as **"Annexure B**". There is no technology absorption during the year under review.

Foreign Exchange Earning & Outgo:

(Amount in Lakhs)

PARTICULAR	FY 2025-26	FY 2024-25
Foreign Exchange Earning	**0.00**	**0.00**
Foreign Exchange Outgo	**0.00**	**0.00**

In today's economic environment, Risk Management is a very important part of business. The Company is Exposed to inherent uncertainties owing to the sectors in-which it operates. A key factor in determining a company's capacity to create sustainable value is the risks that the company is willing to take (at strategic and operational levels) and its ability to manage them effectively. Many risks exist in a company's operating environment and they emerge on a regular basis. The Company’s Risk Management processes focuses on ensuring that these risks are identified on a timely basis and addressed.

Your Company also has a Risk Management Framework in place covering all critical areas of operation. This framework is reviewed periodically keeping in mind the business dynamics and external environment and provides the guidelines for managing the various risks across the business.

The Process of Risk Management include following steps:

1) Risk Identification and Impact Assessment
2) Risk Evaluation
3) Risk Reporting and Disclosures
4) Risk Mitigating and Monitoring

INTERNAL FINANCIAL CONTROL

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

The Internal Auditor of the Company carries out review of the intemal control systems and procedures. The internal audit reports are reviewed by Board.

Your Company has also put in place adequate internal financial controls with reference to the financial statements commensurate with the size and nature of the Company. During the year, such controls were tested and no material discrepancy or weakness in the Company's internal controls over financial reporting was observed.

DISCLOSURE OF REMUNERATION

Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, detail of ratio of the remuneration of each director to the median employee’s remuneration are not required to be given as the company has not paid remuneration to the directors.

There is no employee drawing remuneration of Rs. 8,50,000/- per month or Rs.1,02,00,000/- per year, therefore the particulars of employees as required u/s 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable to the company.

Name of the top 10 employees in term of remuneration drawn in the financials year 2023-24:

A statement of Top-10 employees in terms of remuneration drawn as per rule 5(2) read with rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended, is annexed with the report **“Annexure C”.**

CORPORATE GOVERNANCE

Your Company strives to incorporate the appropriate standards for corporate governance. However, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the Provisions of certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore the Company has not provided a separate report on Corporate Govemance, although few of the information are provided in this under relevant heading.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In. terms of Regulation 34, and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a review of the performance of the Company, for the year under review, Management Discussion and Analysis Report, is presented in a separate section forming part of this Annual Report as “**Annexure D”**

AUDITORS

STATUTORY AUDITOR

As per section 139 of Companies Act, 2013, Board of Director of the Company propose to appoint **M/s. SPD& Associates**, Chartered Accountants, Pune having Firm Registration No. **139118W** as Statutory Auditors of the Company to hold office until the Conclusion of the 48th Annual General Meeting of the Company i.e. up to Annual General Meeting for the Financial Year 2029-2030.

The Company has received a certificate from the statutory auditors to the effect that their re-appointment, if made, would be within the limits prescribed. The statutory auditors have also confirmed and give their consent for re-appointment pursuant to section 139 of Companies Act, 2013.

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

As required under Regulation 33(d) of the SEBI (LODR) Regulation, 2015 the Auditor has confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountant of India.

INTERNAL AUDITOR

As per section 138 of the Companies Act, 2013, the Company has appointed, internal auditors for conducting the internal audit for financial year 2025-26 as per the internal audit standards and regulations. The internal auditor reports their findings to the audit committee of the board. The audit function maintains its independence and objectivity while carrying out assignments. It evaluates on a continuous basis, the adequacy and effectiveness of internal control mechanism with interaction of KMP and functional staff.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2019 your Company has appointed M/s. **SM Dhumal & Associates,** practicing Company Secretaries firm, Pune to conduct the Secretarial Audit of the Company for the financial year 2025-2026. The Secretarial Audit Report is annexed herewith as **"Annexure E"** to this Report.

The Board of the Company has taken note of the observations of Secretarial Auditor in their report and provided their comments as below:

1. *CS. Swati Maheshwari – Company Secretary and compliance officer was resigned from 01st October, 2024 however Company has not filed Form DIR-12 with Registrar of Companies.*

Management Comment: Due to Inadvertently we missed to file form DIR-12 with ROC, will submit the same and make non-compliance good.

2. *Company has passed Special Resolution on 21st November, 2023 for shifting of registered office from one City to another but form INC-22 has not been filed till date of this report.*

Management Comment: Due to Inadvertently we missed to file form DIR-12 with ROC, will submit the same and make non-compliance good.

3. *Mr. Yogesh Nandlal Chandak - Independent Director of Company has completed his Tenure of Ten Years as Independent Director however, still he is act as Independent Director in the board of Company.*

Management Comment: The Company has taken note of the observation regarding the completion of the tenure of Mr. Yogesh Nandlal Chandak as an Independent Director. The Company confirms that, even excluding Mr. Yogesh Nandlal Chandak from the computation of the Board composition, the composition of the Board of Directors of the Company continues to be in compliance with the applicable provisions of the Companies Act, 2013, including the requirements relating to the proportion of Executive and Non-Executive Directors and Independent Directors, as applicable.

The Company has also reviewed the matter relating to the tenure of Mr. Yogesh Nandlal Chandak and shall take appropriate steps to ensure compliance with the applicable provisions of the Companies Act, 2013.

4. *During the year under review, the website maintained by the Company was not functioning properly, and certain disclosures required to be made on the Company's website were not available during the relevant period. The management has taken corrective measures to address the said deficiencies, and the Company's website is presently functioning properly with the requisite disclosures being made available thereon.*

Management Comment: We have taken corrective actions and now, website is properly maintained.

COST AUDITOR

As per Section 148 read with Companies (Audit & Auditors) Rules, applicable to cost auditors, the company was not Required to appoint Cost auditors for the financial year 2025-26.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OTHER THAN THOSE REPORTABLE TO THE CENTRAL GOVERNMENT

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

During the Financial Year, company has not received any cases regarding Fraud reporting required under Companies Amendment Act, 2015.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & 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 the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Policy aims to provide protection to employees at the work place and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure.

The Company has always provided a congenial atmosphere for work to all the employees that is free from discrimination and harassment including sexual harassment. It has provided equal opportunities of employment to all without regard to their caste, religion, color, marital status and sex.

The company is in process of constitution of Internal Complaints Committee as required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has not received any complaint of sexual harassment during the financial year 2025-2026.

GOING CONCERN STATUS

There is no significant or material order passed during the year by any regulator, court or tribunal impacting the going concern status of the Company or its future operation.

CORPORATE SOCIAL RESPONSIBILITY

According to Rule 3 (2) of The Companies (Corporate Social Responsibility Policy) Rules, 2014 Every company which ceases to be a company covered under subsection (1) of section 135 of the Act for three consecutive financial years shall not be required to -

a. constitute a CSR Committee; and
b. comply with the provisions contained in 1[sub-section (2) to (6)] of the said section

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

SUBSIDIARIES, JOINT VENTURE OR ASSOCIATES

Companies which become to be Company's Subsidiary, Joint Venture or Associate Companies as per the provision of Companies Act, 2013 during the financial year 2025-26 are as per '**Annexure F'**

S.No	Name of Company	Nature	Percentage of Holding	Section
1.	Skybiotech Lifescience Private Limited	Subsidiary	72.52%	2(87)

MAINTENANCE OF COST RECORDS:

The Provision of section 148 of the Companies Act, 2013 with respect to the maintenance of cost records and Cost Audit are not applicable to the Company for Financial Year 2025-2026.

COMPLIANCE WITH APPLICABLE SECRETARIAL STANDARDS

The Board of Director confirms that the secretarial standard, as applicable to the Company have been complied with.

MATERIAL ORDER BY TRIBUNAL OR OTHER REGULATORY BODY

There is no significant or material order passed during the year by any regulator, court or tribunal impacting the going concern status of the Company or its future operation.

COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

As the company is Listed on BSE Exchange, having Paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, therefore, the corporate governance requirement as mentioned under SEBI (LODR), Regulation are not applicable to the company.

THE STATE OF THE COMPANY AFFAIRS

The Directors of the Company are of the opinion that the future of the Company is promising, primarily because of the future planning to enters into new business line.

The Directors of the Company are continuously looking for avenues for further growth of the Company and are evaluating various areas where it can fetch good return for the Company in the years to come. Further, during the year under review the Company has change the nature of business from Manufacturing of Textile Products to Manufacturing and Trading of Pharmaceuticals and Nutraceuticals Products.

ACKNOWLEDGEMENT

The Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks, Government authorities and members during the year under review. The Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives.

CAUTIONARY NOTE

The statements forming part of the Directors' Report may contain certain forward-looking remarks within the meaning of applicable provisions of the Companies Act, 2013 and rules made there under. Many factors could cause the actual results, performances or achievements of the company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements. This Report should be read in conjunction with the financial statements included herein and the notes thereto.

BY THE ORDER OF BOARD OF DIRECTORS
FOR KAPIL COTEX LIMITED

SD/-	**SD/-**	**SD/-**
Poonam Prakash Rathi	**Prakashchandra Rathi**	**CS Nishi Jain**
(Managing Director)	Director and CFO	Company Secretary
DIN: 01274428	DIN: 01393087	M No. A44254

Date: 03/09/2026
Place: Chh. Sambhajinagar

Annexure A

Nomination and Remuneration Policy

1. Principles and Objectives

1.1. The Nomination and Remuneration Committee ("Committee") of the Board of Directors ("Board") of **Skybiotech Healthcare Limited** will report to the Board and shall support the Board in matters related to:

- Setup and composition of the Board, its committees and the leadership team of the company comprising Key Managerial Personnel ("KMP" as defined by the Companies Act, 2013) and executive team (as defined by the committee).
- Evaluation of performance of the Board, its committees and individual directors.
- Remuneration for directors, KMP, executive team and other employees.
- Oversight of the familiarization programme of directors.
- Oversight of the HR philosophy, HR and People strategy and key HR practices.

2. Composition

2.1. The committee shall comprise at least two or more non-executive directors out of which not less than one-half shall be independent directors.

2.2. The Chairman of the committee shall be an independent director, from amongst the members of the committee.

2.3. The Company Secretary of the company shall act as the secretary to the committee and will be responsible for taking adequate minutes of the proceedings and reporting on actions taken in the subsequent meeting.

3. Meetings

3.1. The committee may establish an Annual Work Plan ("AWP") for each year to ensure that all relevant matters are covered by the agendas of the meetings planned for the year.

3.2. The committee shall meet as often as needed to discuss matters.

4. Quorum for the meeting

The quorum for the meeting of the Committee will be any two members of the Committee of which one director to be an independent director.

5. Authority and Power

The committee shall have the power to:

- Investigate any matter within the scope of this charter or as referred to it by the Board.
- Seek any information or explanation from any employee or director of the company.
- Invite such executives, as it considers appropriate to be present at the meetings of the committee.
- Ask for any records or documents of the company.

The committee may also engage (at the expense of the company) independent consultants and other advisors and seek their advice on matters related to discharge of their responsibilities.

6. Responsibilities

The responsibilities of the committee shall include the following:

6.1. Board Composition and Succession Related:

- Recommend to the Board the setup and composition of the Board. This shall include "Formulation of the criteria for determining qualifications, positive attributes and independence of a director". This also includes periodical review of composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Support the Board in matters related to the setup, review and refresh of the committees.
- Devise a policy on Board diversity.
- Recommend to the Board the appointment or reappointment of directors. For the purpose of identification of prospective directors, the committee may be supported by Group Executive Office.
- As NRC of the parent/ holding company, recommend to the Board of the parent/ holding company how the company will vote on resolutions for appointment of directors on the Boards of its material subsidiary companies whose shares are not Listed[1].
- Recommend to the Board, the appointment of KMP and executive team members. The committee shall consult the Audit Committee of the Board before recommending the appointment of the Chief Financial Office r("CFO").
- Formulate and recommend to the Board plans for orderly succession for appointments to the board (MD & ED), KMPs and other senior management.

6.2. Evaluation related:

- Support the Board and independent directors, as may be required, 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."
- Oversee the performance review process for the KMP and executive team with the view that there is an appropriate cascading of goals and targets across the company.

6.3. Remuneration related:

- Recommend the remuneration policy for the directors, KMP, executive team and other employees. This includes review and recommendation of the design of annual and long term incentive plan (includes deferred payment plans, equity plans, etc.) for Managing Director ("MD")/ Executive Directors ("ED"), KMPs and the executive team. While formulating such a policy the committee shall ensure that

    - the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
    - relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
    - remuneration to Directors, KMPs and executive team involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

- On an annual basis, recommend to the Board the remuneration payable to directors, KMPs and executive team of the company. This includes review and recommendation of actual payment of annual and long term incentives for MD/ EDs, KMPs and executive team.
- Review matters related to remuneration and benefits payable upon retirement and severance to MD/ EDs, KMPs and executive team.
- Review matters related to voluntary retirement and early separation schemes for the company.
- Provide guidelines for remuneration of directors on material subsidiaries1.
- As NRC of the parent/ holding company, recommend to the Board of the parent/ holding company how the company will vote on resolutions for remuneration of directors on the Boards of its material subsidiary companies1.
- Assist the Board in fulfilling its corporate governance responsibilities relating to remuneration of Board, KMPs and executive team members.
- This includes review and approval of any information related to directors, KMPs, executive team and their remuneration to be presented in the annual report or other external communications (statutory or otherwise).

6.4. Board Development related:

- Oversee familiarization programmes for Directors.

6.5. Review of HR Strategy, Philosophy and Practices:

- Review HR and People strategy and its alignment with the business strategy periodically or when a change is made to either.
- Review the efficacy of HR practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for Board, KMPs and executive team).

