12TH ANNUAL GENERAL MEETING OF NIKS TECHNOLOGY LIMITED FOR THE FINANCIAL YEAR 2025-26

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Board of Directors

Manish Dixit
Chairman & Managing Director

Anamika Anand
Executive Director

Rakesh Kumar Singh
Non-Executive Independent Director

Keshav Das Sonakiya
Non-Executive Director

Pankaj Kumar
Non-Executive Independent Director

Audit Committee

Rakesh Kumar Singh
Chairman

Pankaj Kumar
Non-Executive Independent Director

Manish Dixit
Executive Director

Stakeholders Relationship Committee

Rakesh Kumar Singh
Chairman

Pankaj Kumar
Non-Executive Independent Director

Manish Dixit
Executive Director

Nomination & Remuneration Committee

Pankaj Kumar
Chairman

Rakesh Kumar Singh
Non-Executive Independent Director

Keshav Das Sonakiya
Non-Executive Director

Listing Platform

Listed Securities: Equity
Exchange: BSE SME
(SME Platform of BSE)

Auditors

M/s. Jay Gupta & Associates
(Previously known as Gupta Agarwal & Associates)
Chartered Accountants
23, Gangadhar Babu Lane,
Imax Lohia Square, Kolkata-700012, West Bengal
Phone: +91 98310 12639/+91 98364 32639
Email Id: guptaagarwal.associate@gmail.com

CFO

Ms. Anamika Anand

INTERNAL AUDITOR

M/s. R Shukla & Co.

Company Secretary & Compliance officer

Ms. Megha Vyas

SECRETARIAL AUDITOR

M/s. S.A. & Associates

Registrar & Share Transfer Agents

Bigshare Services Private Limited,
Office No S6-2, 6th floor Pinnacle Business Park,
Next to Ahura Centre, Mahakali Caves Road,
Andheri (East) Mumbai – 400093
Phone: 022-2301-6761/8261
Email Id: sujit@bigshareonline.com
Website: https://www.bigshareonline.com/

Registered Office of the Company

Flat No. 501, Shiv Laxmi Plaza, Opp Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh Patna-800020, Bihar
Phone: 9955111150
Email ID: manish.27389@gmail.com, nikstechnology@gmail.com

CIN: L80904BR2014PLC022439

ISIN: INE0GX601011

List of Banks

IDFC Bank
IndusInd Bank
Kotak Bank

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **12th Annual General Meeting** of the Members of Niks Technology Limited will be held at Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh Patna-800020, Bihar on **Wednesday, September 30, 2026 at 10.00 a.m.** to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors ("the Board") and Auditors thereon.

2. To appoint a director in place of Ms. Anamika Anand (DIN: 08229644), who retires by rotation and, being eligible, offers herself for re-appointment.

   The Members are requested to consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Anamika Anand (DIN: 08229644), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a "Director" of the Company."

SPECIAL BUSINESS:

3. **Re-appointment of Mr. Pankaj Kumar (DIN: 03153689) as an Independent Director.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the reappointment of Mr. Pankaj Kumar (DIN: 03153689) as a Non-Executive Independent Director of the Company, for a second term of five (5) consecutive years with effect from November 11, 2026 to November 10, 2031, not liable to retire by rotation.

   RESOLVED FURTHER THAT the Board of Directors hereby confirms that Mr. Pankaj Kumar (DIN: 03153689) has submitted his consent and declarations of independence as required under Section 149(6) of the Act and Regulation 16(1) (b) of SEBI LODR and that, in the opinion of the Board, he meets the criteria of independence as laid down in the Act and SEBI LODR for his re-appointment as an Independent Director.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 197 of the Act read with the applicable rules made thereunder, Mr. Pankaj Kumar (DIN: 03153689) shall be entitled to receive sitting fees for attending meetings of the Board and/or Committees thereof, as may be approved by the Board of Directors from time to time, in his capacity as a Non-Executive Independent Director.

RESOLVED FURTHER THAT the Board of Directors be and are severally authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution."

4. **Re-appointment of Mr. Rakesh Kumar Singh (DIN: 09386098) as an Independent Director.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the reappointment of Mr. Rakesh Kumar Singh (DIN: 09386098), as a Non-Executive Independent Director of the Company, for a second term of five (5) consecutive years with effect from November 03, 2026 to November 02, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors hereby confirms that Mr. Rakesh Kumar Singh (DIN: 09386098), has submitted his consent and declarations of independence as required under Section 149(6) of the Act and Regulation 16(1) (b) of SEBI LODR and that, in the opinion of the Board, he meets the criteria of independence as laid down in the Act and SEBI LODR for his re-appointment as an Independent Director.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 197 of the Act read with the applicable rules made thereunder, Mr. Rakesh Kumar Singh (DIN: 09386098), shall be entitled to receive sitting fees for attending meetings of the Board and/or Committees thereof, as may be approved by the Board of Directors from time to time, in his capacity as a Non-Executive Independent Director.

RESOLVED FURTHER THAT the Board of Directors be and are severally authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution."

5. **To consider alterations in the Memorandum of Association of the company.**

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to the approval of the Registrar of Companies and such other approvals, consents and permissions as may be required from regulatory authorities, the consent of the Shareholders be and is hereby accorded to replace the clause 3(a) and (b) of the Memorandum of Association of the Company as follows:

A. Main Object Clause- Clause 3(a)

To carry on either alone or jointly with one or more person, government, local or other bodies, the business to infrastructure developers, construct, build, alter, acquire, convert, improve, erect, establish, equip, develop, dismantle, pull down, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, test, inspect, locate, modify, protect, provide, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineer, consultant, advisor, agent, broker, supervisor, administrate, contractor, sub-contractor, tum-key contractor and manager of all types of constructions and developmental work in all its branches such as roads, ways, culverts, dams, bridges, railways, tram-ways, water-tanks, reservoirs, canals, wharves, warehouses, factories, buildings, structures, drainage and sewage works, water distribution and filteration systems, docks, harbours, piers, irrigation works, foundation works, flyovers, airports, runways, rock drilling, acquaducts, stadiums, hydraulic units, sanitary work, power supply works, power stations, hotels, hospitals, dharmashalas, multistoreys, colonies, complexes, housing projects and other similar works and for the purpose to acquire, handover, purchase, sell, own, cut to size, develop, distribute, or otherwise to deal in all source of lands and buildings."

B. Matters which are necessary for furtherance of the Objects specified in clause III (A) are:

1. To acquire real or leasehold estate and to purchase, or otherwise acquire or provide in any place in which any part of the business of the Company may from time to time be carried on, all such offices, warehouses, workshops, buildings, houses for employees and directors, machineries, engines, plants and appliances as may be considered requisite for the purpose of carrying on the business of the Company or any part thereof.

2. To form, constitute, float, lend money to assist and control similar associations or undertakings whatsoever.

3. To promote subsidies and assist companies, syndicates and partnerships of all kind in any manners may be thought fit in connection with any of the above objects of the Company.

4. To hold use, work, manage, improve, carry on, develop the undertaking, lands and movable estate or property and assets of any kind of the Company or any part thereof.

5. To dispose of any property of the Company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise.

6. To subscribe for, take or otherwise acquire and hold shares, stocks debentures or other securities of any other Company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted so as directly to benefit the Company.

7. To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other useful institutions in their objects or purposes or for any exhibitions but not for political objects.

8. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donation, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of Company or of any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any subsidiary company or who are/were at any time Director or officers of the Company or of any such other company as aforesaid and the wives, widows, families and dependants of any such persons and also to establish and subsidies and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other company as aforesaid and make payment to or towards the insurance of any such persons as aforesaid and to any matters aforesaid either alone or in conjunction with any such other company as aforesaid.

9. To provide for the welfare of Directors, employees, or ex-employees of the Company and the wives, widows and families of the dependents or connections of such persons by building or contributing for the building, houses, dwelling or quarters, or by grants of money, pensions, gratuities, allowance, bonus, profit sharing bonus or benefits or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds profit sharing or other scheme or trust and by providing or subscribing, or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendants, and other assistance as the Company shall think fit.

10. To establish, provide, maintain and conduct or otherwise subsidise research, laboratories and experimental workshop for scientific and technical research and experiments and undertake and carry on with all scientific and technical research experiments and tests undertake and to promote studies and research both scientific and technical investigation and invention by providing subsidy or assisting laboratories workshops, libraries, lectures, meetings and conferences and by providing the remunerations of scientific or technical professor or teachers and by providing for the awards or exhibition, scholarship prizes and grants to students or otherwise and generally to encourage promote and reward studies, researches, investigation, experiment, tests and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.

11. To appoint any Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested.

12. To aid pecuniary or otherwise, any association, body or movement having similar object, the solution, settlement or labour problems or the promotion of industry or trade.

13. To acquire and undertake all or any of the business property and liabilities of any person, company carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of property suitable for the purpose of the Company which can be capable of being conducted so as directly to benefit the Company and to subsidies or assist any such persons or company financially or otherwise.

14. To vest any movable or immovable property rights or interests acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

15. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with Company and to guarantee the performance of any contract or obligation and the payment of money to any such person or companies and generally to give guarantee and indemnities.

16. To guarantee the payment of money secured or unsecured by or payable under in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages charges, obligations, instruments, of any person whatsoever, whether incorporated or not and generally to guarantee or become securities for the performance of any contracts or obligations.

17. To undertake and execute any trust, the undertaking of which may seem to the Company desirable either gratuitously or otherwise.

18. To carry on business or branch of a business whether in India or outside India which this Company is authorised to carry on by means or through the agency of any subsidiary or other companies and to enter into any arrangement with such subsidiary Company for taking the profits and bearing the loss at any business or branch so carried on, or for financing any such business or branch so guaranteeing its liabilities or to make any other arrangements which may seem desirable with reference to any business or branch so carried on including power and provision at any time and either temporarily to close any such branch or business.

19. To pay all preliminary expenses of any company promoted by the Company or any company in which this Company is or may contemplate being interested including in such preliminary expenses all or any part of the cost and expenses of owners of any business or property acquired by the Company.

20. To procure the incorporation, registration or other recognition of the Company in any country, state or place outside India and to establish and maintain local registers and branch places of business in any part of the world subject to law in force.

21. To create any depreciation fund, reserve fund, sinking fund, insurance fund, educational fund or any other special fund or reserves whether for depreciation or for repairing improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company.

22. Subject to the provisions of the Companies Act, 2013, to place to reserve or to distribute as dividends or bonus share among the members or otherwise to apply any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of dividends accrued on or arising from the sale of forfeited share.

23. To establish, promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the properties, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly, calculated to benefit the Company and to place or guarantee the placing of subscribed

for or otherwise acquired all or any part of the shares, business capable of being conducted so as directly or indirectly to benefit the Company.

24. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital including any undertaking or other commissions, broker's fees and charges in connection therewith and to remunerate (by cash or other assets or by the allotment of fully or partly paid shares) or by a call or option on shares, debentures, debenture-stocks, or securities of this or any other company or in any other manner whether out of the Company's capital or profits or otherwise to any person or persons for services rendered in introducing any property or business to the Company, in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stocks or other securities of the Company as the directors may think proper.

25. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debenture, bonds, bills of lading, railway, receipts, warrants and all other negotiable or transferable instruments.

26. To insure with any other company or person against losses, damages, risks and liabilities of all kinds which may affect this Company.

27. To open current or fixed accounts with any bank, bankers, shroff or merchants and to pay into and draw money from such accounts and to draw, make endorse, discount and execute all types of negotiable instruments.

28. To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake execute, carry out dispose of or otherwise turn to account the same.

29. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings having similar objects and generally of any assets, property or rights.

30. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts.

31. Subject to the provisions of the Act, to pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise.

32. To amalgamate, enter into partnership or into any arrangement for sharing or pooling of profits, amalgamation, union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on any business or transaction which may seem capable of being carried on or conducted so as, directly or indirectly to benefit the Company.

33. To lend, invest or otherwise employ or deal with money belonging to or entrusted to the Company in securities and shares or other movable or immovable property or without security upon such terms and in such manner as may be thought proper from

time to time, to vary such transactions and investments in such manner as the Directors may think fit subject to the provisions of the Companies Act, 2013.

34. To purchase or otherwise acquire, protect, prolong and renew any patents, rights, inventions, licences, protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account the same and to grant licence or privileges in respect of the same.

35. To pay or satisfy the consideration for any property, rights, shares, securities or assets whatsoever which the Company is authorised to purchase, or otherwise acquire either by payment in cash or by the issue of shares, or other securities of the Company, or in such other manner as the Company may agree to partly in one mode and partly in another.

36. To search for and to purchase, protect, prolong, renew or otherwise acquire from any Government, state or authority any patents, protections, licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account, to work develop, carry out, exercise and turn to account the same.

37. To furtherance of the aforesaid objects of the Company.

a. to enter into negotiations with and enter into arrangements and contracts and conclude the same with foreign and/or Indian parties and other persons for obtaining by grant, licence, and/or on other terms, formulate and other rights and benefits, and to obtain technical and engineering information assistance and service know-how and expert advice for installation of plant and machinery, production and manufacture of any products,

b. to pay for technical know-how, technical and engineering assistance and information and/or service rights or privileges acquired by the Company either in shares of the Company or partly in cash or otherwise.

c. to pay to promoters such remuneration and fees and otherwise recompense them for their time and for the service rendered by them.

38. To do above things as may be incidental or conducive to the attainment of above objects, as principals and as through agents, brokers, trustees, contractors, either alone or in partnership or in conjunction with others.

39. Subject to the provisions of the Companies Act, 2013 and the rules made there under and the directives of the Reserve Bank of India, to borrow or raise or secure the payments of money or to receive money on deposit at interest for any of the purposes of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debenture or debenture-stocks convertible into shares of this or any other company or perpetual annuities and as security for any such money so borrowed, raised or received or for any such debentures or debenture-stocks so issued to mortgage, pledge or charge the whole or any part of the property, assets, or revenue and profits of the Company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or

any other person or company as the case may be provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

40. To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities imperial, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of carrying out the objects of the Company directly or indirectly or effecting any modifications in the constitution of the Company or furthering interests of its members and to oppose any such steps taken by any other Company, firm or person which may be considered likely directly or indirectly to prejudice the interest of the Company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may appear to be in the interests of the Company and to oppose and resist, whether directly or indirectly, any legislation which may seem disadvantageous to the Company.

41. To apply for, promote and obtain any Act of Parliament or legislature, charter, privilege, concession, licence or authorization of Government State or Municipality provisional order or licence of the Board of Trade or other authority for enabling the Company to carry out any of the objects into effect or for extending any of the powers of the Company for effecting any modification of the constitution of the Company for any other purpose which may seem calculated, directly or indirectly to prejudice the interests of the Company.

42. To make and/or receive donations, gifts or income to or from such persons, institution or trusts and in such cases and whether of cash or any other assets as may be thought directly or indirectly to benefit the Company or any of the objects of the Company and also to remunerate any person or corporation introducing or assisting in any manner the business of the Company.

43. To establish and support or aid in the establishment of and support associations, institutions, companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealing with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances and bonuses either by way of annual payments or by way of lump sum and to make payments towards insurance and to form and contribute to provident and benefit funds, or to such persons.

44. To indemnify members, officers, directors, agents and employees of the Company against proceedings, cost, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss, damage or misfortune whatsoever which shall happen in the execution of the duties of their offices or in relation thereto.

45. To establish agencies in India and elsewhere for sale and purchase to regulate and discontinue the same subject to law in force.

46. Subject to the provisions of the Act, the company shall have power to borrow any sum or sums of money either by way of short/long term loans for the purpose of the company and whether with or without any security or by such other terms and conditions and from such person or persons, firms, bank or any financial, industrial, institutions or any government or semi-government corporation as the company may deem fit.

47. To buy, sell, import, export, supply, distribute, market and to deal in all type of commodities, substances, items, articles, consumables, merchandise, goods, produce, products and things.

RESOLVED FURTHER THAT the existing Memorandum of Association of the Company be altered accordingly to reflect the above insertion.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) be and is hereby severally authorised to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

6. **Increase the authorised share capital and consequential amendment to the Memorandum of Association of the Company:**

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

"**RESOLVED THAT** pursuant to Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") as amended, and the rules made thereunder from time to time including any statutory modifications or re-enactment thereof for the time being in force, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and in accordance with the provisions of the Articles of Association of the Company, consent of the shareholders of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 100,00,000 (Rupees One Crores Only) divided into 10,00,000 (Ten Lakh) Equity Shares of Rs. 10 (Rupees Ten only) each to Rs.10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10 (Rupees Ten only) each ranking pari-passu with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT pursuant to Sections 13, 61 and all other applicable provisions, if any, of the Act, consent of Shareholders the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following:

"The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10 (Rupees Ten) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) be and is hereby severally authorised to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

7. **To consider alterations in the Articles of Association of the Company.**

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

"**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or amendment(s) for the time being in force), the consent of the Shareholders of the Company be and is hereby accorded to replace Article 1 (a) Share Capital and Variation of Rights detailed below in the existing Articles of Association ("AOA") of the Company.

Article 1 (a):

Subject to the provisions of the Act and these Articles the shares in the capital of the company shall be under the control of the Directors who may issue allot or otherwise dispose of the same or any of them to such persons in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit and subject to the provisions of the Companies Act 2013 and the applicable Rules made thereunder, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of law as may be applicable from time to time the Company/Board shall have power to issue/ allot shares and/or other securities including but not limited to warrants, debentures etc., whether on preferential basis or otherwise, from time to time and the shares, securities shall be under the control of the Directors who may allot or otherwise dispose off the same to such persons, on such terms and conditions and at such times as the Directors think fit.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) be and is hereby severally authorised to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

8. **To approve giving a loan or guarantee or providing security under Section 185 of the Companies Act, 2013.**

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

"RESOLVED THAT pursuant to Section 185 and other applicable provisions if any, of the Companies Act, 2013 ("the Act") and relevant rules made thereunder including any statutory modifications or re-enactments thereof and in accordance with Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act of an aggregate amount not exceeding Rs.100,00,00,000/- (Rupees Hundred Crore Only).

RESOLVED FURTHER THAT the aforementioned loan(s) and/or guarantee(s) and/or security(ies) shall only be utilized by the borrower for the purpose of its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, any of the directors of the Company be and are hereby severally authorised to finalise and agree the terms and conditions of the aforesaid loan, and to take all necessary steps, to execute all such documents, deeds, instruments and writings and do all such acts, deeds and things in order to comply with all the legal and other procedural compliance including but not limited to making any filing with the banks, financial institutions and/or any statutory authorities including but not limited to jurisdictional Registrar of Companies."

9. **To make investments, give loans, guarantees and security in excess of limits specified under Section 186 of the Companies Act, 2013.**

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

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereunder including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.250,00,00,000/- (Rupees Two Fifty Crore Only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of the Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to give corporate guarantee and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem necessary or appropriate or desirable including to settle any question, difficulty or doubt that may arise in respect of such investments/loans/guarantees/securities made or given or provided by the Company (as the case may be)."

