ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

***Tel:** +919988882158* ***Email**: Jetmallltd@gmail.com* ***Website**: artemisadr.com*
***CIN**: L62090CH2012PLC046886* ***GSTIN:** 04AACCJ9645B1ZS* ***Scrip Code:** 543286*

Date: August 27, 2026

To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code No. 543286

ISIN: INE0D9X01018

Dear Sir/Ma'am,

Sub: Notice of Annual General Meeting ("AGM") of the Company – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 14th AGM of the Company will be held on Monday, September 21, 2026 at 12.30 p.m. IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

We are submitting herewith the Notice convening the 14th AGM which is being sent through electronic mode to the Members, who have registered their e-mail addresses with the Company/Depositories. The Notice is also uploaded on the Company's website https://artemisadr.com/public-notices

Please take on record the above information.

Thanking you,

For and on behalf of
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

Shrey Aggarwal Digitally signed by Shrey Aggarwal
Date: 2026.08.27 19:52:49 +05'30'

SHREY AGGARWAL
Whole-time director

Encl.: as above

ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)

ANNUAL REPORT F.Y. 2025-2026

ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)
Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

BOARD OF DIRECTORS DURING F.Y. ENDING 2026

UNNI KRISHNAN NAIR	Manager
VIVEK SETHI	Independent Director
HARPREET SINGH	Independent Director
ARTI CHADHA	Non-Executive Women Director
SHREY AGGARWAL	Whole-Time Director

PRESENT BOARD OF DIRECTORS AND KMP

VIVEK SETHI	Independent Director
HARPREET SINGH	Independent Director
ARTI CHADHA	Non-Executive Women Director
SHREY AGGARWAL	Whole-Time Director

CHIEF FINANCIAL OFFICER	Nitin Gupta
COMPANY SECRETARY	Puja Kalwar
STATUTORY AUDITORS	M/s K Singh & Associates, Chartered Accountants H. No. 6, Sector 19A, India, 160019
INTERNAL AUDITOR	Anmol S Kumar & Associates Chartered Accountants Opposite Saffron Hotel, Pipli Road, Kurukshetra Haryana 136118
SECRETARIAL AUDITORS	Nishant Jain & Associates, Company Secretaries 302, 3rd Floor, Vardhaman Capital Mall, Gulabi Bagh, Delhi-110052
REGISTERED OFFICE	Ground Floor, Plot no. 14, I T Park, Chandigarh-160101
CIN	L62090CH2012PLC046886
BANKERS	Axis Bank ICICI Bank
REGISTRAR & SHARE TRANSFER AGENT	Cameo Corporate Services Limited 'Subramanian Building', No.1, Club House Road, Chennai-600002.
STOCK EXCHANGE	BSE SME Stock Exchange

CONTENTS

ARTEMIS ADR MARKETPLACE LIMITED

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Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

Tel: *+919988882158* ***Email****: Jetmallltd@gmail.com* ***Website****: artemisadr.com*

CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ARTEMIS ADR MARKETPLACE LIMITED (Formerly known as Jetmall Spices and Masala Limited) WILL BE HELD ON MONDAY, THE 21ST DAY OF SEPTEMBER 2026, AT 12.30 P.M. THROUGH VIDEO CONFERENCING ("VC") /OTHER AUDIO- VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2026 together with the Reports of Directors and Auditors thereon.

2. The Board recommended to appoint **M/s K Singh & Associates, Chartered Accountants (Firm Registration No. 012458N)** as Statutory Auditor of the Company to hold office for a period of 4 (Four) consecutive financial years, from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2030 on such remuneration as may be mutually agreed by and between the Board of Directors of the Company and the Auditor of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provision, if, any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s K Singh & Associates, Chartered Accountants (Firm Registration No. 012458N)** be and is hereby appointed as Statutory Auditor of the Company to hold office for a period of four consecutive financial years from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the Company to be held in the year 2030, at such fees as may be decided by the Board of Directors of the Company (or any committee thereof) in consultation with the Statutory Auditor."

"RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to file necessary E-Forms, returns with the Registrar of Companies and/or any other statutory authority and to do all such acts, deeds and thing as may be considered necessary to give effect the above said resolution."

3. To appoint a Director in place of Ms. Arti Chadda (DIN: 08350392), who Retires by Rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment

Based on the terms of appointment, Executive Directors and the Non-Executive Directors (other than Independent Directors) are subject to retirement by rotation. Ms. Arti Chadda (DIN: 08350392), Director, of the Company whose office is liable to retire at this Annual General Meeting, being eligible, seeks re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and in accordance with the Articles of Association of the Company, Ms. Arti Chadda (DIN: 08350392), Director (Non-Executive and Non-Independent Director), who retires by rotation at this Annual General Meeting and being eligible for re-appointment, be and is hereby re-appointed as the Director (Non-Executive and Non-Independent Director) of the Company."

<u>SPECIAL BUSINESS:</u>

4. Ratification and confirmation of certificate issued by the chartered accountant in connection with the proposed change of name of the company

To consider and if thought fit, to pass with or without modifications, the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, regulations, circulars and guidelines, as amended from time to time, the revised Certificate issued by the Auditor of the Company setting out the detailed bifurcation of the income/revenue earned by the Company from its existing/old business activities and the proposed/new business activities, including the percentage of revenue attributable to such activities for the preceding one-year period (last four quarters), which was submitted to BSE Limited in connection with the change of name of the Company from Jetmall Spices and Masala Limited to Artemis ADR Marketplace Limited, be and is hereby confirmed, ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary and/or any Director or officer authorised by the Board be and are hereby severally authorised to make such further submissions, clarifications, applications, declarations and filings and to execute and deliver such documents as may be required before BSE Limited, the Securities and Exchange Board of India, the Registrar of Companies and/or any other statutory or regulatory authority in connection with the aforesaid matter and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-
Shrey Aggarwal
Whole-time Director
(DIN: 08193099)

Date: August 27, 2026
Place: Chandigarh

NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 20/2020 dated May 5, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 (collectively referred as "MCA Circulars"), has allowed the Companies to conduct the Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) till further orders. In line with the MCA Circular(s), the Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, in relation to "Relaxation from compliance with certain provisions of the SEBI Listing Regulations" ("SEBI Circular(s)") has relaxed the applicability of regulation 36(1)(b) of the SEBI Listing Regulations, for Annual General Meetings (AGMs) and regulation 44(4) of the SEBI Listing Regulations for general meetings (in electronic mode). In compliance with the Act, MCA Circular(s) and SEBI Circular, the AGM of the members of the Company is being held through VC/ OAVM and the deemed venue for the AGM shall be the registered office of the Company.

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

3. Since the AGM will be held through VC / OAVM, the Route Map, Attendance Slip and Proxy Form are not attached to this Notice.

4. Though a Member, pursuant to the provisions of the Act, is entitled to attend and vote at the meeting, is entitled to appoint one or more proxies (proxy need not be a Member of the Company) to attend and vote instead of himself / herself, the facility of appointment of proxies is not available as this AGM is convened through VC / OAVM pursuant to the Circulars.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

7. In terms of Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2), an explanatory statement setting out the material facts concerning business to be transacted at the AGM is annexed and forms part of this Notice.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from 15.09.2026 to 21.09.2026 (both days inclusive).

9. Members are requested to intimate the changes in their respective mailing address either to the Company or RTA in case of shares held in physical form or to their respective Depository Participants (DPs) in case of shares held in dematerialized form.

10. The Securities and Exchange Board of India (SEBI) has recently mandated furnishing of PAN, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) and nomination details by holders of securities.

SEBI has vide its amendment Circular Nos. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 read with previous circulars issued in this regard has mandated that with effect from 01st April, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

11. Members who have not yet registered their e-mail addresses are requested to register the same with their DPs, in case the shares are held by them in electronic form and with the Company/ RTA, in case the shares are held by them in physical form.

12. SEBI vide Circular dated 25th January, 2022 mandated issuance of Securities in Dematerialized Form in case of Investor Service Requests viz., Issue of Duplicate Share Certificates, Claim from Unclaimed Suspense Account, Renewal / Exchange of Share Certificates, Endorsement, Sub- division / Splitting of Share Certificates, Consolidation of Share Certificates / Folios, Transmission, Transposition, etc.

13. In line with the MCA Circulars, the Notice convening the AGM and the Annual Report for the year 2025-26 are made available on the website of the Stock Exchange (i.e.) BSE Limited at www.bseindia.com.The Notice and the Annual Report are also made available on the website of CDSL (agency providing the remote e-Voting facility and e-Voting system during the AGM) (i.e.) www.evotingindia.com.

14. Information pursuant to regulations 36(3) & (5) of SEBI LODR and Secretarial Standard on General Meeting (SS-2) with respect to the Directors seeking appointment / re-appointment, as

the case may be, at the AGM are furnished in the Annexure to this Notice. The Directors have furnished the requisite consents / declarations for their appointment / re-appointment.

15. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements maintained under Section 189 of the said Act, will be available electronically for inspection by the Members during the AGM.

16. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM (i.e.) 21st September, 2026. Members seeking to inspect such documents can send e-mail to jetmallltd@gmail.com

INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING SYSTEM

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services(India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e- voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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

3. The Company has appointed M/s Nishant Jain & Associates, Practicing Company Secretaries, Firm Registration No. S2024DE1004700 as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

4. The Members who have cast their vote by remote e-Voting may also attend the meeting but shall not be entitled to cast their vote again during the AGM.

5. The voting rights of the Members / Beneficial Owners shall be reckoned on the Equity Shares held by them as on 14th September 2026 being the "cut-off" date. Members of the Company holding shares either in physical or in dematerialized form, as on the cut-off date, may cast their vote through remote e-Voting or e-Voting system available during the AGM.

6. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date (i.e.) 14th September, 2026 only shall be entitled to avail the facility of e-Voting.

7. The Scrutinizer, after first scrutinizing the votes cast through e-Voting system available during the AGM and thereafter, the votes cast through remote e-Voting will, not later than two days of conclusion

of the meeting, make a Consolidated Scrutinizer's Report and submit the same to the Chairman for declaring the results.

8. The results declared along with the Consolidated Scrutinizer's Report shall be placed on the Company's website www.artemisadr.com and on the website of CDSL www.evotingindia.com. The results shall simultaneously be communicated to the Stock Exchange.

9. Subject to the requisite number of votes cast in favour of the Resolution(s), the same shall be deemed to be passed on the date of the meeting (i.e.) 21st September, 2026.

Instructions to Members with regard to remote e-voting, attending and e- voting at the AGM of the Company held through Video Conferencing ('VC') other permitted Audit Visual Means ('OAVM') as an e-AGM:

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

(i) The voting period begins on Friday, September 18, 2026 at 9.00 A.M. (IST) and ends on Sunday, September 20, 2026 at 5.00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, September 21, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method

Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System MyEasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System MyEasi Tab and then click on registration option.
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e- Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e- Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 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 eVoting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode, who acquires shares of the company and become a Member of the Company after sending of the Notices and holding shares as of the cut-off date and non-individual shareholders in demat mode.

(iii)Login method for Remote e-Voting for Physical shareholders and shareholders who acquires shares of the company and become a Members of the Company after sending of the Notice and holding shares as of cut off date and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(iii) After entering these details appropriately, click on "SUBMIT" tab.

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

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

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

Tel: *+919988882158* ***Email****: Jetmallltd@gmail.com* ***Website****: artemisadr.com*

CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

(vi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

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

(viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

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

(x) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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

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

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

(xiv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csnishantjain@outlook.com ,jetmallltd@gmail.com, if they have voted from

individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

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

4. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.

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

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

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

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

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

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

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card),

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

Tel: *+919988882158* ***Email****: Jetmallltd@gmail.com* ***Website****: artemisadr.com*

CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

AADHAR (self attested scanned copy of Aadhar Card) by email to Company / RTA email id.

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

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.comor call at toll free no.1800225533.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO.4

The members of the Company through postal ballot on May 02, 2026, approved the change in name of the Company from 'Jetmall Spices and Masala Limited' to 'Artemis ADR Marketplace Limited'

In connection with the change of name, BSE Limited, vide its observation, required the Company to submit a Certificate from the Auditor stating that at least 50% of the total revenue of the Company during the preceding one-year period (last four quarters) was derived from the activity suggested by the proposed new name of the Company. BSE Limited also required a detailed bifurcation of the income/revenue earned by the Company under various activities, including the bifurcation of revenue from the existing/old business activities and the proposed/new business activities, along with the corresponding percentage of revenue. Pursuant to the aforesaid observation, the Company obtained and submitted a **revised Certificate from its Auditor** containing the requisite details and bifurcation of revenue from the existing/old and proposed/new business activities, along with the relevant percentages, to BSE Limited.

The revised Auditor's Certificate submitted to BSE Limited and the consequential actions taken by the Company in connection therewith are being placed before the Members for their **confirmation and ratification**.

The revised Auditor's Certificate is annexed as annexure to this notice.

Accordingly, the above resolution as set out in **Item No.4** is placed before the members for their approval.

The Board recommends this resolution for approval by the Members of the Company as an **Special Resolution.**

None of the directors or key managerial personnel and their relatives of the company is interested in the resolution.

ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-
Shrey Aggarwal
Whole-time Director
(DIN: 08193099)

Date: August 27, 2026
Place: Chandigarh

Annexure to Notice

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 (3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS:

Name of the Director	Mr. Arti Chadda
Date of Birth	09/12/1982
DIN	08350392
Date of first appointment	September 01, 2025
Qualification & Experience	MBA from IIM, Calcutta, and MA Political Science from Punjab University.
Terms & Conditions of Re-Appointment along with Remuneration sought to be paid	Being reappointed as a Director liable to retire by rotation and all other terms of her appointment as Non-Executive Director shall remain same
Remuneration paid for FY 2025-26	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company.	NIL
Brief Resume and expertise in specific functional area	**Ms. Arti Chadha** brings with her over 25 years of rich and progressive experience in the field of Human Resources, with expertise spanning across talent management, organizational development, employee relations, leadership development, and strategic HR planning. An accomplished academic, she holds an MBA from the prestigious Indian Institute of Management, Calcutta, and a Master's degree in Political Science from Punjab University.
Directorships held in other Companies as on March 31, 2026	Modern Dot Com Private Limited
Chairman / Member of the Committee of the Board of Directors of the Company	Audit Committee-Member Stakeholder Relationship Committee-Member Nomination & Remuneration Committee - Member
Chairman / Member of the Committee of board of directors of other limited Companies	NIL
Whether related with Directors or KMP	NIL
Number of shares held as at 31.03.2026	180000

K. SINGH & ASSOCIATES
Chartered Accountants

Certificate under Regulation 45 of (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the application for approval regarding change of name of the Company from "JETMALL SPICES AND MASALA LIMITED" to "ARTEMIS ADR MARKETPLACE LIMITED" or such other name as may be made available for adoption by the Central Registration Centre Ministry of Corporate Affairs we have examined the relevant records of the Company and information provided by the management of the Company in relation to the issue of this certificate.

Based on our examination of the records and according to the information and explanation given to us and pursuant to the requirement of Regulation 45 of (Listing Obligations and Disclosure Requirements) Regulations, 2015 we do hereby confirm that.

Regulation 45 (1) (a) a time period of at least one year has elapsed from the last name change;
The Company has not changed its name in the last one year.