6.6. Other functions:

- Perform other activities related to the charter as requested by the Board from time to time.

7. Reporting

The committee will periodically report to the Board on various matters that it has considered.

8. Evaluation

The committee shall undergo an annual self-evaluation of its performance and report the result to the Board. Indicative areas for evaluation as part of this exercise include:

- Degree of fulfilment of key responsibilities,
- Adequacy of committee composition,
- Effectiveness of meetings,
- Committee dynamics,
- Quality of relationship of the committee with Board and Management.

9. Review of Charter

The adequacy of this charter shall be reviewed and reassessed by the committee, periodically and appropriate recommendations shall be made to the Board to update the charter based on the changes that may be brought about due to any regulatory framework or otherwise.

10. Subsidiary Companies

Subsidiary companies of the company shall also form Nomination and Remuneration Committee, as applicable under law. The committee shall share with subsidiary companies of the company such policies and practices as would enable the Boards and the NRCs of those companies to harmonize their policies and practices with those of the parent company. If required, it shall also provide any assistance that such subsidiaries may require.

1 The term “material subsidiary” shall mean a subsidiary, whose income or the net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

ANNEXURE B

FORM A

(See rule 2)

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

A. POWER AND FUEL CONSUMPTION

Sr. No.	Particulars	Current Year	Previous Year
1	**Electricity (Approx)**		
a)	**Purchased**		
	Unit	700	500
	Total Amount	5600	4000
	Rate/Unit	08.00 ((Approx)	08.00 ((Approx)
	Own generation		
	i)Through Diesel Generator		
	Unit	0	0.00
b)	**Units per Ltr. of Diesel Oil**	0	0.00
	Rate/Unit	0	0.00

B. CONSUMPTION PER UNIT OF PRODUCTION

Particulars	Standards (if any)	Current Year	Previous Year
Product Unit	NA	0.00	0.00
Electricity	NA	0.00	0.00
Furnace oil	NA	NA	NA
Coal (Specify Quality)	NA	NA	NA
Others (Specify) (Diesel Generator)	NA	0.00	0.00

ANNEXURE C

Information as required under Rule 5 (2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014

i) Name of the Top Ten employee of the Company in terms of remuneration drawn

SN	Employee Name	Designation	Education Qualification	Date of Birth	Past Exp	Nature Of Employment whether contractual or otherwise	Remuneration Received	Date of commencement of employment	The last employment held by such employee before joining the company	%age of equity share held by the employee in the Company within the meaning of clause (iii) of sub-rule (2) Rule 5	Whether any such employee is a relative of any Director or Manager of the Company and if so, name of such Director or Manager
NIL											

ii) Name of the employee who were employed throughout the Financial year 2025-26 and were paid remuneration not less than Rupees 1 Crore 2 Lakhs per annum- Not Applicable

iii) Name of the employee who were employed in part during the Financial year 2025-26 and were paid remuneration not less than Rupees 8 Lakhs 50 Thousand per month – Not applicable

iv) Except above, none of the employee who were employed throughout the Financial year 2025-26 or part thereof and were paid remuneration in excess of Managing Director or Whole time director or Manager and holds along with his spouse and dependent children not less than 2% of equity shares of the company- NA

ANNEXURE -D

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

The management discussion and analysis present the industry Overview, opportunities and Threats, Initiatives by the Company and overall strategy of Skybiotech Healthcare Limited becoming a market driven producer of various innovative models and ranges of Pharmaceuticals products. The company is very optimistic of capturing a substantial share of market in the midst of the threats faced due to the liberalization and increased competition from well established companies from abroad and geopolitical crises.

1. Overview of Indian economy:

The Indian pharma industry has always been a leading industrial sector in the country, with a paralleled dominance of both domestic and foreign pharma companies. As a result of the vast potential held by the industry, it was estimated to have generated revenue worth US$ 49 Billion in FY 2021. Growing population of middle-class, rapid shift towards urbanization, enhanced medical infrastructure, increase in health insurance and lifestyle-related disease are some of the major factors for the growth of the industry.

According to this new research report "Indian Pharma Sector Forecast 2026", the rise in continuous investments by multinational companies and exports project a double-digit growth in near future. A large percentage of pharma products produced in India are exported, which has led the leading players to expand their reach into the Western nations. Due to the investments in R&D and the quest for more and more ANDA filings, the clinical trials market is growing at blistering pace. For comprehensive outlook of the industry, our in-depth and extensive research covers various segment ranging from the export and domestic market, bulk drugs & formulations to branded & generic drugs, etc.

The progress in the reach to medicines among Indians sets the baseline for the optimistic future outlook of the pharmaceutical market. The focus of the industry will shift towards capitalizing the potential of Tier-III and rural areas. Sectors such as biosimilars and CRAMS will continue pave way for the pharmaceutical market during the forecast period (FY 2022-2026).

The report offers a comprehensive statistical and analytical overview of the Indian pharmaceutical industry. It offers data on past, present, and future trends, with a focus on the pharmaceutical market's overall structure, makeup, and operation. The research goes into great detail about the opportunities and challenges that are predicted to occur both within and outside the pharmaceutical industry.

The research also looks at the pharmaceutical industry's regulatory framework and distribution structure. It has thoroughly investigated current market trends, developments, and competitive landscapes in order to help clients comprehend the market structure and its trajectory in the coming years. It also gives a quick rundown of the demographics and healthcare profile in order to assess the pharmaceutical market in terms of demand, spending, and potential future direction.

India’s textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India’s exports with approximately 11 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The textile industry has two broad segments. First, the unorganised sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organized sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. The Indian textiles industry is extremely varied, with the hand-spun and hand woven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralized power looms/ hosiery and knitting sector form the largest component of the textiles sector. The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries. The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world.

2. Industry Structure and Development:

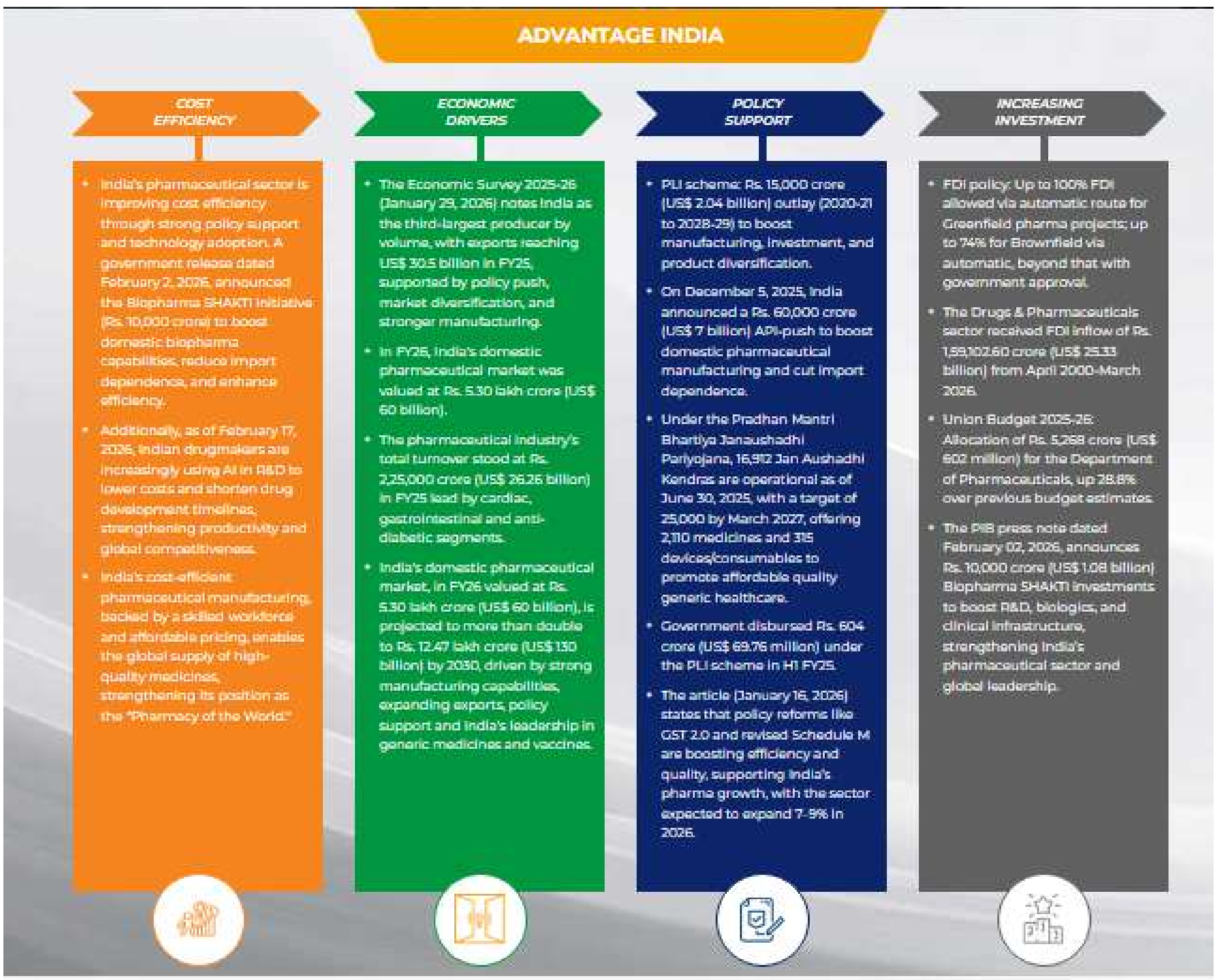
The global pharmaceutical industry was valued at approximately USD 1,627.73 billion in 2025 and is projected to reach USD 1,722.05 billion in 2026, growing at a year-over-year rate of 5.8%. The pharmaceutical industry outlook 2026 reflects steady expansion driven by biologics innovation, rising demand for advanced therapies, and increasing global healthcare expenditure.

India is the largest provider of generic drugs globally and is renowned for its affordable vaccines and high-quality medicines. Over the years, the Indian pharmaceutical industry has evolved into a vibrant sector, currently ranked third in pharmaceutical production by volume and 14th in terms of value. The industry has grown at a CAGR of 9.43% over the past nine years and contributes around 1.72% to India’s GDP.

Key segments of the industry include generic drugs, over-the-counter medications, bulk drugs, vaccines, biosimilars, biologics, and contract research and manufacturing. India has the highest number of pharmaceutical manufacturing facilities compliant with US FDA standards and hosts over 500 active pharmaceutical ingredient (API) producers, accounting for approximately 8% of the global API market.

As of May 2025, India supplies 55-60% of UNICEF’s vaccines, meets 99% of WHO’s DPT vaccine demand, and provides 52% of BCG and 45% of measles vaccines. The domestic pharmaceutical ecosystem comprises around 3,000 drug companies and roughly 10,500 manufacturing units, supported by a large pool of skilled scientists and engineers. Over 80% of antiretroviral drugs used globally to combat AIDS are supplied by Indian firms, reinforcing India’s reputation as the “pharmacy of the world.”

India's domestic pharmaceutical market, in FY26 valued at Rs. 5.30 lakh crore (US$ 60 billion) is projected to more than double to Rs. 12.47 lakh crore (US$ 130 billion) by 2030, driven by strong manufacturing capabilities, expanding exports, policy support and India's leadership in generic medicines and vaccines.



3. Government Initiatives

The Government of India has introduced several key initiatives through the Department of Pharmaceuticals to boost domestic manufacturing, research, and affordability in the pharma sector

- **Biopharma SHAKTIL:**

  Proposed in the Union Budget with a ₹10,000 crore outlay over five years to build a strong ecosystem for biologics, biosimilars, and clinical trial site.

- **Production Linked Incentive (PLI) Schemes:**

- Financial incentives provided for bulk drugs, active pharmaceutical ingredients (APIs), key starting materials (KSMs), and medical devices to reduce import dependence

- **PRIP Scheme:**

  The Scheme for Promotion of Research and Innovation in Pharma MedTech Sector (PRIP) encourages shifting focus from pure generic manufacturing toward high-value innovation.

- **Bulk Drug & Medical Device Parks:**

  Development of dedicated parks with common infrastructure facilities (CIFs) to lower production costs for manufacturers.

- **Pradhan Mantri Bhartiya Janaushadhi Pariyojana (PMBJP):**

  A citizen-centric network of Jan Aushadhi Kendras supplying affordable, high-quality generic medicines and surgical items

4. India's major Competitors in The World

- **China:** Dominates the global supply of APIs and basic chemical intermediates, while rapidly expanding its footprint in innovative drug development.

- **United States:** Leads the world in pharmaceutical research and development (R&D), biotechnology, and high-value patented drugs.

- **European Nations (Italy, Spain, Germany, UK):** Compete strongly in specialized chemical production, complex formulations, and advanced manufacturing infrastructure.

- **Israel:** Home to major global generic players like Teva Pharmaceuticals, competing directly in regulated international generic markets.

.

5. Opportunities and Threats:

Opportunities	Threats
• Entry in the market of Govt., Supply and Exports where own Mfg. is a pre-requisite • Reduction in Inventory holding coupled with improved quality and timely delivery • Capitalization on the marketing setup by backward integration thereby reducing the dependency on contract manufacturers • Due to increased health awareness in India, the setting up of number of hospitals / clinics with laboratories are expected to increase every year, which is expected to gives boost to market company's products • Global market is lucrative • Can take help of expertise from technical persons to curb competition • Large domestic market • Export potential • Increasing income levels is estimated to result in faster revenue growth • Indian government's Swachh Bharat mission • GST lowered duty • Increasing purchasing power and premiumisation of soaps has created a growing need for premium, feature-rich products, suchas herbal soaps	• Changes in Government policies • Supply chain disruption • Excessive lead times in case of more contract work • Inventory float and the difficulty of tracking it • Imports and regulatory structure • Slowdown in rural demand • Presence of chemicals and other toxic elements in soaps can damage skin texture or trigger allergies, in some people

6. Risk and Concern:

The Company is responsible for handling risks, which forms a part of good corporate governance. As part of our group values, adequate risk management ensures that risks are identified early and mitigation process is defined.