10. To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration other than cash.

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, and 62 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any amendments, statutory modifications, or re-enactments thereof, for the time being in force) ("the Act"); the enabling provisions of the Memorandum and Articles of Association of the Company; the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Code"), including any statutory modification(s) or re-enactment(s) thereof; and in accordance with the applicable rules, regulations, circulars, notifications, clarifications, and guidelines issued from time to time by the Government of India ("GOI"), the Reserve Bank of India ("RBI"), the Registrar of Companies ("ROC"), Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), and the Stock Exchange where the shares of the Company are listed ("Stock Exchange"), and/or any other competent authority(ies) (collectively referred to as the "Applicable Regulatory Authorities"), to the extent applicable, including the provisions of the Listing Agreement entered into by the Company with the Stock Exchange; and subject to the requisite approvals, consents, permissions, and/or sanctions, if any, of the Applicable Regulatory Authorities; and subject to such terms, conditions, and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions, and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee thereof or any person authorized by the Board to exercise its powers, including the powers conferred by this resolution); and subject to such other alterations, modifications, variations, or conditions as the Board may deem fit in its absolute discretion the consent of the Members of the Company be and is hereby accorded to the Board to create, offer, issue, allot, and deliver, in one or more tranches, up to 25,73,400 (Twenty-Five Lakhs Seventy-Three Thousand Four Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share total aggregating to Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only) for consideration other than cash (i.e. swap of shares) and the same is being done for the payment of consideration for the acquisition of 29,80,000 Equity Shares representing 100% shareholding of Dev Satya Infra Private Limited ("Selling Company") on a preferential basis pursuant to the such terms and conditions, as determined by the Board, in accordance with the SEBI ICDR Regulations, and other applicable laws.

Details of Proposed Equity Allottees

Sr. No	Name of the Equity Proposed Allottees	Pre-Pref Holding	No of Equity Shares of the Company to be Issued and	Current Status / Category	Proposed Status / Category*

			Allotted swapping		
1	Nilesh J Patel	-	8,58,000	Non-Promoter	Promoter
2	Vishal J Patel	-	8,57,700	Non-Promoter	Promoter
3	Bharatkumar Keshrani	-	8,57,700	Non-Promoter	Promoter
Total		**-**	25,73,400		

*The Proposed allottee Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1), 13(2)(G), 14 AND 15(1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

"RESOLVED FURTHER THAT the Equity Shares to be issued and allotted to the proposed Equity allottees shall be fully paid up and shall rank pari passu with the existing equity shares of the Company in all respects from the date of allotment in all respects including the payment of dividend and voting rights or any other corporate action/benefits, if any, for which the book closure or the record date falls in between, and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the requirements of all applicable laws."

"**RESOLVED FURTHER THAT** the Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of the Equity Shares, shall be August 31, 2026, i.e., 30 days prior to the date of passing of the Special Resolution at the Annual General Meeting."

"**RESOLVED FURTHER THAT** the offer, issue, and allotment of the aforesaid Equity Shares to the proposed Equity allottees shall be subject to applicable laws, regulations, and guidelines and the following terms and conditions:

a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.
b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI (ICDR) Regulations.
c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.
d) The number of Equity Shares to be offered, issued and allotted shall not exceed the number approved by the Members as specified hereinabove.
e) Without prejudice to the generality of the foregoing, the issue of the Equity Shares shall be subject to the terms and conditions as set out in the Explanatory Statement under Section 102 of the Companies Act, 2013, which forms part of this Notice.
f) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.
g) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.

h) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.
i) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
j) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted thereunder."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make an offer to the proposed Equity allottees through a private placement offer cum application letter, in the format of Form PAS-4, immediately after the passing of this resolution, with a stipulation that the allotment shall be made only upon receipt of in-principle approval from the Stock Exchange."

"**RESOLVED FURTHER THAT** pursuant to the SEBI (ICDR) Regulations and other applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify, and alter the terms and conditions of the issue, as it may in its absolute discretion deem fit, within the scope of this approval by the Members, and to make an offer to the proposed Equity allottees through Form PAS-4, without the requirement of seeking any further consent or approval of the Members and further, the Board is hereby authorised to record the name and details of the Proposed Equity Allottees in form PAS-5."

"RESOLVED FURTHER THAT the Members of the Company take note of the certificate issued by a Practicing Company Secretary certifying that the proposed issue of Equity Shares on a preferential basis is in compliance with the SEBI ICDR Regulations."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters, and things as it may in its absolute discretion deem necessary, desirable, or expedient, including, but not limited to, issuing clarifications, resolving doubts, effecting modifications or changes (including to the terms of the issue), entering into agreements, contracts, and documents, appointing intermediaries, applying for in-principle and listing approvals, filing requisite documents with the ROC, SEBI, Stock Exchange, and depositories, and utilizing the proceeds of the issue, without being required to seek any further approval of the Members."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of its powers conferred under these resolutions to any Committee of the Board, Director(s), the Company Secretary, or any other officer(s) or authorized signatory(ies) of the Company, including the execution of relevant documents, to represent the Company before any regulatory authorities, and to appoint advisors, bankers, consultants, and legal professionals, as may be necessary, to give effect to the foregoing resolution."

11. To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration in cash.

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, and 62 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any amendments, statutory modifications, or re-enactments thereof, for the time being in force) ("the Act"); the enabling provisions of the Memorandum and Articles of

Association of the Company; the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Code"), including any statutory modification(s) or re-enactment(s) thereof; and in accordance with the applicable rules, regulations, circulars, notifications, clarifications, and guidelines issued from time to time by the Government of India ("GOI"), the Reserve Bank of India ("RBI"), the Registrar of Companies ("ROC"), Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), and the Stock Exchange where the shares of the Company are listed ("Stock Exchange"), and/or any other competent authority(ies) (collectively referred to as the "Applicable Regulatory Authorities"), to the extent applicable, including the provisions of the Listing Agreement entered into by the Company with the Stock Exchange; and subject to the requisite approvals, consents, permissions, and/or sanctions, if any, of the Applicable Regulatory Authorities; and subject to such terms, conditions, and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions, and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee thereof or any person authorized by the Board to exercise its powers, including the powers conferred by this resolution); and subject to such other alterations, modifications, variations, or conditions as the Board may deem fit in its absolute discretion— the consent of the Members of the Company be and is hereby accorded to the Board to create, offer, issue, allot, and deliver, in one or more tranches, up to 40,00,200 (Forty Lakhs Two Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share total aggregating to Rs. 54,40,27,200/- (Rupees Fifty-Four Crore Forty Lakhs Twenty-Seven Thousand Two Hundred only) on a preferential basis for the consideration in cash under the non-promoter public category ("Proposed Equity Allottees"), in accordance with the SEBI (ICDR) Regulations and other applicable laws."

Details of Proposed Equity Allottees

Sr. No	Name of the Proposed Allottee	Category	Pre-Pref Holding		Maximum Number of Proposed to be issued and allotted	Post-Pref Holding*	
			No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding
1	Shradha Sunilkumar	Non-Promoter	-	-	17,400	17,400	0.20
2	Ih Consultancy Services Llp	Non-Promoter	-	-	56,400	56,400	0.63
3	Chintan Hiteshbhai Anandpara	Non-Promoter	-	-	1,84,200	1,84,200	2.07
4	Aniket Mohan Gore	Non-Promoter	-	-	1,500	1,500	0.02
5	Deepak Dharshi Bheda	Non-Promoter	-	-	78,600	78,600	0.88
6	Giridharan M. S.	Non-Promoter	-	-	2,400	2,400	0.03
7	Rahil Kaushik	Non-	-	-	1,53,600	1,53,600	1.72

	Shah	Promoter					
8	Hemlata Rajesh Karani	Non-Promoter	-	-	51,600	51,600	0.58
9	Jyoti Dipak Hatalkar	Non-Promoter	-	-	10,800	10,800	0.12
10	Parisha Purvesh Shah	Non-Promoter	-	-	1,63,200	1,63,200	1.83
11	Equitrust Consulting	Non-Promoter	-	-	1,56,300	1,56,300	1.75
12	Nm Advisors Llp	Non-Promoter	-	-	1,41,300	1,41,300	1.59
13	Sheela Nilesh Shah	Non-Promoter	-	-	39,000	39,000	0.44
14	Urvi Dhaval Bahua	Non-Promoter	-	-	47,700	47,700	0.54
15	Sadhana Bhandari	Non-Promoter	-	-	9,600	9,600	0.11
16	Ruchika Barara	Non-Promoter	-	-	6,300	6,300	0.07
17	Equity4Life LLP	Non-Promoter	-	-	62,400	62,400	0.70
18	Jigar Mansukhbhai Ambariya	Non-Promoter	-	-	51,000	51,000	0.57
19	Divya Agrawal	Non-Promoter	-	-	47,700	47,700	0.54
20	Indu Ramanlal Golecha	Non-Promoter	-	-	12,000	12,000	0.13
21	Mayur Navinchandra Shah	Non-Promoter	-	-	4,800	4,800	0.05
22	Dipti D. Shah	Non-Promoter	-	-	47,700	47,700	0.54
23	Divyashri Ravichandran	Non-Promoter	-	-	3,900	3,900	0.04
24	Prakashbhai Arvindbhai Shah	Non-Promoter	-	-	7,800	7,800	0.09
25	Anar Swapnil Shah	Non-Promoter	-	-	3,900	3,900	0.04
26	Jinendra G	Non-Promoter	-	-	47,700	47,700	0.54
27	Gothamchand A	Non-Promoter	-	-	63,600	63,600	0.71
28	Sanjay Kumar P Shah	Non-Promoter	-	-	7,200	7,200	0.08
29	Vinitha Jain	Non-Promoter	-	-	1,500	1,500	0.02
30	Rekha	Non-	-	-	8,100	8,100	0.09

	Dineshkumar	Promoter					
31	Avinash	Non-Promoter	-	-	3,900	3,900	0.04
32	Sumithra Gadiya	Non-Promoter	-	-	3,900	3,900	0.04
33	Nirmala Vijaykumar	Non-Promoter	-	-	12,000	12,000	0.13
34	Rani Dasot	Non-Promoter	-	-	3,900	3,900	0.04
35	Ekta Chordia	Non-Promoter	-	-	2,400	2,400	0.03
36	Rahul Bajaj	Non-Promoter	-	-	23,400	23,400	0.26
37	Sarita Jain	Non-Promoter	-	-	24,000	24,000	0.27
38	Shobha Sunil Khetpalia	Non-Promoter	-	-	2,400	2,400	0.03
39	D Sunil Kumar	Non-Promoter	-	-	4,800	4,800	0.05
40	Hirachand Padma Jain	Non-Promoter	-	-	3,900	3,900	0.04
41	Padamkumar Ramchandra Soni	Non-Promoter	-	-	6,300	6,300	0.07
42	Mithalal Nirmal Kumar	Non-Promoter	-	-	3,900	3,900	0.04
43	Avantika Prashant Mishra	Non-Promoter	-	-	2,400	2,400	0.03
44	Nav Ratan Bhaiya	Non-Promoter	-	-	1,500	1,500	0.02
45	Vijayalakshmi	Non-Promoter	-	-	1,500	1,500	0.02
46	Aashish	Non-Promoter	-	-	4,06,200	4,06,200	4.56
47	Arham Jignesh Shah	Non-Promoter	-	-	1,500	1,500	0.02
48	Dhairya Agarwal	Non-Promoter	-	-	1,500	1,500	0.02
49	Param Capital	Non-Promoter	-	-	1,92,300	1,92,300	2.16
50	Max Future Capital	Non-Promoter	-	-	53,100	53,100	0.60
51	Sangeeta Agrawal	Non-Promoter	-	-	6,300	6,300	0.07
52	Lumos Advisors Llp	Non-Promoter	-	-	1,500	1,500	0.02
53	Pk Capital	Non-Promoter	-	-	1,85,100	1,85,100	2.08
54	Jaideep	Non-	-	-	1,84,500	1,84,500	2.07

	Chatrabhuj Raigagla	Promoter					
55	Kushal Hetalkumar Sheth	Non-Promoter	-	-	1,500	1,500	0.02
56	Mukesh Kumar S	Non-Promoter	-	-	3,900	3,900	0.04
57	Akshay Rakhecha Huf	Non-Promoter	-	-	1,500	1,500	0.02
58	Yamnotri Vinimay Pvt Ltd	Non-Promoter	-	-	19,200	19,200	0.22
59	Parul Mukesh Prajapati	Non-Promoter	-	-	1,500	1,500	0.02
60	Nitin Talakshi Chheda	Non-Promoter	-	-	6,300	6,300	0.07
61	Nabs Equity	Non-Promoter	-	-	29,100	29,100	0.33
62	Sarojini Mishra	Non-Promoter	-	-	1,500	1,500	0.02
63	Anu Shamihoke	Non-Promoter	-	-	6,300	6,300	0.07
64	Augmenta Value Trust - Scheme 1	Non-Promoter	-	-	1,37,400	1,37,400	1.54
65	Narendrakumar Mansukhlal Mehta	Non-Promoter	-	-	5,700	5,700	0.06
66	Ruchita Malhotra	Non-Promoter	-	-	5,700	5,700	0.06
67	Ranjanben Talakshi Vora	Non-Promoter	-	-	11,700	11,700	0.13
68	Neelam Jilesh Chheda	Non-Promoter	-	-	14,400	14,400	0.16
69	Pareshkumar Bhupatrai Virani	Non-Promoter	-	-	6,000	6,000	0.07
70	Ranjani Gopalaswamy	Non-Promoter	-	-	14,400	14,400	0.16
71	Vishal Mahindra Gada	Non-Promoter	-	-	21,600	21,600	0.24
72	Kinjal Kishore Shah	Non-Promoter	-	-	11,400	11,400	0.13
73	Pavitra Commercials Ltd	Non-Promoter	-	-	5,700	5,700	0.06
74	Sb Opportunities Fund Ii	Non-Promoter	-	-	8,700	8,700	0.10
75	Mavira Growth Opportunities	Non-Promoter	-	-	29,100	29,100	0.33

	Fund						
76	Aditya Agrawal	Non-Promoter	-	-	1,500	1,500	0.02
77	Vishal Lalit Golechha	Non-Promoter	-	-	11,700	11,700	0.13
78	Komalay Investrade Private Limited	Non-Promoter	-	-	36,000	36,000	0.40
79	Kirti Dhakan	Non-Promoter	-	-	29,100	29,100	0.33
80	Vikas Manghnani	Non-Promoter	-	-	3,000	3,000	0.03
81	Niketkumar H Mehta	Non-Promoter	-	-	10,800	10,800	0.12
82	Gohil Sarvesh Atulkumar	Non-Promoter	-	-	86,400	86,400	0.97
83	Surendra S Bang Huf	Non-Promoter	-	-	37,800	37,800	0.42
84	Cumulative Capital Private Limited	Non-Promoter	-	-	83,400	83,400	0.94
85	Purna Adit Dawda	Non-Promoter	-	-	14,400	14,400	0.16
86	Kriti Bhatia	Non-Promoter	-	-	1,39,200	1,39,200	1.56
87	Equism Capital	Non-Promoter	-	-	21,600	21,600	0.24
88	Maheshwari Family Trust Managed By Manojkumar Madangopal Maheshwari	Non-Promoter	-	-	3,000	3,000	0.03
89	Gaurav Dhirendrakumar Kanabar Huf	Non-Promoter	-	-	77,100	77,100	0.87
90	Capital Corporation	Non-Promoter	-	-	57,300	57,300	0.64
91	Brijesh Parekh	Non-Promoter	-	-	1,53,900	1,53,900	1.73
92	Man Machine Mentors LLP	Non-Promoter	-	-	49,500	49,500	0.56
93	Vishal Sodha	Non-Promoter	-	-	18,600	18,600	0.21
94	Aumit Capital Advisors Limited	Non-Promoter	1,00,000	20	25,200	1,25,200	1.40
95	Divy Aashish Mehta	Non-Promoter	-	-	1,76,700	1,76,700	1.98

Total		**1,00,000**	20	**40,00,200**	**41,00,200**	**46.01**

"RESOLVED FURTHER THAT the Equity Shares to be issued and allotted to the proposed Equity allottees shall be fully paid up and shall rank pari passu with the existing equity shares of the Company in all respects from the date of allotment in all respects including the payment of dividend and voting rights or any other corporate action/benefits, if any, for which the book closure or the record date falls in between, and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the requirements of all applicable laws."

"**RESOLVED FURTHER THAT** the Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of the Equity Shares, shall be August 31, 2026, i.e., 30 days prior to the date of passing of the Special Resolution at the Annual General Meeting."

"**RESOLVED FURTHER THAT** the offer, issue, and allotment of the aforesaid Equity Shares to the proposed Equity allottees shall be subject to applicable laws, regulations, and guidelines and the following terms and conditions:

a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.
b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI (ICDR) Regulations.
c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.
d) The number of Equity Shares to be offered, issued and allotted shall not exceed the number approved by the Members as specified hereinabove.
e) Without prejudice to the generality of the foregoing, the issue of the Equity Shares shall be subject to the terms and conditions as set out in the Explanatory Statement under Section 102 of the Companies Act, 2013, which forms part of this Notice.
f) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.
g) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.
h) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.
i) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
j) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted thereunder."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make an offer to the proposed Equity allottees through a private placement offer cum application letter, in the format of Form PAS-4, immediately after the passing of this resolution, with a stipulation that the allotment shall be made only upon receipt of in-principle approval from the Stock Exchange."

“**RESOLVED FURTHER THAT** pursuant to the SEBI (ICDR) Regulations and other applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify, and alter the terms and conditions of the issue, as it may in its absolute discretion deem fit, within the scope of this approval by the Members, and to make an offer to the proposed Equity allottees through Form PAS-4, without the requirement of seeking any further consent or approval of the Members and further, the Board is hereby authorised to record the name and details of the Proposed Equity Allottees in form PAS-5.”

“RESOLVED FURTHER THAT the Members of the Company take note of the certificate issued by a Practicing Company Secretary certifying that the proposed issue of Equity Shares on a preferential basis is in compliance with the SEBI IODR Regulations.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters, and things as it may in its absolute discretion deem necessary, desirable, or expedient, including, but not limited to, issuing clarifications, resolving doubts, effecting modifications or changes (including to the terms of the issue), entering into agreements, contracts, and documents, appointing intermediaries, applying for in-principle and listing approvals, filing requisite documents with the ROC, SEBI, Stock Exchange, and depositories, and utilizing the proceeds of the issue, without being required to seek any further approval of the Members.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of its powers conferred under these resolutions to any Committee of the Board, Director(s), the Company Secretary, or any other officer(s) or authorized signatory(ies) of the Company, including the execution of relevant documents, to represent the Company before any regulatory authorities, and to appoint advisors, bankers, consultants, and legal professionals, as may be necessary, to give effect to the foregoing resolution.”