Regulation 45 (1) (b) at least fifty percent of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name;
The company has incurred fifty percent of the total revenue in the preceding one-year period by the new activity suggested by the new name.

From APRIL 2025 to MARCH 2026 (Please Consider Last four quarters)	Amount (Rs. In lakhs)	%
Income from prior business activity - Spices, Bakery, Karyana etc.	17.75	47.01
Income from new business activity – ADR Marketplace	20.00	52.98
TOTAL	**37.75**	**100.00**

Sale for FY 2025 - 26 (Quarter Wise)	Amount (Rs. In lakhs)	%
1st Quarter (April- June)	11.75	31.12
2rd Quarter(July - Sep)	6.00	15.89
3rd Quarter(Oct- Dec)	-	-
4th Quarter(Jan- Mar)	20.00	52.98
TOTAL	**37.75**	**100.00**

OR

Regulation 45 (1) (c) the amount invested in the new activity/project is at least fifty percent of the assets of the listed entity: Not Applicable

For K Singh & Associates
Chartered Accountants

Kultar Singh (FCA)
M No.091673

K. SINGH & ASSOCIATES CHARTERED ACCOUNTANTS M. No. 91673 CHANDIGARH

Place: Chandigarh
Dated: 27/05/2026

UDIN: **26091673IJIXOQ3720**

ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

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CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

DIRECTORS' REPORT

To,

The Members
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

Your Directors have pleasure in presenting the 14th Annual Report of the Company and the Audited Financial statement for the year ended 31st March, 2026.

1. FINANCIAL RESULTS:

The summarized financial results for the year ended 31.03.2026 and for the previous year 31.03.2025 are as under:

(Rs. In Lakhs)

Particulars	**2025-26**	**2024 – 25**
Revenue from Operations	37.75	73.55
Other Income	20.17	6.39
Total Revenue	**57.93**	**79.94**
Total Expenditure	107.42	158.14
Exceptional items	0.00	0.00
Profit Before Tax(PBT)	**(82.37)**	**(78.20)**
Less: Current Tax	0.00	0.00
Less: Deferred Tax	7.45	3.72
Profit After Tax (PAT)	**(74.93)**	**(74.48)**

2. STATE OF AFFAIRS OF THE COMPANY:

During the year under review, the total revenue of your company was Rs. 57.93 Lakhs as compared to previous year revenue of Rs.79.94 Lakhs. The net loss for the year is 74.93 Lakhs as compared to previous year Loss of Rs. 74.48 Lakhs.

3. CHANGE IN NATURE OF BUSINESS:

During the financial year under review, the members of the Company through postal ballot on December 14, 2025, approved the change in Main Object of the Company. The revised objects are detailed in the Management Discussion and Analysis Report forming part of this Annual Report.

4. DIVIDEND & RESERVES:

Due to loss, the Directors do not recommend any dividend for the financial year 2025-26. The company has not transferred any amount to general reserve during the year under review.

5. SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANIES & PERFORMANCE THEREOF:

Your Company does not have any subsidiary, joint venture, associate company as at March 31, 2026. Hence, the details and performance thereof does not arise.

6. DEPOSITS:

The company has accepted deposits form its members under the provisions of the Companies Act, 2013, and rules related thereto.

(Amount in Rupees in Lakh)

S.No	Particulars		Amount
a)	Amount accepted during the year		28.60
b)	Amount remained unpaid or unclaimed as at the end of the year		25.34
c)	whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved		Nil
	i)	at the beginning of the year	Nil
	ii)	maximum during the year	Nil
	iii)	at the end of the year	Nil
d	The details of deposits which are not in compliance with the requirements of Chapter V		Company has received the loan form Mr. Raman Aggarwal. Promoter, of Rs. 28.60 Lakh

7. ANNUAL RETURN

The annual return is available for inspection of the members at the registered office of the Company and same shall also be uploaded in the website of the Company https://artemisadr.com/annual-reports.

8. SHARE CAPITAL

The members of the Company through postal ballot on October 01, 2025, approved the increase in authorized share capital of the company form INR 6,00,00,000/-(Indian Rupees Six Crore Only) to 22,00,00,000/- (Indian Rupees Twenty-two Crore Only)

AUTHORIZED SHARE CAPITAL

INR 22,00,00,000/- (Indian Rupees Twenty-two Crore Only) divided into 2,20,00,000 (Two Crore Twenty Lakh) Equity Shares of INR 10/- each.

ISSUE/SUBSCRIBED/PAID-UP CAPITAL

The paid-up capital stood at INR 5,99,29,000/- (Indian Rupees Five Crore Ninety-nine Lakhs Twenty-Nine Thousand Only) divided into 59,92,900 (Fifty-Nine Lakhs Ninety-two Thousand Nine Hundred only) Equity Shares of INR 10/- each.

During the year under review, there was no change in the Company's issued, subscribed and paid-up equity share capital of the Company.

The Company has not issued any Sweat Equity Shares, Employee Stock Option and not called for Buy back of Shares during the financial year under review. The Shares of the Company are listed on BSE SME Platform of Stock Exchange.

9. MATERIAL CHANGES AND COMMITMENTS:

During the year under review pursuant to a Share Purchase Agreement dated June 23, 2025, and in compliance with the applicable SEBI regulations, equity shareholding in the Company was transferred from the existing promoters to the new promoters, as disclosed in the Shareholding Pattern submitted to the Bombay Stock Exchange time to time. Additionally, in accordance with the open offer and applicable SEBI regulations, the remaining equity shareholding of the erstwhile promoter/promoter group has been reclassified under the "Public" category.

Furthermore, the members of the Company in annual general meeting held on September 30, 2025, has Shifted the Registered office of the Company from the State of Tamil Nadu to the Union Territory of Chandigarh.

Furthermore, the members of the Company through postal ballot on December 14, 2025 approve the issue of 98,58,000 equity warrants to Bridge India Fund (Non-Promoter (FPI Category 1) for cash consideration of 35,48,88,000 of which 75% i.e. 26,61,66,000 have been received on allotment of equity warrants and balance to be paid on exercise of equity warrants.

Subsequent to the close of the financial year 2025-26, the members of the Company through postal ballot on May 02, 2026, approved the change in name of the Company from 'Jetmall Spices and Masala Limited' to 'Artemis ADR Marketplace Limited'. The change has been duly approved and updated in the records of both the Ministry of Corporate Affairs (MCA) and the Bombay Stock Exchange (BSE).

10. INTERNAL FINANCIAL CONTROLS:

The Company has its internal financial control systems commensurate with the size and complexity of its operations, to ensure proper recording of financials and monitoring of operational effectiveness and compliance of various regulatory and statutory requirements. The management regularly monitors the safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records including timely preparation of reliable financial information.

The internal auditor consults and reviews the effectiveness and efficiency of the internal financial control systems and procedure to ensure that all the assets are protected against loss and that the financial and operational information is accurate and complete in all respects. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Company.

11. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

12. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS UNDER SECTION 186:

The Company has not given any loan, guarantees, provided security nor made investments covered under Section 186 of the Companies Act, 2013 during the year under review.

13. BOARD OF DIRECTORS AND ITS COMMITTEES:

A. COMPOSITION OF THE BOARD OF DIRECTORS

(a) The Board of Directors of the Company comprises of four Directors as on 31.03.2026 as mentioned below:

SN	DIN	K80NAME OF THE DIRECTOR	DESIGNATION	CATEGORY
1.	11258543	Vivek Sethi	Independent Director	Non-Executive
2.	08350392	Arti Chadha	Director	Executive
3.	06525946	Harpreet Singh	Independent Director	Non-Executive
4.	10302382	Shrey Aggarwal	Whole-time director	Executive

(b) The key managerial personnel as on 31.03.2026 are as follows:

SN	PAN / DIN	NAME	DESIGNATION
1.	10302382	Shrey Aggarwal	Whole-time director
2.	*****7100P	Nitin Gupta	CFO
3.	*****7649L	Puja Kalwar	Company Secretary

(c) Change in directors and key managerial personalfor the year under review are mentioned below;

SN	DIN / PAN	Name	Particulars	Date of Appointment / Cessation / Change in Designation
1.	*****1873F	Manisha	Resigned as Company Secretary and Compliance Officer	01st August, 2025
2.	02744512	Kushal Kumar Jain	Resigned as Independent Directors	01st September, 2025
3.	10302382	Srinivasan Ravi	Resigned as Independent Directors	01st September, 2025
4.	10299453	Shanmugam	Resigned as Director	01st September, 2025
5.	08899339	Roopal Shreyans Lodha	Resigned as Director	01st September, 2025
6.	*****2517N	Shreyans Lodha	Resigned as Chief Financial Officer	01st September, 2025
7.	*****5289M	Unni Krishnan Nair	Appointment as Manager	01st September, 2025
8.	11258543	Vivek Sethi	Appointment as Independent Directors	01st September, 2025

9.	08350392	Arti Chadha	Appointment as Directors	01st September, 2025
10	06525946	Harpreet Singh	Appointment as Independent Directors	01st September, 2025
11	10302382	Shrey Aggarwal	Appointment as Whole-time directors	05th September, 2025
12	*****2923G	Anjali	Appointment as Company Secretary and Compliance Officer	01st September, 2025
13	*****2923G	Anjali	Resigned as Company Secretary and Compliance Officer	18th December, 2025
14	*****7649L	Puja Kalwar	Appointment as Company Secretary and Compliance Officer	21st January, 2026
15	*****7100P	Nitin Gupta	Resigned as Chief Financial Officer	01st September, 2025

Subsequent to the closure of the financial year Mr. Unni Krishnan Nair has submitted his resignation with effect from August 10, 2026

B. MEETINGS

During the year under review, the Board of Directors met 18 times on 22-04-2025, 28-05-2025, 23-06-2025, 09-08-2025, 13-08-2025, 01.09.2025, 05-09-2025, 01.10.2025, 08.10.2025, 03.11.2025, 14.11.2025, 18.12.2025, 07.01.2026, 21.01.2026, 06.02.2026, 18.02.2026, 19.03.2026, 26.03.2026.

The gap between two Board meetings were not more than 120 days. The particulars of name of the Directors and attendance are mentioned below:

S.No	Name of the Directors	Designation	No. of Meetings in the year 2025-2026			Attended 13th AGM Held on 30/09/2025
1.			Held	Entitle Attend	Attended	
2.	Ms. Roopal Shreyans Lodha	Women Director	18	6	6	NO
3.	Mr. Kushal Kumar Jain	Director	18	6	6	NO
4.	Mr. Shanmugam	Whole - Time Director	18	6	6	NO
5.	Mr. Srinivasan Ravi	Director	18	6	6	NO
6.	Vivek Sethi	Independent Director	18	12	12	YES

7.	Arti Chadha	Women Director	18	12	12	YES
8.	Harpreet Singh	Independent Director	18	12	12	YES
9.	Shrey Aggarwal	Whole - Time Director	18	11	11	YES

C. COMMITTEES OF THE BOARD

A) AUDIT COMMITTEE:

Brief description of terms of reference:

The Audit Committee of the Board acts in accordance with the terms of reference, which is in compliance with the provisions of Section 177 of the Companies Act, 2013 (Act).

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal control and financial reporting process and inter alia performs the following functions:
a. Overviewing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

b. Recommending the appointment, remuneration and terms of appointment of auditors of the Company;

c. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

- Matters required to be included in the Director's Responsibility Statement in terms of clause (c) of sub-section (3) of Section 134 of the Act, 2013;
- Changes, if any, in accounting policies and practices and reasons for the same;
- Major accounting entries involving estimates based on the exercise of judgment by management;
- Significant adjustments made in the financial statements arising out of audit findings;
- Compliance with listing and other legal requirements relating to financial statements;
- Disclosure of any related party transactions; and
- Modified opinion, if any, in the draft audit report.

d. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;

e. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;

f. Approving or subsequently modifying any transactions of the Company with related parties;

g. Scrutinizing the inter-corporate loans and investments;

h. Reviewing the valuation of undertakings or assets of the Company, wherever it is necessary;

Composition, Meeting and Attendance:

The composition of the Audit Committee comprises of Three Directors. The Committee met 5 times during the year on 28.05.2025, 25.08.2025, 08.09.2025, 07.11.2025, 14.12.2025 and 06.02.2026. The attendance of the members at the committee meeting held during the year is given below:

Name	Designation	Category	No. of Meeting	
			Held	Attended
Mr. Kushal Kumar Jain	Chairperson	Independent Director	6	2
Mr. Srinivasan Ravi	Member	Independent Director	6	2
Ms. Roopal Shreyans Lodha	Member	Non-executive Director	6	2

Pursuant to the change in management, the Audit Committee has been reconstituted as under, w.e.f. from 01.09.2025:

Name	Designation	Category	No. of Meeting	
			Held	Attended
Mr. Harpreet Singh	Chairperson	Independent Director	6	4
Mr. Vivek Sethi	Member	Independent Director	6	4
Ms. Arti Chadha	Member	Non-executive Director	6	4

Name	Designation	Category
Mr. Harpreet Singh	Chairperson	Independent Director / Non Executive
Mr. Vivek Sethi	Member	Independent Director / Non Executive
Ms. Arti Chadha	Member	Non Independent /Non-executive Director

B) NOMINATION & REMUNERATION COMMITTEE:

Brief description of terms of reference:

a) Guiding the Board to lay down the terms and conditions in relation to the appointment and removal of Director(s), Key Managerial Personnel (KMP) of the Company.

b) Evaluating the performance of the Director(s) and providing necessary report to the Board for its further evaluation and consideration.

c) Recommending to the Board on remuneration payable to the Director(s), KMP of the Company based on (i) the Company's structure and financial performance.

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***CIN**: L62090CH2012PLC046886* ***GSTIN:** 04AACCJ9645B1ZS* ***Scrip Code:** 543286*

Composition, Meeting and Attendance:

The composition of the Nomination & Remuneration Committee comprises of Three Directors. The Committee met 3 time during the year on 23.06.2025, 01.09.2025 and 06.02.2026. The attendance of the members at the committee meetings held during the year is given below:

Name	Designation	Category	No. of Meeting	
			Held	Attended
Mr. Kushal Kumar Jain	Chairperson	Independent Director	3	2
Mr. Srinivasan Ravi	Member	Independent Director	3	2
Ms. Roopal Shreyans Lodha	Member	Non-executive Director	3	2

Pursuant to the change in management, the Nomination and Remuneration Committee has been reconstituted as under, w.e.f. from 01.09.2025:

Name	Designation	Category	No. of Meeting	
			Held	Attended
Mr. Harpreet Singh	Chairperson	Independent Director	3	1
Mr. Vivek Sethi	Member	Independent Director	3	1
Ms. Arti Chadha	Member	Non-executive Director	3	1

Name	Designation	Category
Mr. Harpreet Singh	Chairperson	Independent Director/Non-Executive
Mr. Vivek Sethi	Member	Independent Director/Non-Executive
Ms. Arti Chadha	Member	Non- Independent/Non-executive Director

C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee is to look after transfer of shares and the investor's complaints, if any, and to redress the same expeditiously. The role and terms of reference of the Committee are in consonance with the requirements mandated under Section 178 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Composition, Meeting and Attendance:

The composition of the Stakeholders Relationship Committee comprises of Three Directors. The Committee met 1 time during the year on 01.09.2025. The attendance of the members at the committee meeting held during the year is given below:

Name	Designation	Category	No. of Meeting	
			Held	Attended
Mr. Srinivasan Ravi	Chairperson	Independent Director	1	1
Mr. Kushal Kumar Jain	Member	Independent Director	1	1
Ms. Roopal Shreyans Lodha	Member	Non-executive director	1	1

Pursuant to the change in management, the Stakeholders Relationship Committee has been reconstituted as under, w.e.f. from 01.09.2025:

Name	Designation	Category
Mr. Harpreet Singh	Chairperson	Independent Director/Non-Executive
Mr. Vivek Sethi	Member	Independent Director/Non-Executive
Ms. Arti Chadha	Member	Non- Independent/Non-executive Director

D) BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, Independent Directors at their meeting without the participation of the Non-Independent Directors and Management, considered/evaluated the Boards' performance, performance of the Chairman and other Non-independent Directors.