Various types of risks that can be categorized into external risks and internal risks impact the Company**.**

- **External Risks:**
  Industrial risks like change in government regulations or their implementation could disrupt our operations,unethical marketing, dishonest advertising, questionable pricing practices,
  inaccurate claims with regards to safety and efficacy of the product,Political instability,Natural calamities,Terroristattacks, civil unrests etc.

- **Internal Risks:**
  The Company can improve operational performance and create long-term value for shareholders on the back of superior consumer innovation as well as persistent focus on profitable growth and cost efficiency. The internal departments of the Company proactively monitor and manage the operational risks at various levels.

7. Financial Performance / Product wise Performance

During the year under review your company has not generated any revenue from its core business activities. Your directors are hopeful that in current year company will generate revenue from its new objective and better financial results would follow.

8. Cautionary Statement

The Management Discussion and Analysis statement of the Annual Report has been included in adherence of the spirit enunciated in the code of Corporate Governance approved by the Securities and Exchange Board of India. Statement in the Management Discussion and Analysis describing the Company's objectives, projects, estimates, expectations may be 'forward – looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference of the Company's operation include economic conditions affecting demand.

ANNEXURE – E

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31 MARCH, 2025

[*Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies* (*Appointment and Remuneration of Managerial Personnel*) *Rules, 2014*]

To,
The Members
Skybiotech Healthcare Limited
(Formerly Known as Kapil Cotex Limited)
Gut No. 05, Gevrai Tanda, Paithan Road,
Chh. Sambhaji Nagar (Aurangabad) MH 431002

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Skybiotech Healthcare Limited (CIN: L21001MH1983PLC031114) (herein after referred as "the Company") for financial year 2025-26. 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.

I conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to me are the true and correct.

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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ("**Audit Period**") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined, the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2026, as per the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') during the Audit Period.

(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; (Not applicable to the Company during the Audit Period)

(*d*) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014; (Not applicable to the Company during the Audit Period)

(*e*) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the Audit Period)

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.

(*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;

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

(vi) I, relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for the compliance of the following laws applicable specifically to the Company:-

a) The Income Tax Act, 1961;
b) The Central Goods and Services Tax Act, 2017
c) The Drugs Price Control Order, 2013;

d) National Pharmaceutical Pricing Policy, 2012;
e) The National List of Essential Medicines, 2015;
f) Food Safety and Standard Act, 2006;
g) Legal Metrology Act, 2009;
h) Environment (Protection) Act, 1986;

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

i. Secretarial Standards 1 and 2 as issued and revised by The Institute of Company Secretaries of India from time to time.

ii. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended and made effective from time to time.

Based on the aforesaid information provided by the Company, I report that during the financial year under report, the Company has complied with the provisions of the above-mentioned Act/s, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extent applicable, except as mentioned below:

1. *CS. Swati Maheshwari – Company Secretary and compliance officer was resigned from 01st October, 2024 however Company has not filed Form DIR-12 with Registrar of Companies.*

2. *Company has passed Special Resolution on 21st November, 2023 for shifting of registered office from one City to another but form INC-22 has not been filed till date of this report.*

3. *Mr. Yogesh Nandlal Chandak - Independent Director of Company has completed his Tenure of Ten Years as Independent Director however, still he is act as Independent Director in the board of Company.*

4. *During the year under review, the website maintained by the Company was not functioning properly, and certain disclosures required to be made on the Company's website were not available during the relevant period. The management has taken corrective measures to address the said deficiencies, and the Company's website is presently functioning properly with the requisite disclosures being made available thereon.*

I further report that -

The Board of Directors of the Company is duly constituted with proper combination of Executive and Non-Executive Directors with adequate mix of Independent Director's. The changes in the composition of the Board of Directors that took place during the Audit Period under review were carried out in compliance with the provisions of the Act, except as mentioned above.

Adequate notice is given to all directors about scheduled Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance or taken consent of shorter notice as and when required; 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.

I 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.

I further report that during the audit period the following were the major events in the Company having a major bearing on the Company's affairs in pursuance of the above- referred laws, rules, regulations, guidelines, standards, etc.:

- During the year under review, the Company has passed special resolution in the annual General Meeting dated 25th day of September, 2025 for adaption of new set of Memorandum of Association (MOA) and Article of Association (AOA) of the Company in accordance with Company Act, 2013 and alteration of object clause by inserting new Sub Clause 3 and 4 after Sub Clause III (1) and (2) of Memorandum of Association of Company.

- During the year under review, the Company has passed special resolution in the annual General Meeting dated 25th day of September, 2025 for Change of Name of Company form Kapil Cotex Limited to Skybiotech Healthcare Limited.

- During the year under review, the Company has passed special resolution in the annual General Meeting dated 25th day of September, 2025 for Increase in authorized share capital of Company form Rs.2,00,00,000/- (Rupees Two Crore Only) divided into 20,00,000 (Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs.5,00,00,000/ - (Rupees Five Crore Only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to rank pari-passu with the existing Equity Shares of the Company.

For SM Dhumal & Associates

SD/-
CS Seema Dhumal
M No. A71122
CP No.: 27832
UDIN: A071122H001354569
Date: 02/09/2026
Place: Pune

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

Annexure 'A'

To,
The Members
Skybiotech Healthcare Limited
(Formerly Known as Kapil Cotex Limited)
Gut No. 05, Gevrai Tanda, Paithan Road,
Chh. Sambhaji Nagar (Aurangabad) MH 431002

My 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 opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, I have obtained the Management representation about the compliance of laws, rules regulations and happening of events etc.

5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.

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

For SM Dhumal & Associates

SD/-
CS Seema Dhumal
M No. A71122
CP No.: 27832
PR No.: 6752/2025
UDIN: A071122H001354569
Date: 02/09/2026
Place: Pune

Annexure F
AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Account) Rule, 2014) statement containing sailent features of the financial statement of Subsidiaries/ Associate Companies

PART "A" Subsidiaries **(Rs. In Lakhs)**

S. No.	1
Name of Subsidiary	SKYBIOTECH LIFE SCIENCES PRIVATE LIMITED
Reporting period for the subsidiary concerned if different from holding Company's reporting period	NA
Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiary	INR
Share Capital	948.87
Reserve & Surplus	(490.77)
Total Assets	1401.96
Total Liabilities	943.86
Investment	0.19
Turnover	733.69
Profit before Tax	(160.66)
Provision for taxation	0.00
Profit After Tax	(54.94)
Proposed Dividend	0.00
% of Shareholding	72.52

List of major General Acts applicable to the Company

a) The Drugs and Cosmetics Act, 1940;
b) The essential commodities Act, 1955;
c) The Drugs Price Control Order, 2013;
d) National Pharmaceutical Pricing Policy, 2012;
e) The National List of Essential Medicines, 2015;
f) Food Safety and Standard Act, 2006;
g) Legal Metrology Act, 2009;
h) Environment (Protection) Act, 1986;
i) The Water (Prevention and Control of Pollution) Act, 1974;
j) Air (Prevention and Control of Pollution) Act, 1981;
k) Hazardous Wastes (Management, Handling and Transboundary Movement)" Rules, 2016;

CODE OF CONDUCT

This is to certify that in pursuance of the provisions of in Regulation 34(3) read with Point No. D of Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. A Code of Conduct for the Board members and the Senior Management personal of the Company has been approved by the Board and further Amended from time to time, the code was amended lates by November, 14, 2023.

The said Code of Conduct has been uploaded on the website of the Company and has also been circulated to the Board Members and senior Management Personnel of the Company.

All Board members and senior management Personnel have affirmed compliance with the said Code of Conduct, for the period ended 31st March, 2026.

BY THE ORDER OF BOARD OF DIRECTORS
FOR KAPIL COTEX LIMITED

SD/-	**SD/-**
Poonam Prakash Rathi	**Prakashchandra Rathi**
(Managing Director)	Director and CFO
DIN: 01274428	DIN: 01393087

Date: 03/09/2026
Place: Chh. Sambhajinagar

INDEPENDENT AUDITOR'S REPORT

To the Members of **SKYBIOTECH HEALTHCARE LIMITED**

Report on the Audit of the standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Skybiotech Healthcare Limited (Formerly known as Kapil Cotex Limited) ("the Company"), which comprise the Balance Sheet asat March 31 2026, the Statement of Profit and Loss, including the statement of OtherComprehensive Income, the Cash Flow Statement and the Statement of Changes inEquity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 Company as at March 31, 2026, its profit/loss including other comprehensive income its cash flowsand the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2026. These matters were addressed in the contextof our audit of the standalone Ind AS financial statements as a whole, and in formingour opinion thereon, and we do not provide a separate opinion on these matters. Foreach matter below, our description of how our audit addressed the matter is providedin 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 Ind AS 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 ofthe risks of material misstatement of the standalone Ind AS 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 Ind AS financial statements.

We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 Ind AS 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 for the standalone Ind AS FinancialStatements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS 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 (Ind AS) 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 Ind AS 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 Ind AS 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.

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

Auditor's Responsibilities for the Audit of the standalone Ind AS FinancialStatements

Our objectives are to obtain reasonable assurance about whether the standalone IndAS 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 misstatementwhen 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 IndAS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 weconclude that a material uncertainty exists, we are required to draw attention inour 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 Ind AS financial statements, including the disclosures, and whether the standalone Ind AS 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 Ind AS 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statementof Other Comprehensive Income, the Cash Flow Statement and 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 Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

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

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;

(g) The managerial remuneration for the year ended March 31, 2026 has not been provided for the year by the Company to its directors in accordance withthe provisions of section 197 read with Schedule V to the Act;

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

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

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

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

For SPD AND ASSOCIATES
CHARTERED
ACCOUNTANTS
FRN: 139118W

SD/-

CA VENUGOPAL B. SOMANI
Partner
M. No. 154533
Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026

UDIN: 26154533FNSFZX2558

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of SKYBIOTECH HEALTHCARE LIMITEDfor the year ended 31st March, 2026.

On the basis of the information and explanation given to us during the course of our audit, we reportthat:

1.

(a) The company has maintained proper records showing full particularsincluding quantitative details and situation of its fixed assets.

(b) These fixed assets have been physically verified by the management at reasonableintervals there was no Material discrepancies were noticed on such verification.

(c) The title deeds of Immovable properties are held in the name of the company.

2. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stock by the management as compared to book records.

3. According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has not granted any loans secured or unsecured to companies, firms, Limited Liability firms or others parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.

4. In respect of loans, investments, guarantees, and security all mandatory provisions of section185 and 186 of the Companies Act, 2013 have been complied with.

5. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regards to the deposits accepted from the public are not applicable.

6. Maintenance of cost records as been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.

7 (a) The company is regular in depositing undisputed statutory dues (whichever applicable) including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

(b) Dues of income tax or GST or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.

8. There were no instances of undisclosed or surrendered transactions during this Financial Year.

9 The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.

(a) The company has not raised any money by way of further public offer (including debt instruments) during the current financial year.

(b) During the year, the company has not made any allotment of shares under audit. Share Capital structure will be same as last year

10. Neither company has done any fraud nor by its officers or employees so no thing be disclosed separately

12 Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicableon Nidhi Company.

13 All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;

14. The Company has appointed Internal Auditor as per Sec 138 of Companies Act, 2013.

15. Provisions of Section 192 of Companies Act 2013 have been complied.

16 The company is not required to be registered under section 45-IA of the Reserve Bank ofIndia Act, 1934

18 The company hasn't entered into any non-cash transactions with directors or persons connected with him.

19 The Company has generated Profit (Profit before tax) of Rs. (6,00,000)/- in Financial year 2025-26.

20 There haven't been any resignation of statutory auditor during the year due to completion of Audit term of 5 years.

21. On the basis of Financial Ratios, Ageing and expected dates of realization of Financial assets and payment to financial liabilities, other information accompanying financial statements, Company will be able to pay off its financial liabilities.

22. Company is not liable to undertake CSR Activities as per sec 135 of companies act, 2013.

For SPD AND ASSOCIATES
CHARTERED
ACCOUNTANTS
FRN: 139118W

CA VENUGOPAL B. SOMANI
Partner
M. No. 154533
Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026

UDIN: 26154533FNSFZX255

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

REPORT ON INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

We have audited the Internal Financial Controls over financial reporting of Skybiotech Healthcare Limited of March 31, 2026 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depends on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

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

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

Inherent limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For SPD AND ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 139118W

SD/-

CA VENUGOPAL B. SOMANI
Partner
M. No. 154533
Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026

UDIN: 26154533FNSFZX2558

SKYBIOTECH HEALTHCARE LIMITED

(Formerly Known as KAPIL COTEX LIMITED)

Gut No.5, Geverai Tanda, Paithan Road, Chhatrapati Sambhaji Nagar, Maharashtra- 431 002.