12. **To consider and approve the issue of convertible warrants on a preferential basis to the non-promoters for consideration in cash.**

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, and 62 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any amendments, statutory modifications or re-enactments thereof for the time being in force) (“the Act”), and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI Takeover Code”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the applicable rules, regulations, circulars, notifications, clarifications, and guidelines issued by the Government of India (“GOI”), Reserve Bank of India (“RBI”), the provisions of the Foreign Exchange Management Act, 1999, the Registrar of Companies (“ROC”), Ministry of Corporate Affairs (“MCA”), Securities and Exchange Board of India (“SEBI”), and the Stock Exchange(s) where the equity shares of the Company are listed (“Stock Exchange”), and/or any other competent authorities (collectively referred to as “Applicable Regulatory Authorities”), and subject to the Listing Agreement entered into by the Company with the Stock Exchange, and subject to such approvals, consents, permissions, and/or sanctions, if any, as may be required from any Applicable Regulatory Authorities, and subject to such terms, conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board," which term shall be deemed to include any committee constituted or to be constituted by the Board to exercise its powers, including the powers conferred by this resolution), and subject to any other alterations, modifications, corrections, changes, and variations as the Board may deem fit in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, offer, issue, allot and deliver, in one or more tranches, up to 18,37,800 (Eighteen Lakhs Thirty-Seven Thousand Eight Hundred) Fully Convertible Warrants ("Warrants") of face value Rs. 10/- each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Warrants, with each Warrant carrying a right to subscribe to 1 (one) Equity Share of face value Rs. 10/- (Rupees Ten only) each of the Company ("Equity Shares") at any time within a period of 18 (Eighteen) months from the date of allotment of such Warrants, total aggregating to Rs. 24,99,40,800/- (Rupees Twenty-Four Crore Ninety-Nine Lakhs Forty Thousand Eight Hundred only) for cash to the proposed allottees as detailed below ("Proposed Warrant Allottees"), on a preferential basis, in accordance with the SEBI ICDR Regulations and other applicable laws and on such terms and conditions as the Board may deem fit, in its absolute discretion, without requiring any further consent or approval of the Members."

Details of Proposed Warrant Allottees

Sr. No	Name of the Equity Proposed Allottees	Pre-Pref Holding	No of Warrant to be Issued and Allotted	Current Status / Category	Proposed Status / Category*
1	Nilesh J Patel	-	**6,12,600**	Non-Promoter	Promoter
2	Vishal J Patel	-	**6,12,600**	Non-Promoter	Promoter
3	Bharatkumar Keshrani	-	**6,12,600**	Non-Promoter	Promoter
Total		**-**	**18,37,800**		

*The Proposed allottee Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1), 13(2)(G), 14 AND 15(1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

"**RESOLVED FURTHER THAT** the Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of the convertible warrants, shall be August 31, 2026, i.e., 30 days prior to the date of passing of the Special Resolution at the Annual General Meeting."

"RESOLVED FURTHER THAT the Equity Shares to be allotted to the Proposed Warrant Allottees upon conversion of warrants shall be fully paid up and shall rank pari passu with the existing Equity Shares of the Company in all respects from the date of allotment in all respects including the payment of dividend and voting rights or any other corporate action/benefits, if any, for which the book closure or the record date falls in between and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the requirements of all applicable laws."

"RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Warrants and Equity Shares upon exercise of such Warrants shall be subject to the following terms and conditions, in addition to other terms as may be prescribed under applicable laws:

a) An amount equivalent to 25% of the Warrant Price shall be payable at the time of subscription and allotment of each Warrant. The remaining 75% shall be payable at the time of exercise of the Warrant and allotment of Equity Shares. The amount paid shall be adjusted against the issue price of the resultant Equity Shares.
b) Each Warrant shall entitle the holder to apply for and be allotted 1 (One) Equity Share of face value Rs.10/- (Rupees Ten only) at any time within 18 (Eighteen) months from the date of allotment (the "Warrant Exercise Period").
c) The Warrants and the Equity Shares allotted upon their conversion shall be subject to lock-in, as specified under the SEBI ICDR Regulations.
d) The Warrants shall be allotted in dematerialized form within 15 (Fifteen) days from the date of passing this resolution, provided that if any required regulatory approvals are pending, such allotment shall be made within 15 days from receipt of the last such approval.
e) The number of Equity Shares and issue price shall be subject to adjustments, as may be permitted under applicable regulations, in the event of corporate actions like bonus issue, stock split, rights issue, etc.
f) The Warrants and the Equity Shares arising on conversion shall not be transferred, hypothecated or encumbered during the lock-in period except as permitted under applicable laws.
g) The right to exercise Warrants may be exercised by the holder in one or more tranches within the Warrant Exercise Period by submitting a written notice along with payment of the balance amount. The Company shall allot the corresponding Equity Shares in dematerialized form, without further approval of the Members.
h) The Equity Shares issued upon conversion shall rank pari passu in all respects with existing Equity Shares, including dividend and voting rights, and shall be subject to applicable laws and the Articles of Association of the Company.
i) In the event the holder fails to exercise the Warrants within the Warrant Exercise Period, the Warrants shall lapse and the 25% upfront amount paid shall stand forfeited by the Company.
j) Until conversion, Warrants shall not carry any rights of shareholders of the Company.
k) The Warrants shall be subject to adjustment in case of any corporate action during the interim period as per SEBI ICDR Regulations or other applicable laws.
l) The Equity Shares arising on conversion shall be listed on the Stock Exchange where the Company's equity shares are listed, subject to necessary regulatory approvals.
m) The Proposed Warrant Allottees shall be required to pay an amount equivalent to 25% of the total consideration payable towards the Warrants at the time of subscription and allotment of the Warrants and the balance 75% of the consideration shall be payable by the respective Warrant holder(s) at the time of exercise of the Warrants and allotment of the Equity Shares pursuant thereto, in accordance with the provisions of the SEBI ICDR Regulations and applicable laws.
n) The Warrants by itself, until exercised and converted into equity shares, shall not give to the Proposed Warrant Allottees thereof any rights with respect to that of an equity shareholder of the Company.
o) The Warrants and the equity shares allotted pursuant to exercise of such Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed warrant allottees through a private placement offer cum application letter in the format of Form PAS-4 immediately after the passing of this resolution, with the stipulation that allotment shall be made only upon receipt of in-principle approval from the Stock Exchange.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares of the Company as may be required upon exercise of the Warrants by the holders.”

“RESOLVED FURTHER THAT in accordance with the SEBI ICDR Regulations and applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify, and alter the terms and conditions of the Warrants issue, as it may deem fit, and to record the names and details of the proposed warrants allottees in Form PAS-5, and to make an offer to the allottees through Form PAS-4, without requiring any further approval of the Members.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, or expedient, including but not limited to issuing clarifications, settling any doubts or questions, modifying terms, entering into agreements, obtaining listing and trading approvals, appointing intermediaries, and making necessary filings with the Registrar of Companies, SEBI, Stock Exchange, and depositories, and utilizing the proceeds of the issue, without seeking further approval from the Members.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred under this resolution to any Committee of the Board, Director(s), Company Secretary, or any officer(s) of the Company to do all such acts, deeds, and things as may be necessary to give effect to the foregoing resolutions, including executing documents, appearing before regulatory authorities, and appointing professionals and advisors as may be required.”

Registered Office:
Flat No. 501, Shiv Laxmi Plaza,
Opp Rajendra Nagar Terminal,
Old Bypass Main Road, Kankarbagh
Patna-800020, Bihar

Date: 08-09-2026

By Order of the Board of Directors
For NIKS Technology Limited

Sd/-
Manish Dixit
Managing Director
DIN: 06888132

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

2. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 in number and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

3. The instrument of proxy, in order to be effective, must be received at the Registered Office of the Company at Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh, Patna - 800020, Bihar, not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, or any other body corporate must be supported by appropriate resolution or authority as applicable.

4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company, authorising their representative to attend and vote on their behalf at the Meeting.

5. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.

6. Members/proxies/authorised representatives are requested to bring their duly filed attendance slips enclosed herewith to attend the Meeting.

7. The Statement pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard-2 in respect of directors proposed to be appointed/re-appointed at the Annual General Meeting is annexed hereto.

8. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (‘**Act**’), relating to the Special Business to be transacted at this Annual General Meeting (‘**AGM**’) is annexed.

9. The notice is being sent to all members whose names appear on the Register of Members/List of beneficial owners.

10. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the Members at the Registered Office of the Company during business hours on all working days, up to the date of the AGM, and will also be kept open at the venue of the AGM till the conclusion of the AGM.

11. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.

12. Members are requested to intimate change in their address immediately to Bigshare Services Private Limited (Registrar & Share Transfer Agent), the Company's Registrar and Share Transfer Agent, at their office at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093.

13. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialised form from 01st April, 2019, except in case of request received for transmission or transposition of securities. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. For any assistance in this regard, the Members can contact to Registrar and Share Transfer Agent ("**RTA**") – Bigshare Services Private Limited at ipo@bigshareonline.com and Phone: 022-6263-8200 for assistance in this regard.

14. Members who hold shares in dematerialised form are requested to write their Client ID and DP ID, and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

15. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.

16. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 16th September 2026. A person who is not a member as on cut-off date should treat this notice for information purposes only.

17. Annual Report 2025-26 is being sent by permitted mode to all members of the Company. Members may please note that the Annual Report 2025-26 is also available on the Website of the Company, viz https://www.nikstech.com/annual-report.php

18. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled-in Attendance Slip at the registration counter to attend the AGM.

19. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form.

20. The Company, being listed on SME Platform of BSE Limited and in view of provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, is not required to provide remote e-voting facility to its members.

21. The route map of the venue of the AGM is given at the last page of the Notice of Annual General Meeting.

General Instructions:

1. Please note that only 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 shall be entitled to avail the facility of voting at the Annual General Meeting.

2. The Board of Directors has appointed Mr. Yatin Sangani & Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the voting at the Annual General Meeting in a fair and transparent manner.

3. At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, allow voting for all those Members who are present at the Meeting.

4. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, count the votes cast at the Annual General Meeting, and make, not later than two working days after the conclusion of the Meeting, a Scrutinizer's Report of the total votes cast in favour or against.

5. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.

6. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company https://www.nikstech.com/ immediately after the result is declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited, where the shares of the Company are listed.

Registered Office:
Flat No. 501, Shiv Laxmi Plaza,
Opp Rajendra Nagar Terminal,
Old Bypass Main Road, Kankarbagh
Patna-800020, Bihar

Date: 08-09-2026

By Order of the Board of Directors
For NIKS Technology Limited

Sd/-
Manish Dixit
Managing Director
DIN: 06888132

Explanatory statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No. 3: Re-Appointment of Mr. Pankaj Kumar (DIN: 03153689) as an Independent Director of the Company for the second term of 5 years.

The members are informed that Mr. Pankaj Kumar (DIN: 03153689) was appointed as an Independent Director of the Company for his first term of five (5) years with effect from 11th November, 2021 to 10th November, 2026, in accordance with the provisions of Section 149 of the Companies Act, 2013. His present term shall accordingly expire on 10th November, 2026.

Based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the proposal for re-appointment of Mr. Pankaj Kumar (DIN: 03153689) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 11th November, 2026 to 10th November, 2031 is placed before the members by way of a Special Resolution. Mr. Pankaj Kumar has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015. In the opinion of the Board, he possesses appropriate skills, experience, knowledge, and independence of judgment to discharge his duties effectively as an Independent Director.

The Board considers that the continued association of Mr. Pankaj Kumar would be beneficial to the Company, given his expertise in developing and executing bold and innovative strategies in Sales & Marketing. Accordingly, the Board recommends passing of the resolution set out in Item No. 3 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives, except Mr. Pankaj Kumar, are concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

Additional information in respect of Mr. Pankaj Kumar, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, is annexed as **Annexure I** to this Notice.

Item No. 4: Re-Appointment of Mr. Rakesh Kumar Singh (DIN: 09386098) as an Independent Director of the Company for the second term of 5 years.

The members are informed that Mr. Rakesh Kumar Singh (DIN: 09386098) was appointed as an Independent Director of the Company for his first term of five (5) years with effect from 03rd November, 2021 to 02nd November, 2026, in accordance with the provisions of Section 149 of the Companies Act, 2013. His present term shall accordingly expire on 02nd November, 2026.

Based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the proposal for re-appointment of Mr. Rakesh Kumar Singh (DIN: 09386098) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 03rd November, 2026 to 02nd November, 2031, is placed before the members by way of a Special Resolution. Mr. Rakesh Kumar Singh has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015. In the opinion of the Board, he possesses appropriate skills, experience, knowledge and independence of judgment to discharge his duties effectively as an Independent Director.

The Board considers that the continued association of Mr. Rakesh Kumar Singh would be beneficial to the Company, given his expertise in the field of Real estate & Govt. work contracts. Accordingly, the Board recommends passing of the resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives, except Mr. Rakesh Kumar Singh, are concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

Additional information in respect of Mr. Rakesh Kumar Singh, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, is annexed as **Annexure I** to this Notice.

Item No. 5: To consider alterations in the Memorandum of Association of the Company.

The Company proposes to alter as a replacement of Clause 3(a) and Clause 3(b) of the Memorandum of Association of the Company.

The proposed alteration as replacement of Clause 3(a) is to enable the Company to carry on, either alone or jointly with one or more persons, Government, local or other bodies, the business to infrastructure developers, construct, build, alter, acquire, convert, improve, erect, establish, equip, develop, dismantle, pull down, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, test, inspect, locate, modify, protect, provide, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist and to act as civil engineer, consultant, advisor, agent, broker, supervisor, administrator, contractor, sub-contractor, turnkey contractor and manager of all types of constructions and developmental work in all its branches.

The proposed object includes roads, ways, culverts, dams, bridges, railways, tram-ways, water-tanks, reservoirs, canals, wharves, warehouses, factories, buildings, structures, drainage and sewage works, water distribution and filtration systems, docks, harbours, piers, irrigation works, foundation works, flyovers, airports, runways, rock drilling, aqueducts, stadiums, hydraulic units, sanitary work, power supply works, power stations, hotels, hospitals, dharmashalas, multi-storeyed buildings, colonies, complexes, housing projects and other similar works and, for the purpose thereof, to acquire, handover, purchase, sell, own, cut to size, develop, distribute or otherwise deal in all sorts of lands and buildings.

Further, Clause 3(b) of the Memorandum of Association is proposed to be replaced to include matters necessary for the furtherance of the objects specified in Clause 3(a), including acquisition, holding, use, development and disposal of properties and assets; undertaking contracts and sub-contracts; entering into arrangements, partnerships, joint ventures and other arrangements; acquiring and dealing with shares, stocks, debentures and securities; appointing consultants, experts, agents and other persons; acquiring licences, patents, concessions and other rights; establishing agencies and branches; borrowing and raising funds and securing the same by mortgage, charge or otherwise; and undertaking all such matters as are provided in the proposed Clause 3(b).

The proposed alteration of the Object Clause will enable the Company to undertake the activities specified in the altered Clause 3(a) and the matters necessary for furtherance thereof as set out in Clause 3(b) of the Memorandum of Association.

Pursuant to Section 13 of the Companies Act, 2013, alteration of the Object Clause of the Memorandum of Association requires approval of the members of the Company by way of a Special Resolution.

The proposed alteration of the Memorandum of Association and the documents referred to in the Resolution are available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the meeting and shall also be made available electronically in accordance with applicable provisions.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the members.

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

Item No. 6: Increase the authorised share capital and consequential amendment to the Memorandum of Association of the Company.

In order to meet the funding requirements of the Company and to accommodate the issue of further shares of the Company pursuant to Preferential Issue and the Fund Raise to be undertaken and to enable the Company to issue further shares, it is proposed to increase the Authorised Share Capital of the Company from existing Rs. 1,00,00,000 (Rupees One Crore Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs. 10 (Rupees Ten only) each to Rs. 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10 each (Rupees Ten only).

The Board, at its meeting held on September 08, 2026 has recommended to increase the Authorised Share Capital from existing Rs. 1,00,00,000 (Rupees One Crore Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs. 10 (Rupees Ten only) each to Rs. 10,00,00,000 (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10 each (Rupees Ten only).

The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company.

The proposed increase of Authorised Share Capital requires the approval of shareholders in a general meeting pursuant to the provisions of sections 13, 61 and 64 of the Companies Act, 2013. The new set of Memorandum of Association, including therein the aforesaid change, is available for inspection at the Registered Office of the Company during normal business hours from 10 a.m. to 6 p.m. on all working days, up to and including the date of the Annual General Meeting of the Company and will also be available for inspection at the meeting.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 6 for the approval of the shareholders by way of an ordinary resolution.

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

Item No. 7: To consider alterations in the Articles of Association of the Company.

In order to enable the Company to issue Warrants. The Board had at its meeting held on September 08, 2026, decided to alter the Articles of Association "AOA" of the Company by replacing Article 1 in the AOA of the Company, subject to approval of the shareholders at the general meeting. It is now proposed to take the shareholders' approval for the said alteration in the AOA of the Company.

The Board of Directors shall have the power to determine the terms and conditions of all such further issues of securities, subject to prior approval of the shareholders, regulatory authorities, and compliance with applicable provisions of the Companies Act, 2013, SEBI Regulations and other applicable laws." The Board recommends the Special Resolution as set out in Item No. 7 of this Notice for approval of the Members.

The proposed altered AOA is available for inspection by the members at the Registered Office of the Company during normal business hours from 10 a.m. to 6 p.m. on all working days, up to and including the date of the Annual General Meeting of the Company and will also be available for inspection at the meeting.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 7 for the approval of the shareholders by way of Special Resolution.

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

Item No. 8: To approve giving a loan or guarantee or providing security under Section 185 of the Companies Act, 2013.

Pursuant to the provisions of Section 185 of the Companies Act, 2013 ("the Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended from time to time), no company shall, directly or indirectly, advance any loan (including any loan represented by a book debt), or give any guarantee, or provide any security in connection with any loan taken by (a) any Director of the Company, or of its holding company, or any partner or relative of any such Director; or (b) any firm in which such Director or relative is a partner.

However, as per Section 185(2) of the Act, a company may advance any loan (including any loan represented by a book debt), or give any guarantee, or provide any security in connection with any loan taken by any person in whom any Director of the Company is interested, subject to the following conditions:

- the company passes a special resolution in the general meeting; and
- such loans/guarantees/securities are utilized by the borrowing entity for its principal business activities.

In this regard, the Board of Directors of the Company in order to enable the Company to provide loan(s), including loan(s) represented by way of book debt, and/or give guarantee(s), and/or provide security(ies) in connection with loan(s) taken or to be taken by any of the group entities, or any other person in whom any of the Directors of the Company may be deemed to be interested (as per Explanation to Section 185(2)(b) of the Act), it is proposed to seek the approval of shareholders by way of Special Resolution, for an aggregate amount not exceeding Rs.100,00,00,000/- (Rupees Hundred Crore only).

The aforesaid loan(s), guarantee(s), and/or security(ies) shall be utilized strictly for the principal business activities of the borrowing entity and in the best interests of the Company.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 8 for the approval of the shareholders by way of Special Resolution.

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

Item No. 9: To make investments, give loans, guarantees and security in excess of limits specified under Section 186 of the Companies Act, 2013.