The Board subsequently evaluated its own performance, the working of its Committees and the Independent Directors.

E) STATEMENT ON DECLARATION BY THE INDEPENDENT DIRECTORS OF THE COMPANY:

The Company has received necessary declarations from the Independent Directors stating that they meet the criteria of independence as specified in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

13. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the requirements of Section 134(5) of the Companies Act, 2013, we, on behalf of the Board of Directors, hereby confirm that:

a) The preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimate that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period 2025-2026;

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

d) The Directors had prepared the annual accounts on going concern basis.

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

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

14. AUDITORS:

M/s K Singh & Associates, Chartered Accountants, (FRN **012458N**), **Chandigarh** was appointed as statutory auditor of the company for the financial year 2025-2026 to fill casual vacancy caused by resignation of **M/s DARPAN & ASSOCIATES, Chartered Accountants (FRN 0161565), Chennai**, in terms of the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (The Rules).

M/s K Singh & Associates, Chartered Accountants, (FRN **012458N**), **Chandigarh** is retiring at the ensuing Annual General Meeting of the company. Your directors at the board meeting of the company held on **27th August, 2026,** recommend the re-appointment of **M/s K Singh & Associates**, Chartered Accountants, (FRN **012458N**), **Chandigarh** as statutory auditor of the company subject to the approval of shareholders of the company to hold office from the conclusion of **Fourteenth (14th)** AGM till the conclusion of the **Nineth (18th) AGM** of the company to be held in **year 2030.**

Company has received certificate from the Auditors to the effect they are not disqualified to continue as statutory auditors under the provisions of applicable laws.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report.

15. AUDITORS REPORT:

The remarks in the Auditors Report and Notes on financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments. Also there has been no instance of fraud reported by the statutory auditors for the financial year under review.

16. SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of Ms. Nishant Jain and Associates, Company Secretary in Practice, Delhi to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2026. The Secretarial Audit Report (in Form MR-3) is attached as **'Annexure -A'** to this Report.

17. REPLY FOR COMMENTS IN SECRETARIAL AUDITORS' REPORT:

Secretarial Audit qualification/comments	Directors Comment
The Company is in the process of ensuring completion of the online proficiency self-assessment test by the concerned Independent Director, as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Accordingly, the requisite compliance in this regard remains to be completed.	The Company has taken note of the observation. The concerned Independent Director has been advised to complete the online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs within the prescribed period. The Company shall ensure compliance with the applicable provisions in this regard.
The Company has accepted deposits during the year. However, the requisite approval applicable to such acceptance was pending obtained as at the date of our audit.	The Company has taken note of the observation. The Company is in the process of obtaining the requisite approval applicable to the acceptance of deposits and shall ensure compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

18. CORPORATE SOCIAL RESPONSIBILITY POLICY:
The Company does not fall under the class of Companies mentioned under Section 135 of the Companies Act, 2013, read with Companies (Corporate Social Responsibility) Rules, 2014. Hence, the Company has not spent any funds towards Corporate Social Responsibility.

19. VIGIL MECHANISM:
In compliance with the provisions of Section 177(9) the Board of Directors of the Company has framed the "Whistle Blower Policy" as the vigil mechanism for Directors and employees of the Company.

20. MANAGEMENT DISCUSSION & ANALYSIS:
A detailed analysis on the performance of the industry, the company, internal control systems, risk management are enumerated in the Management Discussion and Analysis report forming part of this report and annexed as **"Annexure-B"**.

21. CORPORATE GOVERNANCE REPORT:
The compliance with the corporate governance provisions as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is not applicable to the Company, as the Company's shares are listed in BSE SME Exchange. Hence, the report on Corporate Governance is not provided.

22. CODE OF CONDUCT:
Declarations have been received from Directors and senior management officials affirming compliance with the Code of Conduct by the Directors and senior management personnel of the Company for the financial year 2025 – 2026 which forms part of the Directors report as **"ANNEXURE C."**

23. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company. Particulars of Transactions with Related party noted in accounts forming part of the Financial Statements.

Further all the necessary details of transaction entered with the related parties as defined under Section 188 of the Companies Act, as defined under Section 2 (76) of the said Act are attached herewith in form no. AOC-2 for your kind perusal and information as **"ANNEXURE D"**.

24. RISK MANAGEMENT:

Your company has developed and implemented a Risk Management Policy which includes identification of elements of risk, if any, which in the opinion of the Board, may threaten the existence of the Company.

25. DETAILS TO BE DISCLOSED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

There are no employees whose details are required to be furnished in terms of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Having regard to the provisions of Section 136(1) read with its relevant proviso of the Companies Act, 2013, the disclosure pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, forming part of the Annual Report, is available for inspection at the registered office of the company during working hours. Any member interested in obtaining such information may write to the Company Secretary and the same will be furnished without any fee and free of cost.

26. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is taking utmost care of the Conservation of Energy. The Company has no activity in relation to Technology absorption. The company has no foreign exchange outgo or inflow.

27. SECRETARIAL STANDARDS:

The Company has complied with the applicable secretarial standards viz., SS-1 on meetings of Board of Directors and SS-2 on General Meetings issued by Institute of Company Secretaries of India as per section 118 (10) of the Companies Act, 2013.

28. TRANSFER TO THE CREDIT OF INVESTOR EDUCATION PROTECTION FUND:

There are no amounts which need to be transferred to the Investor Education and Protection Fund.

29. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROBHITION AND REDRESSAL), ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The

Ground Floor, Plot no. 14, I T Park, Chandigarh-160101
Tel: *+919988882158* ***Email****: Jetmallltd@gmail.com* ***Website****: artemisadr.com*
CIN*: L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

Sexual Harassment of Women at Workplace Prevention, Prohibition and Redressal) Act, 2013. During the year there were no complaints received or pending.

As per the notification of Ministry of Corporate affairs effective from July 14, 2025, the following disclosure is also being made:

a. Number of sexual harassment complaints received - NIL
b. Number of complaints disposed of - NIL
c. Number of cases pending for more than 90 days – NIL

30. DISCLOSURES UNDER MATERNITY BENEFIT ACT, 1961

Pursuant to the provisions of Rule 8(5)(viii) of the Companies (Accounts) Rules 2014, the Company hereby confirms that it has complied with the provisions of the Maternity Benefit Act, 1961.

31. DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013:

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

32. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALON WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

There is no application made or any Proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 during the financial year

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

There are no instances of one-time settlement during the financial year.

34. ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the customers, suppliers, bankers, business partners / associates, financial institutions and various regulatory authorities for their consistent support / encouragement to the Company. Your Directors would also like to thank the Members for reposing their confidence and faith in the Company and its Management.

By Order of the Board For
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-	SD/-
Shrey Aggarwal	**Arti Chadha**
Whole-time Director	**Director**
(DIN: 08193099)	**(DIN: 08350392)**

Date: August 27, 2026
Place: Chandigarh

ANNEXURE – B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

Dear Stakeholders,
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

This Management Discussion and Analysis report has been prepared in compliance with the requirements of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and contains expectations and projections about the strategy for growth, product development, market position, expenditures and financial results. The Company's actual results, performance or achievements could differ from those projected in such forward-looking statements on the basis of any subsequent development, information or events for which the Company do not bear any responsibility.

a. Industry Structure & Development:

The Company was previously engaged primarily in trading of Spices, Masala, Food Grains and Kirana Products., sectors that are highly influenced by global economic conditions, regulatory policies, and market volatility. In recent years, these markets have experienced increased fluctuations due to geopolitical tensions, inflationary pressures, and shifts in monetary policy. As a result, trading volumes and profitability in the commodity segment saw a substantial decline, particularly during the financial year 2024–25, due to a slackened domestic and global economy.
Recognizing the challenges and limited growth opportunities in the existing line of business, the Company undertook a strategic review of its operations. Pursuant to shareholder approval through a postal ballot on December 14, 2025 the Company amended its main object clause to diversify into Alternate Dispute Resolution (ADR) services including but not limited to mediation, arbitration, conciliation, and negotiation to resolve conflicts and disputes in a cost-effective, efficient, and timely manner for both individuals and entities
The new sectors present strong growth potential supported by rising litigation costs and a growing shift toward online and virtual dispute resolution.

b. Segment-wise analysis

Your Company is dealing primarily in only one segment of business that is trading of Spices, Masala, Food Grains and Kirana Products. In view of the slackened economy there has been a substantial decline in the commodity trading.
the members of the Company through postal ballot on December 14, 2025, approved an amendment to the main object clause of the Memorandum of Association of the Company. Pursuant to this approval, the main objects of the Company have been revised as follows:

Clause III (A) 1. To provide Alternate Dispute Resolution (ADR) services including but not limited to mediation, arbitration, conciliation, and negotiation to resolve conflicts and disputes in a cost-effective, efficient, and timely manner for both individuals and entities.
Clause III (A) 2. To organize, manage, and conduct arbitration proceedings for commercial, contractual,

familial, and other types of disputes as an independent and impartial organization, as per national and international ADR standards.

Clause III (A) 3. To offer mediation services by facilitating discussions between disputing parties to help them reach mutually agreeable solutions, through qualified and experienced mediators.

Clause III (A) 4. To conduct conciliation sessions and provide expert assistance in reconciling parties in various legal and non-legal disputes by guiding parties towards amicable solutions.

Clause III (A) 5. To act as an advisory service on matters relating to arbitration, mediation, conciliation, and other ADR mechanisms for individuals, businesses, governments, and other organizations.

Clause III (A) 6. To provide training and certification for professionals in ADR methods, including programs for arbitrators, mediators, and conciliators, to build capacities within the ADR field.

Clause III (A) 7. To publish research and conduct educational seminars, workshops, and conferences on topics related to ADR and conflict resolution, to advance knowledge and promote ADR as a preferred means of resolving disputes.

Clause III (A) 8. To collaborate with government, non-governmental bodies for promoting ADR services and enhancing the framework of dispute resolution mechanisms on a local and global scale.

Clause III (A) 9. To engage in consultancy and advisory services for the development and implementation of ADR mechanisms within public and private sector organizations to promote peaceful conflict resolution.

Clause III (A) 10. To represent parties in ADR proceedings when applicable, ensuring compliance with relevant ADR protocols and ethical standards.

Clause III (A) 11. To create and maintain ADR centers or facilities where arbitration, mediation, and other dispute resolution activities can be carried out efficiently.

c. Outlook:

Spices have a long and ancient history, especially in India, where they are a part of life and heritage. In every home & in every province across the country, different spices and blends are used to create different and distinctive tastes in dishes. Our outlook remains bullish with our unconditional focus on building customer trust and value. Our unique selling point includes our professional yet very experienced management team coupled with our unwavering focus on providing a quality product. With the new management coming in we are positive to achieve a favorable growth.

d. Opportunities

To capitalize on emerging opportunities, the Company has strategically amended its main object, as detailed under the section "Segment-wise or Product-wise Performance," positioning itself to respond proactively to future developments.

e. Threats, Risks, and concerns:

The ADR service business is exposed to risks relating to confidentiality, data security, regulatory compliance, impartiality, enforceability of outcomes, technology failures and reputational concerns. The business may also face challenges relating to the availability of qualified professionals and adoption of ADR services by customers.

f. Discussion on financial performance with respect to operational performance:

The discussions in this section relate to the financial results pertaining to the year that ended March 31, 2026. The financial statements of the Company are prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') prescribed under section 133 of the

Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the financial statements.

The following table gives an overview of the financial results of the company:

(Amount in Rupees in Lakh)

Particulars	**2025-26**	**2024 – 25**
Revenue from Operations	37.75	73.55
Other Income	20.17	6.39
Total Revenue	**57.93**	**79.94**
Total Expenditure	107.42	158.14
Exceptional items	0.00	0.00
Profit Before Tax(PBT)	**(82.37)**	**(78.20)**
Less: Current Tax	0.00	0.00
Less: Deferred Tax	7.45	3.72
Profit After Tax (PAT)	**(74.93)**	**(74.49)**

g. Changes (Change of 25% Or More) in significant key financial ratios and return on net worth:

The details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with the detailed explanations thereof, are as follows:

Sl. No.	Ratio	Numerator	Denominator	FY 2025-26	FY 2024-25	% Variance	Reason for Variance (where > 25%)
1	**Current Ratio**	*Current Assets*	*Current Liabilities*	116.54x	227.44x	-48.76%	Current assets grew mainly on account of cash raised through the warrant issue (Note 6-27), sharply improving liquidity over the prior year.
2	**Debt-Equity Ratio**	*Total Debt (Borrowings)*	*Shareholder's Equity*	0.01x	0.00x	N/A	Long-term borrowings were availed for the first time during FY 2025-26; equity also increased substantially through warrant proceeds, keeping the ratio low.
3	**Debt Service Coverage Ratio**	*Earnings available for Debt Service (EBITDA)*	*Debt Service (Interest + Principal Repayment)*	*N/A*	*N/A*	*N/A*	Not meaningful – no scheduled principal repayment fell due on the long-term borrowings raised during the year.
4	**Return on Equity (ROE)**	*Net Profit / (Loss) after Tax*	*Average Shareholder's Equity*	-3.45%	-8.26%	58.24%	Losses widened in absolute terms, but average equity also expanded materially on account of the warrant issue, moderating the ratio movement.