CIN No. L17100MH1983PLC031114

STANDALONE BALANCE SHEET AS AT 31st MARCH, 2026

Particulars	Note No.	Figures as at the end of 31.03.2026	Figures as at the end of 31.03.2025	
			`	
I.ASSETS				
(1) Non Current Assets				
(a) Property, Plant and Equipment	7	0.08	0.28	
(b) Capital Work In Progress				
(c) Investment Property				
(d) Goodwill				
(e) Other Intangible Assets				
(f) Intangible Assets under development				
(g) Biological Assets other than bearer plants				
(h) Financial Assets				
(i) Investments	8	1,225.23	1,247.42	
(ii) Trade Receivables				
(iii) Loans				
(iv) Others (to be specified)				
(i) Deferred Tax assets (net)				
(j) Other Non-Current Assets				
(2) Current Assets				
(a) Inventories				
(b) Financial Assets				
(i) Investments				
(ii) Trade Receivables	9	-	-	
(iii) Cash and cash equivalents	10	0.66	- 1.57	
(iv) Bank Balances other than (iii) above				
(v) Loans	11	-	-	
(vi) Others (to be specified)				
(c) Current Assets (Net)				
(d) Other Current Assets	12	15.85	16.13	
Total Assets		1,241.82	1,262.27	
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	2	191.50	191.50	
(b) Other equity	3	963.78	986.44	
Liabilities				
Non-current liabilities				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Provisions				
(c) Deferred tax liabilities (Net)	4	11.63	17.18	
(d) Other non-current liabilities				
Current liabilities				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Other current liabilities	5	3.40	4.59	
(c) Short-term provisions	6	71.51	62.56	
(d) Liabilities for current tax (net)				
Total Equity & Liabilities		1,241.82	1,262.27	0.00
Significant Accounting Policies & Notes to Accounts	1 to 12			- 0

Notes referred above attached there to form an integral part of Balance Sheet

As per our Report of even date.

FOR SPD ASSOCIATES	**FOR SKYBIOTECH HEALTHCARE LIMITED**	
CHARTERED ACCOUNTANTS		
(REG NO. 139118W)	**SD/-**	**SD/-**
SD/-	**(Prakash Rathi)**	**(Poonam Rathi)**
	(CFO, DIRECTOR)	(MANAGING DIRECTOR)
CA VENUGOPAL B. SOMANI	DIN no. 01393087	DIN no. 01274428
PARTNER		
Membership No. : 154533		
PLACE : CHH. SAMBHAJINAGAR		
DATE: 30th May, 2026		
UDIN: 26154533FNSFZX2558		

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Gut No.5, Geverai Tanda, Paithan Road, Chhatrapati Sambhaji Nagar, Maharashtra- 431 002.

CIN No. L17100MH1983PLC031114

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2026

Sr. No	Particulars	Note No.	*Figures as at the end of 31.03.2026*	*Figures as at the end of 31.03.2025*
			Rs.	Rs.
I	Revenue from operations	13	-	-
	Other Income	14	6.69	18.12
	Total Revenue (I)		**6.69**	**18.12**
II	***Expenses:***			
	Employee Benefit Expense	15	1.44	1.44
	Depreciation and Amortization Expense	16	0.01	0.02
	Other Expenses	17	11.24	9.07
	Total Expenses (II)		12.69	10.53
III	**Profit before tax**	**(I-II)**	**- 6.00**	**7.60**
IV	***Tax expense:***			
	(1) Current tax		-	1.63
	(2) Deferred tax		0.03	0.04
	(3) Income tax paid of Earlier Years (W/off)			
	Profit for the Year	**(IV)**	**- 6.04**	**5.93**
V	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to Profit or Loss		- 22.20	- 46.27
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss		5.55	11.57
	(iii) Items that will be reclassified to Profit or Loss		-	-
	(iv) Income tax relating to items that will be reclassified to Profit or Loss		-	-
	Total Other Comprehensive Income for the Year (Net of Tax)	**(V)**	- 16.65	- 34.70
VI	***Total Comprehensive Income for the Year***	**(IV- V)**	**- 22.68**	**- 28.77**
VII	Earning per equity share:			
	(1) Basic		- 1.18	- 1.50
	(2) Diluted		- 1.18	- 1.50

Notes referred to above form an integral part of Statementof Profit & Loss Account 13-17

As per our Report of even date.

FOR SPD ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 139118W)

SD/-

CA VENUGOPAL B. SOMANI
PARTNER
Membership No. : 154533
PLACE : CHH. SAMBHAJINAGAR
DATE: 30th May, 2026
UDIN : 26154533FNSFZX2558

FOR SKYBIOTECH HEALTHCARE LIMITED

SD/-
(Prakashchandra Rathi)
(CFO DIRECTOR)
DIN No. 01393087

SD/-
(Poonam Rathi)
(MANAGING DIRECTOR)
DIN No. 01274428

SKYBIOTECH HEALTHCARE LIMITED

(Formerly Known as KAPIL COTEX LIMITED)

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED on 31st MARCH,2026

PARTICULARS	31.03.2026		31.03.2025	
	AMOUNT	AMOUNT	AMOUNT	AMOUNT
A. CASH FLOW FROM OPERATING ACTVITIES				
Net profit before tax & extraordinary Income		- 6.00		7.60
Adjustments:-				
Realization of Sale of Furnitures	-		0.18	
Depreciation & Preliminary Expenses Amortisation	0.01		0.02	
Dividend	- 2.37		- 2.22	
Capital Gain	- 0.31		- 12.96	
Interest Income	-		- 2.95	
Other Non Cash Adjustment	- 22.20		- 45.95	
Assets Written Off/ Excess Provision W/off	0.55		-	
		- 24.33	-	- 63.89
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		- 30.33		- 56.29
Adjustments:-				
Increase in Sundry Creditors/Current Liabilities	11.77		54.26	
Increase/decrease in Sundry Debtors	-		0.00	
Other Current Assets (Loans & Advances)	0.28		0.17	
Net Flow before tax Adjustments	12.05		54.43	
Income Tax Paid/Credit	18.28	30.32	32.18	86.61
Cash Flow from Operating Activities	A	- 0.00		30.32
B. CASH FLOW FROM INVESTING ACTVITIES				
Interest/Commission Income	-		2.95	
Capital Gain	0.31		12.96	
Dividend Income	2.37		2.22	
Investment in Shares	- 0.45		- 948.43	
Cash flow from Investing Activities	B	2.23		- 930.31
C. CASH FLOW FROM FINANCING ACTVITIES				
Securities Premium	-		55.13	
Share Issue Expenses	-		-	
Share Capital	-		-	
	C	-		55.13
Net Increase/Decrease in Cash & Cash Equivalents	A+B+C	2.23		- 844.86
Opening Balance of Cash & Cash Equivalents		- 1.57		843.29
Closing Balance of Cash & Cash Equivalents		**0.66**		**- 1.57**

FOR SPD ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 139118W)

FOR SKYBIOTECH HEALTHCARE LIMITED

SD/-

(Prakashchandra Rathi) **(CFO DIRECTOR)** DIN No. 01393087

(Poonam Rathi) **(MANAGING DIRECTOR)** DIN No. 01274428

SD/-
CA VENUGOPAL B. SOMANI
PARTNER
Membership No. : 154533
PLACE : CHH. SAMBHAJINAGAR
DATE: 30th May, 2026
UDIN: 26154533FNSFZX2558

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2026

A. Equity Share Capital

Balance at the beginning of the reporting period i.e 1st April, 2025	Changes in equity share capital during the year 2025-26	Balance at the end of the reporting period i.e 31st March, 2026	Changes in equity share capital during the year 2025-26	Balance at the end of the reporting period i.e 31st March, 2026
1,91,50,000	-	1,91,50,000	-	1,91,50,000

B. Other Equity

	Balance at the beginning of the reporting period i.e 1st April, 2025	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2026
AS AT 31st MARCH, 2025					
Share Application Money Pending Allotment	-	-	-	-	-
Reserves and Surplus					
Capital Reserve	-	-	-	-	-
Securities Premium Reserve	580.41	-	55.13	-	635.53
General Reserve	-	-	-	-	-
Retained Earnings	158.51	15.61	5.93	-	180.05
Other Comprehensive Income	152.79	- 34.70	-	52.76	170.86
TOTAL	891.71	- 19.09	61.06	52.76	986.44

	Balance at the beginning of the reporting period i.e 1st April, 2025	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2026
AS AT 31st MARCH, 2026					
Share Application Money Pending Allotment	-	-	-	-	-
Reserves and Surplus					
Capital Reserve	-		-	-	-
Securities Premium Reserve	635.53	-	-	-	635.53
General Reserve				-	-
Retained Earnings	180.05	-	- 6.04	-	174.02
Other Comprehensive Income	170.86	- 16.65	-	0.03	154.23
TOTAL	986.44	- 16.65	- 6.04	0.03	963.78

FOR SPD ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 139118W)

FOR SKYBIOTECH HEALTHCARE LIMITED

SD/- SD/-

(Prakash Rathi) **(Poonam Rathi)**
(CFO DIRECTOR) **(MANAGING DIRECTOR)**
DIN no. 01393087 DIN no. 01274428

SD/-
CA VENUGOPAL B. SOMANI
PARTNER
Membership No. : 154533
PLACE : CHH. SAMBHAJINAGAR
DATE: 30th May, 2026
UDIN: 26154533FNSFZX2558

BIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITE

Notes Forming Integral Part of the Balance Sheet as at 31St March, 2026

Note : 2 Share Capital

Rs.

Sr. No	Particulars	As at 31st March, 26	As at 31st March, 25
1	AUTHORIZED CAPITAL		
	50,00,000 Equity Shares of Rs. 10/- each	500.00	200.00
		500.00	200.00
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL		
	10,40,000 Equity Shares of Rs.10 each, fully Paid up	191.50	191.50
	(Previous Year 10,40,000 Equity Shares of Rs.10 each, fully Paid up for cash)		
	See Note No.19 Attached herewith		
	Total	191.50	191.50

Note : 3 Other Equity

Sr. No	Particulars	As at 31st March, 26	As at 31st March, 25
1	Securities Premium reserve (Opening)	635.53	580.41
	Add: Additions/deletions during the Year		55.13
	A	635.53	635.53
2	Profit & Loss Account Opening	180.05	158.51
	Add: Profit/Loss for the period	- 6.04	21.54
	B	174.02	180.05
3	Other Comprehensive Income	154.23	170.86
	Total (A+B)	963.78	986.44

Note : 4 Deferred Tax Liabilites

Sr. No	Particulars	As at 31st March, 26	As at 31st March, 25
1	Provision For Deferred Tax On Current Year		
	A Opening Liability	17.18	28.75
	Depreciation as Per Companies Act 2013	0.01	0.02
	Depreciation as per I.T.Act 1961	0.12	0.13
	Difference In Current Years Depreciation	- 0.11	- 0.12
	B Difference In Current Years Depreciation @ 30.90 %	- 0.03	- 0.04
	C Deffered tax in relation to Other Comprehensive income-Changes in FV of Inves	- 5.55	- 11.57
	Deferred Tax Liability (net)	11.63	17.18

Note : 5 Other Current Liabilities

Sr. No	Particulars	As at 31st March, 26	As at 31st March, 25
1	Audit Fees Payable	0.65	0.65
2	Professional Charges Payable	-	0.12
3	Deferred Tax Payable	0.38	0.35
4	Other Liabilities Payable	0.06	0.05
5	Payable to Registrar-Setelite Corporate Services	-	0.56
6	Salary Payable	1.92	2.48
7	TDS Payable	0.39	0.39
	Total	3.40	4.59

Note : 6 Short Term provisions

Sr. No	Particulars	As at 31st March, 26	As at 31st March, 25
1	Provision for Current Tax	-	1.63
2	Loan from Poonam Rathi	31.86	27.86
3	Loan from Prakash Chandra Rathi	37.06	33.08
4	Loan from Sky Biotech Life Sciences Pvt Ltd.	2.59	-
	Total	71.51	62.56

OTECH HEALTHCARE LIMITED(Formerly Known as KAPIL COTEX LIMI

Notes Forming Part of the Balance Sheet as at 31st March, 2026

Note :8 Non-Current Investments

		In Rs.	In Rs.
Sr. No	**Particulars**	**As at 31st March,26**	**As at 31st March,25**
1	Investment in Quoted Equity Shares	190.25	212.45
2	Investment in Unquoted Equity Shares	1,001.15	1,001.15
3	Investment in Office premises	33.83	33.83
	TOTAL	1,225.23	1,247.42

Note : 9 Trade Recievables

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Outstanding for more than six months		
2	Others		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	TOTAL	-	-

Note : 10 Cash & Cash Equivalent

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Cash-on-Hand		
	Cash Balance	0.38	0.31
		-	-
	Sub Total (A)	**0.38**	**0.31**
2	Bank Balance		
	In Current Account-Federal bank Ltd.Mumbai	0.28	- 1.88
	FDR with Bank	-	-
	Sub Total (B)	**0.28**	**- 1.88**
	Total [A + B]	**0.66**	**- 1.57**

Note : 11 Short Terms Loans and Advances

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Rent Due	-	-
2	Ramswaroop Somani	-	-
	TOTAL	-	-

Note : 12 Other Assets

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	TDS Receivable	0.24	0.52
2	Advance Income Tax		-
3	MAT Credit Receivable- Assets	15.61	15.61
	TOTAL	**15.85**	**16.13**

Notes Forming Part of the Statement of Profit & Loss Accounts as at 31st March, 2026

Note : 13 Revenue from Operations

Sr. No	Particulars	In Rs. As at 31st March,26	In Rs. As at 31st March,25
		-	-
	TOTAL	-	-

Note : 14 Other income

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Capital gains on sale of shares	0.31	12.96
2	Dividend Income	2.37	2.22
3	Interest on Bank FDR	-	2.95
4	Miscellaneous Income	4.00	-
	TOTAL	6.69	18.12

Note : 15 Employee Benefit Expenses

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Salary	1.44	1.44
2	Directors Remunerations	-	-
3	Staff Welfare Charges	-	-
	TOTAL	1.44	1.44

Note : 16 Depreciation & Amortisation Expenses

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Depreciation	0.01	0.02
	TOTAL	0.01	0.02