Pursuant to the provisions of Section 186 of the Companies Act, 2013 ("Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, beyond the maximum permissible limit under Section 186 of the Companies Act, 2013 i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, provided that if special resolution has been passed by the shareholders of the Company to that effect.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to seek approval of the members under the provisions of Section 186 of the Act to enable it to make investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required. The loan(s), guarantee(s), security (ies) and investment(s), as the case may be, shall be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

Accordingly, as required under the provisions of Section 186 of the Act, the approval of the members is sought by way of a special resolution to enable the Board to make investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required up to a limit of Rs. 250,00,00,000/- (Rupees Two Hundred and Fifty crore Only) or sixty per cent of its paid-up share capital , free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 9 for the approval of the shareholders by way of Special Resolution.

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

Item No. 10: To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration other than cash.

The Members are hereby informed that the Board in its meeting held on September 08, 2026, has approved the acquisition of 100% shareholding of Dev Satya Infra Private Limited (i.e. "Selling Company"). The Selling Company is engaged in the business of Infrastructure, real estate development in all its branches, including the business of real estate developers, infrastructure developers, land developers, builders, contractors, and property developers.

For the said acquisition, it is decided to acquire 29,80,000 Equity Shares constituting a 100% stake of the Selling Company from the equity shareholders of the Selling Company.

As a purchase consideration for the said acquisition, the Company has proposed to allot its equity shares to the shareholders of the Selling company being consideration towards the swap shares. For acquisition of the equity shares of the Selling Company, it is proposed to issue and allot equity shares of the Company on a preferential basis for consideration other than cash.

Accordingly, the Board pursuant to its resolution dated September 08, 2026, has approved the issue of up to 25,73,400 (Twenty-Five Lakhs Seventy-Three Thousand Four Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Equity Share total aggregating to Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only) for consideration other than cash (i.e. swap of shares) Pursuant to the above transaction, there will be change in the management, control & thus result in the transfer of ownership of the Company to the Proposed Allottees.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI ((ICDR)) Regulations ") are as follows:

1. **Objects of the Preferential Issue:**

Purpose for which issue proceeds are proposed to be utilized	Total estimated amount (in Rs.)	Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds
The object of the issue is to discharge the purchase consideration payable for the acquisition of the Selling Company by acquiring 29,80,000 equity shares, representing 100% of the shareholding of the Selling Company, from the Proposed Allottees.	Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only)	Swap of Shares

2. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:

The resolution set out in the accompanying notice authorises the Board to create, offer, issue, and allot from time to time, in one or more tranches up to 25,73,400 (Twenty-Five Lakhs Seventy-Three Thousand Four Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Equity Share total aggregating to Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only) for consideration other than cash.

The issue of equity share shall be subject to the following terms and conditions:

a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.

b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI ICDR Regulations.

c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.

d) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.

e) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.

f) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.

g) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

h) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted thereunder.

3. Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:

The Equity Shares of the Company are infrequently traded and are listed on the BSE Limited . The price has been determined In accordance with Regulation 165 & 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI (ICDR) Regulations”).

The Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of Equity Shares is August 31, 2026, 30 days prior to the date of Passing of the Special Resolution in the Annual General Meeting.

The Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under (ICDR) Regulations, 2018.

<u>Pricing for allotment on preferential basis for allottees</u>:
As per the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Equity Shares will be issued at a price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Equity Share, which is not less than the price as determined by the registered valuer.

The valuation report of the Registered Valuer pursuant to Regulation 165 & 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link https://www.nikstech.com/

4. Name and Address of Valuer who performed Valuation:

The valuation was conducted by Bhavesh M Rathod, Chartered Accountant and Registered Valuer.

Office Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Registered Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Contact Details:
Email: bhavesh@cabr.in
Mobile: +91 9769 113490

5. Amount which the Company intends to raise by way of issue of Equity Shares:

Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only). The shares are being allotted for a consideration other than cash as part of the consideration payable for the acquisition as mentioned above.

6. Principal terms of Assets charged as securities:

The Equity Shares are being issued on a preferential basis for a consideration other than cash at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Equity Share total aggregating to not exceeding Rs. 34,99,82,400/- (Rupees Thirty-Four Crore Ninety-Nine Lakhs Eighty-Two Thousand Four Hundred Only) on a preferential basis and the Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company.

7. Intention/ Contribution of promoters/directors/key managerial personnel to subscribe to the offer:

None of the existing Directors or Key Managerial Personnel or Promoters intends to subscribe to the proposed issue or furtherance of objects.

8. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares as follows:

Sr. No	Category	Pre-issue shareholding		Post- issue Diluted	
		No. of Equity Shares	**% Of Shareholding**	**No. of Equity Shares**	**% Of Shareholding**
A	**Promoters and Promoter Group**				
	Holding				
1	Indian				
	Individuals/Hindu undivided Family	2,31,100	46.22	46,42,300	52.09
2	Foreign	-	-	-	-
	Sub Total (A)	2,31,100	46.22	46,42,300	52.09
B	**Non-Promoter Holding**				
1	Institutions	-	-	-	-
1a	Institutions (Domestic)	-	-	1,75,200	1.97
	Mutual Funds	-	-	-	-
	Banks	-	-	-	-
	Insurance Companies	-	-	-	-
1b	Institutions (Foreign)	-	-	-	-
	FPI-Category I	-	-	-	-
2	Non – Institutions	-	-	-	-
2a	Individuals (share Capital up to Rs. 2 lakhs)	1,58,500	31.70	1,58,500	1.78
2b	Individuals (share Capital in excess of Rs. 2 lakhs)	-	-	25,14,600	28.21
2c	Non-Resident Indians (NRIs)	600	0.12	54,000	0.61
2d	Bodies Corporate	1,01,500	20.30	4,07,200	4.57
2e	Any Other (specify)	8,300	1.66	9,59,600	10.76
	Sub-Total (B)	2,68,900	53.78	42,69,100	47.91
C1	Shares underlying DRs	-	-	-	-
C2	Shares held by Employee Trust	-	-	-	-
C	**Non-Promoter – Non- Public**	-	-	-	-
Grand Total (A+B+C)		**5,00,000**	**100.00**	**89,11,400**	**100.00**

*The post-issue shareholding percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares.

**The Proposed allottee Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) (hereinafter collectively referred to as the "Acquirers"), shall trigger the open offer process pursuant to Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 ("the Regulations"). This will require the Public Announcement ("PA") in terms of Regulation 13(1) of the said Regulations. Upon completion of the open offer process, they will become the Promoters of the Company
**Upon completion of the open offer, the existing promoter and promoter group will be reclassified as public shareholders subject to fulfilment of all the statutory and regulatory requirements.

9. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

10. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There will be a change in the control of the Company, since post preferential allotment of Equity Shares to Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani shall acquire and exercise control aggregating to the extent of 52.09% in the Company.

Further, Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani has made a Public Announcement dated September 08, 2026, for acquisition of 2,31,100 Equity Shares from the shareholders of the Company in terms of the provisions of Regulation 3(1) and Regulation 4 of Takeover Regulations.

11. Recommendations and Voting Pattern of the Committee of Independent Directors of the Company:

The Committee of Independent Directors, comprising of Mr. Pankaj Kumar and Mr. Vinod Kumar Singh, and in their meeting held on September 08, 2026, has considered the proposal to make the preferential allotment of 25,73,400 Equity Shares to the proposed allottees.

The committee has considered that the Issue price of Rs. 136/- per share has been determined taking in consideration the Valuation report provided by Bhavesh M Rathod Registered Valuer, (SFA) registered with IBBI having Registration Number- IBBI/RV/06/2019/10708, having its office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066, the Independent Valuer confirming the minimum price for preferential issue as per Chapter V of SEBI (ICDR) Regulations who have taken into consideration the relevant valuation parameters and provided justification for their assessments.

The offer price also includes a control premium of Rs. 06.45/- as there would be a change in control pursuant to the proposed preferential allotment and upon completion of the Open Offer. Thus, the committee if of the view that the Issue price and the proposed preferential allotment are fair and reasonable.

The voting pattern of the said Committee meeting is as follows:

Sr. No	Name of the Independent Director	Assent	Dissent
1.	Pankaj Kumar	Yes	NA
2.	Vinod Kumar Singh	Yes	NA

12. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2026-2027, the Company has not made allotment on a preferential basis to any person.

13. Valuation for consideration other than cash:

The valuation of the same is based on the independent valuation report received Bhavesh M Rathod Registered Valuer, (SFA) registered with IBBI having Registration Number-IBBI/RV/06/2019/10708, having its office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066 sin compliance with Regulation 163(3) of the SEBI ((ICDR)) Regulations, The above information is also available on the Company's website at the following link www.nikstech.com

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:

The object of the issue is to discharge the total Purchase Consideration payable for the acquisition of the Selling Company by acquiring 29,80,000 Equity Shares constituting 100 % stake of the Selling Company from the Proposed Allottees for consideration other than cash settled by allotment of Equity Shares of the Company as mentioned in resolution at Item Number 1 in this notice and explanatory statement, subject to SEBI ICDR Regulations and requisite approvals from stock exchange.

15. Lock-in:

The Equity Shares shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI ((ICDR)) Regulations

16. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

17. Certificate:

As required in Regulation 163(2) of the SEBI ((ICDR)) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI ((ICDR)) Regulations. The certificate of the practising company secretary can also be accessed on the company website on www.nikstech.com

18. Undertakings:

The Company hereby undertakes that:

i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required;
ii. If the amount payable, if any, on account of the re-computation of price is not paid within the stipulated in SEBI (ICDR) regulations the above Equity shares shall be continued to be locked in till such amount is paid by the allottees;
iii. All the equity shares held by the proposed allottees in the company are in dematerialized form only;

19. Disclosures specified in Schedule VI of the SEBI ((ICDR)) Regulations, if the issuer or any of its promoters or directors is a willful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a willful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No	Name of the proposed allottee	Pre-issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre-Issue Holding		No. of shares to be issued	Shareholding post allotment of Equity*		Post-issue Category
				No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding	
1	Nilesh J Patel	Non-Promoter	Not Applicable	-	-	8,58,000	15,47,634	17.37	Promoter**
2	Vishal J Patel	Non-Promoter	Not Applicable	-	-	8,57,700	15,47,333	17.36	Promoter**
3	Bharatkumar Keshrani	Non-Promoter	Not Applicable	-	-	8,57,700	15,47,333	17.36	Promoter**

*The Post-Issue Shareholding Percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares

**The Proposed allottee Mr. Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) (hereinafter collectively referred to as the "Acquirers") shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

21. SEBI Takeover Code:

In the present case the of the Proposed Equity Allottees would attract Takeover Regulations, and they will make an open offer and other compliances as per the requirements of the Takeover Regulations.

22. Holding of shares in demat form, non-disposal of shares by the Proposed Equity Allottees and lock-in period of shares:

The entire shareholding of the Proposed Equity Allottees in the Company, if any is held by them in dematerialized form. The Proposed Equity Allottees have not sold or transferred their equity shares during the 90 trading days prior to the Relevant Date and are eligible for allotment of equity shares on preferential basis. The Proposed Equity Allottees have Permanent Account Number. The lock-in kindly refers to above point.

23. Compliances:

The Company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI LODR Regulations maintaining a minimum of 25% of the paid-up capital in the hands of the public.

24. Other disclosures/undertaking

a) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

b) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.

c) The Company has obtained the Permanent Account Numbers (PAN) of the Proposed Equity Allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the Stock Exchange.

d) The Company shall be making application seeking in-principle approval to the Stock Exchanges, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.

e) No person belonging to the promoters / promoter group has previously subscribed to any securities of the Company during the last one year.

f) The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.

g) The Proposed Equity Allottees have further confirmed that the Proposed Equity Allottees shall be an entity eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

25. The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Allotment is proposed to be made to non-promoters. Pursuant to the proposed investment and in accordance with Rule 14(1) of the PAS Rules, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.

26. Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a company by further issue and allotment of shares shall be first offered to the existing shareholders of the company in the manner laid down in the said Section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018, approval of the members for the issue and allotment of the said equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in the said items of the notice. The issue of equity shares would be within the Authorised Share Capital of the Company.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 10 for the approval of the shareholders by way of Special Resolution.

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

Item No. 11: To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration in cash.

We wish to inform you that the Company has identified a need for infusion of additional funds to strengthen its capital base and to support the long-term growth and sustainability of its business. This strategic initiative is aimed at addressing both immediate and future funding requirements. The proposed funds will be utilised for working capital and to broaden the position of the Company.

Hence, to ensure the smooth flow of the business the Board of Directors of the Company in their meeting held on September 08, 2026 in accordance with Sections 23, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the SEBI ((ICDR)) Regulations and the SEBI (ICDR) Regulations as amended from time to time, issue and allotment of up to in one or more tranches, up to 40,00,200 (Forty Lakhs Two Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share total aggregating to Rs. 54,40,27,200/- (Rupees Fifty-Four Crore Forty Lakhs Twenty-Seven Thousand Two Hundred only) on a preferential basis for the consideration in cash under the non-promoter public category (“Proposed Equity Allottees”), in accordance with the SEBI (ICDR) Regulations and other applicable laws subject to approval of Shareholders.

Hence, the Board of Directors of your Company recommends the resolution for approval of the shareholders in form of Special Resolution in the best interests of the Company.

The Company is otherwise eligible to make the Preferential Issue in terms of the provisions of Chapter V of the SEBI ((ICDR)) Regulations. There will be change in the control or management of the Company pursuant to the proposed preferential issue. Consequent to the allotment of equity shares, the shareholding of the Promoters and Promoter Group may decrease as per details given in this statement.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI ((ICDR)) Regulations ") are as follows:

1. **Objects of the Preferential Issue: Please refer to ANNEXURE II of the notice.**

2. **The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing**:

The resolution set out in the accompanying notice authorises the Board to create, offer, issue, and allot from time to time, in one or more tranches up to 40,00,200 (Forty Lakhs Two Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share total aggregating to Rs. 54,40,27,200/- (Rupees Fifty-Four Crore Forty Lakhs Twenty-Seven Thousand Two Hundred only) on a preferential basis for the consideration in cash under the non-promoter public category ("Proposed Equity Allottees"), in accordance with the SEBI (ICDR) Regulations and other applicable laws.

a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.

b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI ICDR Regulations.

c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.

d) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.

e) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.

f) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.

g) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

h) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted thereunder.

3. Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:

The Equity Shares of the Company are infrequently traded and are listed on the BSE Limited. The price has been determined In accordance with Regulation 165 & 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations").

The Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of Equity Shares is August 31, 2026, 30 days prior to the date of Passing of the Special Resolution in the Annual General Meeting.

The Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under (ICDR) Regulations, 2018.

Pricing for allotment on preferential basis for allottees:
As per the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Equity Shares will be issued at a price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share which is not less than the price as determined by the registered valuer.

The valuation report of the Registered Valuer pursuant to Regulation 165 & 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link www.nikstech.com

4. Name and Address of Valuer who performed Valuation:

The valuation was conducted by Bhavesh M Rathod, Chartered Accountant and Registered Valuer.

Office Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Registered Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Contact Details:
Email: bhavesh@cabr.in
Mobile: +91 9769 113490

The above information is also available on the Company's website at the following link www.nikstech.com

5. Amount which the Company intends to raise by way of issue of Equity Shares:

Rs. 54,40,27,200/- (Rupees Fifty-Four Crore Forty Lakhs Twenty-Seven Thousand Two Hundred only).

6. Principal terms of Assets charged as securities:

Not Applicable

7. Intention/ Contribution of promoters / directors / key managerial personnel to subscribe to the offer:

None of the existing Directors or Key Managerial Personnel or Promoters intends to subscribe to the proposed issue or furtherance of objects.

8. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares as follows:

Sr. No	Category	Pre-issue shareholding		Post- issue Diluted	
		No. of Equity Shares	% Of Shareholding	No. of Equity Shares	% Of Shareholding
A	**Promoters and Promoter Group**				
	Holding				
1	Indian				
	Individuals/Hindu undivided Family	2,31,100	46.22	46,42,300	52.09
2	Foreign	-	-	-	-
	Sub Total (A)	2,31,100	46.22	46,42,300	52.09
B	**Non-Promoter Holding**				
1	Institutions	-	-	-	-
1a	Institutions (Domestic)	-	-	1,75,200	1.97
	Mutual Funds	-	-	-	-
	Banks	-	-	-	-
	Insurance Companies	-	-	-	-
1b	Institutions (Foreign)	-	-	-	-
	FPI-Category I	-	-	-	-
2	Non – Institutions	-	-	-	-
2a	Individuals (share Capital up to Rs. 2 lakhs)	1,58,500	31.70	1,58,500	1.78
2b	Individuals (share Capital in excess of Rs. 2 lakhs)	-	-	25,14,600	28.21
2c	Non-Resident Indians (NRIs)	600	0.12	54,000	0.61
2d	Bodies Corporate	1,01,500	20.30	4,07,200	4.57
2e	Any Other (specify)	8,300	1.66	9,59,600	10.76
	Sub-Total (B)	2,68,900	53.78	42,69,100	47.91
C1	Shares underlying DRs	-	-	-	-

C2	Shares held by Employee Trust	-	-	-	-
C	**Non-Promoter – Non- Public**	-	-	-	-
Grand Total (A+B+C)		**5,00,000**	**100.00**	**89,11,400**	**100.00**

*The Post-Issue Shareholding Percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares

**The Proposed allottee Mr. Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) (hereinafter collectively referred to as the "Acquirers") shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

**Upon completion of the open offer, the existing promoter and promoter group will be reclassified as public shareholders subject to fulfilment of all regulatory compliances
.

9. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

10. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There will be a change in the control of the Company, since post preferential allotment of Equity Shares to Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani shall acquire and exercise control aggregating to the extent of 52.09% in the Company.

Further, Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani has made a Public Announcement dated September 08, 2026, for acquisition of 2,31,100 Equity Shares from the shareholders of the Company in terms of the provisions of Regulation 3(1) and Regulation 4 of Takeover Regulations.

11. Recommendations and Voting Pattern of the Committee of Independent Directors of the Company:

The committee has considered that the Issue price of Rs. 136/- per share has been determined taking in consideration the Valuation report provided by Bhavesh M Rathod Registered Valuer, (SFA) registered with IBBI having Registration Number- IBBI/RV/06/2019/10708, having its office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066, the Independent Valuer confirming the minimum price for preferential issue as per Chapter V of SEBI (ICDR) Regulations who have taken into consideration the relevant valuation parameters and provided justification for their assessments.

The offer price also includes a control premium of Rs. 06.45/- as there would be a change in control pursuant to the proposed preferential allotment and upon completion of the Open Offer. Thus, the committee if of the view that the Issue price and the proposed preferential allotment are fair and reasonable.

The voting pattern of the said Committee meeting is as follows:

Sr. No	Name of the Independent Director	Assent	Dissent
1.	Pankaj Kumar	Yes	NA
2.	Vinod Kumar Singh	Yes	NA

12. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2026-2027, the Company has not made allotment on preferential basis to any person.

13. Valuation for consideration other than cash:

Not applicable.

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed: Not applicable.