5	**Inventory Turnover Ratio**	*Revenue from Operations*	*Average Inventory*	5.72x	5.57x	2.66%	Inventory was fully liquidated to Nil by 31.03.2026 (from Rs.13.21 lakhs) while revenue also declined; ratio is not comparable / not meaningful for FY 2025-26.
6	**Trade Receivables Turnover Ratio**	*Revenue from Operations*	*Average Trade Receivables*	0.10x	0.21x	-49.10%	Revenue from operations fell ~49% year-on-year while trade receivables increased, lengthening the collection cycle.
7	**Trade Payables Turnover Ratio**	*Net Purchases*	*Average Trade Payables*	0.00x	29.02x	-100.00%	No purchases of stock-in-trade were made during FY 2025-26; ratio is not meaningful as company shifted to Service Business
8	**Net Capital Turnover Ratio**	*Revenue from Operations*	*Working Capital (CA – CL)*	0.01x	0.09x	-85.43%	Working capital increased sharply (warrant proceeds held as cash) while revenue declined, reducing the turnover multiple.
9	**Net Profit Ratio**	*Net Profit / (Loss) after Tax*	*Revenue from Operations*	-198.46%	-101.27%	-95.98%	Revenue from operations declined ~49% while operating expenses rose, widening the loss margin.
10	**Return on Capital Employed (ROCE)**	*Earnings Before Interest & Tax (EBIT)*	*Capital Employed (Total Assets – Current Liabilities)*	-2.37%	-8.66%	72.63%	Capital employed increased substantially due to the warrant issue while operating losses widened, reducing the ratio further into negative territory.
11	**Return on Investment (ROI)**	*Income from Investments*	*Average Investments*	*N/A*	*N/A*	*N/A*	Not applicable – the Company held no current or non-current investments during FY 2025-26 or FY 2024-25.
12	**Net Worth**	*Paid-up Share Capital + Other Equity*	–	3444.84	902.27	281.80%	Net worth increased substantially, driven by share warrant application money and securities premium received on warrants (Rs. 2,661.60 lakhs), partly offset by the net loss for the year.
13	**Total Debts to Total Assets**	*Total Debt (Borrowings)*	*Total Assets*	0.01	0.00	N/A	
14	**Operating Profit Margin**	*Earnings Before Interest & Tax (EBIT)*	*Revenue from Operations*	-217.93%	-106.18%	-105.25%	Operating losses widened relative to a lower revenue base, resulting in a materially more negative operating margin.

h. Internal control systems and their adequacy:

The company has a comprehensive system of internal financial controls that is appropriate for its size and operations. This system ensures timely and accurate financial reporting, the safeguarding of assets, and compliance with all applicable laws and regulations. The company's internal auditors regularly review the internal financial control system to ensure its effectiveness, and any necessary changes or suggestions are incorporated into the system. The internal audit reports are also reviewed by the company's audit committee.

i. Material developments in human resources/industrial relations front, including number of people employed:

The Company is continuously endeavoring to align the employee’s objectives with the business objectives of the organization to achieve its goals.

j. Cautionary statement:

Statement made in this section of the report is based on the prevailing position in the market conditions. Actual results could however differ materially from those expressed or implied with regard to Company’s Outlook and Performance.

By Order of the Board For
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-	SD/-
Shrey Aggarwal	**Arti Chadha**
Whole-time Director	**Director**
(DIN: 08193099)	**(DIN: 08350392)**

Date: August 27, 2026
Place: Chandigarh

ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)

ANNEXURE C

Declaration of compliance by the Board Members and Senior Management personnel to the Code of Conduct pursuant to SEBI (LODR) Regulations, 2015

This is to confirm that the company has in respect of the financial year ended March 31, 2026 has received from all the Directors and the Senior Management Personnel of the company, a declaration of compliance with the code of conduct as applicable to them. The senior management personnel include all the Key Managerial Personnel and Senior Management team one level below the Board as on March 31, 2026.

By Order of the Board For
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-	SD/-
Shrey Aggarwal	**Arti Chadha**
Whole-time Director	**Director**
(DIN: 08193099)	**(DIN: 08350392)**

Date: August 27, 2026
Place: Chandigarh

ANNEXURE: D

Form No. AOC-2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

1. Details of contracts or arrangements or transactions not at arm's length basis**:**
   The Company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during the financial year **2025-2026.**

2. Details of material contracts or arrangement or transactions at arm's length basis, are as under.

(*Amount in Rupees in Lakhs*)

Name(s) of the related party and nature of relationship							
Sl. No.	**Name of the related party**	**Nature of Relationship**	**Nature of Contract/ Arrangement**	**Duration of the Contract/ arrangement/ transaction**	**Salient terms of the contracts or arrangements or transactions including the value, if any**	**Date(s) of approval by the Board, if any**	**Amount**
1.	Jupitice Justice Technologies Private Limited	Related Entity of Promoters	Receive of Service	During the FY 2025-26	The RPTs entered during the year were in the ordinary course of business and on arms length basis. The RPTs entered during the year were in the ordinary course of business and on arms length basis.	Since these related party transactions (RPTs) are in the ordinary course of business and are at arms length basis, approval of the Board is not applicable. However, necessary approvals were granted by the Audit Committee and the Board from time to time. Since these related party transactions (RPTs) are in the ordinary course of business and are at arms	584.71
2.	Aeren IT Solution Private Limited	Related Entity of Promoters	Rent Paid	During the FY 2025-26			37.43

						length basis, approval of the Board is not applicable. However, necessary approvals were granted by the Audit Committee and the Board from time to time.	

By Order of the Board For
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)

SD/-	SD/-
Shrey Aggarwal	**Arti Chadha**
Whole-time Director	**Director**
(DIN: 08193099)	**(DIN: 08350392)**

Date: August 27, 2026
Place: Chandigarh

Annexure-A

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2026

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

To
The Members,
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)
Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ARTEMIS ADR MARKETPLACE LIMITED (**Formerly known as Jetmall Spices and Masala Limited) **(CIN: L62090CH2012PLC046886)** (hereinafter called as "**The Company**"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31.03.2026**, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on **31.03.2026** according to the provisions of:

a) The Companies Act, 2013 (the Act) and the rules made thereunder;
b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
c) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment (External Commercial Borrowings)
e) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
f) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
g) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
i) 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;
j) The Securities and Exchange Board of India (Depositories and Participants) Regulations,2018;
k) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We report that, the following Regulations and Guidelines were not applicable to the Company during the audit period: -

a) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; and
d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.
b) The Listing Agreement entered into by the Company with BSE Limited (BSE) as per SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

We further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit by other designated professionals.

We further report that:

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

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

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

d) There are adequate systems and processes in the company that 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 based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

a) During the year under review pursuant to a Share Purchase Agreement dated June 23, 2025, and in compliance with the applicable SEBI regulations, equity shareholding in the Company was transferred from the existing promoters to the new promoters, as disclosed in the Shareholding Pattern submitted to the Bombay Stock Exchange time to time. Additionally, in accordance with the open offer and applicable SEBI regulations, the remaining equity shareholding of the erstwhile promoter/promoter group has been reclassified under the "Public" category.

b) Furthermore, the members of the Company in annual general meeting held on September 30, 2025, has Shifted the Registered office of the Company from the State of Tamil Nadu to the Union Territory of Chandigarh.

c) Pursuant to shareholder approval through a postal ballot on December 14, 2025 the Company amended its main object clause to diversify into Alternate Dispute Resolution (ADR) services including but not limited to mediation, arbitration, conciliation, and negotiation to resolve conflicts and disputes in a cost-effective, efficient, and timely manner for both individuals and entities

d) The members of the Company through postal ballot on October 01, 2025, approved the increase in authorized share capital of the company form INR 6,00,00,000/-(Indian Rupees Six Crore Only) to 22,00,00,000/- (Indian Rupees Twenty-two Crore Only)

e) In pursuant to the board resolution passed on February 06, 2026 the Company has allotted 98,58,000 equity warrants for cash consideration of 35,48,88000 of which 75% i.e. 26,61,66,000 have been paid on allotment of equity warrants and balance to be paid on exercise of equity warrants.

We further report that during the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except for the following:

a) The Company is in the process of ensuring completion of the online proficiency self-assessment test by the concerned Independent Director, as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Accordingly, the requisite compliance in this regard remains to be completed.

b) The Company has accepted deposits during the year. However, the requisite approval applicable to such acceptance was pending/not obtained as at the date of our audit.

We further report that during the audit period, there were no instances of:

a) Right / Sweat Equity Shares.
b) Redemption / Buy-back of Securities.
c) Foreign technical collaborations.
d) Merger / Amalgamation / Reconstruction.

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

For NISHANT JAIN & ASSOCIATES
Company Secretaries
Firm Registration No.: S2024DE1004700

SD/-

CS Nishant Jain
Proprietor
Membership No. A75032
C.P. No.: 27747 **PR No**.
6836/2025
UDIN:A075032H001241111

Date: 27/08/2026
Place: New Delhi

Annexure A

To
The Members,
ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)
Ground Floor, Plot no. 14, I T Park, Chandigarh-160101

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

1. Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

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

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

5. The compliances of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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

For NISHANT JAIN & ASSOCIATES
Company Secretaries
Firm Registration No.: S2024DE1004700

SD/-

CS Nishant Jain
Proprietor
Membership No. A75032
C.P. No.: 27747 **PR No**. 6836/2025
UDIN:A075032H001241111

Date: 27/08/2026
Place: New Delhi

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ARTEMIS ADR MARKETPLACE LTD.

(Formally Known as JETMALL SPICES AND MASALA LTD.)

REPORT ON THE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of Artemis ADR Marketplace Ltd. (formerly known as M/s. Jetmall Spices and Masala Limited) which comprise the Balance Sheet as at March 31, 2026, the statement of profit and loss, Statement of change in Equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the 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 financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs of the Company as at 31st March 2026, and its profit/loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS OF OPINION

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

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.** In addition to the matter described in the

Basis of Opinion section, we have determined the matters described below to be the key audit matters to be communicated in our report. **Our opinion is not modified in respect of these matters.**

Key Audit Matter(s)	How our Audit Procedures addressed the matter
1. Capitalization of expenditure incurred towards development of ADR Marketplace **Refer Note 36 to the financial statements** The Company has incurred significant expenditure towards development of the ADR Marketplace and has capitalized ₹584.71 lakhs as Capital Work-in-Progress (Classified as Intangible asset).Determination of whether the expenditure meets the recognition criteria under Ind AS 38 involves significant management judgement. Considering the significance of the amount and the judgement involved, this was considered to be a matter of most significance in our audit.	Our audit procedures included evaluating the accounting treatment with reference to the recognition criteria under Ind AS 38 and testing, on a sample basis, the expenditure capitalized to supporting invoices, agreements and other relevant documents. We also evaluated the adequacy of the related disclosures in the financial statements.
2. Recoverability of trade receivables and loans and advances **Refer Note 35 to the financial statements** The Company has trade receivables and loans and advances aggregating to ₹772.10 lakhs. A substantial portion of these balances pertains to the previous management. The assessment of recoverability involves significant management judgement and estimation, including consideration of expected recoveries from the respective parties. Accordingly, this was considered to be a matter of most significance in our audit.	Our audit procedures included evaluating the ageing and recoverability of outstanding balances, examining subsequent realizations, assessing management's evaluation of expected credit losses under Ind AS 109 and reviewing relevant supporting documentation. We also evaluated the adequacy of the related disclosures in the financial statements.

OTHER MATTERS

The financial statements of the Company for the year ended 31 March 2025 were audited by the predecessor auditor, whose report dated 28/05/2025 expressed an **unmodified opinion** on those financial statements.

OTHER INFORMATION

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone 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 on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit or loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITY

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

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

We also:

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

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

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

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

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

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" a statement on the matters specified in the 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 purpose of our audit;

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

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

   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.

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

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

   g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 derivatives contracts for which there were any material foreseeable losses.

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

iv) (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (" Intermediaries"), with the understanding, whether recorded in writing or otherwise,

- That the Intermediary shall, whether directly or indirectly lend or invested in other persons or entities identified in any manner whatsoever by or on behalf of the company ("ultimate Beneficiaries") or
- Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that to the best of its knowledge and belief, no funds (which are materials either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("Funding parties"), with the understanding, whether recorded in writing or otherwise, that the company shall.

- Whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or
- Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on such 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 (a) and (b) contain any material misstatement.

v) No dividend declared or paid during the year by the company in compliance with section 123 of the Act.

vi) Based on our examination, which include test checks, the company has used accounting software system for maintaining its books of account for the financial year ended March 31, 2026 which have the features of recording audit trail (edit log) facility and the same has operated throughout the year for all the relevant transections recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail failure being tempered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

With respect to the matter to be include in the Auditor's Report under Section 197(16) of the Act:

In Our opinion and according to the information and explanation given to us, no remuneration has been paid by the Company to its directors during the current year is in accordance with the provision of section 197 of the act.

K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 012458N

SD/-
CA KULTAR SINGH
PARTNER
M. No.: 091673

PLACE: CHANDIGARH
DATE: 13/05/2026
UDIN: 26091673HTLFCQ8315

ANNEXURE – A TO THE INDEPENDENT AUDITOR'S REPORT

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

(i) (a) i. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets;

ii. The Company has no intangible Asset as on the date of Balance Sheet.

(b) The Company has a program of verification to cover all items of property, plant and equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. Pursuant to the programme, a portion of the property, plant and equipment have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company has no immovable property under its name.

(d) The company has not revalued its Property, Plant and Equipment (including right of use assets) during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March 2026 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The Company does not hold any inventory. Accordingly, reporting under the clause 3 (ii) of the order is not applicable to the company.

(b) The company has not been granted working capital limit in excess of Rs. 5 Crores from banks and financial institutions bases on the security of current assets. Henceforth clause (ii) (b) is not applicable.

(iii) (a) As per the financial statements the company has not made investments in, provided any guarantee or security to any other entities, however the company has granted any loans or advances in the nature of unsecured loans , to companies/ firms, Limited Liability Partnerships.

(1) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates is NIL.

(2) The aggregate amount of loans to other parties during the year was Rs. 408.63 Lacs, and balance outstanding at the balance sheet date with respect to such loans or advances to parties other than subsidiaries, joint ventures and associates is Rs. 408.63Lacs.

(b) In our opinion and according to explanation given to us, loans provided, the terms and conditions of the grant of all loans and advances are not prejudicial to the company's interest;

(c) In respect of loans and advances, the schedule of repayment of principal and payment of interest has not been stipulated and the repayments or receipts is not regular;

(d) According to information and explanation given to us there is overdue for more than ninety days, and recovery of the principal and interest is doubtful;

(e) As per information given to us loan or advance in the nature of loan granted earlier which has fallen due during the year, has neither been renewed or extended or fresh loans granted were given to the same parties or different parties.

(f) As per information provided to us the company has not granted any loans or advances in the nature of loans which are repayable on demand and also specifying any terms or period of repayment, to Promoters and related parties as defined in clause (76) of section 2 of the Companies Act, 2013;

(iv) As per information and explanation given to us and record produced before us in respect of loans, investments, guarantees, and security, the company has complied with provisions of sections 185 and 186 of the Companies Act 2013

(v) The provisions of the sections 73 to 76 and any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), are not applicable to the Company being an non-banking financial company registered with the Reserve Bank of India ('the RBI'), and also the Company has not accepted any deposits from public or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of specified products of the Company. For such products, we have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under the aforesaid section, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Excise Duty, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) with reference to (a) above there are no disputed dues on account of Income Tax, Service Tax, Sales Tax, Excise Duty, Custom Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues as at 31st March 2026 .

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

(ix) (a) According to the information and explanations given to us, the Company has not obtained any loans or borrowings hence this clause is not applicable.

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

(c) In our opinion and according to the information and explanations given to us, no money was raised by way of term loans during the year.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, no funds were raised by the Company on short term basis.

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

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint ventures.

(x) (a) In our opinion, and according to the information and explanations given to us, the Company has not raised money by way initial public offer or further public offer.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made a preferential allotment on private placement basis of convertible share warrants during the year.

The company has issued 98,58,000 warrants convertible into equity shares of the company on or before 18 months from the allotment date i.e 06/02/2026 at an issue price of Rs. 36 per warrant aggregating Rs. 3,54,888,000/- by way of preferential issue on private placement basis in the compliance with Section 42 and 62 of the Companies Act, 2013 and as per our checks, the funds raised have been used for the purposes for which the funds were raised.