Note : 17 Other Expenses

Sr. No	Particulars	As at 31st March,26	As at 31st March,25
1	Advertisement Expenses	0.21	-
2	Audit Fees	0.60	0.60
3	Bank Charges	0.01	0.01
4	Conveyance Charges	-	0.11
5	Demat Charges	0.02	0.02
6	Depository Charges	0.21	1.06
7	General Expenses	-	0.03
8	GST	0.11	0.18
9	Late Filing Fees	0.04	2.41
10	Legal & Profeessional Charges	-	0.10
11	Listing Fees	4.41	3.84
12	Printing & Stationery	-	0.04
13	Professional fees Paid	-	0.43
14	Registrar Charges	0.24	-
15	ROC Filing fees	5.19	-
16	Service Tax Expenses	-	0.01
17	Stamp Charges	-	0.00
18	STT on Delivery	-	0.07
19	Telephone & Mobile Exp.	-	0.05
20	Turnover Charges	-	0.00
21	Website Expenses	-	0.13
22	Interest on TDS	0.02	-
23	Assets Written Off	0.19	-
	TOTAL	11.24	9.07

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes Forming Part of the Balance Sheet as at 31st March, 2026

Note : 7 Fixed Asset

Sr. No	Particulars	Gross Block				Depreciation				Net Block	
		As at 01.04.2025	*Addition during the year*	*Deduction during the year*	*As at 01.04.2026*	*As at 01.04.2025*	*Deduction during the year*	*Depreciation for the year*	*As at 31.03.2026*	*WDV as on 31.03.2025*	*WDV as on 31.03.2026*
	Tangible Assets-OWN										
1	Computer	0.68	-	0.02	0.66	0.66	-	-	0.66	0.02	-
2	Furniture & fixtures	3.71	-	0.16	3.55	3.55	-	-	3.55	0.16	-
3	Air Conditioner	0.54	-	-	0.54	0.45	-	0.01	0.46	0.09	0.08
4	Printer	0.06	-	0.01	0.05	0.05	-	-	0.05	0.01	-
	SUB TOTAL (A)	**4.99**	**-**	**0.19**	**4.80**	**4.70**	**-**	**0.01**	**4.69**	**0.28**	**0.08**

M/s. KAPIL COTEX LIMITED

Notes to Accounts **Note No.18**

1. Reconciliation of the number of shares outstanding:-

SHARE CAPITAL	Figures as at the end of 31.03.2026			Figures as at the end of 31.03.2025	
	IN SHARES	IN RS		IN SHARES	IN RS
AUTHORISED	5000000	50000000		2000000	20000000
ISSUED AT THE BEGINNING OF THE YEAR	1915000	19150000		1915000	19150000
SHARES ISSUED DURING THE YEAR	0	0		0	0
ISSUED SHARE CAPITAL AT END OF YEAR	1915000	19150000		1915000	19150000
UNISSUED SHARE CAPITAL AT YEAR END	3085000	30850000		85000	850000

Note:- 1. No fresh issue of Equity shares during the year.

2. The Company has only one class of equity shares having a par value of ` 10/- per equity share. Each equity shareholder is entitled to one vote per share.

3. No bonus shares were issued during the period of five years immediately preceeding the reporting Date.

2. Details of Shareholders holding more than 5% Shares at the End of Current Year:-

Name of Shareholder	As on 31.03.2026 NO. OF SHARES	% OF HOLDING		As on 31.03.2025 NO. OF SHARES	% OF HOLDING
Prakash C Rathi-Equity Shares	864888	45.16		864888	45.16
Poonam R Rathi-Equity Shares	249087	13.01		249087	13.01
Rajlaxmi Yogesh Chandak	100000	5.22		100000	5.22

3. Details of Investments in Equity Shares

DETAILS OF NON-CURRENT INVESTMENTS	Figures as at the end of 31.03.2026		Market Value	Figures as at the end of 31.03.2025		Market Value
	IN SHARES	IN RS	as on 31.03.26	IN SHARES	IN RS	as on 31.03.25
Long term investments at Cost Price						
Arvind Smartspace Ltd.	50	0.00	25050.00	50	0.00	35277.5
Arvind Ltd.	500	146395.00	169675.00	500	146395.00	157600
Bharat Electronics ltd(Bonus)	1263	0.00	505957.80	1263	0.00	380415.6
HPCL-BONUS	2875	0.00	963843.75	2875	0.00	1035431.25
Kotak Mahindra Bank	11875	882431.25	4194250.00	2375	882431.25	5156837.5
Kotak Mahindra Bank -Bonus	18125	0.00	6401750.00	3625	0.00	7870962.5
Indian Oil Corp Ltd.-BONUS	5000	0.00	677500.00	5000	0.00	638750
Jai Corp Ltd.	908	143382.28	80675.80	908	143382.28	81656.44
One Source Speciality Pharma Limited	75	11483.88	110426.25	75	12852.69	131103.75
ONGC Ltd. Bonus	2500	0.00	711500.00	2500	0.00	616000
Patel Engineering Ltd.	1500	40500.00	33345.00	1350	106060.00	52758
Reliance Communication	1500	36270.00	1140.00	1500	36270.00	2220
Reliance Industrial Infra Ltd.	250	143581.00	156312.50	250	143581.00	201762.5
Solar Active Pharma Science Ltd	25	9362.42	10626.25	25	9362.42	12817.5
Solar Active Pharma Science Ltd Right Issue	36	4725.00	9846.00	36	4725.00	9361.8
Strides Pharma Science Ltd	150	96345.94	140662.50	150	107829.81	100350
Tata Chemicals Ltd.	1500	462643.00	874725.00	1500	462643.00	1297650
Tata Steels Ltd.	17100	786601.48	3279780.00	17100	786601.48	2637675
The Anup Engineering Limited	36	0.00	57639.60	36	0.00	125173.8
Tata Powers Ltd.	1000	107010.00	378700.00	1000	107010.00	375400
Wonderla Holidays Ltd.	500	106907.00	241775.00	500	106907.00	325875
TOTAL	**66768**	**2977638.24**	**19025180.45**	**42618**	**3056050.93**	**21245078.14**

	In Rs.	In Rs.	
Aggregate Value of Quoted Investments	2977638	3056051	78413
Aggregate Value of UnQuoted Investments	NIL	NIL	
Aggregate Provision in diminution of value of Investments	NIL	NIL	
Market Value of Quoted Investments	**19025180**	**21245078.14**	2219897.69

4. Details of related parties transactions:-

Details of Related Parties

Description of Relationship			Name of Related party
Key Management Personnel (KMP)-Directors			Prakash Rathi
			Poonam Rathi
Prakash & Poonam Rathi are common Directors of the Company			Spring Field Exim Pvt Ltd.
Prakash & Poonam Rathi are common Directors of the Company			SKYBIOTECH LIFE SCIENCES PVT LTD

Details of Related party transactions during the year ended 31st March, 2026

Type of Related Party/ Nature of Business	Prakash Rathi	Poonam Rathi	Spring Field Exim Pvt Ltd.	SKYBIOTECH LIFE SCIENCES PVT LTD
Rent Received	Nil	Nil	Nil	Nil
Directors Remuneration & Bonus	Nil	Nil	Nil	Nil
Loans Taken	3,98,436	4,00,000	Nil	7,35,085
Loans Re-Paid	Nil	Nil	Nil	4,75,853

5. Payment to Auditors	**As at 31.03.26**	**As at 31.03.25**
Auditors Remunerations for Statutory Audit	60000	60000

6. Earnings in Foreign Currency

NIL NIL

7.Based on information available with the compnay there were no dues to micro and small enterprises, under the Micro, Small & medium Enterprise Development Act,2006.

8. In the opinion of the Board, the current assets, carry same value, as stated in the normal course of business.

9.The figures of the previous year have been rearranged,reclassified wherever necessary to make comparable to the Current Year's figures.

10. Balances of loans & Advances are subject to Confirmation from concerned parties.

11. There was no contingent liabilities & Commitments at the end of current year.

12. Cash in hand as on 31st March 2025, is as certified by a Director of the Company.

For KAPIL COTEX LTD

(CFO DIRECTOR) (MANAGING DIRECTOR)

NOTE-1

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. CORPORATE INFORMATION

Skybiotech Healthcare limited is engaged in the business of Manufacturing of Pharmaceuticals & its allied products. During the concerned year, it did not get any revenue from its main objects. However, it gives consultancy & assistance in selling the goods of foreign clients & earned brokerage/consultancy income. It also deals in shares & Securities, where it earned capital gains & dividend income.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) System of Accounting:

I The Financial statements are prepared under the historical cost convention and in accordance with generally accepted accounting principles and the Accounting Standards issued by The Institute of Chartered Accountants of India along with the provisions of the Companies Act, 2013.

II The Company, generally, follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Dividend Income is recognized as & when received.

III Estimates and assumptions used in the preparation of the financial statements are based upon management evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

(B) Provisions & Contingent Liabilities:

A provision is recognized when there is present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect if which a reliable estimate can be made. Provisions are determined based on the best estimate of the amount required to settle the obligation at the Balance sheet date. Contingent Liabilities are not recognized in the financial statements but is disclosed.

(C) Earnings Per Share:

The earnings considered in ascertaining the Company’s EPS comprises the net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

(D) Employees Benefit:

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered. As per the revised AS-15 “Employee Benefits”, it is mandatory that the company should provide liability on the basis of Actuarial Valuations. However, the company has accounted employee benefits on cash basis as & when claimed by employee & no provisions for post employment benefits have been made.

(E) Segment Reporting:

The Company has carried out investment activities & earned capital gains & dividend income, the same has been recognized separately in the profit & loss account. Other than this, it has earned Consultancy & brokerage income which has been shown separately in the P&L Account.

(F) Taxation:

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized to that extent only, subject to consideration of prudence in respect of deferred tax assets, or timing differences, being the differences between the taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years, having tax consequences.

(G) **Investments:**

Investments are classified as Non-Current investments and Current investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments. Non-current investments are stated at cost and any decline other than temporary, in the value of such investments is charged to the profit and loss account. Current investments are stated at the cost price. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments.

(H) **Fixed Assets & Depreciation:**

I. All fixed assets are stated at historical cost of acquisition/construction cost less depreciation. Costs include all expenses incurred to bring the assets to its present location & Condition.

II. Pursuant to the Requirements of the Schedule II of the Companies Act, 2013 the company has revised the depreciation rates wef 1st April, 2014 as prescribed under said Act. The company has adopted the estimated useful life of the fixed assets as stipulated by the Schedule II of the Act. It has followed the Straight line Method for charging of depreciation.

(I) **Impairment:**

The Company assesses at each Balance Sheet whether there is any indication that assets may be impaired. If any such indications exist, the Company estimates the recoverable amount of the assets or the cash-generating unit and if the same is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the recoverable amount.

INDEPENDENT AUDITOR'S REPORT

To the Members,
Skybiotech Healthcare Limited
(Formerly Known as Kapil Cotex Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial results of Skybiotech Healthcare Limited (hereinafter referred to as the "Holding Company") and its subsidiary (the Parent & Subsidiary referred to as the "Group"), which comprise the Consolidated Balance sheet as at 31st March 2026, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity, the Consolidated Statement of cash flows for the year ended on that, and notes to the 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 (the "Act") in the manner so required and give a true and fair view in conformity with Accounting Standards prescribed under section 133 of the Act read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, the consolidated profit, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

(i) Include the annual financial results of the following entities:

Parent Company

- Skybiotech Healthcare Limited

Subsidiary Company

- Skybiotech Life Sciences Private Limited

Key Audit Matters

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

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Annual Report, namely Financial Performance, Director's Report including Annexures to the Director's Report etc.; but does not include the consolidated financial statements and our auditor's report thereon.

These reports are 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 the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, change in equity and Consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Going Concern

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

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

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

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

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

a. 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 of higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b. Obtain an undertaking of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(1)(i) of the Act, We are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

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

d. Conclude on the appropriateness of Management's use of going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events and 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 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 audit report. However future events or conditions may cause the Company to cease to continue as a going concern.

e. 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.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

We communicate with those charged with governance of the Holding Company 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 auditors' 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.

Other Matter

The Consolidated Financial Statements includes the audited financial results of:

a) A subsidiary company, whose financial statements include net profit/(loss) after tax of INR (242.86 lakhs) for the year ended March 31, 2026, which has been audited by its independent auditor.

The independent auditors' report on the financial statements of these entity have been furnished to us by the Management of the Holding Company and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in the paragraph above.

Our opinion above on the Consolidated Financial Statements and our report on Other Legal and Regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and financial information certified by the Management of the Holding Company.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

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

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

(d) In our opinion, the aforesaid consolidated financial statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the Directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2026 from being appointed as director in terms of Section 164 (2) of the Companies Act 2013.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

i. The Financial statements disclose the impact of pending litigations on the financial position of the company.

ii. The Company did not have any long-term contracts including derivative contracts as such the question of commenting on any material foreseeable losses thereon doesn't arise.

iii. There has not been an occasion in case of the company during the year under report to transfer any sums to the Investor Education and Protection Fund.

iv. (a) The Management of Holding Company has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in 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 Holding Company to or in any other persons or any entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(b) Management of Holding Company has represented that to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the Holding Company from any persons or any entities, including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the Holding Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. (a) The Holding Company did not declare or paid dividend during the year hence question of compliance with section 123 of the Companies Act, 2013 does not arise.

2. With respect to the matters specifies in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO report issued by us for the Company, we report that CARO is applicable to its associate firm whose accounts are included in the consolidated financial statements of the Company.

For SPD AND ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 139118W

SD/-

CA VENUGOPAL B. SOMANI
PARTER
M. No. 154533

Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026

UDIN: 26154533OGMEWU7232

With reference to the "**Annexure-A**" referred to in the Independent Auditors' Report to the Members of **Kapil Cotex Limited** ('the Company') on the consolidated financial statements for the year ended **31st March 2026**, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant& Machinery and Equipments and Intangible Assets.