15. Lock-in:

The Equity Shares shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI ((ICDR)) Regulations

16. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

17. Certificate:

As required in Regulation 163(2) of the SEBI ((ICDR)) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI ((ICDR)) Regulations. The certificate of the practising company secretary can also be accessed on the company website on www.nikstech.com

18. Undertakings:

The Company hereby undertakes that:

i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required;
ii. If the amount payable, if any, on account of the re-computation of price is not paid within the stipulated in SEBI (ICDR) regulations the above Equity shares shall be continued to be locked in till such amount is paid by the allottees;
iii. All the equity shares held by the proposed allottees in the company are in dematerialized form only;

19. Disclosures specified in Schedule VI of the SEBI ((ICDR)) Regulations, if the issuer or any of its promoters or directors is a willful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a willful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No	Name of the proposed allottee	Pre-issue Category	Name of natural persons who are the ultimate beneficial owners	Pre-Issue Holding - No. of Equity Shares	Pre-Issue Holding - % of Holding	No. of shares to be issued	Shareholding post allotment of Equity* - No. of Equity Shares	Shareholding post allotment of Equity* - % of Holding	Post-issue Category
1	Shradha Sunilkumar	Non Promoter Public	Not Applicable	-	-	17,400	17,400	0.2	
2	Ih Consultancy Services Llp	Non Promoter Public	1. MOHIT JANGIR 2. SUNITA SHARMA	-	-	56,400	56,400	0.63	Non Promoter Public
3	Chintan Hiteshbhai Anandpara	Non Promoter Public	Not Applicable	-	-	1,84,200	1,84,200	2.07	Non Promoter Public
4	Aniket Mohan Gore	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public

5	Deepak Dharshi Bheda	Non Promoter Public	Not Applicable	-	-	78,600	78,600	0.88	Non Promoter Public
6	Giridharan M. S.	Non Promoter Public	Not Applicable	-	-	2,400	2,400	0.03	Non Promoter Public
7	Rahil Kaushik Shah	Non Promoter Public	Not Applicable	-	-	1,53,600	1,53,600	1.72	Non Promoter Public
8	Hemlata Rajesh Karani	Non Promoter Public	Not Applicable	-	-	51,600	51,600	0.58	Non Promoter Public
9	Jyoti Dipak Hatalkar	Non Promoter Public	Not Applicable	-	-	10,800	10,800	0.12	Non Promoter Public
10	Parisha Purvesh Shah	Non Promoter Public	Not Applicable	-	-	1,63,200	1,63,200	1.83	Non Promoter Public
11	Equitrust Consulting	Non Promoter Public	1. DILIP AMRUTLAL GOGRI 2. MEENA MANSUKH GALA	-	-	1,56,300	1,56,300	1.75	Non Promoter Public
12	Nm Advisors Llp	Non Promoter Public	1. MANTHAN SURESHBHAI SHAH 2. NIMISHA VARUN MODI	-	-	1,41,300	1,41,300	1.59	Non Promoter Public
13	Sheela Nilesh Shah	Non Promoter Public	Not Applicable	-	-	39,000	39,000	0.44	Non Promoter Public
14	Urvi Dhaval Bahua	Non Promoter Public	Not Applicable	-	-	47,700	47,700	0.54	Non Promoter Public
15	Sadhana Bhandari	Non Promoter Public	Not Applicable	-	-	9,600	9,600	0.11	Non Promoter Public
16	Ruchika Barara	Non Promoter Public	Not Applicable	-	-	6,300	6,300	0.07	Non Promoter Public

17	Equity4Life LLP	Non Promoter Public	1. RISHIKESH SINGH 2. SHRUTI LODHA	-	-	62,400	62,400	0.7	Non Promoter Public
18	Jigar Mansukhbhai Ambariya	Non Promoter Public	Not Applicable	-	-	51,000	51,000	0.57	Non Promoter Public
19	Divya Agrawal	Non Promoter Public	Not Applicable	-	-	47,700	47,700	0.54	Non Promoter Public
20	Indu Ramanlal Golecha	Non Promoter Public	Not Applicable	-	-	12,000	12,000	0.13	Non Promoter Public
21	Mayur Navinchandra Shah	Non Promoter Public	Not Applicable	-	-	4,800	4,800	0.05	Non Promoter Public
22	Dipti D. Shah	Non Promoter Public	Not Applicable	-	-	47,700	47,700	0.54	Non Promoter Public
23	Divyashri Ravichandran	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
24	Prakashbhai Arvindbhai Shah	Non Promoter Public	Not Applicable	-	-	7,800	7,800	0.09	Non Promoter Public
25	Anar Swapnil Shah	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
26	Jinendra G	Non Promoter Public	Not Applicable	-	-	47,700	47,700	0.54	Non Promoter Public
27	Gothamchand A	Non Promoter Public	Not Applicable	-	-	63,600	63,600	0.71	Non Promoter Public
28	Sanjay Kumar P Shah	Non Promoter Public	Not Applicable	-	-	7,200	7,200	0.08	Non Promoter Public
29	Vinitha Jain	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
30	Rekha Dineshkumar	Non Promoter Public	Not Applicable	-	-	8,100	8,100	0.09	Non Promoter Public
31	Avinash	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public

32	Sumithra Gadiya	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
33	Nirmala Vijaykumar	Non Promoter Public	Not Applicable	-	-	12,000	12,000	0.13	Non Promoter Public
34	Rani Dasot	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
35	Ekta Chordia	Non Promoter Public	Not Applicable	-	-	2,400	2,400	0.03	Non Promoter Public
36	Rahul Bajaj	Non Promoter Public	Not Applicable	-	-	23,400	23,400	0.26	Non Promoter Public
37	Sarita Jain	Non Promoter Public	Not Applicable	-	-	24,000	24,000	0.27	Non Promoter Public
38	Shobha Sunil Khetpalia	Non Promoter Public	Not Applicable	-	-	2,400	2,400	0.03	Non Promoter Public
39	D Sunil Kumar	Non Promoter Public	Not Applicable	-	-	4,800	4,800	0.05	Non Promoter Public
40	Hirachand Padma Jain	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
41	Padamkumar Ramchandra Soni	Non Promoter Public	Not Applicable	-	-	6,300	6,300	0.07	Non Promoter Public
42	Mithalal Nirmal Kumar	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
43	Avantika Prashant Mishra	Non Promoter Public	Not Applicable	-	-	2,400	2,400	0.03	Non Promoter Public
44	Nav Ratan Bhaiya	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
45	Vijayalakshmi	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
46	Aashish	Non Promoter Public	Not Applicable	-	-	4,06,200	4,06,200	4.56	Non Promoter Public
47	Arham Jignesh Shah	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
48	Dhairya Agarwal	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public

49	Param Capital	Non Promoter Public	1. MUKUL MAHAVIR AGRAWAL 2. ASHA MUKUL AGRAWAL	-	-	1,92,300	1,92,300	2.16	Non Promoter Public
50	Max Future Capital	Non Promoter Public	1. SHRUTI LODHA 2. ASHOK KUMAR LODHA	-	-	53,100	53,100	0.6	Non Promoter Public
51	Sangeeta Agrawal	Non Promoter Public	Not Applicable	-	-	6,300	6,300	0.07	Non Promoter Public
52	Lumos Advisors Llp	Non Promoter Public	1. JINESH BHUPENDRA SHAH 2. RUPAL JINESH SHAH 3. SONAL N SHAH	-	-	1,500	1,500	0.02	Non Promoter Public
53	Pk Capital	Non Promoter Public	1. KAUSHIK KUMAR VASANTLAL SHAH 2. PRADIP VASANTLAL SHAH	-	-	1,85,100	1,85,100	2.08	Non Promoter Public
54	Jaideep Chatrabhuj Raigagla	Non Promoter Public	Not Applicable	-	-	1,84,500	1,84,500	2.07	Non Promoter Public
55	Kushal Hetalkumar Sheth	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
56	Mukesh Kumar S	Non Promoter Public	Not Applicable	-	-	3,900	3,900	0.04	Non Promoter Public
57	Akshay Rakhecha Huf	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public

58	Yamnotri Vinimay Pvt Ltd	Non Promoter Public	1.Shreekant Phumbhra 2. Shreekant Varun Phumbhra HUF 3. Krishna Phumbhra	-	-	19,200	19,200	0.22	Non Promoter Public
59	Parul Mukesh Prajapati	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
60	Nitin Talakshi Chheda	Non Promoter Public	Not Applicable	-	-	6,300	6,300	0.07	Non Promoter Public
61	Nabs Equity	Non Promoter Public	1. Niru Agarwal 2. Adrija Agarwal 3.Shivam Agarwal 4. Bijay Kumar Agarwal	-	-	29,100	29,100	0.33	Non Promoter Public
62	Sarojini Mishra	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
63	Anu Shamihoke	Non Promoter Public	Not Applicable	-	-	6,300	6,300	0.07	Non Promoter Public
64	Augmenta Value Trust - Scheme 1	Non Promoter Public	Not Applicable	-	-	1,37,400	1,37,400	1.54	Non Promoter Public
65	Narendrakumar Mansukhlal Mehta	Non Promoter Public	Not Applicable	-	-	5,700	5,700	0.06	Non Promoter Public
66	Ruchita Malhotra	Non Promoter Public	Not Applicable	-	-	5,700	5,700	0.06	Non Promoter Public
67	Ranjanben Talakshi Vora	Non Promoter Public	Not Applicable	-	-	11,700	11,700	0.13	Non Promoter Public
68	Neelam Jilesh Chheda	Non Promoter Public	Not Applicable	-	-	14,400	14,400	0.16	Non Promoter Public
69	Pareshkumar Bhupatrai Virani	Non Promoter Public	Not Applicable	-	-	6,000	6,000	0.07	Non Promoter Public

70	Ranjani Gopalaswamy	Non Promoter Public	Not Applicable	-	-	14,400	14,400	0.16	Non Promoter Public
71	Vishal Mahindra Gada	Non Promoter Public	Not Applicable	-	-	21,600	21,600	0.24	Non Promoter Public
72	Kinjal Kishore Shah	Non Promoter Public	Not Applicable	-	-	11,400	11,400	0.13	Non Promoter Public
73	Pavitra Commercials Ltd	Non Promoter Public	Not Applicable	-	-	5,700	5,700	0.06	Non Promoter Public
74	Sb Opportunities Fund Ii	Non Promoter Public	Not Applicable	-	-	8,700	8,700	0.1	Non Promoter Public
75	Mavira Growth Opportunities Fund	Non Promoter Public	Not Applicable	-	-	29,100	29,100	0.33	Non Promoter Public
76	Aditya Agrawal	Non Promoter Public	Not Applicable	-	-	1,500	1,500	0.02	Non Promoter Public
77	Vishal Lalit Golechha	Non Promoter Public	Not Applicable	-	-	11,700	11,700	0.13	Non Promoter Public
78	Komalay Investrade Private Limited	Non Promoter Public	Malay Rohitkumar Bhow	-	-	36,000	36,000	0.4	Non Promoter Public
79	Kirti Dhakan	Non Promoter Public	Not Applicable	-	-	29,100	29,100	0.33	Non Promoter Public
80	Vikas Manghnani	Non Promoter Public	Not Applicable	-	-	3,000	3,000	0.03	Non Promoter Public
81	Niketkumar H Mehta	Non Promoter Public	Not Applicable	-	-	10,800	10,800	0.12	Non Promoter Public
82	Gohil Sarvesh Atulkumar	Non Promoter Public	Not Applicable	-	-	86,400	86,400	0.97	Non Promoter Public
83	Surendra S Bang Huf	Non Promoter Public	Not Applicable	-	-	37,800	37,800	0.42	Non Promoter Public
84	Cumulative Capital Private Limited	Non Promoter Public	1. Swapnilsagar Vithalani 2. Priyesh Karia	-	-	83,400	83,400	0.94	Non Promoter Public

85	Purna Adit Dawda	Non Promoter Public	Not Applicable	-	-	14,400	14,400	0.16	Non Promoter Public
86	Kriti Bhatia	Non Promoter Public	Not Applicable	-	-	1,39,200	1,39,200	1.56	Non Promoter Public
87	Equism Capital	Non Promoter Public	Mr. Sumit Bilgaiyan Mr. Parth Devendra bhai Nadiyadra	-	-	21,600	21,600	0.24	Non Promoter Public
88	Maheshwari Family Trust Managed By Manojkumar Madangopal Maheshwari	Non Promoter Public	Not Applicable	-	-	3,000	3,000	0.03	Non Promoter Public
89	Gaurav Dhirendrakumar Kanabar Huf	Non Promoter Public	Not Applicable	-	-	77,100	77,100	0.87	Non Promoter Public
90	Capital Corporation	Non Promoter Public	1. Shailesh Shyamsunder Lakhotia 2. Ritu Shailesh Lakhotia	-	-	57,300	57,300	0.64	Non Promoter Public
91	Brijesh Parekh	Non Promoter Public	Not Applicable	-	-	1,53,900	1,53,900	1.73	Non Promoter Public
92	Man Machine Mentors LLP	Non Promoter Public	1. Nevil Rameshbhai Savjani 2. Gitaben Bhavesh Gadhavi	-	-	49,500	49,500	0.56	Non Promoter Public
93	Vishal Sodha	Non Promoter Public	Not Applicable	-	-	18,600	18,600	0.21	Non Promoter Public

94	Aumit Capital Advisors Limited	Non Promoter Public	GANDHI PRATIK RAJENDRA GANDHI VIPUL RAJENDRABHAI BHARTIBEN RAJENDRA GANDHI	1,00,000	20	25,200	1,25,200	1.4	Non Promoter Public
95	Divy Aashish Mehta	Non Promoter Public	Not Applicable	-	-	1,76,700	1,76,700	1.98	Non Promoter Public
Total				**1,00,000**	**20**	**40,00,200**	**41,00,200**	**46.01**	

21. SEBI Takeover Code:

In the present case of the Proposed Equity Allottees would attract Takeover Regulations and therefore is under obligation to give open offer to the public required under Takeover Regulations to Stock Exchanges.

22. Holding of shares in demat form, non-disposal of shares by the Proposed Equity Allottees and lock-in period of shares:

The entire shareholding of the Proposed Equity Allottees in the Company, if any is held by them in dematerialized form. The Proposed Equity Allottees have not sold or transferred their equity shares during the 90 trading days prior to the Relevant Date and are eligible for allotment of equity shares on preferential basis. The Proposed Equity Allottees have Permanent Account Number. The lock-in kindly refers to above point.

23. Compliances:

The Company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI LODR Regulations maintaining a minimum of 25% of the paid-up capital in the hands of the public.

24. Other disclosures/undertaking

a) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

b) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.

c) The Company has obtained the Permanent Account Numbers (PAN) of the Proposed Equity Allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the Stock Exchange.

d) The Company shall be making application seeking in-principle approval to the Stock Exchanges, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.

e) No person belonging to the promoters / promoter group has previously subscribed to any securities of the Company during the last one year.

f) The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.

g) The Proposed Equity Allottees have further confirmed that the Proposed Equity Allottees shall be an entity eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

25. The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Allotment is proposed to be made to non-promoters. Pursuant to the proposed investment and in accordance with Rule 14(1) of the PAS Rules, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.

26. Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a company by further issue and allotment of shares shall be first offered to the existing shareholders of the company in the manner laid down in the said Section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018, approval of the members for the issue and allotment of the said equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in the said items of the notice. The issue of equity shares would be within the Authorised Share Capital of the Company.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 11 for the approval of the shareholders by way of Special Resolution.

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

Item No. 12: To consider and approve issue of convertible warrants to the on preferential basis to the non-promoters for consideration in cash.

We wish to inform you that the Company has identified a need for infusion of additional funds to strengthen its capital base and to support the long-term growth and sustainability of its business. This strategic initiative is aimed at addressing both immediate and future funding requirements. The proposed funds will be utilised to meet working capital requirements and to broaden the position of the Company.

Hence, to ensure the smooth flow of the business the Board of Directors of the Company in their meeting held on September 08, 2026 in accordance with Sections 23, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the SEBI ((ICDR)) Regulations and the SEBI (ICDR) Regulations as amended from time to time, issue and allotment of up to in one or more tranches, 18,37,800 (Eighteen Lakhs Thirty-Seven Thousand Eight Hundred) Fully Convertible Warrants ("Warrants") of face value Rs. 10/- each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Warrants, with each Warrant carrying a right to subscribe to 1 (one) Equity Share of face value Rs. 10/- (Rupees Ten only) each of the Company ("Equity Shares") at any time within a period of 18 (Eighteen) months from the date of allotment of such Warrants, total aggregating to Rs. 24,99,40,800/- (Rupees Twenty-Four Crore Ninety-Nine Lakhs Forty Thousand Eight Hundred only) for cash to the proposed allottees as detailed below ("Proposed Warrant Allottees"), on a preferential basis subject to approval of Shareholders.

Hence, the Board of Directors of your Company recommends the resolution for approval of the shareholders in form of Special Resolution in the best interests of the Company.

The Company is otherwise eligible to make the Preferential Issue in terms of the provisions of Chapter V of the SEBI (ICDR) Regulations. There will be change in the control or management of the Company pursuant to the proposed preferential issue. Consequent to the allotment of warrants, the shareholding of the Promoters and Promoter Group may decrease as per details given in this statement.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI ((ICDR)) Regulations ") are as follows:

1. **Objects of the Preferential Issue: Please refer ANNEXURE II of the notice.**

2. **The total/maximum number of securities to be issued/particulars of the offer include terms of issue, issue size, date of passing of Board resolution /Kinds of securities offered and the price at which security is being offered number of securities to be issued and rate of dividend and pricing**:

The Board of Directors of the Company at their meeting held on September 08, 2026 had, subject to the approval of the members of the Company ("Members") and such other approvals as may be required authorises the Board to create, offer, issue, and allot from time to time, in one or more tranches up to 18,37,800 (Eighteen Lakhs Thirty-Seven Thousand Eight Hundred) Fully Convertible Warrants ("Warrants") of face value Rs. 10/- each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Warrants, with each Warrant carrying a right to subscribe to 1 (one) Equity Share of face value Rs. 10/- (Rupees Ten only) each of the Company ("Equity Shares") at any time within a period of 18 (Eighteen) months from the date of allotment of such Warrants, total aggregating to Rs. 24,99,40,800/- (Rupees Twenty-Four Crore Ninety-Nine Lakhs Forty Thousand Eight Hundred only) for cash to the proposed allottees as detailed below ("Proposed Warrant Allottees"), on a preferential basis subject to approval of Shareholders.

3. **Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:**

The Equity Shares of the Company are infrequently traded and are listed on the BSE Limited. The price has been determined In accordance with Regulation 165 & 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations").

The Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of Equity Shares is August 31, 2026, 30 days prior to the date of Passing of the Special Resolution in the Annual General Meeting.

The Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under (ICDR) Regulations, 2018.

Pricing for allotment on preferential basis for allottees:

As per the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Equity Shares will be issued at a price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Equity Share which is not less than the price as determined by the registered valuer.

The valuation report of the Registered Valuer pursuant to Regulation 165 & 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link www.nikstech.com

4. Name and Address of Valuer who performed Valuation:

The valuation was conducted by Bhavesh M Rathod, Chartered Accountant and Registered Valuer.