(xi) (a) No material fraud on or by the Company has been noticed or reported during the year nor have we been informed of any such case by the Management.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report

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

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting as per paragraph 3 para (xii) of the Order is not required.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, no transactions with related parties in compliance with sections 177 and 188 of the Act.

(xiv) The Company has internal audit system commensurate with the size of the company and the internal audit reports were considered during the course of audit.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, reporting as per paragraph 3(xv) of the Order is not required.

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

(b) In our opinion the Company has not conducted Non-Banking Financial activities during the year as per the Reserve Bank of India Act, 1934

(c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

(xvii) There is a resignation of the predecessor statutory auditors of the Company during the year because of the change in the management.

(xviii) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xix) There no ongoing projects relating to CSR hence no unspent amounts towards such requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Further the company has not undertaken any ongoing project as a part of CSR Accordingly, reporting under clause 3(xx) (a) and (b) of the Order are not applicable for the year.

(xx) The company has no subsidiary hence no consolidation of financial statements and therefore this para is not applicable.

FOR K.SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm No. 012458N

Sd/-
KULTAR SINGH
PARTNER
Membership No. 091673

PLACE: Chandigarh
DATED: 13/05/2026
UDIN: 26091673HTLFCQ8315

Annexure "B" to the Auditors' Report

Report on the internal financial controls with reference to the aforesaid standalone financial statements under section 143(3) (i) of the Companies Act, 2013

We have audited the internal financial controls with reference to financial statements of ARTEMIS ADR MARKETPLACE LTD. ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditors' judgment, including the assessment of the risks of material misstatement of the standalone 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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.

K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 012458 N

Sd/-
CA KULTAR SINGH
PARTNER
M. No.: 091673

PLACE: CHANDIGARH
DATE: 13/05/2026
UDIN: 26091673HTLFCQ8315

ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)
CIN: L62090CH2012PLC046886
Regd Off: 14 IT Park, Ground Floor, Manimajra, Chandigarh, India,160101
Email: regulatorycompliance@artemisadr.com; Website: www.artemisadr.com

Statement of Assets and Liabilities as on 31st March 2026

(All Amounts are Rupees In Lakhs except for per share data and unless otherwise stated)

Particulars	Note No	As at 31.03.2026 Audited	As at 31.03.2025 Audited
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant & Equipment and Intangible assets	5		
(i) Property, Plant & Equipment	(i)	7.17	38.07
(ii) Intangible assets		-	-
(iii) Intangible Asset Under Development	(ii)	584.71	-
(b) Non Current Investments		-	-
(c) Deferred Tax assets (net)	6	13.37	5.92
(d) Long term Loans & Advances		-	
(e) Other non current assets	7	-	44.11
Sub-Total		***605.25***	***88.10***
(2) Current assets			
(a) Current Investments		-	-
(b) Inventories	8	-	13.21
(c) Trade receivables	9	362.71	356.71
(d) Cash and cash equivalents	10	2,000.00	41.35
(e) Short term Loans & Advances	11	409.39	392.36
(f) Other current assets	12	120.63	14.13
Sub-Total		***2,892.73***	***817.77***
Total Assets		**3,497.98**	**905.87**
I. EQUITY AND LIABILITIES			
EQUITY			
(1) Shareholder's Funds			
(a) Share capital	13	599.29	599.29
(b) Reserves and Surplus	14	183.95	302.98
(c) Non Participating Interest		-	-
(d) Share Warrant FV10/-	14	739.35	-
(e) Share Warrant Premium	14	1,922.25	-
Sub-Total Equity		***3,444.84***	***902.27***
(2) Non-current liabilities			
(a) Long term Borrowings	15	28.32	-
(b) Long term Provisions		-	-
(c) Deferred Tax Liabilities		-	-
Sub-Total Non-Current Liabilities		***28.32***	***-***
(3) Current liabilities			
(a) Short Term Borrowings		-	-
(b) Trade payables	16		
i) Total Outstanding dues of Micro Enterprises and small Enterprises	16	0.31	1.93
ii) Total Outstanding dues other than Micro Enterprises and small	16	-	-
(c) Other current liabilities	17	24.51	1.67
(d) Short Term Provisions		-	-
Sub-Total Current Liabilities		***24.82***	***3.60***
Total Equity and Liabilities		**3,497.98**	**905.87**

Note No 1 to 51 are intergral Part of Balance Sheet

For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as Jetmall Spices and Masala Limited

As per our Separate report of even date attached

SD/-	*SD/-*	*SD/-*	*SD/-*
For K. Singh & Associates	*Vivek Sethi*	*Harpreet Singh*	*Shrey Aggarwal*
Chartered Accountants	*Director*	*Director*	*Whole Time Director*
FRN:012458N	*DIN: 11258543*	*DIN:06525946*	*DIN:08193099*

SD/-	*SD/-*	*SD/-*	*SD/-*
Kultar Singh	*Nitin Gupta*	*Unni Krishnan Nair*	*Puja Kalwar*
Partner	*Chief Financial Officer*	*Manager*	*Company Secretary*
Membership No.: 091673	*DIN: 10912540*	*DIN:00220294*	*M. No.- A73382*

Date: 13/05/2026
Place: Chandigarh
UDIN 26091673HTLFCQ8315

ARTEMIS ADR MARKETPLACE LIMITED

(Formerly known as Jetmall Spices and Masala Limited)
CIN: L62090CH2012PLC046886
Regd Off: 14 IT Park, Ground Floor, Manimajra, Chandigarh, India,160101
Email: regulatorycompliance@artemisadr.com; Website: www.artemisadr.com

Statement of Audited Financial Statement for the Year ended 31st March 2026

(All Amounts are Rupees In Lakhs except for per share data and unless otherwise stated)

PARTICULARS	Note No	Year Ended 31.03.2026 Audited	Year Ended 31.03.2025 Audited
1. a) Revenue From Operations	18	37.75	73.55
b) Other Income	19	20.17	6.39
TOTAL INCOME		**57.93**	**79.94**
2. Expenses			
a) Purchase of Stock In Trade	20	-	55.88
b) Changes in inventories of Stock-in-Trade	21	13.21	22.29
c) Employee benefit expense	22	16.51	13.76
d) Financial costs	23	0.10	0.11
e) Depreciation and amortization expense	24	1.11	6.34
f) Other expenses	25	76.49	59.78
TOTAL EXPENSES		**107.42**	**158.14**
3. Profit before exceptional and tax (1-2)		(49.49)	(78.20)
4. Exceptional Items	27	32.89	-
5. Profit Before Tax (3-4)		**(82.37)**	**(78.20)**
6. Tax Expense			
(a) Current Tax		-	3.72
(b) Deferred Tax		7.45	-
7. Profit(Loss) for the period (6-7)		**(74.93)**	**(74.48)**
8. Other Comprehensive Income			
(a) Equity Instruments through Other Comprehensive Income		-	-
(b) Income Tax (expenses)/savings		-	-
9. Total Comprehensive Income for the period (7+8)		**(74.93)**	**(74.48)**
10. Paid-up equity share capital		599.29	599.29
(Face Value Rs.)		10.00	10.00
11. Share Warrants		985.80	-
(Face Value Rs.)		10.00	-
12. Earnings Per Share (EPS)			
(a) Basic		(1.25)	(1.24)
(b) Diluted		(0.47)	(1.24)

Significant accounting Policies Note on accouts are intergral part of financial Statements

For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as Jetmall Spices and Masala Limited

As per our Separate report of even date attached

SD/-	*SD/-*	*SD/-*	*SD/-*
For K. Singh & Associates	*Vivek Sethi*	*Harpreet Singh*	*Shrey Aggarwal*
Chartered Accountants	*Director*	*Director*	*Whole Time Director*
FRN:012458N	*DIN: 11258543*	*DIN:06525946*	*DIN:08193099*

SD/-	*SD/-*	*SD/-*	*SD/-*
Kultar Singh	*Nitin Gupta*	*Unni Krishnan Nair*	*Puja Kalwar*
Partner	*Chief Financial Officer*	*Manager*	*Company Secretary*
Membership No.: 091673	*DIN: 10912540*	*DIN:00220294*	*M. No.- A73382*

Date: 13/05/2026
Place: Chandigarh
UDIN 26091673HTLFCQ8315

ARTEMIS ADR MARKETPLACE LIMITED
(Formerly known as Jetmall Spices and Masala Limited)
CIN: L62090CH2012PLC046886
Regd Off: 14 IT Park, Ground Floor, Manimajra, Chandigarh, India,160101
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Cash Flow Statement for the Year Ended 31st March 2026
(All Amounts are Rupees In Lakhs except for per share data and unless otherwise stated)

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
	Audited	Audited
A. Cash Flow From Operating Activities		
Net Profit / (Loss) Before Tax as per Statement of Profit and Loss	**(82.37)**	**(78.20)**
Adjustments for:		
Depreciation and Amortisation Expense	1.11	6.34
Assets Written Off	-	10.66
Loss on Sale of Fixed Assets	-	6.63
Less: Profit on Sale of Fixed Assets	(0.02)	-
Preliminary Expenses Written Off	-	-
Finance Costs	0.10	0.11
Less: Interest Income	(18.18)	(6.39)
Other Adjustments (Net)	-	*0.02*
Operating Profit before Working Capital Changes	**(99.37)**	**(60.83)**
Adjustments for Changes in Working Capital:		
(Increase) / Decrease in Inventories	13.21	*22.29*
(Increase) / Decrease in Trade Receivables	(6.00)	*16.64*
(Increase) / Decrease in Short Term Loans & Advances	(17.02)	*4.97*
(Increase) / Decrease in Other Current Assets	(106.50)	*5.60*
Increase / (Decrease) in Trade Payables	(1.62)	*(14.30)*
Increase / (Decrease) in Other Current Liabilities	22.84	*(1.13)*
Cash Generated from Operations	**(194.46)**	**(26.76)**
Income Tax Paid / (Refund)	-	*0.54*
Net Cash Generated from / (Used in) Operating Activities (A)	**(194.46)**	**(26.22)**
B. Cash Flow From Investing Activities		
Purchase of Fixed Assets (including Intangible Assets Under Development), Net	(554.90)	*(5.75)*
Interest Received	18.18	6.39
Net Cash (Used in) / Generated from Investing Activities (B)	**(536.72)**	**0.63**
C. Cash Flow From Financing Activities		
Proceeds from Issue of Share Warrants	739.35	-
Proceeds from Securities Premium (on Warrants)	1,922.25	-
Proceeds from Long Term Borrowings	28.32	-
Finance Costs Paid	(0.10)	(0.11)
Net Cash Generated from / (Used in) Financing Activities (C)	**2,689.83**	**(0.11)**
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	**1,958.64**	**(25.70)**
Add: Cash and Cash Equivalents at the Beginning of the Year	41.35	*67.05*
Cash and Cash Equivalents at the End of the Year	**2,000.00**	**41.35**
Cash and Cash Equivalents at the End of the Year as per Balance Sheet	2,000.00	41.35
Difference (Rounding Off)	(0.00)	0.00

For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as Jetmall Spices and Masala Limited

As per our Separate report of even date attached

SD/-	***SD/-***	***SD/-***	***SD/-***
For K. Singh & Associates	***Vivek Sethi***	***Harpreet Singh***	***Shrey Aggarwal***
Chartered Accountants	***Director***	***Director***	***Whole Time Director***
FRN: 012458N	***DIN: 11258543***	***DIN:06525946***	***DIN:08193099***

SD/-	***SD/-***	***SD/-***	***SD/-***
Kultar Singh	***Nitin Gupta***	***Unni Krishnan Nair***	***Puja Kalwar***
Partner	***Chief Financial Officer***	***Manager***	***Company Secretary***
Membership No.: 091673	***DIN: 10912540***	***DIN:00220294***	***M. No.- A73382***

Date: 13/05/2026
Place: Chandigarh
UDIN 26091673HTLFCQ8315

Notes to financial statements for the year ended March 31, 2026
(All amounts are in Indian Rupees)

Note: 1 **Background**

Artemis ADR Marketplace Limited (Formerly Known as Jetmall Spices and Masala Limited) was incorporated as private limited company on 06.09.2012 in the State of Tamil Nadu, In the name & style of Jetmall Spices & Masala Private Limited which was subsequently converted to public company as on 29.01.2020 having its registered office at 33/1, Ritherdon Road, Vepery, Chennai - 600 001. The Company is engaged in the business of manufacturing and trading of food and processed food products and providing various services, from 15th December 2025 they have changed its business activities to ADR marketplace.

Note: 2 **Basis of preparation and presentation of financial statements**

i. The financial statements have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules 2015 as amended from time to time.

ii. The significant accounting policies used in preparing the financial statements are set out in Note 28-37.

Note :3 **Basis of Measurement**

The financial statements have been prepared on accrual basis under historical cost convention except for certain financial instruments (Refer Note 4.17- Accounting Policy for Financial Instruments) which are measured at fair value.

Note :4 **Significant Accounting Policies**

4.1 **Property, Plant and Equipment (PPE)**

(I) Property, Plant and Equipment are stated at cost of acquisition net of accumulated depreciation/ amortization and impairment losses if any, except free hold land which is carried at cost less impairment losses if any. The cost comprises purchase prices, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

(ii) The Company identifies the significant parts of plant and equipment separately which are required to be replaced at intervals. Such parts are depreciated separately based on their specific useful lives. The cost of replacement of significant parts are capitalized and the carrying amount of replaced parts are de-recognized. When each major inception/ overhauling is performed, its cost is recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any remaining carrying amount of the cost of the previous inspection/ overhauling (as distinct from physical parts) is derecognized.

(iii) Other expenses on fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts that does not meet the capitalization criteria in accordance with IND AS 16 are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

(iv) PPEs are eliminated from the financial statements on disposal or when no further benefit is expected from its use or disposal. Gains or losses arising from disposal of plant, property and equipment are measured as the difference between the net disposal proceeds and the carrying amount of such assets are recognized in the statement of profit and loss.

(v) Depreciation for plant and machinery has been provided on WDV Method.

(vi) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date and adjusted prospectively, if appropriate

4.2 **Intangible Asset Under Development**

Intangible Asset Under Development Includes the Cost incurred on the Development of ADR Marketplace Infrastructure and other technology based allied products.

4.3 Current or Non-Current classification

(I) Asset or liability is expected to be realized in the company's normal settlement cycle.
(ii) Asset is intended for sale or consumption.
(iii) Asset or liability is held primarily for the purpose of trading.
(iv) Asset or liability is expected to be realized or settled within twelve months after reporting period.

4.4 Intangible Assets

(I) The cost of computer software that are installed are accounted at cost of acquisition of such assets and are carried at cost less accumulated amortization and impairment, if any. Internally generated software is not capitalized and the expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.
(ii) The residual values, useful lives and methods of depreciation of intangible assets are reviewed at each reporting date and adjusted prospectively, if appropriate.

4.5 Revenue Recognition

(I) Revenue is recognized to the extent that is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
(ii) Sale of products and Services is recognized when the significant risk and reward of ownership of the goods and Services have been passed to the buyer. Revenue is measured at fair value of the consideration received or receivable, after deduction of any taxes or duties collected on behalf of the government which are levied on sales such as GST, etc.
(iii) Dividend income, if any, is recognized when the company's right to receive dividend is established by the reporting date.
(iv) Interest income from financial assets is recognized at the effective interest rate applicable on initial recognition.
(v) Scrap sales is recognized at the fair value of consideration received or receivable upon transfer of significant risk and rewards. It comprises of invoice value of goods and after deducting applicable taxes on sale.