(b) As explained to us, the Company has a regular programme of physical verification of its Property Plant & Machinery & Equipments (PPE) and Intangible Assets., by which PPE is verified in a phased manner. In accordance with this programme, certain PPE were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) As explained to us, physical verification of inventories apart from goods in transit and inventories lying with outside parties has been conducted by the management during the year and no material discrepancies were noticed on such verification between the physical stock and book records. In our opinion, the frequency of such verification is reasonable. Inventories lying with outside parties have been substantially confirmed by them as at the year-end and no material discrepancies were noticed in respect of such confirmations.

(iii) The Company has not given unsecured loan to its associated concern, covered in the register maintained under section 189 of the Companies Act 2013 in the normal course of business.

(iv) According to the information and explanations given to us, the company has not given any loans or advances to entities as mentioned under section 185 and 186 of the Companies Act except trade advances as given in Related Party transaction disclosure of Note 30.8 of standalone financial statement.

(v) According to the information and explanations given to us, the Company has not accepted deposits from the public during the year. Therefore, the provisions of clause 3(v) of the Order are not applicable to the Company.

(vi) According to the information and explanations given to us and in our opinion the cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under subsection (1) of Section 148 of the Companies Act, 2013 needs to be properly maintained by the company as per the recommendation given by the Cost Auditor.

(vii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Income-tax, sales tax, value added tax, duty of customs, service tax, goods and service tax, cess and other material statutory dues have been regularly deposited during the year, generally, by the Company with the appropriate authorities.

(a) According to the information and explanations given to us, no undisputed amounts payable in respect of Income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable as on 31st March 2026.

(b) According to the information and explanation given to us, there are no material dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited with appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, the Company has not delayed (defaulted) in repayment of loans and borrowings to banks and financial institution as on the balance sheet date.

(ix) The Company has not availed any fresh term loan from bank or financial institution or further public offer (including debt instruments) during the year.

(x) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not raised funds through issue of shares.

(xi) 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 to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such cases by the Management.

(xii) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with schedule V to the Act.

(xiii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required under Accounting Standard “Related Party Disclosures” specified under section 133 of the Act, read with relevant rules issued thereunder.

(xv) During the year, Company has not converted any debenture into equity shares.

(xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvii) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

(xviii) Company has subsidiary named Skybiotech Life Sciences Private Limited, and there is no modified opinion on the auditor's report of same.

For SPD AND ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 139118W

SD/-

CA VENUGOPAL B. SOMANI
Partner
M. No. 154533

Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026.

UDIN: 26154533OGMEWU7232

Annexure-B to the Independent Auditors' Report – 31st March 2026

Report on the Internal Financial Controls under clause (i) of sub – section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the Internal Financial Control over financial reporting of **Skybiotech Healthcare Limited** (hereinafter referred to as the "Holding Company") and its subsidiary (the Parent & Subsidiary referred to as the "Group") as at March 31st, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting includes obtaining understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction 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 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 inherent limitations of internal controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal financial 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 SPD AND ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 139118W

SD/-

CA VENUGOPAL B. SOMANI
Partner
M. No. 154533

Place of Signature: Chh. Sambhajinagar
Date: 30th May, 2026

UDIN: 26154533OGMEWU7232

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)
Gut No. 5, 10 Km Stone, Gevrai Tanda, Paithan Road,Chh. Sambhajinagar-431002
CIN: L17100MH1983PLC031114 Email: kapilcotexlimited@yahoo.co.in

Rs. In Lakhs

Consolidated Balance Sheet as at March 31, 2026

	Particulars	As at 31-Mar-26	As at 31-Mar-25
I	**Equity and Liabilities**		
(1)	**Shareholders' Funds**		
	(a) Share Capital	191.50	191.50
	(b) Reserves and Surplus	607.87	707.24
	(c) Minority Interest	125.92	154.98
		925.30	1,053.72
(2)	**Non-Current Liabilities**		
	(a) Long-term borrowings	824.85	700.82
	(b) Deferred tax liabilities (Net)		-
	(c) Long term provisions		-
		824.85	700.82
(3)	**Current Liabilities**		
	(a) Short-term borrowings	16.67	18.97
	(b) Trade payables		
	(Total outstanding dues of micro enterprises and small enterprises)		
	Total outstanding dues of creditors other than micro enterprises and small enterprises	84.98	62.32
	(c) Other current liabilities	10.28	100.15
	(d) Short-term provisions	81.98	73.87
		193.92	255.32
	Total	**1,944.07**	**2,009.85**
II	**Assets**		
(1)	**Non-Current Assets**		
	(a) Property Plant and Equipments		
	(i) Property, Plant & Equipments	837.29	884.87
	(ii) Intangible Assets	4.48	4.74
	(iia) Goodwill	313.07	313.07
		1,154.84	1,202.69
	(b) Non Current Investments	224.26	246.46
	(c) Long term loans and advances	249.29	262.10
	(d) Deferred Tax Assets	152.76	92.26
	(e) Other non-current assets	30.40	30.69
		656.71	631.51
(2)	**Current Assets**		
	(a) Inventories	80.09	159.35
	(b) Trade receivables	110.79	42.46
	(c) Cash and Bank Balances	-59.44	-26.91
	(d) Short-term loans and advances	1.09	0.75
	(e) Other current assets	-	-
		132.52	175.65
	Total	**1,944.07**	**2,009.85**

Summary of significant accounting policies and notes to financial statements

The accompanying notes are an integral part of these financial statements.

As per our report of even date
For SPD AND ASSOCIATES
Chartered Accountants

SD/- SD/- SD/-

CA VENUGOPAL B. SOMANI	**Poonam Rathi**	**Poonam Rathi**
(Partner)	**Director**	**Director**
Membership No. 154533	**Din No. 01274428**	**Din No. 01274428**
Firm Reg. No. : 139118W		
UDIN: 26154533OGMEWU7232		
Place : Chh. Sambhajinagar, India.		
Date: 30th May 2026		

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)
Gut No. 5, 10 Km Stone, Gevrai Tanda, Paithan Road,Chh. Sambhajinagar-431002
CIN: L17100MH1983PLC031114 Email: kapilcotexlimited@yahoo.co.in

Consolidated Statement of Profit and Loss for the Year Ended March 31, 2026

	Particulars	Note No.	Year Ended March 31, 2026	Year Ended March 31, 2025
I.	**Income**			
	Revenue from Operations	18	709.78	705.18
	Other Income	19	30.60	38.27
	Total Income (I)		**740.38**	**743.45**
II	**Expenses:**			
	Cost of materials consumed	20	309.44	367.48
	Changes in inventories of finished goods, work-in-progress and	21	81.53	-5.60
	Employee benefits expense	22	176.25	196.26
	Depreciation and amortization expenses	10	47.86	54.18
	Finance costs	23	2.11	1.21
	Other expenses	24	289.83	372.47
	Total Expenses (II)		**907.04**	**986.00**
III	**Profit/(Loss) before tax**		**-166.66**	**-242.56**
IV	**Tax expense:**			
	(a) Current tax			1.63
	(b) Deferred tax		-54.98	-7.29
	(c) Transfer to MAT			-
			-54.98	-5.66
V	Profit/ (Loss) for the year		**-111.68**	**-236.89**
VI	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to Profit or Loss		-22.20	-46.27
	(ii) Income tax relating to items that will not be reclassified to		5.55	11.57
	(iii) Items that will be reclassified to Profit or Loss			
	(iv) Income tax relating to items that will be reclassified to Profit			
	Total Other Comprehensive Income for the Year (Net of Tax)		-16.65	-34.70
	Total Comprehensive Income for the Year		**-128.33**	**-271.59**
VIII.	Earnings per equity share (Nominal Value per share `10)			
	Basic		-6.70	-14.18
	Diluted		-6.70	-14.18
	Summary of significant accounting policies and notes to financial	0		

The accompanying notes are an integral part of these financial statements.

As per our report of even date
For SPD AND ASSOCIATES
Chartered Accountants

For and on behalf of the Board of Directors of
SKYBIOTECH HEALTHCARE LIMITED

CA VENUGOPAL B. SOMANI
(Partner)
Membership No. 154533
Firm Reg. No. : 139118W
UDIN: 26154533OGMEWU7232
Place : Chh. Sambhajinagar, India.
Date: 30th May 2026

Prakashchandra Rathi
Director
Din No. 01393087

Poonam Rathi
Director
Din No. 01274428

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)
Gut No. 5, 10 Km Stone, Gevrai Tanda, Paithan Road,Chh. Sambhajinagar-431002
CIN: L17100MH1983PLC031114 Email: kapilcotexlimited@yahoo.co.in

Rs. In Lakhs

Consolidated Cash Flow Statement for the Year Ended March 31, 2026

Sr No	Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit/(Loss) before Interest & tax:	-166.66	-242.56
	Adjustment for:		
	Depreciation/Amortisation	47.86	54.18
	Finance Cost	2.11	1.21
	Realization from Sale of Furniture	-	0.18
	Dividend Income	-2.38	-2.22
	Capital Gain	-0.31	-12.96
	Interest Income	-	-2.95
	Other Non Cash Adjustment	-22.20	-46.27
	Assets Written Off/ Excess Provision W/off	0.55	
	Operating profit before Working Capital changes	-141.02	-251.39
	Adjustments for changes in working capital:		
	(Increase)/decrease in Long term Loans and Advances	13.09	-6.16
	(Increase)/decrease in Other non-current assets	-	-0.15
	(Increase)/decrease in Inventories	79.26	9.78
	(Increase)/decrease in Trade Receivables	-68.33	55.24
	(Increase)/decrease in Short term Loans and advances	-0.34	0.06
	(Increase)/decrease in Other current assets	-	-
	Increase/(decrease) in Short term Provisions	13.54	-1.46
	Increase/(decrease) in Trade Payables	40.94	-1.72
	Increase/(decrease) in Other current liabilities	-88.72	91.57
		-10.55	**147.16**
	Cash generated from operations	-151.58	-104.22
	Income taxes paid		
	Net Cash flow from Operating activities (A)	**-151.58**	**-104.22**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Fixed Assets:		
	Purchase	-0.22	-32.55
	Net of Investment In Mutual Fund	-	-0.06
	Investment in Shares	-0.45	-948.45
	Interest Income	-	2.95
	Capital Gain	0.31	12.96
	Dividend Income	2.38	2.22
	Net Cash from/(used) in investing activities (B)	**2.02**	**-962.94**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Securities Premium		55.13
	Proceeds/(Repayment) of Long term borrowings	119.13	69.79
	Repayment of Short term borrowings	-	-
	Interest paid	-2.10	-1.20
	Net Cash from/(used) in financing activities (C)	**117.03**	**123.72**
D	**NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)**	**-32.53**	**-943.44**
	Cash and Cash Equivalents at the beginning of the year	-26.91	916.53
	Cash and Cash Equivalents at the end of the year (Note No. 17)	-59.44	-26.91

As per our report of even date	**For and on behalf of the Board of Directors of**	
For SPD AND ASSOCIATES	**SKYBIOTECH HEALTHCARE LIMITED**	
Chartered Accountants		
SD/-	**SD/-**	**SD/-**
CA VENUGOPAL B. SOMANI	**Prakashchandra Rathi**	**Poonam Rathi**
(Partner)	**Director**	**Director**
Membership No. 154533	**Din No. 01393087**	**Din No. 01274428**
Firm Reg. No. : 139118W		
UDIN: 26154533OGMEWU7232		
Place : Chh. Sambhajinagar, India.		
Date: 30th May 2026		

Notes to the financial statements as on 31st March 2026

Note 1 Corporate Information

SKY BIOTECH LIFE SCIENCES PRIVATE LIMITED (the company) is a private limited company incorporated in India under the provisions of Companies Act, 2013. The Company is engaged in to carry on the business of manufacture, deal, produce all types of drugs, formulations, medicines, chemicals, aroma, allopathic drugs, herbal drugs, surgical items, etc .

Note 2 Basis of Accounting

The financial statements are prepared in accordance with the generally accepted accounting principles in India, & to comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to in Sec 129 & 133 of the Companies Act, 2013, of India. The financial statements are prepared on accrual basis under the historical cost convention except for the catogories of fixed assets that are arrived at written down value.

2.1 Summary of Significant accounting policies

a) Revenue recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Sale of goods: Revenue is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer which generally coincides with the dispatch of goods from the factory. Sales are exclusive of goods and service tax and net of sales returns, value added tax, sales tax and trade discounts.

b) Financial Income & Borrowing Cost:

Financial income and borrowing cost includes interest income on bank deposits and interest expenses on loans.

Interest from interest bearing assets is recognized on an accrual basis over the life of the assets based on the constant effective yield. The effective interest is determined on the basis of the terms of cash flow under the contract including related fees, premiums, discounts, debt issuance cost if any.