Office Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Registered Address:
Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

Contact Details:
Email: bhavesh@cabr.in
Mobile: +91 9769 113490

5. Amount which the Company intends to raise by way of issue of Warrants:

Rs. 24,99,40,800/- (Rupees Twenty-Four Crore Ninety-Nine Lakhs Forty Thousand Eight Hundred only)

6. Material terms of issue of Warrants/ Convertible Warrants:

The issue of Warrants shall be subject to the following terms and conditions:

i. An amount equivalent to 25% of the Warrant Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Warrant Price shall be payable by the Warrant holder against each Warrant at the time of allotment of Equity Shares pursuant to exercise of the right attached to Warrants to subscribe to Equity Shares. The amount paid against Warrants shall be adjusted/set-off against the issue price for the resultant Equity Shares;

ii. Each Warrant held by the Proposed Warrant Allottees shall entitle each of them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten Only) at any time after the date of allotment but on or before the expiry of 18 (Eighteen) months from the date of allotment of warrants (the "Warrant Exercise Period");

iii. The Warrants, being allotted to the Proposed Warrant Allottees and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in for such period as may be prescribed under the SEBI ICDR Regulations;

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

v. The price determined above and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time; vi. The Warrants and the equity shares be allotted on exercise of the warrants under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;

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

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

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

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

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

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

xii. The Proposed Warrant Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.

7. Principal terms of Assets charged as securities:

Not Applicable

8. Intention/ Contribution of promoters / directors / key managerial personnel to subscribe to the offer:

None of the existing Directors or Key Managerial Personnel or Promoters intends to subscribe to the proposed issue or furtherance of objects.

The shareholding pattern of the Company before the proposed issue and after the proposed issue of Warrants Shares as follows:

Warrant Shareholding

Sr. No	Category	Pre-issue shareholding		Post- issue Diluted	
		No. of Equity Shares	% Of Shareholding	No. of Equity Shares	% Of Shareholding
A	**Promoters and Promoter Group**				
	Holding				
1	Indian				
	Individuals/Hindu undivided Family	-	-	-	-
2	Foreign	-	-	-	-
	Sub Total (A)	-	-	-	-
B	**Non-Promoter Holding**	-	-	-	-
1	Institutions	-	-	-	-
1a	Institutions (Domestic)	-	-	-	-
	Mutual Funds	-	-	-	-
	Banks	-	-	-	-
	Insurance Companies	-	-	-	-
1b	Institutions (Foreign)	-	-	-	-

	FPI-Category I	-	-	-	-
2	Non – Institutions	-	-	-	-
2a	Individuals (share Capital up to Rs. 2 lakhs)	-	-	18,37,800	100
2b	Individuals (share Capital in excess of Rs. 2 lakhs)	-	-	-	-
2c	Non-Resident Indians (NRIs)	-	-	-	-
2d	Bodies Corporate	-	-	-	-
2e	Any Other (specify)	-	-	-	-
	Sub-Total (B)	-	-	-	-
C1	Shares underlying DRs	-	-	-	-
C2	Shares held by Employee Trust	-	-	-	-
C	**Non-Promoter – Non- Public**	-	-	-	-
Grand Total (A+B+C)		-	-	-	-

Shareholding Considering Conversion of warrants into the Equity shares

Sr. No	**Category**	**Pre-issue shareholding**		**Post- issue Diluted**	
		No. of Equity Shares	**% Of Shareholding**	**No. of Equity Shares**	**% Of Shareholding**
A	**Promoters and Promoter Group**				
	Holding				
1	Indian				
	Individuals/Hindu undivided Family	2,31,100	46.22	46,42,300	52.09
2	Foreign	-	-	-	-
	Sub Total (A)	2,31,100	46.22	46,42,300	52.09
B	**Non-Promoter Holding**				
1	Institutions	-	-	-	-
1a	Institutions (Domestic)	-	-	1,75,200	1.97
	Mutual Funds	-	-	-	-
	Banks	-	-	-	-
	Insurance Companies	-	-	-	-
1b	Institutions	-	-	-	-

	(Foreign)				
	FPI-Category I	-	-	-	-
2	Non – Institutions	-	-	-	-
2a	Individuals (share Capital up to Rs. 2 lakhs)	1,58,500	31.70	1,58,500	1.78
2b	Individuals (share Capital in excess of Rs. 2 lakhs)	-	-	25,14,600	28.21
2c	Non-Resident Indians (NRIs)	600	0.12	54,000	0.61
2d	Bodies Corporate	1,01,500	20.30	4,07,200	4.57
2e	Any Other (specify)	8,300	1.66	9,59,600	10.76
	Sub-Total (B)	2,68,900	53.78	42,69,100	47.91
C1	Shares underlying DRs	-	-	-	-
C2	Shares held by Employee Trust	-	-	-	-
C	**Non-Promoter – Non- Public**	-	-	-	-
Grand Total (A+B+C)		**5,00,000**	**100.00**	**89,11,400**	**100.00**

*The post-issue shareholding percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares.

**The Proposed allottee Mr. Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) (hereinafter collectively referred to as the "Acquirers") shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

**Upon completion of the open offer, the existing promoter and promoter group will be reclassified as public shareholders

9. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Convertible Warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

10. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There will be a change in the control of the Company, since post preferential allotment of Equity Shares to Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani shall acquire and exercise control aggregating to the extent of 52.09% in the Company.

Further, Mr. Nilesh J Patel, Mr. Vishal J Patel, and Mr. Bharatkumar Keshrani has made a Public Announcement dated September 08, 2026, for acquisition of 2,31,100 Equity Shares from the shareholders of the Company in terms of the provisions of Regulation 3(1) and Regulation 4 of Takeover Regulations.

11. Recommendations and Voting Pattern of the Committee of Independent Directors of the Company:

The Committee of Independent Directors, comprising of Mr. Pankaj Kumar and Mr. Vinod Kumar Singh, and in their meeting held on September 08, 2026, has considered the proposal to make the preferential allotment of 18,37,800 convertible warrant to the proposed allottees.

The committee has considered that the Issue price of Rs. 136/- per share has been determined taking in consideration the Valuation report provided by Bhavesh M Rathod Registered Valuer, (SFA) registered with IBBI having Registration Number- IBBI/RV/06/2019/10708, having its office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066, the Independent Valuer confirming the minimum price for preferential issue as per Chapter V of SEBI (ICDR) Regulations who have taken into consideration the relevant valuation parameters and provided justification for their assessments.

The offer price also includes a control premium of Rs. 06.45/- as there would be a change in control pursuant to the proposed preferential allotment and upon completion of the Open Offer. Thus, the committee if of the view that the Issue price and the proposed preferential allotment are fair and reasonable.

The voting pattern of the said Committee meeting is as follows:

Sr. No	Name of the Independent Director	Assent	Dissent
1.	Pankaj Kumar	Yes	NA
2.	Vinod Kumar Singh	Yes	NA

12. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2026-2027, the Company has not made allotment on preferential basis to any person.

13. Valuation for consideration other than cash:

Not applicable

14. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed: Not applicable.

15. Lock-in:

The Warrants and Equity Shares so to be allotted after conversion of warrants in to equity shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI (ICDR) Regulations. Further, the entire pre-preferential allotment shareholding of the Proposed Equity

Allottees, if any, shall be locked-in as specified under Regulation 167(6) read with Regulation 158(5) of the SEBI ICDR Regulations.

16. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

17. Certificate:

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations. The certificate of the practising company secretary can also be accessed on the company website on the following link www.nikstech.com

18. Undertakings:

The Company hereby undertakes that:

i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required;
ii. If the amount payable, if any, on account of the re-computation of price is not paid within the stipulated in SEBI (ICDR) regulations the above Equity shares shall be continued to be locked in till such amount is paid by the allottees;
iii. All the equity shares held by the Proposed Warrant Allottees in the company are in dematerialized form only;

19. Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

20. Name and Identity of Proposed Warrant Allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No	Name of the proposed allottee	Pre-issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre-Issue Holding		No. of shares to be issued	Shareholding po		Post-issue Category
				No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding	

1	Nilesh J Patel	Non-Promoter	Not Applicable	-	-	6,12,600	15,47,634	17.37	Promoter**
2	Vishal J Patel	Non-Promoter	Not Applicable	-	-	6,12,600	15,47,333	17.36	Promoter**
3	Bharatkumar Keshrani	Non-Promoter	Not Applicable	-	-	6,12,600	15,47,333	17.36	Promoter**

*The Post-Issue Shareholding Percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities and full conversion of the warrants into equity shares

**The Proposed allottee Mr. Mr. Nilesh J Patel (Acquirer-1), Mr. Vishal J Patel (Acquirer-2) and Mr. Bharatkumar Keshrani (Acquirer-3) (hereinafter collectively referred to as the "Acquirers") shall trigger the open offer process pursuant to Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011 ('the Regulations') requiring the Public Announcement ('PA') in terms of Regulation 13 (1) of the said Regulations and after completion of open offer process they will become the Promoters of the company.

**Upon completion of the open offer, the existing promoter and promoter group will be reclassified as public shareholders subject to fulfilment of all regulatory compliances

21. SEBI Takeover code:

In the present case of the Proposed Warrants Allottees would attract Takeover Regulations and therefore is under obligation to give open offer to the public as required under Takeover Regulations to Stock Exchanges.

22. Holding of shares in demat form, non-disposal of shares by the Proposed Warrants Allottees and lock-in period of shares:

The entire shareholding of the Proposed Warrants Allottees in the Company, if any is held by them in dematerialized form. The Proposed Warrants Allottees have not sold or transferred their equity shares during the 90 trading days prior to the Relevant Date and are eligible for allotment of equity shares on preferential basis. The Proposed Warrants Allottees have Permanent Account Number. The lock-in kindly refers to above point.

23. Compliances:

The Company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI LODR Regulations maintaining a minimum of 25% of the paid-up capital in the hands of the public.

24. Other disclosures/undertaking

a) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges and the SEBI Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

b) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.

c) The Company has obtained the Permanent Account Numbers (PAN) of the Proposed Equity Allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the Stock Exchange.

d) The Company shall be making application seeking in-principle approval to the Stock Exchanges, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.

e) No person belonging to the promoters / promoter group has previously subscribed to any securities of the Company during the last one year.

f) The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.

g) The Proposed Warrants Allottees have further confirmed that the Proposed Warrants Allottees shall be an entity eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

25. The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Allotment is proposed to be made to Non-Promoters.
Pursuant to the proposed investment and in accordance with Rule 14(1) of the PAS Rules, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.

26. Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, *inter alia*, that whenever it is proposed to increase the subscribed capital of a company by further issue and allotment of shares shall be first offered to the existing shareholders of the company in the manner laid down in the said Section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018, approval of the members for the issue and allotment of the said equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in the said items of the notice. The issue of equity shares would be within the Authorised Share Capital of the Company.

A copy of the Memorandum of Association of the Company duly amended, Valuation Certification, PCS certificates and such other documents which are mentioned elsewhere in the proposed resolutions will be available for inspection in the manner provided in this Notice.

The above proposal is in the interest of the Company and the Board recommends the aforesaid resolution as set out at Item No. 12 for the approval of the shareholders by way of Special Resolution.

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

Registered Office:
Flat No. 501, Shiv Laxmi Plaza,
Opp Rajendra Nagar Terminal,
Old Bypass Main Road, Kankarbagh
Patna-800020, Bihar

Date: 08-09-2026

By Order of the Board of Directors
For NIKS Technology Limited

Sd/-
Manish Dixit
Managing Director
DIN: 06888132

ANNEXURE I TO ITEMS 2, 3 AND 4 OF THE NOTICE

Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting [in pursuance of the SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015]

(Annexure to the notice in relation to Item No. 2,3 and 4 of the notice)

Name of Director	Ms. Anamika Anand	Mr. Pankaj Kumar	Mr. Rakesh Kumar Singh
DIN:	08229644	03153689	09386098
Date of Birth	27/03/1989	31/10/1988	05/01/1977
Date of first appointment on the board	29/02/2020	11/11/2021	03/11/2021
Nationality	Indian	Indian	Indian
Designation	Director	Non-Executive Independent Director	Non-Executive Independent Director
Qualification	B.Tech (Electronics & Communication Engineering) and PGDM (Business Administration)	BSC	LAWYER
Brief Profile & Expertise	Has 9 years of experience in managing Pharma Company and Aesthetic Clinic, two years as Business Development in Zamil Industries and five years in Ecolite for Havells (R&D).	Has a wide experience with more than 9 years of experience in developing and executing bold and innovative strategies in Sales & Marketing. His education qualification is BSC in Information Technology, and two-year full time PGDM in Marketing & HR.	Has a wide experience in the field of Real estate & Govt. work contract having an experience of 24 years and by profession he is a Post Graduate and a Lawyer
Present Status of Directorship in this Company	Director	Non-Executive Independent Director	Non-Executive Independent Director
Shares held in the Company	3,200	Nil	Nil
Seeking Appointment/re-appointment	Re-appointment	As stated in Explanatory Statement above	As stated in Explanatory Statement above
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board.	Nil	Nil	Nil
Name of listed entities from which the person has resigned in the past three years	None	Nil	Nil
Number of Board meeting attended during the year (Financial Year 2025-26)	5 (Five)	5(Five)	5(Five)

No. of Directorships held in other companies (excluding Foreign Companies)	4 (Four)	Nil	Nil
Names of other entities in which the person also holds the directorship.	1. Skin Glogeous Private Limited 2. Sarvin Agro Chemicals Private Limited 3. Cosmosentials Organics (OPC) Private Limited 4. Sarvin Healthcare Private Limited	Nil	Nil
Particulars of Committee Chairmanship/Membership held in Other Companies	Nil	Nil	Nil
Details of Remuneration sought to be paid	Sitting fees for attending Board Meetings and Committee Meetings, if any, where she is a member	He shall be paid remuneration in the capacity of Non-Executive, Independent Director, by way of fee for attending Meetings of the Board or Committees thereof, reimbursement of expenses for participating in the Board and other Meetings.	He shall be paid remuneration in the capacity of Non-Executive, Independent Director, by way of fee for attending Meetings of the Board or Committees thereof, reimbursement of expenses for participating in the Board and other Meetings.
Relationship with any Director(s) or Manager or Key Managerial Personnel of the Company	None	None	None
Memberships/ Chairmanship of Committees of Board of Directors of the Company	None	Niks Technology Limited 1.Stakeholders Relationship Committee 2. Nomination & Remuneration Committee 3. Audit Committee	Niks Technology Limited 1.Stakeholders Relationship Committee 2. Nomination & Remuneration Committee 3. Audit Committee
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core

		skills/expertise/ competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Pankaj Kumar and concluded that Pankaj Kumar possess the relevant skill and capabilities to discharge the role of Directors.	skills/expertise/ competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Rakesh Kumar Singh and concluded that Rakesh Kumar Singh possess the relevant skill and capabilities to discharge the role of Directors.

ANNEXURE II OF ITEM NUMBER 11 AND 12
OBJECTS OF THE PREFERENTIAL ISSUE CONSIDERATION IN CASH

Objects of the Preferential Issue.

The Board of Directors has proposed to raise up to ₹ 79,39,68,000 (Rupees Seventy-Nine Crore thirty-Nine Lakhs Sixty-Eight Thousand only) through the issuance of upto 40,00,200 (Forty Lakhs Two Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six Only) per Equity Share total aggregating to Rs. 54,40,27,200/- (Rupees Fifty-Four Crore Forty Lakhs Twenty-Seven Thousand Two Hundred only) and 18,37,800 (Eighteen Lakhs Thirty-Seven Thousand Eight Hundred) Fully Convertible Warrants ("Warrants") of face value Rs. 10/- each at an issue price of Rs. 136/- (Rupees One Hundred Thirty-Six only) per Warrants, total aggregating to Rs. 24,99,40,800/- (Rupees Twenty-Four Crore Ninety-Nine Lakhs Forty Thousand Eight Hundred only) respectively on a preferential basis. The proposed fundraise is intended to secure long-term resources to support the Company's working capital requirements and general corporate purposes as approved by the Board, in accordance with the SEBI ICDR Regulations and other applicable laws.

Further, the requirement stipulated by BSE Circular Reference No. 20221213-47 dated December 13, 2022 with respect to the additional disclosures for objects of the issue is not applicable as the issue size of the preferential issue is less than ₹ 100 Crore.

NIKS TECHNOLOGY LIMITED
CIN: L80904BR2014PLC022439
Regd Office: Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh, Patna – 800020, Bihar
Mobile: +91 99551 11150
Email: nikstechnology@gmail.com | Website: https://www.nikstech.com/

Attendance Slip

(To be presented at the entrance)

12th Annual General Meeting on Wednesday 30th September 2026 at 10:00 A.M. (IST)

at Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh, Patna – 800020, Bihar.

(Members or their proxies are requested to present this form for admission, duly signed.)

DP Id *	____________________	Client Id[1]	____________________
Regd. Folio No.	____________________	No. of Shares	____________________
Name of the Member:	____________________	Signature:	____________________
Name of Proxy Holder:	____________________	Signature:	____________________

I/we hereby record my/our presence at the 12th Annual General Meeting of the Company being held on Wednesday, 30 September 2026 at 10.00 a.m. at the registered office of the Company at Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh Patna-800020, Bihar.