4.6 Employee Benefits

(I) Short-term employee benefits viz., salaries and wages are recognized as expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered.
(ii) Defined Benefit Plan: Company's liability towards gratuity in respect of all other employees is worked out on the basis of actuarial valuation (performed by an independent actuary, at each Balance sheet date) and is normally funded.

Leave Encashment:

As per policy of the company unveiled leave, casual leave/ earned leave cannot be carried forward or encashed and hence there is no additional cost. The company recognises the cost as expense as and when the employee avails paid leave.

4.7 Provision, Contingent Liability and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Provisions are determined by discounting the expected future cash flows at a pretax rate that reflects current market assessment of the time value of money and the risks specific to the liability. Contingent liabilities not provided for, are disclosed in the accounts by way of Notes.

4.8 Cash Flow statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities.

4.9 Borrowing Cost

(I) Borrowing cost include interest computed using Effective Interest Rate method, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

(ii) Borrowing costs that are directly attributable to the acquisition, construction, production of a qualifying asset is capitalized as part of the cost of that asset which takes substantial period of time to get ready for its intended use. The Company determines the amount of borrowing cost eligible for capitalization by applying capitalization rate to the expenditure incurred on such cost. The capitalization rate is determined based on the weighted average rate of borrowing cost applicable to the borrowings of the Company which are outstanding during the period, other than borrowings made specifically towards purchase of the qualifying asset. The amount of borrowing cost that the Company capitalizes during the period does not exceed the amount of borrowing cost incurred during that period. All other borrowings cost is expensed in the period in which they occur.

4.10 Government Subsidy / Grant

(i) Government grants are recognized at fair value on accrual basis where there is a reasonable assurance that the grant will be received and all the attached conditions are complied with.

(ii) In case of revenue related grant, the income is recognized on a systematic basis over the period for which it is intended to compensate an expense and is disclosed under “Other operating revenue” or netted off against corresponding expenses wherever appropriate. Receivables of such grants are shown under “Other Financial Assets”. Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same. Receivables of such benefits are shown under “Other Financial Assets”.

(iii) In case of grant relates to an asset, it is recognized as income over the expected useful life of the related asset.

4.11 Foreign Currency Transactions

Foreign Currency Transactions are translated into the functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions and from translation of monetary assets and liabilities at the reporting date exchange rates are recognized in the statement of Profit and Loss. Non- monetary items which are carried at historical cost denominated in foreign currency are reported using the exchange rates at the date of transaction.

4.12 Earnings Per Share

Basic Earnings per share is calculated by dividing the Net profit or loss after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is determined by adjusting the Profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

4.13 Income Tax

The tax provision is considered as stipulated in IND AS 12 and includes current and deferred tax liability. The company recognizes the accumulated deferred tax asset based on accumulated time difference using current tax rate. Both the current tax and deferred tax liability relating to items recognized outside the profit or loss is recognized either in “other Comprehensive Income” or directly in “Equity” as the case may be.

4.14 Segment Reporting

The Company's Operating segment is identified based on nature of activity, risks and returns. The Company is primarily engaged in Trading of all kinds of tradeable and marketable goods Operating Segment.

4.15 Impairment of Non-Financial Assets

(I) The carrying values of non-financial assets are reviewed for impairment at each Balance Sheet date, if there is any indication of impairment based on internal and external factors.

(ii) Non-financial assets are treated as impaired when the carrying amount of such asset exceeds its recoverable value. After recognition of impairment loss, the depreciation / amortization for the said assets is provided for remaining useful life based on the revised carrying amount, less its residual value if any, on straight line basis.

(iii) An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

(iv) An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or may have decreased.

4.16 Financial Instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

4.17 Financial Asset

(I) Financial assets comprise of investments in Equity, Trade Receivables, Cash and Cash Equivalents and Other Financial Assets.

(ii) Depending on the business model (i.e.) nature of transactions for managing those financial assets and its contractual cash flow characteristics, the financial assets are initially measured at fair value and subsequently measured and classified at:

a) Amortized cost; or
b) Fair value through Other Comprehensive Income (FVTOCI); or
c) Fair value through Profit or Loss (FVTPL)
d) Amortized cost represents carrying amount on initial recognition at fair value plus or minus transaction cost.

(iii) The Company classifies its financial assets for measurement as below: -

BASIS OF MEASUREMENT	FINANCIAL ASSETS
Amortized Cost	Trade receivables, Loan and advances given to employees and related parties, deposits and other advances recoverable in cash or kind.
FVTOCI	Investment in Equity instruments

(iv) The company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On DE recognition of a financial asset or part thereof, the difference between the carrying amount measured at the date of recognition and the consideration received including any new asset obtained less any new liability assumed shall be recognized in the statement of profit and Loss.

(v) The company assesses at each balance sheet date whether the financial asset or group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

4.18 Financial Liability

(I) Financial liabilities comprise of Borrowings from Banks, Trade payables, Derivative financial instruments, financial guarantee obligation and other financial liabilities.

(ii) The Company classifies its financial assets for measurement as below: -

BASIS OF MEASUREMENT	FINANCIAL ASSETS
Amortized Cost	Borrowings, trade payables, interest accrued, Unclaimed/ Disputed dividends, security deposits and other financial liabilities not for trading

(iii) Financial liabilities are derecognised when and only when it is extinguished (i.e.) when the obligation specified in the contract is discharged or cancelled or expired.

(v) Upon de-recognition of its financial liabilities or part thereof, the difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid including any non-cash assets transferred or liabilities assumed is recognized in the Statement of Profit and Loss.

4.19 Fair value measurement

(i) Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(ii) The fair value of an asset or a liability is measured / disclosed using the assumptions that the market participants would use when pricing the asset or liability, assuming that the market participants act in the economic best interest.

(iii) All assets and liabilities for which fair value is measured are disclosed in the financial statements are categorised within fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities.
Level 2: Valuation techniques for which the lowest level inputs that are significant to the fair value measurement is directly or indirectly observable.
Level 3: Valuation techniques for which the lowest level inputs that are significant to the fair value measurement are unobservable.

(iv) For assets and liabilities that are recognised in the Balance sheet on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation at the end of each reporting period (i.e.) based on the lowest level input that is significant to the fair value measurement as a whole.

(v) For the purpose of fair value disclosures, the company has determined the classes of assets and liabilities based on the nature, characteristics and risks of the assets or liabilities and the level of the fair value hierarchy as explained above.

(vi) The basis for fair value determination for measurement and / or disclosure purposes is detailed below:

Investments in Equity:
The fair value is determined by reference to their quoted prices at the reporting date. In the absence of the quoted price, the fair value of the equity is measured using generally accepted valuation techniques.
Non-derivative financial liabilities:

The fair value of non-derivative financial liabilities viz, borrowings are determined for disclosure purposes calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

4.20 Significant Estimates and Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision or future periods, if the revision affects both current and future years. Accordingly, the management has applied the following estimates / assumptions / judgements in preparation and presentation of financial statements:

(i) Property, Plant and Equipment, Intangible Assets and Investment Properties:

The residual values and estimated useful life of PPEs, Intangible Assets and Investment Properties are assessed by technical team duly reviewed by the management at each reporting date. Wherever the management believes that the assigned useful life and residual value are appropriate, such recommendations are accepted and adopted for computation of depreciation/amortisation. Also, management judgement is exercised for classifying the asset as investment properties or vice versa.

(ii) Current Taxes

Calculations of income taxes for the current period are done based on applicable tax laws and management's judgement by evaluating positions taken in tax returns and interpretations of relevant provisions of law.

(iii) Contingent Liabilities

Management judgement is exercised for estimating the possible outflow of resources, if any, in respect of contingencies / claims / litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Impairment of Trade receivables

The impairment for financial assets are done based on assumptions about risk of default and expected loss rates. The assumptions, selection of inputs for calculation of impairment are based on management judgement considering the past history, market conditions and forward looking estimates at the end of each reporting date.

(v) Impairment of Non-financial assets (PPE/Intangible Assets / Investment Properties)

The impairment of non-financial assets is determined based on estimation of recoverable amount of such assets. The assumptions used in computing the recoverable amount are based on management judgement considering the timing of future cash flows, discount rates and the risks specific to the asset.

(vi) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities could not be measured based on quoted prices in active markets, management uses valuation techniques including the Discounted Cash Flow (DCF) model, to determine its fair value. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is exercised in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Assessment Year : 2026-2027 PAN : AACCJ9645B
D.O.I : 06.09.2012

Note **(i) Schedule of Fixed Assets as on 31.03.2026**

5 Fixed Assets: Tangible assets and intangible assets **(₹ in lakhs)**

Gross block	Tangible Assets					
	Plant & Machinery	Furniture & Fixture	Hardware	Office Equipment	Computer	Total
Balance as at 1 April 2024	**48.43**	**17.84**	**0.22**	**-**	**0.47**	**66.96**
Additions	5.71	0.08	-	-	-	5.79
Deletion/Adjustment	-	-	0.03	-	0.01	0.04
Adjustment/Write off	4.98	12.22	0.07	-	0.02	17.29
Balance as at 31 March 2025	**49.16**	**5.70**	**0.12**	**-**	**0.44**	**55.42**
Additions	-	3.21	-	1.05	3.36	7.61
Deletion	37.41	-	-	-	-	37.41
Balance as at 31 March 2026	**11.76**	**8.91**	**0.12**	**1.05**	**3.80**	**25.63**

Accumulated depreciation and amortisation	Plant & Machinery	Furniture & Fixture	Hardware	Office Equipment	Computer	Total
Balance as at 1 April 2024	**6.53**	**4.04**	**0.08**	**-**	**0.36**	**11.01**
Depreciation charge	4.63	1.59	0.04	-	0.08	6.34
Depreciation on deletion						-
Balance as at 31 March 2025	**11.16**	**5.63**	**0.12**	**-**	**0.44**	**17.35**
Depreciation charge	-	0.07	-	0.03	0.35	0.45
Depreciation on deletion	0.66					0.66
Balance as at 31 March 2026	**11.82**	**5.70**	**0.12**	**0.03**	**0.79**	**18.46**

Net block	Plant & Machinery	Furniture & Fixture	Hardware	Office Equipment	Computer	Total
Balance as at 31 March 2025	38.00	0.07	-	-	-	**38.07**
Balance as at 31 March 2026	**(0.07)**	**3.21**	**-**	**1.02**	**-**	**7.17**

(ii) Capital work in progress	**As at 31-03-2026**	**As at 31-03-2025**
Intangible Asset under Development (ADR Marketplace Inrastructure)	584.71	-
	584.71	**0.00**

Tel: *+91-9988882158* ***Email:*** *regulatorycompliance@artemisadr.com* ***Website:*** *www.artemisadr.com*
CIN: *L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

Note:

		As at 31-03-2026	As at 31-03-2025
6	**Deferred Tax**		
	The major components of deferred tax asset are as follows :		
	Deferred Tax Asset	13.37	5.92
	Provision for gratuity	-	-
		13.37	5.92

		As at 31-03-2026	As at 31-03-2025
7	**Other non current assets**		
	Preliminary expenses	44.11	49.62
	Less:- Adjusted in Retained Earning (as per Ind As)	44.11	5.51
		-	**44.11**

		As at 31-03-2026	As at 31-03-2025
8	**Inventories**		
	Stock in Trade (As per inventory Taken, Valued and as Certified by the management)	-	13.21
		0.00	**13.21**

		As at 31-03-2026	As at 31-03-2025
9	**Trade Receivables**		
	Unsecured, Considered good	362.71	356.71
		362.71	**356.71**

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CIN: *L62090CH2012PLC046886* ***GSTIN:*** *04AACCJ9645B1ZS* ***Scrip Code:*** *543286*

Trade receivable ageing schedule

Current Period

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	21.60	193.31	-	186.55	-	401.46
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-

Previous Period

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	23.27	154.56	-	178.88	-	356.71
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-

10 **Cash and Cash Equivalents**

	As at 31-03-2026	As at 31-03-2025
(a) Cash in Hand	36.58	2.03
(b) Bank Balance		
Fixed Deposit(ICICI Bank)	1912.00	-
Karur Vysya	-	39.33
ICICI Bank	43.86	-
Axis Bank	7.55	-
	2000.00	41.35

11 **Short term Loans & Advances**

	As at 31-03-2026	As at 31-03-2025
Unsecured and Considered good		
Loans & Advances to Others (Asset)	408.63	377.02
Others Advances	0.36	-
Security Deposit	0.40	15.34
	409.39	392.36

12 **Other Current Assets**

	As at 31-03-2026	As at 31-03-2025
Unsecured and Considered good		
Balance with Govt. Agencies:		
Goods and Service Tax	108.80	11.31
Advance To Vendors	1.23	-
Accrued Interest on FDR	6.79	-
TDS - Receivable	3.82	2.82
	120.63	14.13

13 **Equity Share Capital** As at 31-03-2026 As at 31-03-2025

Particulars	Par Value	As at 31-03-2026	As at 31-03-2025
(a) Authorised:			
60,00,000 Equity Shares of Rs.10/- each	10/-		600.00
2,20,00,000 Equity Shares of Rs. 10/- each	10/-	2200.00	
(b) Issued			
5992900 Equity Shares of Rs.10/- each, Fully paid up	10/-	599.29 Cr	599.29
(c) Subscribed and Fully Paid up			
5992900 Equity Shares of Rs.10/- each, Fully paid up	10/-	599.29 Cr	599.29
Total:		3398.58	1798.58

Reconciliation of number of shares and amount at the beginning and at the end of the year

	As at 31-03-2026		As at 31-03-2025	
Particulars	No of Shares	Amount	No of Shares	Amount
At the beginning of the year	5992900	599.29	5992900.00	599.29
Issued during the year	-	-		
At the end of the year	5992900	599.29	5992900.00	599.29

Additional Information:
1. Shareholders holding more than 5 % in the company

	As at 31-03-2026		As at 31-03-2025	
Particulars	No of Shares	Amount	No of Shares	Amount
Bharath Kumar P			1204300.00	20.10%
Raman Aggarwal	1186000.00	19.79%		
Anju Aggarwal	516000.00	8.61%		
Shrey Aggarwal	414300.00	6.91%		
At the end of the year	2116300.00	35.31%	1204300.00	20.10%

14 **Other Equity**

	As at 31-03-2026	As at 31-03-2025
Capital Reserve (Capital Subsidy) :		
At the commencement and at the end of the year	-	-
	-	-
Capital Reserve (Share forfeiture) :		
At the commencement and at the end of the year	-	-
Share Premium Account	249.00	249.00
At the commencement and at the end of the year	249.00	249.00
Share Warrant FV10/-	739.35	-
Share Warrant Premium	1922.25	-
	2661.60	-
Surplus / (Deficit) in the statement of Profit or loss		
Balance at the beginning of the year	53.98	128.00
Add: Profit / (Loss) For the Year	(74.93)	(74.48)
Adjustment of Prior Period	(44.11)	0.47
	183.95	302.98

15 **Long Term Borrowings**

	As at 31-03-2026	As at 31-03-2025
Aggarwal Raman & Associates	25.34	-
Jupitice Justice Technologies Private Limited	2.98	-
	28.32	-