Borrowing costs are recognized in period to which they relate, regardless of how the funds have been utilized , except where it relate to financing of construction or development of assets requiring a substantial period of time to prepare for their intended future use when interest is capitalized up to the date when the asset is ready for its intended use. The amount of interest is capitalized up to the date when the asset is ready for its intended use. The amount of interest capitalized (Gross of Tax) for the period is determined by applying the interest rate applicable to appropriate borrowings outstanding during the period to the average amount of accumulated expenditure for the assets during the period.

c) Fixed assets:

Fixed asets are stated at cost, less accumulated depreciation and impairment losses if any.
Cost comprises the purchase price and directly attributable cost of briging the asset to its working condition for its intended use.

d) Depreciation:

Depreciation has been provided based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

e) Investments:

Long term Investments are stated at acquisition cost and provision is made for diminution, other than temporary, in value of the investments.

f) Employee benefits:

Retirement benefits in the form of Provident Fund and Family Pension Scheme are defined contribution schemes and the contributions are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

Notes to the financial statements as on 31st March 2026

g) Inventories:

The cost of various categories of inventory is determined as follows:

1. Raw material and Packing Materials : At Cost including local taxes (Net of setoff) or Net realisable value, whichever is lower.
2. Stock in Process : At Cost or Net realisable value, whichever is lower.
3. Stock of Finished Goods : At Cost or Net realisable value, whichever is lower.
4. Consumable Stores & Spares : At Cost or Net realisable value, whichever is lower.
5. Scrap : At Net realisable value

Cost of raw material and packing materials are determined using first in first out (FIFO) method. Costs of finished goods and stock in process include cost of raw material and packing materials, cost of conversion and other costs incurred in bringing the inventories to the present location and condition.

h) Taxes on Income:

Provision for current tax is made after taking into consideration benefits admissible under provisions of Income Tax Act, 1961. Deferred tax resulting from "timing difference" between taxable & accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognized & carried forward only to the extent that there is virtual certainty that the asset will be realized in future.

Deferred tax corresponds to the net effect of tax on all timing differences which occur as a result of items being allowed for income tax purposes during a period different from when they were recognized in the financial statements.

i) Earnings per share:

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Basic earning per share & Diluted earning per share are same since company has not issued any share of the type resulting into dilution of equity.

j) Provisions & contingencies:

A provision is recognized when the company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are not recognized but are disclosed in the notes to financial statement unless the possibility of an outflow of resources embodying economic benefit is remote. A contingent asset is neither recognized nor disclosed.

k) Cash & Cash Equivalents
Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

i) Cash Flow Statement
The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard 3 on Cash Flow Statements and presents the cash flows by operating, investing and financing activities of the company. Cash and cash equivalents presented in the Cash Flow Statement consist of cash on hand, balance in current accounts and unencumbered demand deposits with banks.

j) Foreign currency transactions:
Initial recognition: Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion: Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of transaction.

Exchange differences: Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements, are recognized as income or expense in the year in which they arise.

Conversion: Foreign currency monetary items are reported using the closing rates.

Notes to the financial statements as on 31st March 2026

3. Share Capital

Particulars	As at 31-Mar-26	As at 31-Mar-25
		`
Authorised Shares:		
1,05,00,000, Equity Shares of `10 each	10,50,00,000	10,50,00,000
Issued,Subscribed and fully Paid up :		
94,88,696 Equity Shares of `10 each	9,48,86,960	9,48,86,960

i) Reconciliation of number of shares at the beginning and at the of the reporting year

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares	Amt(Rs.)	Number of shares	Amt(Rs.)
Balance as at the beginning of the year	94,88,696	9,48,86,960	94,88,696	9,48,86,960
Add: Shares issued during the year	-	-	-	-
Less: Shares forfeited/Bought back during the year	-	-	-	-
Balance as at the end of the year	94,88,696	9,48,86,960	94,88,696	9,48,86,960

ii) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	%	Nos.	%
Equity Shares:				
Ajay Jawahirlal Gandhi	-	0%	-	0%
Veerdhawal Jawahirlal Gandhi	-	0%	-	0%
Sharmila Veerdhawal Gandhi	-	0%	-	0%
Tanuja Ajay Gandhi	-	0%	-	0%
Kapil Cotex Pvt Ltd	68,80,746	73%	68,80,746	73%
Prakashchandra Rathi	10,65,100	11%	10,65,100	11%
Ramswroop Somani	10,23,100	11%	10,23,100	11%
Total	**89,68,946**		**89,68,946**	

iii) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a par value of `10 per share.

Each shareholder is eligible for one vote per share held.In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

The Company has niether issued any Bonus Shares, nor bought back any shares from the date of incorporation of copmpany.

4. Reserves & Surplus

Particulars	As at 31-Mar-26 `	As at 31-Mar-25 `	As at 31-Mar-24 `	As at 31-Mar-23 `
Capital Reserve				
Balance as at the beginning and end of the year	-	-	-	-
Securities Premium Account				
Balance as at the beginning and end of the year	-	-	-	-
General Reserve				
Balance as at the beginning of the year	-	-	-	-
Add : Transfer During Year				-
Balance as at the end of the year	-	-	-	-
Surplus in Statement of Profit & Loss				
Balance as at the beginning of the year	(3,85,05,458)	(1,42,19,727)	(1,01,48,657)	(1,38,30,354)
Profit for the year	(1,05,72,025)	(2,42,85,732)	(40,71,070)	36,81,697
Less : Appropriations				
Transfer to General Reserve	-	-	-	-
Proposed Dividend on Equity Shares	-	-	-	-
Tax on Proposed Dividend	-	-	-	-
Balance as at the end of the year	(4,90,77,483)	(3,85,05,458)	(1,42,19,727)	(1,01,48,657)
Total	**(4,90,77,483)**	**(3,85,05,458)**	**(1,42,19,727)**	**(1,01,48,657)**

Notes to the financial statements as on 31st March 2025 Rs. in lakhs

3. Share Capital

Particulars	As at 31-Mar-26	As at 31-Mar-25
	`	`
Authorised Shares:		
50,00,000, Equity Shares of `10 each	500.00	500.00
Issued,Subscribed and fully Paid up :		
19,15,000 Equity Shares of `10 each	191.50	191.50

i) Reconciliation of number of shares at the beginning and at the of the reporting year

Particulars		As at March 31,2026		As at March 31,2025	
		Number of shares	`	Number of shares	`
Balance as at the beginning of the year		19,15,000	191.50	19,15,000	191.50
Add: Shares issued during the year		-	-	-	-
Less: Shares forfeited/Bought back during the year		-	-	-	-
Balance as at the end of the year		19,15,000	191.50	19,15,000	191.50

ii) Details of shares held by shareholders holding more than 5% of the aggregrate shares in the Company

Particulars		As at March 31,2026		As at March 31,2025	
		Nos.	%	Nos.	%
Equity Shares:					
Kapil Cotex Pvt Ltd		68,80,746	72.52%	68,80,746	72.52%
Poonam Rathi		2,19,750	2.32%	2,19,750	2.32%
Prakashchandra Rathi		10,65,100	11.22%	10,65,100	11.22%
Ramswroop Somani		10,23,100	10.78%	10,23,100	10.78%
Total		**91,88,696**		**1,81,02,642**	

iii) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a par value of `10 per share.

Each shareholder is eligible for one vote per share held.In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

The Company has niether issued any Bonus Shares, nor bought back any shares from the date of incorporation of copmpany.

iv) Details of shares held by promoters in the Company

Name of the Promoter		No. of Shares held	% of Holding	No. of Shares held	% of Holding
		As at 31st march 2026		As at 31st march 2025	
Kapil Cotec Pvt Ltd		6880746	72.52%	6880746	72.52%
Poonam Rathi		219750	2.32%	219750	2.32%
Prakashchandra Rathi		1065100	11.22%	1065100	11.22%
Ramesh Nadar		300000	3.16%	300000	3.16%
Ramswaroop Somani		1023100	10.78%	1023100	10.78%

4. Reserves & Surplus

Particulars	As at 31-Mar-26	As at 31-Mar-25	As at 31-Mar-24
		`	`
Surplus in Statement of Profit & Loss			
Balance as at the beginning of the year	(379.09)	(142.20)	(101.49)
Profit for the year	(111.68)	(236.89)	(40.71)
Less : Appropriations			
Transfer to General Reserve		-	-
Proposed Dividend on Equity Shares		-	-
Tax on Proposed Dividend		-	-
Balance as at the end of the year	(490.77)	(379.09)	(142.20)
Total	**(490.77)**	**(379.09)**	**(142.20)**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes to the financial statements as on 31st March 2026

5. Long Term Borrowings

Particulars	As at 31-Mar-26 Rs	As at 31-Mar-25 Rs
Unsecured Loans from Related Parties		700.82
Bhanu Engineers (Ramesh Nadar)	63.00	63.00
Prakashchandra J Rathi	568.36	397.92
Ramswroop K Somani	122.76	167.50
Poonam Rathi	48.98	50.65
Springgrifild Exim Pvt Ltd	21.75	21.75
Total	**824.85**	**700.82**

6. Short term Borrowings

Particulars	As at 31-Mar-26 Rs	As at 31-Mar-25 Rs
Secured working capital loans from Bank (Repayable on Demand)		
- Vehicle Loan (TJSB)	16.67	18.97
Total	**16.67**	**18.97**

7. Trade Payables

Particulars	As at 31-Mar-26 Rs	As at 31-Mar-25 Rs
Sundry Creditors		
Total outstanding dues of micro enterprises and small enterprises		0.00
Total outstanding dues of creditors other than micro enterprises and small enterprises	84.98	62.32
Total	**84.98**	**62.32**

8. Other Current Liabilities

Particulars	As at 31-Mar-26 Rs	As at 31-Mar-25 Rs
Advances From Customer		**90.71**
Kwality Life Scientific	-	20.29
Galaxy Pharmaceuticals		0.00
Mia Farma		21.47
Alice Pharma Pvt Ltd		3.07
Vitane Pharmaceuticals Pvt Ltd.		45.86
SP Accure Scientific		0.00
TH Pharma		0.00
Maryus Healthcare		0.03
Corrinat Phamra		
Other Payable :		
Statutory Dues Payable (Subschedule - 1)	1.72	0.11

Provision for Expenses Payable	8.56	9.33
Total	**10.28**	**100.15**

9. Short Term Provisions

Particulars	As at 31-Mar-26 Rs	As at 31-Mar-25 Rs
Employee Benefits payable	13.07	11.30
Provision for Current Tax	-	1.63
Loan from Poonam Rathi	31.86	27.86
Loan from Prakash Chandra Rathi	37.06	33.08
Total	**81.98**	**73.87**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes to the financial statements as on 31st March 2026

11. Non Current Investments (Valued at Cost)

Particulars	As at 31-Mar-26	As at 31-Mar-25 `
Investment in unquoted shares:		
The Saraswat Cooperative Bank Ltd	0.12	0.12
TJSB	0.06	0.06
Investment in Quoted Equity Shares	190.25	212.45
Investment in Office premises	33.83	33.83
Total	**224.26**	**246.46**

12. Long term Loans and Advances

Particulars	As at 31-Mar-26	As at 31-Mar-25
Unsecured, Considered Good (Unless Otherwise Stated):		
GST Receivable	233.37	251.85
GST Refund	4.60	
MSDCL TDS		0.05
MAT Credit Entitlement	7.85	7.85
Income Tax Refund Receivable	3.47	2.36
Total	**249.29**	**262.10**

13. Other Non Current Assets

Particulars	As at 31-Mar-26	As at 31-Mar-25
MSEDCL Deposit	13.22	13.22
You Broadband Deposit Account (Vodaphone)	0.02	0.02
Maharashtra Enviro Power Ltd. (Deposit)	1.17	1.17
Sagar Gas	0.15	0.15
TDS Receivable	0.24	0.52
MAT Credit Receivable- Assets	15.61	15.61
Total	**30.40**	**30.69**

14. Inventories

Particulars	As at 31-Mar-26	As at 31-Mar-25
Raw Materials	73.99	71.72
WIP	-	57.57
Finished Goods	6.10	30.06
Total	**80.09**	**159.35**

15. Trade Receivables

Particulars	As at 31-Mar-26	As at 31-Mar-25
Unsecured Considered good		
Outstanding for a period exceeding six months from the date they are due for payment		
Alice Pharma Private Limited		0.00
Ajanta Pharma Ltd (Paithan)	13.18	2.64
Maryus Healthcare Pvt. Ltd.(Sales)	0.01	0.00
Wockhardt Ltd	3.82	0.01
Medinomics Health Care Pvt Ltd.	45.52	30.09
Vitane Pharmaceuticals Pvt Ltd.	0.15	0.00
Myra Health Care	0.00	2.16
Domestic Marketing	4.93	6.00
Kwality Life Scientific	0.84	
SP Accure	18.83	1.56
Alice Pharma Private Limited	20.65	
Croient Pharma Pvt.Ltd.	0.32	
Crasu Pharma Pvt.Ltd.	-0.30	
Trioplus Pharmaceuticals Pvt.Ltd.	2.84	
Total	**110.79**	**42.46**

Notes to the financial statements as on 31st March 2026

16. Cash And Bank Balances

Particulars	As at 31-Mar-26	As at 31-Mar-25
Cash and Cash equivalants		
Cash on hand	0.38	0.31
Float Account Balances		
Kalamkar	0.23	-0.17
Bank		
Kotak Mahindra Bank	0.10	0.10
Axis Bank-70518	0.07	-0.40
Bank of Maharashtra	-60.59	-25.20
TJSB	0.09	0.34
In Current Account- Federal bank Ltd.Mumbai	0.28	-1.88
	(59.44)	**(26.91)**

17. Short Term Loans And Advances

Particulars	As at 31-Mar-26	As at 31-Mar-25
Unsecured, considered good:		
Advances recoverable in cash or kind		
Staff Advance	1.09	0.61
Prepaid Inurance	0.00	0.14
Suspense	0.00	
Total	1.09	**0.75**

18. Revenue from operations

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Sales (Net of Returns)		
Export	65.36	157.53
Domestic	553.76	442.86
Job Work	86.81	102.45
Scrap Sales	3.84	2.33
	709.78	705.18
Total	**709.78**	**705.18**