Please tick in box

Member ☐ Proxy ☐

[1] Applicable for shares held in electronic form

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Email: nikstechnology@gmail.com | Website: https://www.nikstech.com/

Proxy Form

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

Name of the member(s): ____________________
Registered address: ____________________
____
E-mail Id: ____________________
Folio No. / Client Id: ____________________
DP ID: ____________________

I/ We, being the member(s) of ………………… shares of the above named Company, hereby appoint

1. Name: ____________________

Address: ____________________

E-mail Id: ____________________

Signature: ____________________or failing him/her

Affix Revenue Stamp

2. Name: ____________________

Address: ____________________

E-mail Id: ____________________

Signature: ____________________or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 12th Annual General Meeting of the Company, to be held on Wednesday, 30 September, 2026 at 10.00 a.m. IST at Flat No. 501, Shiv Laxmi Plaza, Opp. Rajendra Nagar Terminal, Old Bypass Main Road, Kankarbagh, Patna – 800020, Bihar, and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	**Description of Resolutions:**	**FOR**	**AGAINST**
Ordinary Business:			
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors ("the Board") and Auditors thereon;		
2.	To appoint a director in place of Ms. Anamika Anand (DIN: 08229644), who retires by rotation and being eligible, offers herself for re-appointment;		
Special Business:			
3.	Re-Appointment of Mr. Pankaj Kumar (DIN: 03153689) as an Independent Director of the Company for the second term of 5 years		
4.	Re-Appointment of Mr. Rakesh Kumar Singh (DIN: 09386098) as an Independent Director of the Company for the second term of 5 years.		
5.	To consider alterations in the Memorandum of Association of the company.		
6.	Increase the authorised share capital and consequential amendment to the		

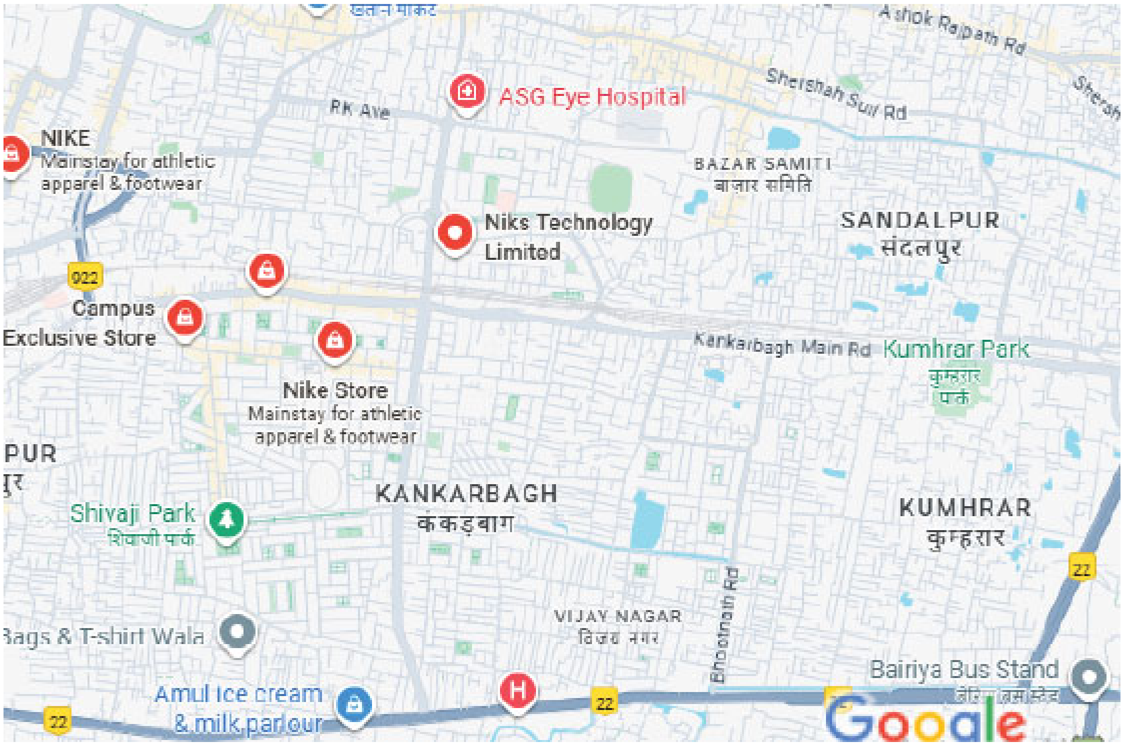
	Memorandum of Association of the Company:		
7.	To consider alterations in the Articles of Association of the Company.		
8.	To approve giving a loan or guarantee or providing security under Section 185 of the Companies Act, 2013.		
9.	To make investments, give loans, guarantees and security in excess of limits specified under Section 186 of the Companies Act, 2013.		
10.	To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration other than cash.		
11.	To consider and approve the issue of equity shares on a preferential basis to the non-promoters for consideration in cash.		
12.	To consider and approve the issue of convertible warrants on a preferential basis to the non-promoters for consideration in cash.		

Signed this __________________________ day of __________________________2026

Signature of shareholder __________________________ Signature of Proxyholder(s) ______________________________

Notes:
1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. This is only optional. Please put a '√' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or Against' column blank against any or all the Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing Proxy does not prevent a Member from attending in person if he/she so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. Any alteration or correction made to this Proxy form must be initialled by the signatory /signatories.

ROUTE MAP


ASG Eye Hospital
RK Ave
Ashok Rajpath Rd
Shershah Suri Rd
NIKE
Mainstay for athletic apparel & footwear
BAZAR SAMITI
बाज़ार समिति
Niks Technology Limited
SANDALPUR
संदलपुर
922
Campus Exclusive Store
Kankarbagh Main Rd
Kumhrar Park
कुम्हरार पार्क
Nike Store
Mainstay for athletic apparel & footwear
KANKARBAGH
कंकड़बाग
Shivaji Park
शिवाजी पार्क
KUMHRAR
कुम्हरार
22
VIJAY NAGAR
विजय नगर
Bhootnath Rd
Bags & T-shirt Wala
Bairiya Bus Stand
Amul Ice cream & milk parlour
Google

DIRECTORS' REPORT

To
The Members
Niks Technology Limited

Your Directors have pleasure in presenting their 12th Annual Report together with the Audited Financial Statements of the Company for the financial year ended March 31, 2026.

FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Key highlights of financial results for NIKS Technology Limited for the financial year 2025-26 are tabulated below:

(Rs. In Lakhs)

Particulars	**2025-26**	**2024-25**
Total Revenue	689.71	909.29
Less: Total Expenses	662.69	844.98
Profit Before Tax	**27.48**	**64.31**
Less: Tax Expenses:		
Current Year Tax	11.07	13.26
Earlier Years Tax	-	3.02
Deferred Tax	(3.97)	2.98
Net Profit After Tax	**20.38**	45.05

BRIEF DESCRIPTION OF THE COMPANY'S STATE OF AFFAIRS:

During the financial year 2025-26 the total revenue of the company is ₹ 689.71/- Lakhs as compared to the previous year i.e. ₹ 909.29/- Lakhs. The Company's net profit before tax is ₹ 27.48/- Lakhs as compared to ₹ 64.31/- Lakhs in the previous figures. The Companies net profit after tax for the current financial year is ₹ 20.38/- Lakhs as compared to ₹ 45.05/- Lakhs to the previous year.

COMPANY OVERVIEW

We offer a wide array of services spanning technology solutions, drone operations, and ecommerce ventures. Specializing in IT services, we provide customized application development, managed IT services, and robust cybersecurity solutions. Our training programs in Ethical Hacking, Embedded Systems & Robotics, Software Development, and Networking & Communication empower professionals with essential skills. Being in the business of drone technology, we engage in manufacturing, repair, trading, and rental services for commercial and agricultural drones, alongside providing AMC and specialized services for sectors like healthcare, construction, and event videography etc. Additionally, we operate e-commerce and m-commerce platforms, ensuring seamless direct-to-home and mail order services. We are committed to deliver quality, innovation, and integrity in all our endeavors, fostering long-term partnerships for mutual growth and success.

TRANSFER TO GENERAL RESERVE

The Company didn't transfer any amount to the General Reserve for the financial year 2025-26.

DIVIDEND:

The Board does not recommend any dividend for the financial year 2025-26.

SHARE CAPITAL:

Authorised Share Capital

There has been no change in the Authorised Share Capital of your Company during the year, thus, the current authorised share capital of the Company stood at Rs. 1,00,00,000/- (Rupees One Crores Only) divided into 10,00,000 (Ten Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each.

Issued, Subscribed and Paid up Share Capital

There has been no change in the Issued, Subscribed and Paid-up Share Capital of your Company during the year, thus, the current Issued, Subscribed and Paid-up Share Capital of the Company stood at Rs. 50,00,000/- (Rupees Fifty Lakhs Only) divided into 5,00,000 (Five Lakhs) equity shares of Rs.10/- (Rupees Ten Only). The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

CHANGES IN THE NATURE OF BUSINESS:

During the year under review there were no changes in the nature of business of the company.

PUBLIC DEPOSITS:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Your Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency effectiveness of systems and processes, and assessing the internal control strengths in all areas.

CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES:

In pursuance of the provision of Section 135 of the Companies Act, 2013, the CSR provisions are not applicable to your Company.

EXTRACT OF ANNUAL RETURN

Pursuant to section 134(3)(a) and section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, a copy of the annual return is placed on the website of the Company and can be accessed at https://www.nikstech.com/annual-report.php.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES (IF ANY)

Your Company has no subsidiary Company, Joint Ventures or Associate Companies during the year under review.

BOARD POLICIES

The details of various policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are as follows:

a. Code of conduct for director and senior management

b. Policy on determining materiality of events
c. Policy for determining material subsidiary
d. Code of conduct for unpublished price sensitive information
e. Code for disclosure on prohibition for insider trading
f. Anti-Sexual harassment policy
g. Code of Independent Directors
h. Policy on Familiarisation of Independent Director
i. Policy on preservation of documents
j. Policy on whistle blower & vigil mechanism
k. Nomination and Remuneration Committee Policy
l. Policy on related party transactions
m. Policy on Risk Management
n. Criteria for making payment to Non-Executive Director
o. Role and Responsibilities Stakeholder Relationship and Investor Grievance Committee

VOLUNTARY REVISION OF FINANCIAL STATEMENT AND BOARD'S REPORT

During the reporting period no revision of financial statement or Board Report was made in respect of any of the preceding three financial year.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the Directors would like to state that:

i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
iv) The Directors have prepared the annual accounts on a going concern basis.
v) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
vi) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGOINGS:

The information under section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended 31st March, 2026 is given below:

Conservation of Energy

i) The steps taken or impact on conservation of energy;
The Company is taking due care for using electricity in the office. The Company usually takes care for optimum utilization of energy. No capital investment on energy conservation equipment made during the financial year.
ii) The steps taken by the Company for utilizing alternate sources of energy:
No alternate source utilized during the year
iii) The capital investment on energy conservation equipment's;
There is no capital investment made by the Company on energy conservation equipment's.

Technology Absorption

i) The efforts made towards technology absorption: No specific activities have been done by the Company.
ii) the benefits derived like product improvement, cost reduction, product development or import substitution: No specific activity has been done by the Company
iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NA
iv) The expenditure incurred in Research and Development: Nil

Foreign Exchange Earnings and out-go

There are no foreign exchange earnings during the financial year 2025-2026.

RELATED PARTY TRANSACTIONS:

All Related Party Transactions that were entered into during the Financial Year were on an arm's length basis, in the ordinary course of business and in compliance with the applicable provisions of the Companies Act, 2013. All the details regarding related parties are disclosed in the Financial Statement.

During the Financial Year under review your Company has entered into related party transactions and the details as per provisions of section 134(3) (h) of the Companies Act, 2013 read with provisions of rule 8 of the Companies (Accounts) Rules, 2014, are disclosed in Form No. AOC-2 as an **Annexure-A.**

The policy on Related Party Transactions, as approved by the Board, is uploaded on the Company's website and may be accessed at the link https://www.nikstech.com/pdfs/Policy%20OnRPT.pdf.

MATERIAL CHANGES AND COMMITMENTS:

There has been no material changes and commitments occurred between the end of the financial year to which the financial statements relate and the date of this Report:

STATUTORY AUDITORS:

M/s. Jay Gupta & Associates (FRN: 329001E) (Previously known as Gupta Agarwal & Associates), Chartered Accountants, were appointed as the Statutory Auditor of the Company at the 11th Annual General Meeting of the Company held on 23rd September, 2025 for a term of 5 Consecutive years commencing from the conclusion of the 11th Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company to be held in the year 2030.

AUDITOR'S REPORT:

The statutory auditor's report do not contain any qualifications, reservations, or adverse remarks or disclaimer.

INTERNAL AUDITOR:

The Board of Directors based on the recommendation of the Audit Committee has appointed M/s. R SHUKLA & Co. (FRN: 033393C) Chartered Accountants, as the Internal Auditor of the Company for the Financial Year 2025-26.

SECRETARIAL AUDIT:

The Board on recommendation of Audit Committee had appointed M/s. S. A & Associates (C.P No. 3173), Practicing Company Secretary, to carry out secretarial audit for the year 2025-26. Pursuant to provision of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit report is annexed herewith as **"Annexure B"**

COST AUDITOR

The Board of Directors of the Company here confirmed that according to the Companies working and business, the Company does not require to appoint the Cost Auditor as per the Section 148 of the Companies Act, 2013.

COST RECORDS

Your Company is not required to maintain Cost Records as specified by the Central Government u/s 148 (1) of the Companies Act, 2013.

FRAUDS REPORTED BY THE AUDITORS

During the period under review, there are no frauds reported by the Statutory Auditors of the Company under section 143(12) of the Companies Act, 2013.

DIRECTORS' APPOINTMENT AND REMUNERATION POLICY AND CRITERIA FOR MATTERS UNDER SECTION 178

Remuneration Policy:
A Nomination and Remuneration Policy has been formulated pursuant to the provisions of Section 178 and other applicable provisions of the Companies Act, 2013 and rules thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating therein the Company's policy on Directors'/Key Managerial Personnel/other employee's appointment and remuneration by the Nomination and Remuneration Committee and approved by the Board of Directors. As part of the policy, the Company strives to ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors / KMPs of the quality required to run the company successfully. The policy is available on the website of the company https://www.nikstech.com.

a) CEO/Managing Director & CFO - Criteria for selection/appointment:

For the purpose of selection of the CEO/MD & CFO, the Remuneration Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.
The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws

b) Remuneration for the CEO/Managing Director & CFO:

At the time of appointment or re-appointment, the CEO/Managing Director & CFO shall be paid such remuneration as may be mutually agreed between the Company (which includes the A&R Committee and the Board of Directors) and the CEO/Managing Director & CFO within the overall limits prescribed under the Companies Act, 2013.

The remuneration of the CEO/Managing Director & CFO comprises only of fixed component. The fixed component comprises salary, allowances, perquisites, amenities and retrial benefits.

c) ***Remuneration Policy for the Senior Management Employees:***

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the Remuneration Committee shall ensure the relationship of remuneration and performance benchmark is clear. The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the Remuneration Committee for its review and approval.

VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. In compliance with Section 177 of the Companies Act, 2013 and other applicable provisions, the company has formulated a Vigil Mechanism/Whistle Blower Policy (Mechanism) for its Stakeholders, Directors and Employees in order to promote ethical behaviour in all its business activities and in line with the best governance practices.

This vigil mechanism provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the chairperson of the Audit committee, in exceptional cases. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy. During the year under review no whistle blower event was reported.

The policy is available on the website of the company https://nikstech.com/code-and-policies.

PROTECTION OF WOMEN AGAINST SEXUAL HARASSMENT:

The Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees.

The Company has in place an Anti-Sexual Harassment Policy as per the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

During the year under review, no complaints of sexual harassment have been received by the company. The policy is available on the website of the company https://www.nikstech.com/code-and-policies.php.

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS

The company has in place the code of conduct to regulate, monitor and report trading by Directors and Designated Employees in order to protect the investor's interest as per Securities and Exchange of Board of India (Prohibition of Insider Trading) regulations, 2015. As per the code periodical disclosures and pre-clearances for trading in securities by the Directors, Designated Employees and Connected Persons is regulated and monitored.

MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

If female employees exist the Company declares that it has duly complied with the provisions of the Maternity Benefits Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

RISK MANAGEMENT POLICY:

The company is having adequate risk management procedures commensurate with the size of the Company and the nature of its business. With regard to the element of risk, there is no element of risk in the opinion of the Board which may threaten the existence of the Company.

HUMAN RESOURCES:

The company believe that the employees are key contributors to the success of the business. Your company focus on attracting and retaining the best possible talent. This attribute helps employees garner a sense of brotherhood with the management which ultimately produces exemplary results for the entire organization. Company's manpower is a prudent mix of the experienced and youth which gives the dual advantage of stability and growth. Entire work processes and skilled, semi-skilled and unskilled resources together with management team have enabled to implement your company's growth plans. Your Company believes that the human resources are a very important part of its strengths and hence ensures that all facilities like EPFO, ESIC, Leave, Entitlement and other facilities, uniforms, safety equipment is provided to all staff as applicable. Housing facility is available for outstation employees.

PARTICULARS OF EMPLOYEES:

As required under the provisions of Companies Act, 2013 and Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there are no employee falling under the above category, thus no information is required to be given in the report.

RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26.

The information required pursuant to section 197(12) read with Rule 5(1)(i) of the Companies (Appointment and Remuneration) Rules 2014 in respect of ratio of remuneration of each director to the median remuneration of the employee of the Company for the financial year 2025-26 forms part of this report as **"Annexure-C".**

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status of the Company's and its future operation.

BOARD OF DIRECTORS:

The Company is managed by well-qualified professionals. All directors are suitably qualified, experienced and competent. The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefitted by the experience and skills of the Board of Directors. The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/or commercial transactions between them and the company which could have potential conflict of interest with the company at large.

APPOINTMENT/RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Appointment/Re-appointment of Director:

During the period under review there were no such directors being appointed in the company.

Retirement by Rotation:

Ms. Anamika Anand (DIN: 08229644) Director, who retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers herself for re-appointment.

Resignation of Director:

During the period under review there were no such directors being resigned from the Board of the Company.

Appointment and Resignation of KMP:

During the period under review, no Key Managerial Personnel were appointed to the Board of the Company.

DECLARATION BY INDEPENDENT DIRECTORS

All independent directors have given declarations confirming that they meet the criteria of independence as prescribed under Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

In terms of requirement of Schedule IV of the Companies Act, 2013, Independent Director had a separate meeting on March 10, 2026 without the attendance of Non-Independent Director and Members of management. All the Independent Directors were present at the said meeting. The activities prescribed in paragraph VII of Schedule IV to the Act were carried out at the said meeting.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The familiarisation programme aims to provide Independent Directors with the industry scenario, the socio-economic environment in which the Company operates, the business model, the operational and financial performance of the Company, significant developments so as to enable them to take well informed decisions in a timely manner. The familiarisation programme also seeks to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes.

NUMBER OF MEETINGS OF THE BOARD

The Board meets at regular intervals to discuss and decide on Company/business policies and strategies apart from other Board business. During the year, 5 (Five) Board Meetings were held. The maximum time gap between any two consecutive meetings did not exceed 120 days. The necessary quorums were present for all the meetings.

During the year under review 5 (Five) Board met five times. The details of the directors meeting along with the attendance are as follows:

Sl No.	Date of Board Meeting	No. of Directors' as on date of meeting	No. of Directors' present at the meeting
1.	24th May 2025	5	5
2.	30th May 2025	5	5
3.	27th August 2025	5	5

4.	14th November 2025	5	5
5.	10th March 2026	5	5

ANNUAL EVALUATION OF BOARD'S PERFORMANCE:

During the year under review, the Board adopted a formal mechanism for evaluating its performance and as well as that of its committees and individual Directors, including the Chairman of the Board. The exercise was carried out through structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company. Having regard to the industry, size and nature of business your Company is engaged in, the evaluation methodology adopted is, in the opinion of the Board, sufficient, appropriate and is found to be serving the purpose. All the members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct.

DISCLOSURE OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS

A) AUDIT COMMITTEE:

Terms of Reference:

The Audit Committee of Directors was constituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The composition of the Audit Committee is in conformity with the provisions of the said section. These broadly includes (i) Develop an annual plan for Committee (ii) review of financial reporting processes, (iii) review of risk management, internal control and governance processes, (iv) discussions on half yearly and annual financial statements, (v) interaction with statutory, internal auditors, (vi) recommendation for appointment, remuneration and terms of appointment of auditors and (vii) risk management framework concerning the critical operations of the Company.