16 **Trade Payables**

	As at 31-03-2026	As at 31-03-2025
Unsecured Considered Good:		
Sundry Creditors - For Trade	-	-
Sundry Creditors - For Expenses	0.31	1.93
	0.31	1.93

Trade Payable Ageing Schedule

Current Period

Particulars	**Outstanding for following periods from due date of payment**					
	Less than 6 months	**6 months - 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 years**	**Total**
(i) MSME	-	-	-	-	-	-
(ii) Others	0.31	-	-	-	-	0.31

Previous Period

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-
(ii) Others	1.93	-	-	-	-	1.93

17 Other Current Liabilities

	As at 31-03-2026	As at 31-03-2025
Audit Fees Payable	1.68	1.55
Other Provision for Expenses	0.72	-
TDS Payable	22.11	0.13
	24.51	1.67

18 Revenue From Operations

	As at 31-03-2026	As at 31-03-2025
Sale of Services	20.00	-
Sale of Goods	17.75	73.55
	37.75	73.55

19 Details of Other Income (Refer Note No. 37)

	As at 31-03-2026	As at 31-03-2025
Interest Income	18.18	6.39
GST Refund	1.97	-
Profit On Sale of Fixed Assets	0.02	-
	20.17	6.39

20 Purchase of Stock in Trade

	As at 31-03-2026	As at 31-03-2025
Purchases	-	54.65
Direct Expenses attributable to Purchases	-	1.23
	-	55.88

21 Changes in Inventories

	As at 31-03-2026	As at 31-03-2025
Opening Stock of Traded Goods	13.21	35.50
Less : Closing Stock of Traded Goods	-	13.21
	13.21	22.29

22 Employee Benefits (Refer No. No.38)

	As at 31-03-2026	As at 31-03-2025
Salary, Bonus & Other Allowances		
-Salary & Wages	10.33	13.64
-Staff Welfare Expenses	6.18	0.12
	16.51	13.76

23 Financial Cost

	As at 31-03-2026	As at 31-03-2025
Bank charges	0.10	0.11
	0.10	0.11

24 Depreciation And Amortization Expense

	As at 31-03-2026	As at 31-03-2025
Depreciation and amortization expense	1.11	6.34
	1.11	6.34

		As at 31-03-2026	As at 31-03-2025
25	**Other Expenses**		
	Advertising Expenses	1.61	0.23
	Audit Fees (Refer Note 26)	3.43	1.25
	Bad Debts Written off	-	0.44
	Business Promotion	-	0.14
	CDSL & NSDL Charges	3.28	3.02
	Commission Paid	-	0.02
	Conveyance Expense	-	0.11
	Electricity Expenses	2.17	2.43
	Insurance expenses	-	0.24
	Assets written off	-	10.66
	General Expenses	0.01	0.15
	Loss on sale of Fixed Assets	-	6.63
	Preliminary Expenses Written off	-	5.51
	Printing & Stationery	0.05	0.36
	Professional Expenses	11.34	0.82
	Rates, Fees & Taxes	14.45	14.43
	Rent Paid	6.24	12.90
	Repairs & Maintenance	33.77	0.09
	Transport Charges	-	0.24
	Travelling Expenses	-	0.01
	Website Maintenance	0.15	0.09
		76.49	59.78

		As at 31-03-2026	As at 31-03-2025
26	**Audit Fees**		
	Limited Review Fees	1.70	0.25
	Stat. Audit Fees	1.48	1.00
	Internal Audit Fees	0.25	
		3.43	1.25

		As at 31-03-2026	As at 31-03-2025
27	**Exceptional Items**		
	Assets written off	17.54	-
	Loss on sale of Fixed Assets	15.34	-
		32.89	-

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28 **Related Party Disclosure IND As 24**

Previous Management

Particulars		Relation	As at 31-03-2026	As at 31-03-2025
Manisha		Company Secretary		
	Salary		2.75	2.00
Radhakrishanan		CFO		
	Salary		-	2.16
RCL Enterprises Private limited		Relative of Key Person is Director		
	Sales		-	-
	Purchases		-	-
	Loan Balance O/s (Dr)		193.31	154.06
Ruyansh Ventures Private Limited		Relative of Key Person is Director		
	Sales		-	-
	Purchases		0	5.88
	Balance O/s (Dr)		0	-
Nitesh Ratanchand Lodha		Relative of KMP		
	Balance O/s (Dr)		29.45	43.12

Existing Management

Particulars		Relation	As at 31-03-2026	As at 31-03-2025
JUPITICE JUSTICE TECHNOLOGIES PVT LTD		Related Entity of Promoters		
	Sales		-	-
	Purchases		584.71	-
	Balance O/s (Dr)		-	-
RAMAN AGGARWAL		Promoters		
	Loan Balance (Cr)		28.60	-
	Loan Balance (Dr)		3.26	-
	Loan Balance O/s (Cr)		25.34	
JUPITICE JUSTICE TECHNOLOGIES PVT LTD (LOAN)		Related Entity of Promoters		
	Loan Balance (Cr)		3.73	-
	Loan Balance (Dr)		0.75	-
	Loan Balance O/s (Cr)		2.98	
Aeren IT Solution Private Limited		Related Entity of Promoters		
	Sales		-	-
	Purchases		37.43	-
	Balance O/s (Cr)		0.02	
ANJALI		Company Secretary		
	Salary		0.66	-
PUJA KALWAR		Company Secretary		
	Salary		0.30	-

Notes to the Financial Statements for the Year Ended 31st March 2026

(Notes on Change in Control, Name, Registered Office, Business and Revenue Disaggregation)

Note

29 Change in Management / Control of the Company

During the year and as per the records available with the Ministry of Corporate Affairs (MCA) and the disclosures made by the Company to the Stock Exchange under Regulation 30 read with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there has been a change in the management and control of the Company with effect from September 2025, pursuant to which the erstwhile promoters/management have relinquished management and control, and the incoming acquirers have taken over as the new promoters/management of the Company through Open Offer.

Consequent to the said change in control, the Board of Directors of the Company as on 31st March 2026 comprises of Mr. Shrey Aggarwal (Whole-time Executive Director - Promoter), Mr. Vivek Sethi (Non-Executive Independent Director), Mr. Harpreet Singh (Non-Executive Independent Director), Ms. Arti Chadha (Non-Executive Non Independent Women Director) and Mr. Unni Krishnan Nair (Manager), with Mr. Nitin Gupta (Chief Financial Officer) and Ms. Puja Kalwar (Company Secretary)

The change in management/control has also resulted in the shifting of registered office of the company, change of principal business activity and change of name of the Company as more fully explained in Notes 38, 39 and 40 below. Necessary intimations/filings in this regard have been made with the Registrar of Companies, the Stock Exchange and other regulatory authorities as applicable.

30 Shifting of Registered Office of the Company

During the year consequent to the change in management, the Registered Office of the Company was shifted from No. 33/1, Ritherdon Road, Vepery, Chennai - 600 007, Tamil Nadu, to S101, 2nd Floor, Phase-3, Spencer Plaza Mall, Anna Salai, Chennai-600002, Tamil Nadu on 09th August, 2025.

After the closure of the Financial year the Company has shifted its registered office on 01 April 2026 from the state of Tamil Nadu S101, 2nd Floor, Phase-3, Spencer Plaza Mall, Anna Salai, Chennai-600002 to Ground Floor, Plot No. 14, I.T. Park, Rajiv Gandhi IT Park, Manimajra, Chandigarh – 160101, as the Directors are based in Chandigarh and the shift facilitates more effective management and administration of the Company's affairs. The change was effected after complying with the applicable provisions of the Companies Act, 2013, and necessary intimations were made to the Registrar of Companies and the Stock Exchange.

31 Change in Objects / Principal Business Activity of the Company

The Company was hitherto engaged in the business of manufacturing and trading of spices, masala, bakery and other food/processed food products ("erstwhile business"). During the year, pursuant to the change in management through Open offer referred to in Note 37 above and approval of the members and other requisite regulatory approvals, the main objects of the Company were altered and the Company has diversified into, and commenced, the business of ADR Marketplace with effect from 15th December 2025.

Consequent to the aforesaid change, the Company discontinued its erstwhile business of spices, masala and bakery products with effect from 15th December 2025. Accordingly, during the year under review, the Company operated the erstwhile business only up to 14th December 2025, after which it commenced and exclusively carried on the new business of ADR Marketplace and ADR Services with effect from 15th December 2025. The Company shall continue to operate in the ADR Marketplace business going forward, and the Notes to Accounts will be updated appropriately in future financial statements to reflect any further developments.

32 Change of Name of the Company

Consequent to the change in Object Clause of the company or in align with the main object/ business of the company, the name of the Company was changed from "Jetmall Spices and Masala Limited" to "ARTEMIS ADR Marketplace Limited" on 13.05.2026 pursuant to a fresh Certificate of Incorporation Consequent upon Change of Name issued by the Registrar of Companies, following approval of the members by way of Special Resolution and other requisite regulatory/statutory approvals, consequent to the change in management referred to in Note 37 above.

The Corporate Identification Number (CIN) of the Company continues to remain L62090CH2012PLC046886. The change in name does not affect any rights, obligations, contracts, or legal proceedings of the Company, and all assets, liabilities and business of the Company as existing prior to the change of name continue to vest in the Company under its new name.

33 Issue of Convertible Warrants on Preferential Basis

The Board of Directors of the Company, at its meeting held on 14 November 2025, approved the proposal to raise funds through the issue of up to USD 4 Million i.e. INR 35,48,88,000/- out of which company has received 75% of the total amount i.e. USD 3 Million (INR 26,61, 60,000). We have issued 98,58,000 convertible warrants on a preferential basis, Each Warrant is issued at the price of Rs. 36/- (includes premium of Rs. 26/- each). The shareholders approved the proposal through postal ballot at the General Meeting held on 15 December 2025.

Accordingly, the Company approved the issue and allotment of up to 4 Million (INR 98,58,000) (Ninety-Eight Lakh Fifty-Eight Thousand) warrants*, each convertible into **one equity share* of the Company having a face value of *₹10 each, at an issue price of *₹36 per warrant*, aggregating to a maximum consideration of *₹35,48,88,000**.

The aggregate issue size has been determined based on an investment commitment of approximately *USD 4 million, translated at the prevailing **RBI reference exchange rate of ₹88.72 per USD* as on *13 November 2025*.

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The Company has allotted share warrants on 6th Feb 2026, and the same will be converted into equity shares on or before 18 months from the allotment date subject to receipt of balance 25% amount.

In accordance with *Regulation 163 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the warrant holder is required to pay minimum **25% of the issue price* at the time of subscription, with the balance *75%* payable at the time of exercise of the warrants. The warrants are convertible into equity shares at the option of the warrant holder at any time within *18 months* from the date of allotment. But the company has received 75% of the issue size Accordingly, the balance amount payable on conversion is approximately *USD 1 million*, which shall be payable at the time of exercise of the warrants in accordance with the applicable provisions of the SEBI ICDR Regulations.

The said proceed is used/will be used by the company in the Development of ADR Marketplace along with its sales & Marketing and Working capital as already disclosed in Notice of EGM dated 14th November, 2025.

34 Agreement with Jupitice Justice Technologies Pvt. Ltd.

We have engaged the services of Jupitice Justice Technologies Pvt. Ltd. for the development of our marketplace infrastructure and ecosystem. The scope of work includes the design, development, customization, implementation, integration, testing, deployment, and maintenance of the marketplace platform. The engagement also includes the provision of skilled technical manpower, project management, and all other necessary technical and operational support required for the successful development, implementation, and ongoing enhancement of the marketplace ecosystem.

35 Disaggregation of Revenue from Operations (Ind AS 115)

In accordance with Ind AS 115 "Revenue from Contracts with Customers", Revenue from Operations for the year ended 31st March 2026 has been disaggregated by business/product line as under. Since the new business of ADR Marketplace commenced only with effect from 15th December 2025 (Refer Note 40), the entire revenue for the comparative year ended 31st March 2025 pertains to the erstwhile business of spices, masala and bakery products. Consequent to the aforesaid change, the Company discontinued its erstwhile business of spices, masala and bakery products with effect from 15th December 2025. Accordingly, during the year under review, the Company operated the erstwhile business only up to 14th December 2025, after which it commenced and exclusively carried on the new business of ADR Marketplace and ADR Services with effect from 15th December 2025.

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
Revenue from erstwhile business (Spices, Masala & Bakery products)	17.75	73.55
Revenue from new business (ADR Marketplace and ADR Services) [w.e.f. 15.12.2025]	20.00	-
Total Revenue from Operations	**37.75**	**73.55**

Note: Figures above are in Rupees Lakhs, extracted from the Statement of Profit and Loss (Segment: Spices / ADR) for the year ended 31st March 2026.

36 Outstanding Receivables and Loans/Advances

The substantial portion of the outstanding trade receivables and other receivables (Loans & Advances – Assets) pertains to transactions undertaken during the tenure of the previous management. The outstanding trade receivables and loans/advances- Assets have been appropriately disclosed in accordance with the applicable provisions of the Companies Act, 2013, the applicable Indian Accounting Standards (Ind AS), and the applicable SEBI regulations governing listed entities.

The present management is taking all reasonable and necessary measures for the aforesaid outstanding amounts and is actively following up with the respective parties through emails and any other mode of communication for realization of the dues. Since these balances relate to the period prior to the change in management, the Company intends to provide a reasonable opportunity for receive of outstanding amount.

In the event that the said amounts are not unanswered despite the efforts of the management, the Company shall evaluate the another way for such balances shown in balance sheet upon the expiry of one year from the date of change in management. Based on such assessment, the Company shall make appropriate impairment, provision and/or write-off of the unrecovered amounts in the books of account, wherever considered necessary, in accordance with the provisions of the Companies Act, 2013, the applicable Indian Accounting Standards (Ind AS), the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws and regulations, subject to the recommendations of the Audit Committee, approval of the Board of Directors, and approval of the shareholders, wherever required under applicable law.

37 Capital work in progress

The Company is currently developing the ADR Marketplace Infrastructure. Accordingly, expenditure incurred directly towards the development of the ADR Marketplace Infrastructure amounting to ₹584.71 lakhs has been capitalized and disclosed under Capital Work-in-Progress (CWIP).

38 Difference in Other Income Between Limited Review Financial Results and Audited Financial Statements

There is a difference of ₹14.85 lakhs in Other Income reported in the Limited Review Financial Results filed with BSE vis-à-vis the Audited Financial Statements.

The difference has arisen due to subsequent updation/reconciliation of Form 26AS by certain parties after the filing of the Limited Review Financial Results with BSE. The relevant information became available subsequent to the Limited Review and was subsequently identified and verified during the course of finalisation of the Annual Financial Statements.

Based on the information subsequently available and the supporting records, the corresponding income was duly considered and recognised in the Audited Financial Statements. Accordingly, the difference of ₹14.85 lakhs between the Limited Review Financial Results and the Audited Financial Statements is attributable to the aforesaid subsequent updation/reconciliation of information and its consequential consideration in the finalisation of the Annual Financial Statements.

39 Reclassification of Expenses Between Limited Review Financial Results and Audited Financial Statements

There is a reclassification of ₹5.64 lakhs between the heads of expenses reported in the Limited Review Financial Results filed with BSE and the Audited Financial Statements.