19. Other Income

Particulars	Year Ended March,31 2026	Year Ended March,31 2025
Administartive charges	0.53	-
Freight	0.52	15.52
Import license Sale		1.39
Job Work		0.25
Interest on IT Refund		0.14
Laborartoty Testing	0.01	0.80
Other Income	0.64	1.61
Foreign Exchange Gain/Loss		-0.10
Round Off		0.01
Insurance Exp		0.52
Customer credit balance w.off-Mia Pharma	21.47	
Duty Drawback	0.74	
Capital gains on sale of shares	0.31	12.96
Dividend Income	2.38	2.22
Interest on Bank FDR	0.00	2.95
Misecellaneous Income Received	4.00	-
Total	**30.60**	**38.27**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes to the financial statements as on 31st March 2026

20. Cost Of Materials Consumed

Particulars	Year Ended March 31, 2026 Rs	Year Ended March,31 2025
Opening Inventory	71.72	87.10
Add : Purchases during the year	311.72	352.10
Less : Inventory at the end of the year	73.99	71.72
Total	**309.44**	**367.48**

21. Changes in inventory of finished goods and work in progress

Particulars	Year Ended March 31, 2026 Rs	Year Ended March,31 2025
(Increase) / Decrease in Inventories		
(A) Inventory at the beginning of the year		
Work - in - progress		5.77
Finished goods	87.63	76.27
	87.63	**82.03**
(B) Inventory at the end of the year		
Work - in - progress	0	57.57
Finished goods	6.10	30.06
	6.10	87.63
(Increase) / Decrease in Inventories (A-B)	**81.533**	**(5.598)**

22. Employee Benefits Expense

Particulars	Year Ended March 31, 2026 Rs	Year Ended March,31 2025
Salaries,Wages, Stiepend and Bonus	146.88	150.56
Contribution to provident and other funds	27.50	9.80
Staff Welfare Expenses	1.87	35.91
Total	**176.25**	**196.26**

23. Finance Costs

Particulars	Year Ended March 31, 2026 Rs	Year Ended March,31 2025
Bank Interest	1.49	
Bank Charges & Commission	0.62	1.21
Total	**2.11**	**1.21**

Notes to the financial statements as on 31st March 2026

24. Other Expenses

Particulars	**Year Ended March 31, 2026** **Rs**	**Year Ended March,31 2025** **Rs**
Consumption of stores and spare parts	4.87	2.18
Power and fuel	70.39	10.53
Labour Expenses (Conveyance)	3.00	6.04
Laboratory & testing Expenses	15.82	8.02
Statutory Audit Fees	1.73	1.32
Repairs and maintenance :-	-	
Buildings	0.01	1.90
Machinery	10.06	13.15
Computer	0.49	0.39
Others	6.68	0.00
Insurance	1.92	1.14
Packing, Clearing and Forwarding charges	50.04	56.04
Legal and Professional Fees	1.89	19.95
Security & Housekeeping Charges	24.51	22.16
Travelling & Conveyance	7.89	2.51
Telephone & Internet Expenses	0.87	0.82
Bad debts	-0.04	-0.82
GST And RCM Expenses	10.49	9.28
FDA Fees	0.90	5.19
Miscellaneous expenses	67.69	204.46
Demat Charges	0.02	0.02
Depository Charges	0.21	1.06
General Expenses		0.03
GST	0.11	0.18
Late Filing Fees	0.04	2.41
Listing Fees	4.41	3.84
Printing & Stationery	-	0.04
Professional fees Paid	-	0.43
Service Tax Expenses	-	0.01
STT on Delivery	-	0.07
Website Expenses	-	0.13
Advertisement Expenses	0.21	0.00
Registrar Charges	0.24	0.00
ROC Filing fees	5.19	0.00
Interest on TDS	0.02	0.00
Assets Written Off	0.19	0.00
Total	**289.83**	**372.47**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes to the financial statements as on 31st March 2026

Note: 12b Deferred Tax Asset and Liability **Rs. In Lakhs**

Particulars	Total As At 31.03.2025	Total As At 31.03.2025	Rate Of Tax	Deferred Tax Amount	Deferred Tax Amount
Deferred Tax Liability					
WDV of Assets (Income Tax)	395.33	3,95,32,577.00			
WDV of Assets (Company Law)	588.63	5,88,63,467.23			
Excess Dep. Claimed In It	**193.31**	**1,93,30,890.23**	15.60	**30.16**	**30,15,619.00**
Total Deferred Tax Liability	**193.31**	**1,93,30,890.23**		**30.16**	**30,15,619.00**
Less: Opening Balance					-
Charge/(credit) for The Year (A)				**30.16**	**30,15,619.00**
Deferred Tax Assets					
1) Carried Forward Loss as at year end	1,242.39	12,42,39,443	15.60	193.81	1,93,81,353
2) Disallowance U/S 43B For the year	4.67	4,66,698	15.60		72,805
Total Deferred Tax Asset	1,247.06	12,47,06,141		**193.81**	**1,94,54,158**
Less: Opening Balance				**109.44**	**1,09,44,107**
(Charge)/credit for The Year (B)				**84.37**	**85,10,051**
Net Charge/(Credit) for the year (A-B)				**54.22**	**54,94,432**
Openning Balance in DTA/ (DTL)				**109.44**	1,09,44,107
Charge/ (Credit) for the year				**54.22**	54,94,432
Deferred Tax Assets/ (Liability) in Books				**163.66**	1,64,38,539

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Depreciation as on 31st March 2026

10. FIXED ASSETS

	Gross Block				Depreciation / Amortization				Net Block	
Description	**As at 01/04/2025**	**Additions**	**Deletions**	**As at 31/03/2026**	**As at 31/03/2025**	**For the Year**		**As at 31/03/2026**	**As at 31/03/2026**	**As at 31/03/2025**
a. Property, Plant & Equipments										
Land Account	2,53,05,000		-	2,53,05,000	-	-	-	-	2,53,05,000	2,53,05,000
Pharmaceutical Reference Books	3,09,072		-	3,09,072	-	-	-	-	3,09,072	3,09,072
Buildings	8,51,56,862		-	8,51,56,862	3,40,46,306	24,08,222	-	3,64,54,528	4,87,02,334	5,11,10,556
Plant & Machinery	5,68,12,618	11,017	-	5,68,23,635	4,81,02,370	18,79,255	-	4,99,81,625	68,42,010	87,10,248
Quality Control Equipments	14,17,737		-	14,17,737	11,22,710	41,041	-	11,63,751	2,53,986	2,95,027
Electrification	21,07,127		-	21,07,127	19,57,357	15,130	-	19,72,487	1,34,640	1,49,770
Office Furniture	53,50,904		-	53,50,904	48,81,162	54,091	-	49,35,253	4,15,651	4,69,742
Storage Furniture	2,53,473			2,53,473	2,40,799	-	-	2,40,799	12,674	12,674
Computers	5,30,922	10,500	-	5,41,422	4,70,296	8,357	-	4,78,653	62,769	60,626
Softwares	8,52,566			8,52,566	8,09,938			8,09,938	42,628	42,628
Office Equipment	3,74,334		-	3,74,334	2,94,111	16,678	-	3,10,789	63,545	80,223
Material Handling Equipment	1,19,579		-	1,19,579	1,12,533	669	-	1,13,202	6,377	7,046
Lab Equipment	10,79,956		-	10,79,956	10,12,269	3,128	-	10,15,397	64,559	67,687
Vehicle	21,72,581			21,72,581	3,34,648	3,32,732		6,67,380	15,05,201	18,37,933
Total	**18,18,42,731**	**21,517**	**-**	**18,18,64,248**	**9,33,84,500**	**47,59,302**	**-**	**9,81,43,802**	**8,37,20,446**	**8,84,58,231**

	Gross Block				Depreciation / Amortization				Net Block	
Description	**As at 01/04/2025**	**Additions**		**As at 31/03/2025**	**As at 01/04/2025**	**For the Year**		**As at 31/03/2026**	**As at 31/03/2026**	**As at 31/03/2025**
b. Intangible Assets										
Patent & Trade Mark License	6,56,361	-	-	6,56,361	1,82,176	26,164	-	2,08,340	4,48,021	6,56,361
Total	**6,56,361**	**-**	**-**	**6,56,361**	**1,82,176**	**26,164**	**-**	**2,08,340**	**4,48,021**	**6,56,361**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Depreciation as on 31st March 2025 **Rs In Lakhs**

Schedule 10 A

10. FIXED ASSETS

	Gross Block				Depreciation / Amortization				Net Block	
Description	**As at 01/04/2025**	**Additions**		**As at 31/03/2026**	**As at 01/04/2025**	**For the Year**		**As at 31/03/2026**	**As at 31/03/2026**	**As at 31/03/2025**
a. Property, Plant & Equipments										
Land Account	253.05	-	-	253.05	-	-	-	-	253.05	253.05
Pharmaceutical Reference Books	3.09	-	-	3.09	-	-	-	-	3.09	3.09
Buildings	851.57	-	-	851.57	340.46	24.08	-	364.55	487.02	511.11
Plant & Machinery	568.13	0.11	-	568.24	481.02	18.79	-	499.82	68.42	87.10
Quality Control Equipments	14.18	-	-	14.18	11.23	0.41	-	11.64	2.54	2.95
Electrification	21.07	-	-	21.07	19.57	0.15	-	19.72	1.35	1.50
Office Furniture	57.22	-	0.16	57.05	52.36	0.54	-	52.90	4.16	4.86
Storage Furniture	2.53	-	-	2.53	2.41	-	-	2.41	0.13	0.13
Computers	5.99	0.11	0.02	6.07	5.36	0.08	-	5.45	0.63	0.63
Softwares	8.53	-	-	8.53	8.10	-	-	8.10	0.43	0.43
Office Equipment	3.74	-	-	3.74	2.94	0.17	-	3.11	0.64	0.80
Material Handling Equipment	1.20	-	-	1.20	1.13	0.01	-	1.13	0.06	0.07
Lab Equipment	10.80	-	-	10.80	10.12	0.03	-	10.15	0.65	0.68
Vehicle	21.73	-	-	21.73	3.35	3.33	-	6.67	15.05	18.38
Air Conditioner	0.54	-	-	0.54	0.45	0.01	-	0.46	0.08	0.10
Printer	0.06	-	0.01	0.05	0.05	-	-	0.05	-	0.01
Total	**1,823.42**	**0.22**	**0.19**	**1,823.44**	**938.55**	**47.60**	**-**	**986.15**	**837.29**	**884.88**

Schedule 10 B

	Gross Block				Depreciation / Amortization				Net Block	
Description	**As at 01/04/2024**	**Additions**		**As at 31/03/2025**	**As at 01/04/2024**	**For the Year**		**As at 31/03/2025**	**As at 31/03/2025**	**As at 31/03/2024**
b. Intangible Assets										
Patent & Trade Mark License	6.56	-	-	6.56	1.82	0.26	-	2.08	4.48	6.56
Total	**6.56**	**-**	**-**	**6.56**	**1.82**	**0.26**	**-**	**2.08**	**4.48**	**6.56**

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)
Gut No. 5, 10 Km Stone, Gevrai Tanda, Paithan Road,Chh. Sambhajinagar-431002

Annexures to 2 ***[Clause No 14 to 3CD]***

Fixed Assets as per Income Tax Act

Sr. No.	Rate	Particulars	WDV As at 1st April 2024	Additions for more than 180 Days	Additions for Less than 180 Days	WDV as at 1st April 2025 Plus Additions for 180 days of More [4+5]	Total [6+7]	Depreciation			WDV As at 31st March 2025 [8-11]
								At Full rate [7*2]Before 30.09.24	At half Rate [6*2]/2 After 01.10.24	Total Depreciation [9+10]	
1	**2**	**3**	**4**	**5**	**6**	**7**	**8**	**9**	**10**	**11**	**12**
I	10%	Buildings	2,62,02,813	-	-	2,62,02,813	2,62,02,813	26,20,281	-	26,20,282	2,35,82,531
II	15%	Plant & Machinery	1,55,55,240	-	11,017	1,55,55,240	1,55,66,257	23,33,286	826	23,34,113	1,32,32,144
III	10%	Furniture & Fixtures	28,73,706	-		28,73,706	28,73,706	2,87,371	-	2,87,372	25,86,334
IV	40%	Computers	58,663	-	10,500	58,663	69,163	23,465	2,100	25,564	43,599
V	25%	Patent & Trade Mark Licen	1,17,293	-		1,17,293	1,17,293	29,323	-	29,324	87,969
			-	-		-	-	-	-	-	-
Total			**4,48,07,715**	**-**	**21,517**	**4,48,07,715**	**4,48,29,232**	**52,93,726**	**2,926**	**52,96,655**	**3,95,32,577**

No.: 25 Ratio Analysis and its components

Ratio	Ratio	
	Current Period	Previous Period
Current ratio	0.68	1.10
Debt-Equity Ratio	1.17	1.03
Debt Service Coverage Ratio	0.96	0.65
Return on Equity Ratio	-0.17	-4.08
Inventory turnover ratio	5.93	0.17
Trade Receivables turnover ratio	9.26	0.11
Trade payables turnover ratio	9.64	0.10
Net capital turnover ratio	-11.56	-0.09
Net profit ratio	-0.23	-2.93
Return on Capital employed	-0.16	-4.21
Return on investment	-	-

SKYBIOTECH HEALTHCARE LIMITED (Formerly Known as KAPIL COTEX LIMITED)

Notes to the financial statements as on 31st March 2026

Note No. : 26 Additional Information as per Schedule III

1 The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 during the reporting periods.

2 The company has not been declared a Wilful Defaulters by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

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

4 The company have not traded or invested in Crypto currency or Virtual Currency during the reporting periods.

5 The company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting periods.

6 There is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.

7 The company has complied with the numbur of layers prescribed under clause e (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

8 The company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

9 The company does not have any transaction not recorded in the books of accounts that have been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

10 Company has not availed any secured loan therefore reporting with respect to quarterly data submitted with bank is not applicable.

11 Company has entered into the transaction with Related parties, as per Notes No.27