During the finalisation of the Annual Financial Statements, certain expenses amounting to ₹5.64 lakhs, which were initially classified under Other Expenses in the Limited Review Financial Results, were reviewed and determined to be in the nature of Staff Welfare Expenses. Accordingly, the said amount has been reclassified from Other Expenses to Staff Welfare Expenses in the Audited Financial Statements.

This reclassification is presentational in nature and does not have any impact on the total expenses, profit/loss, assets, liabilities or net worth of the Company. It has been made to ensure appropriate classification and presentation of the expenses in the Audited Financial Statements.

40 Write-off of Preliminary Expenses and Change in Accounting Treatment under Ind AS 38

In the Limited Review Financial Results filed with BSE, an amount of ₹5.51 lakhs representing the amortised portion of Preliminary Expenses was included under the head Depreciation and Amortisation Expense.

Subsequently, during the finalisation of the Annual Financial Statements, the new management undertook a review of the accounting treatment of the Preliminary Expenses. Based on such review, it was determined that the unamortised balance of Preliminary Expenses did not meet the recognition criteria for an intangible asset under Ind AS 38 – Intangible Assets and, accordingly, could not continue to be carried as an asset.

Accordingly, the entire unamortised balance of Preliminary Expenses amounting to ₹44.11 lakhs (₹44,10,782.48) has been adjusted in the Audited Financial Statements as a Prior Period Item, in accordance with the applicable requirements of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, after considering the nature and period to which the adjustment relates. Consequently, the said amount has not been charged as an expense in the Statement of Profit and Loss for the current financial year.

The adjustment has been appropriately reflected and presented in the Audited Financial Statements, together with the necessary disclosures, to ensure compliance with the applicable provisions of Ind AS, including Ind AS 8 and Ind AS 38, and the presentation and disclosure requirements under Schedule III to the Companies Act, 2013, as applicable.

Consequently, the difference between the Limited Review Financial Results and the Audited Financial Statements arises due to the revised accounting treatment and adjustment of the Preliminary Expenses amounting to ₹44.11 lakhs as a Prior Period Item, rather than the earlier treatment of recognising periodic amortisation under Depreciation and Amortisation Expense.

41 Correction of Prior-Period Error – Preliminary Expenses

During the year, the Company reviewed the accounting treatment of Preliminary Expenses amounting to ₹44,10,782.48, which were incurred during the financial year 2021-22 and continued to be carried forward as an unamortised balance in the books of account.

Upon review, it was determined that the aforesaid expenditure did not meet the recognition criteria for an intangible asset under Ind AS 38 – Intangible Assets. Accordingly, the expenditure should have been recognised as an expense in the financial year 2021-22, being the period in which the expenditure was incurred.

The failure to recognise the aforesaid expenditure in the financial year 2021-22 resulted in an error in the financial statements of a prior period. Accordingly, the Company has treated the matter as a prior-period error in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

Consequently, the unamortised balance of Preliminary Expenses amounting to ₹44,10,782.48 has been derecognised and the corresponding amount has been adjusted against Retained Earnings. The adjustment has not been charged to the Statement of Profit and Loss for the current financial year, as the expenditure pertains to the financial year 2021-22.

The adjustment has been made retrospectively in accordance with the requirements of Ind AS 8 relating to correction of prior-period errors and to ensure appropriate accounting treatment in accordance with Ind AS 38 – Intangible Assets.

Accordingly, the above adjustment has no impact on the profit or loss for the current financial year and has been adjusted against the opening balance of Retained Earnings, as applicable. The nature and amount of the prior-period error have been disclosed separately in the financial statements in accordance with the disclosure requirements of Ind AS 8.

42 Reclassification and Regrouping of Assets and Liabilities in the Audited Financial Statements

During the course of finalisation of the Annual Financial Statements, the new management undertook a detailed review of the classification and presentation of the assets and liabilities appearing in the Limited Review Financial Results submitted to BSE as well as the corresponding presentation followed in the previous financial statements.

Based on such review, certain items under Assets and Liabilities have been reclassified between the respective line items/headings to ensure their appropriate classification, presentation and disclosure in accordance with the nature of the underlying balances and the applicable requirements of Ind AS, Schedule III to the Companies Act, 2013 and other applicable provisions of law.

The reclassifications have been made with the objective of ensuring that the financial statements provide more relevant, reliable, transparent and comparable information to the users of the financial statements and that the presentation appropriately reflects the nature and substance of the underlying balances.

These reclassifications are primarily in the nature of presentation/classification changes and, to the extent applicable, do not result in any change in the underlying economic substance of the transactions or the overall total of Assets, Liabilities or Equity. Where required, corresponding comparative figures have also been regrouped/reclassified to ensure consistency and comparability of presentation.

The aforesaid treatment is in line with the principles prescribed under Ind AS 1 – Presentation of Financial Statements, particularly the requirements relating to consistency of presentation and reclassification of comparative amounts where there is a change in presentation or classification. Ind AS 1 requires disclosure of the nature, amount and reason for such reclassification.

Further, Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires the financial results of a listed entity to be prepared in accordance with applicable Indian Accounting Standards/Generally Accepted Accounting Principles in India. SEBI's prescribed framework also requires financial results to follow the formats based on Schedule III to the Companies Act, 2013, with the objective of maintaining uniformity and comparability in financial reporting.

Accordingly, the aforesaid reclassifications were considered necessary during the preparation and finalisation of the Audited Financial Statements to ensure appropriate classification, presentation, disclosure and comparability of the financial information, without altering the underlying transactions or their economic substance.

43 Reconciliation of Profit Before Tax

During finalisation of the Annual Financial Statements, certain adjustments were identified in the Limited Review Financial Results submitted to BSE. The Profit Before Tax before extraordinary items as per the Limited Review Financial Results was ₹103.99 lakhs, as against ₹82.37 lakhs as per the Audited Financial Statements.
The difference of ₹21.62 lakhs is attributable to the following:

-Preliminary Expenses – ₹5.51 lakhs: Amortisation of ₹5.51 lakhs included in the Limited Review Financial Results was not charged in the Audited Financial Statements. The outstanding Preliminary Expenses of ₹44.11 lakhs, pertaining to earlier periods, were derecognised and adjusted against Retained Earnings, in accordance with the applicable requirements of Ind AS 8 and Ind AS 38.

-Capitalisation of expenditure – ₹1.26 lakhs: Expenditure of ₹1.26 lakhs, inadvertently classified under Other Expenses in the Limited Review Financial Results, was identified as expenditure qualifying for capitalisation and accordingly capitalised under Property, Plant and Equipment.

-Other Income – ₹14.85 lakhs: Other income of ₹14.85 lakhs was recognised in the Audited Financial Statements pursuant to reconciliation of the books of account with Form 26AS. The relevant information became available subsequent to submission of the Limited Review Financial Results to BSE.

The above adjustments were incorporated during finalisation of the Audited Financial Statements to ensure appropriate accounting treatment, classification and presentation in accordance with the applicable Ind AS and provisions of the Companies Act, 2013.

44 Exceptional Items

During the year ended 31 March 2026, consequent to the change in the management and control of the Company, the new management carried out a detailed review of the fixed assets and operational assets of the Company.

Based on such review, certain obsolete, damaged, non-functional and non-recoverable assets were identified and written off. Further, certain assets that were no longer required for the Company's operations were disposed of during the year, resulting in a loss on sale of such assets.

The write-off of obsolete assets and the loss arising on disposal of assets are one-time in nature and do not arise from the ordinary course of the Company's normal operating activities. Accordingly, these have been disclosed as Exceptional Items in the Statement of Profit and Loss to enable a better understanding of the Company's underlying operational performance.

The details of exceptional items are as follows:

Exceptional Items	**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
Assets Written Off	17.54	-
Loss on Sale of Fixed Items	15.34	-
Total Exceptional Items	**32.89**	**-**

45 Deferred Tax Asset

The Company has recognised Deferred Tax Asset in accordance with Ind AS 12 – Income Taxes in respect of deductible temporary differences arising between the carrying amounts of assets and their respective tax bases as at 31 March 2026.

The Deferred Tax Asset recognised by the Company comprises the following:

Particulars	**Amount (₹ in lakhs)**	**Tax Rate**	**Deferred Tax Asset (₹ in lakhs)**
Difference in depreciation as per Companies Act and Income Tax Act	0.19	25.17%	0.05
Preliminary Expenses	29.41	25.17%	7.4
Total Deferred Tax Asset	**29.6**		**7.45**

The Deferred Tax Asset has been recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised, in accordance with the requirements of Ind AS 12 – Income Taxes.

The carrying amount of Deferred Tax Asset is reviewed at each reporting date and adjusted to the extent that it is no longer probable that sufficient taxable profits will be available to utilise the related tax benefits.

46 Related Party Transactions

During the year, the Company entered into transactions with certain related parties in the ordinary course of business. The transactions were undertaken on an arm’s length basis and on terms mutually agreed between the parties.

Loans: Loans received from Mr. Raman Aggarwal (Promoter) and Jupitice Justice Private Limited (Related Party/Promoter-related entity) are in the nature of temporary financial assistance provided to meet the Company's day-to-day working capital requirements and emergency funding needs.

Manpower Services: Transactions with Jupitice Justice Private Limited, other than loans, primarily relate to manpower and staff services availed by the Company in the ordinary course of business. Such services have been provided at arm's length prices.

Lease of Office Premises: The Company has taken office premises on lease from Aeren IT Solutions Private Limited, a related party. The lease transaction has been entered into in the ordinary course of business and at arm's length terms.

All the above related party transactions have been appropriately accounted for and disclosed in accordance with the applicable requirements of Ind AS 24 – Related Party Disclosures and the Companies Act, 2013.

47 Disclosure under Micro, Small, and Medium Enterprises Development Act, 2006

The management of the Company has shown its inability to identify the creditors which micro and small enterprises. So due to non-availability of relevant information and by accepting this representation of the management it is impracticable to provide the requisite information.

48 Details of Crypto Currency or Virtual Currency

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

49 Undisclosed income

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

50 Earning in Foreign Exchange

Non Resident Holders etc.	Current Year	Previous Year
a) No of non-resident shareholders	Nil	Nil
b) No of Share held by them	Nil	Nil

For ARTEMIS ADR MARKETPLACE LIMITED
(Formerly Known as Jetmall Spices and Masala Limited)

SD/-	***SD/-***	***SD/-***	***SD/-***
For K. Singh & Associates	***Harpreet Singh***	***Shrey Aggarwal***	***Vivek Sethi***
Chartered Accountants	***Director***	***Whole Time Director***	***Director***
FRN:	***DIN: 11258543***		***DIN:06525946***

SD/-	***SD/-***	***SD/-***	***SD/-***
Nitin Gupta	***Unni Krishnan Nair***	***Puja Kalwar***	***Kultar Singh***
Chief Financial Officer	***Manager***	***Company Secretary***	***Partner***
DIN: 10912540	***DIN:00220294***	***M. No.- A73382***	***Memb. No.: 091673***

Date: 13/05/2026
Place: Chandigarh
UDIN: 26091673HTLFCQ8315

Note : 51

Ratio Analysis for the Year Ended 31st March 2026

Sl. No.	Ratio	Numerator	Denominator	FY 2025-26	FY 2024-25	% Variance	Reason for Variance (where > 25%)	Numerator FY 2025-26	Denominator FY 2025-26	Numerator FY 2024-25	Denominator FY 2024-25
1	**Current Ratio**	*Current Assets*	*Current Liabilities*	116.54x	227.44x	-48.76%	Current assets grew mainly on account of cash raised through the warrant issue (Note 6-27), sharply improving liquidity over the prior year.	2892.73	24.82	817.77	3.60
2	**Debt-Equity Ratio**	*Total Debt (Borrowings)*	*Shareholder's Equity*	0.01x	0.00x	N/A	Long-term borrowings were availed for the first time during FY 2025-26; equity also increased substantially through warrant proceeds, keeping the ratio low.	28.32	3444.84	0.00	902.27
3	**Debt Service Coverage Ratio**	*Earnings available for Debt Service (EBITDA)*	*Debt Service (Interest + Principal Repayment)*	*N/A*	*N/A*	*N/A*	Not meaningful – no scheduled principal repayment fell due on the long-term borrowings raised during the year.	N/A	N/A	N/A	N/A
4	**Return on Equity (ROE)**	*Net Profit / (Loss) after Tax*	*Average Shareholder's Equity*	-3.45%	-8.26%	58.24%	Losses widened in absolute terms, but average equity also expanded materially on account of the warrant issue, moderating the ratio movement.	-74.93	2173.55	-74.48	902.27
5	**Inventory Turnover Ratio**	*Revenue from Operations*	*Average Inventory*	5.72x	5.57x	2.66%	Inventory was fully liquidated to Nil by 31.03.2026 (from Rs.13.21 lakhs) while revenue also declined; ratio is not comparable / not meaningful for FY 2025-26.	37.75	6.61	-74.48	13.21
6	**Trade Receivables Turnover Ratio**	*Revenue from Operations*	*Average Trade Receivables*	0.10x	0.21x	-49.10%	Revenue from operations fell ~49% year-on-year while trade receivables increased, lengthening the collection cycle.	37.75	359.71	73.55	356.71
7	**Trade Payables Turnover Ratio**	*Net Purchases*	*Average Trade Payables*	0.00x	29.02x	-100.00%	No purchases of stock-in-trade were made during FY 2025-26; ratio is not meaningful as company shifted to Service Business	0.00	1.12	55.88	1.93
8	**Net Capital Turnover Ratio**	*Revenue from Operations*	*Working Capital (CA – CL)*	0.01x	0.09x	-85.43%	Working capital increased sharply (warrant proceeds held as cash) while revenue declined, reducing the turnover multiple.	37.75	2867.91	73.55	814.18
9	**Net Profit Ratio**	*Net Profit / (Loss) after Tax*	*Revenue from Operations*	-198.46%	-101.27%	-95.98%	Revenue from operations declined ~49% while operating expenses rose, widening the loss margin.	-74.93	37.75	-74.48	73.55
10	**Return on Capital Employed (ROCE)**	*Earnings Before Interest & Tax (EBIT)*	*Capital Employed (Total Assets – Current Liabilities)*	-2.37%	-8.66%	72.63%	Capital employed increased substantially due to the warrant issue while operating losses widened, reducing the ratio further into negative territory.	-82.28	3473.16	-78.10	902.27
11	**Return on Investment (ROI)**	*Income from Investments*	*Average Investments*	*N/A*	*N/A*	*N/A*	Not applicable – the Company held no current or non-current investments during FY 2025-26 or FY 2024-25.	N/A	N/A	N/A	N/A
12	**Net Worth**	*Paid-up Share Capital + Other Equity*	–	3444.84	902.27	281.80%	Net worth increased substantially, driven by share warrant application money and securities premium received on warrants (Rs. 2,661.60 lakhs), partly offset by the net loss for the year.	3444.84	–	902.27	0.00
13	**Total Debts to Total Assets**	*Total Debt (Borrowings)*	*Total Assets*	0.01	0.00	N/A		28.32	3497.98	0.00	905.87
14	**Operating Profit Margin**	*Earnings Before Interest & Tax (EBIT)*	*Revenue from Operations*	-217.93%	-106.18%	-105.25%	Operating losses widened relative to a lower revenue base, resulting in a materially more negative operating margin.	-82.28	37.75	-78.10	73.55