In addition to the above, the Audit Committee also reviews the following:

a) Matter included in the Director's Responsibility Statement.
b) Changes, if any, in the accounting policies.
c) Major accounting estimates and significant adjustments in financial statement.
d) Compliance with listing and other legal requirements concerning financial statements.
e) Disclosures in financial statement including related party transactions,
f) Qualification in draft audit report.
g) Scrutiny of inter-corporate loans & investments.
h) Management's Discussions and Analysis of Company's operations.
i) Valuation of undertakings or assets of the company, wherever it is necessary.
j) Letters of Statutory Auditors to management on internal control weakness, if any.
k) Major non routine transactions recorded in the financial statements involving exercise of judgement by the management.
l) Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances;
m) Evaluating of internal financial controls and risk management systems;

n) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

o) Reviewing the functioning of the whistle blower mechanism;

p) Recommend to the Board the appointment, re-appointment and, if required the replacement or removal of the statutory auditors considering their independence and effectiveness, and recommend the audit fees.

q) Subject to review by the Board of Directors, review on quarterly basis, Related Party Transactions entered into by the Company pursuant to each omnibus approval given.

r) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

s) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

t) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/or specified/ provided under the Companies Act, 2013 or SEBI Listing Regulations or by any other regulatory authority.

Committee Constitution is as follows:

The Audit Committee consists of two Independent Directors and one Executive Director as on 31.03.2026. All members of the Audit Committee are financially literate, and they have accounting or related financial management expertise.

Sr. No.	Name	Designation	No of Meeting held	No of Meeting Attended
1	Mr. Rakesh Kumar Singh	Chairman	4	4
2	Mr. Pankaj Kumar	Member	4	4
3	Mr. Manish Dixit	Member	4	4

During the year under review 4 (Four) meetings were held on the following dates: 24.05.2025, 27.08.2025, 14.11.2025, and 10.03.2026.

B) NOMINATION & REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of Directors was constituted pursuant to the provisions of Section 178 of the Companies Act, 2013. The Composition of the Committee is in conformity with the provisions of the said Section.

Terms of Reference:

The Committee is empowered:-

a. Formulation of the criteria for determining the qualifications, positive attributes and independence of Director;
b. Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors / Independent Directors on the Board and as Key Managerial Personnel's;
c. Support Board in evaluation of performance of all the Directors & in annual self-assessment of the Board's overall performance;

d. Conduct Annual performance review of MD and CEO and Senior Management Employees;
e. Administration of Employee Stock Option Scheme (ESOS);
f. Formulate a policy relating to remuneration for the Directors, Committee and also the Senior Management Employees.

Composition of the Nomination & Remuneration Committee is as follows:

Sr. No.	Name	Designation	No. of Meeting Held	No. of Meeting attended
1	Mr. Pankaj Kumar	Chairman	2	2
2	Mr. Rakesh Kumar Singh	Member	2	2
3	Mr. Keshav Das Sonakiya	Member	2	2

During the year under review 2 (Two) meeting were held on following dates: 26.08.2025 and 24.02.2026

This Committee has been formed to carry out the function as contained in Schedule III of the Companies Act, 2013 and shall enjoy necessary powers and authority reviews commensurate with its functions.

C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholder Relationship Committee consists of the following Directors as given below. The Committee is in charge of looking after grievances of Investors and Shareholders. The detail of the Committee is as follows:

i) Terms of Reference:
The terms of reference of the Committee includes the following:
a) To review all complaint recorded in Scores of SEBI and replies made to the same by RTA/Company Secretary.
b) To receive report on all complaints recorded in SCORES of the Registrar and Share Transfer Agent and note the corrective actions taken by the Registrars.
c) To take action of all grievances and complaints lodged by the stock exchange, shareholders associations and other bodies.
d) To review grievances of other stakeholders of the Company given in their individual capacity.
e) Overview activities relating to share maintenance and related work.

The composition of Stakeholder Relationship Committee/Investor Grievance Committee is as follows:

Sr. No.	Name	Designation	No. of Meeting Held	No. of Meeting attended
1	Mr. Rakesh Kumar Singh	Chairman	4	4
2	Mr. Pankaj Kumar	Member	4	4
3	Mr. Manish Dixit	Member	4	4

During the year under review 4 (Four) meetings were held on the following dates: 24.05.2025, 27.08.2025, 14.11.2025 and 10.03.2026.

DETAILS OF INVESTOR'S GRIEVANCES/ COMPLAINTS

The Company has not received any complaints during the year. The pending complaints of the Shareholders/Investors registered with SEBI at the end of the current financial year ended on 31st March, 2026 are NIL.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013 wherever applicable, are given in the notes to the Financial Statements.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and Designated Employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the Designated Employees while in possession of Unpublished Price Sensitive Information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.
All Board of Directors and the Designated Employees have confirmed compliance with the Code.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis is presented in a separate section forming part of the Annual Report as **"Annexure-D"**.

CORPORATE GOVERNANCE:

The Company being listed on the Small and Medium Enterprise Platform (BSE SME STARTUP PLATFORM) is exempted from provisions of corporate governance as per Regulation 15 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015. Hence no corporate governance report is disclosed in this Annual Report.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

The Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE 2016

During the period under review, no application has been made or any proceeding is pending under the IBC-2016.

ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and sale operations. The Company's policy requires the conduct of all operations in such manner so as to ensure safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

DIFFERENCE IN VALUATION:

During the period under review, the Company has never made any one-time settlement against the loans obtain from banks and financial institution and hence this clause is not applicable.

CAUTIONARY NOTE:

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

ACKNOWLEDGEMENTS:

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

By **Order of the Board of Directors**
For Niks Technology Limited

Registered office:
Flat No. 501, Shiv Laxmi Plaza
Opp. Rajendra Nagar Terminal,
Old Bypass Main Road
Kankarbagh Patna-800020, Bihar
Place: Patna

Date: 29-08-2026

Manish Dixit	Anamika Anand
Managing Director	Director
DIN: 06888132	DIN: 08229644

"Annexure A"

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.

Details of contracts or arrangements or transactions not at arm's length basis: There were no contracts or arrangements or transactions that were not entered at arm's length basis.

Sl. No	Particulars	Details
1	Name (s) of the related party & nature of relationship	N. A
2	Nature of contracts / arrangements / transaction	N. A
3	Duration of the contracts / arrangements / transaction	N. A
4	Salient terms of the contracts or arrangements or transaction including the value, if any	N. A
5	Justification for entering into such contracts or arrangements or transactions'	N. A
6	Date of approval by the Board	N. A
7	Amount paid as advances, if any	N. A

Details of material contracts or arrangement or transactions at arm's length basis:

Sl. No	Particulars	Details
1	Name (s) of the related party & nature of relationship	As per "Note 25" of Notes to Financial Statements on basis for the year ended March 31, 2026
2	Nature of contracts / arrangements / transactions	
3	Duration of the contracts / arrangements / transaction	
4	Salient terms of the contracts or arrangements or transactions including the value, if any:	
5	Justification for entering into such contracts or arrangements or transactions'	
6	Date of approval by the Board	
7	Amount paid as advances, if any	

Registered office:
Flat No. 501, Shiv Laxmi Plaza
Opp. Rajendra Nagar Terminal,
Old Bypass Main Road
Kankarbagh Patna-800020, Bihar

By **Order of the Board of Directors**
For Niks Technology Limited

Place: Patna
Date: 29-08-2026

Manish Dixit
Managing Director
DIN: 06888132

Anamika Anand
Director
DIN: 08229644

ANNEXURE-B

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March, 2026
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
M/S. NIKS Technology Limited
(CIN: L80904BR2014PLC022439)
Flat No. 501, Shiv Laxmi Plaza
Opp Rajendra Nagar Terminal,
Old Bypass Main Road
Kankarbagh Patna-800020

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. NIKS Technology Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

3. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. NIKS Technology Limited the company for the financial year ended on 31st March, 2026 according to the provisions of:

   i) The Companies Act, 2013 and the rules made thereunder;

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

   iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

   iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. (Not applicable to the company during the audit period).

   v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
      a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

d) 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;

e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable during the review period)

f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable during the review period)

g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the review period)

h) The Securities and Exchange Board of India (Delisting of Equity Shares Regulations 2021: (Not applicable during the review period)

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable during the review period)

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

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

   ii. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- To the extent applicable.

5. During the period under review:

- the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards' etc mentioned above except to the extent as mentioned above.
- We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.
- Delay in updating SDD Compliances.

WE FURTHER REPORT THAT:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

It is noted that majority decision is carried through while the dissenting members’ views are captured and recorded as part of the minutes.

WE ALSO REPORT 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 has given us the details of specific events and actions that have a major bearing on the company's affairs in pursuance of the above-referred laws, rules, regulations guidelines standards.

Place: Kolkata
Date: 24.08.2026
UDIN: F004917H001207021

For, S. A. & Associates
Company Secretaries

(ACS/FCS) Shipra Agarwal
Proprietor
C.P No. 3173

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

'ANNEXURE I'

To
The Members
NIKS Technology Limited
(CIN: L80904BR2014PLC022439)
Flat No. 501, Shiv Laxmi Plaza
Opp Rajendra Nagar Terminal,
Old Bypass Main Road
Kankarbagh Patna-800020

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

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

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

3. We have not verified the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

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

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

6. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred in Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.

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

Place: Kolkata
Date: 24.08.2026
UDIN: F004917H001207021

For, S. A. & Associates
Company Secretaries

(ACS/FCS) Shipra Agarwal
Proprietor
C.P No. 3173

"Annexure-C"

Particulars pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

<table>
<tr><td rowspan="7">A. The ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year;</td><td>Name</td><td>Designation</td><td>Ratio</td></tr>
<tr><td>Manish Dixit</td><td>Managing Director</td><td>1.14:1</td></tr>
<tr><td>Anamika Ananad</td><td>Executive Director</td><td>0.21:1</td></tr>
<tr><td>Keshav Das Sonakia</td><td>Non-Executive Director</td><td>0</td></tr>
<tr><td>Pankaj Kumar</td><td>Independent Director</td><td>0</td></tr>
<tr><td colspan="2">Note* No such directors were appointed for the financial year</td><td></td></tr>
<tr><td colspan="3"></td></tr>
<tr><td rowspan="7">B. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, in any, in the financial year;</td><td>Name</td><td>Designation</td><td>Percentage Increase</td></tr>
<tr><td>Manish Dixit</td><td>Managing Director</td><td>(73.33)%</td></tr>
<tr><td>Anamika Ananad</td><td>Executive Director & CFO</td><td>0%</td></tr>
<tr><td>Keshav Das Sonakia</td><td>Non-Executive Director</td><td>0%</td></tr>
<tr><td>Pankaj Kumar</td><td>Independent Director</td><td>0%</td></tr>
<tr><td>Rakesh Kumar Singh</td><td>Independent Director</td><td>0%</td></tr>
<tr><td>Megha Vyas</td><td>Company Secretary</td><td>47.22%</td></tr>
<tr><td>C. The percentage increase in the median remuneration of employees in the financial years.</td><td colspan="3">16.67%</td></tr>
<tr><td>D. The number of permanent employees (Other than Directors and KMP) on the rolls of the company</td><td colspan="3">7 as on 31.03.2026</td></tr>
<tr><td>E. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;</td><td colspan="3">The average percentage increase in remuneration of employees other than managerial personnel was 14.06%, whereas managerial remuneration decreased by 45.97% during the financial year. The decrease is in line with the Company's remuneration structure, and there were no exceptional circumstances warranting any increase in managerial remuneration.</td></tr>
<tr><td>F. The Key parameters for any variable component of remuneration availed by the directors;</td><td colspan="3">There is no variable component.</td></tr>
<tr><td>G. The ratio of the remuneration of the highest paid Director to that of the Employees who are not Directors but receive remuneration in excess of the highest paid Director during the year.</td><td colspan="3">N.A</td></tr>
<tr><td colspan="4">H. We affirm that the remuneration is as per the remuneration policy of the company</td></tr>
</table>

"ANNEXURE D"

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Company Overview

Niks Technology Application development Company offers a range of services from outsourced application development and managed services to professional services that are enabled by experience, knowledge, proven methodologies, global talent and innovation. Niks Software Technology delivers products and solutions with increased levels of service and improved quality of outputs. We Offer IT Services, IT Security Services and Training on Ethical Hacking/Embedded System & Robotics/Software Development/Networking & Communication. The Company has also engaged in sale of Services like AMC Charges (Annual Maintenance Charges), sale of Drone Spray Service and sale of traded goods like Drone Parts, Lifts Parts.

Our Mission

Our sole motive is to achieve business and revenue goals and promotion of the company, the company works diligently to match the expectations of the clients. We make sure to accomplish our goals through creativity and innovation. Niks Technology caters customize services to the clients in a systematic manner.

Our Vision

Niks Technology offers superior information technology services in a timely and affordable manner with emphasis on responsiveness and integrity while promoting long-term, seamless partnerships for mutual benefit.

The purpose of this discussion is to provide an understanding of financial statements and a composite summary of performance of our business. Management Discussion and Analysis (MDA) is structured as follows:

- Industry Overview
- Business Overview
- Result of Operation
- Business Outlook
- Opportunities And Threat
- Risk and Concerns
- Internal Control Systems and adequacy
- Material Development in Human Resources

IT Industry Overview

The IT & BPM sector has become one of the most significant growth catalysts for the Indian economy, contributing significantly to the country's GDP and public welfare.
India's IT sector witnessed a 16% YoY growth in hiring in April, driven by factors such as artificial intelligence (AI) adoption, cloud modernisation, and the expansion of Global Capability Centers (GCCs).
India's first made-in-India graphics processing units (GPUs) are expected to be ready for technology demonstrations by the end of 2025. Production readiness is projected for 2029 under the Rs. 10,372 crore (US$ 1.21 billion) IndiaAI Mission.
As innovative digital applications permeate sector after sector, India is now prepared for the next phase of growth in its IT revolution. India is viewed by the rest of the world as having one of the

largest Internet user bases and the cheapest Internet rates, with 76 crore citizens now having access to the Internet.

The current emphasis is on the production of significant economic value and citizen empowerment, thanks to a solid foundation of digital infrastructure and enhanced digital access provided by the Digital India Programme. India is one of the countries with the quickest pace of digital adoption. This was accomplished through a mix of government action, commercial innovation and investment, and new digital applications that are already improving and permeating a variety of activities and different forms of work, thus having a positive impact on the daily lives of citizens.
India's rankings improved six places to the 39th position in the 2024 edition of the Global Innovation Index (GII).
The outperformance may be attributed to market share gains resulting from TCS' strategy on customer centricity, its agile organization structure, and a very stable leadership team; its investments in organic talent development, research and innovation, intellectual property, brand building, and in building newer capabilities that have helped expand wallet share with clients; and better execution resulting in greater customer satisfaction.

Business Overview

Niks Technology Private Limited, established in 2014, has evolved into a leading IT solutions provider known for implementing industry best practices and delivering quality services across diverse verticals. Our comprehensive offerings include Digital Marketing, Software Development, Mobile App Development, Website Development, Drone Accessories, and Agricultural Drone solutions, complemented by structured classroom training and certification courses offered online and offline during students' breaks. We continuously innovate and customize our services to meet client needs, integrating cutting-edge tools and technologies to ensure optimal service delivery and client satisfaction. With a strong emphasis on digital marketing expertise, Niks Technology combines data-driven strategies with years of experience to capitalize on marketing opportunities across channels in real-time. Anchored by our core values of innovation, information, and intelligence, we are committed to advancing as both a technology service provider and a training organization, prioritizing quality, client satisfaction, and sustainable growth through professionalism and strategic diversification of our portfolio and infrastructure. We have a diversified product portfolio, which primarily caters to growing IT services sector but not limiting to it. We carter the need of students through our skill enhancement and value addition courses. We provide the courses at our education centres. We provide an improved product mix to our customers and their preferences thereby targeting a wider customer base. Our growth is further driven by our ability to make available an assortment of quality products under trusted brands built by our Company. A failure to maintain quality standard can prove to be extremely detrimental to the business of our Company. We give quality the utmost priority at all stages, to ensure our customers are thoroughly satisfied.

The company makes optimum utilisation of its resources both capital and human to achieve and satisfy its existing and prospective customer needs. The company believes in creating bespoke, high quality, high impact solutions designed to deliver differentiated business outcomes. We provide the best-in-class solutions to our esteemed customers spread over all the sectors. We believe that we offer best to all our customers which makes us possible by understanding our client's needs and strive to deliver beyond their expectations. We are always committed to fulfil the requirements of our clientele according to their needs. In order to meet these requirements, we have adapted to best measure in the industry for quality management systems. We are providing quality that ensures customer satisfaction. We believe that we have long-term and stable relationships developed over the years with our key suppliers and our key customers through the quality of services we provide.

Our revenue model is summarized as below:

Revenue from Operation:

1. **DIGITAL MARKETING:** Digital marketing in its simplest term is the process leveraging on modern digital technology to market goods or services or the process of pulling website traffic or attention through social media sites; they achieve this by creating content that attracts attention and encourages readers to share it across their social network platforms. One of the major purposes of leveraging social media in marketing is that it covers a wide range of target market compared to other marketing tools. Digital marketing is a general term used for the marketing of products or services using digital technology platforms, mainly on the internet, but also including mobile phones, display advertising, and any other digital medium. Digital marketing activities that we provide are:
    - Search engine optimization (SEO)
    - Search engine marketing (SEM)
    - Content marketing
    - Influencer marketing
    - Content automation
    - Campaign marketing
    - e-commerce marketing
    - Social media marketing
    - Social media optimization
    - email direct marketing
    - Display advertising
    - e–books, optical disks and games, and all other forms of digital media.
    - It also extends to non-Internet channels that provide digital media, such as mobile phones (SMS and MMS).

    Digital marketing agencies industry creates advertising campaigns and places the advertisements across digital media outlets. Through in-house capabilities or subcontracting, the agencies provide advice, creative services, account management, production of advertising material, and media planning and buying.

2. **ONLINE & OFFLINE COURSE:** Skills Training is one of the most important aspects for a student especially. This helps the student to gain industrial exposure and also get familiar with the environment of the corporate. We provide the training sessions on the various technologies through which students can practice further and show their creative talents and use their own innovative ideas and enhance their skills. Courses we offer:
    - Ethical hacking & cyber security
    - Embedded system & robotics
    - Digital marketing
    - Android application development
    - Internet of things (IOT)
    - Machine learning
    - Artificial intelligence
    - Data science
    - PLC-SCADA

- Web development
- Software development
- Programming language (C, C++, JAVA, PHP, PYTHON ETC.)
- Server administrator
- VLSI designing
- Networking
- Software testing

3. **SOFTWARE DEVELOPMENT:** We offer complete business application software & related services to section of Small & Medium Enterprises (SME). Niks Technology custom software development company provides complete end to end software solution for standalone outlets to sequence of a store.
    - **NET Development;** .NET is a general-purpose development platform. It can be used for any kind of app type or workload where general purpose solutions are used. It has several key features that are attractive to many developers, including automatic memory management and modern programming languages, that make it easier to efficiently build high-quality apps. Multiple implementations of. NET are available, based on open .NET Standards that specify the fundamentals of the platform.
    - **MySQL Development:** MySQL is known to be one of the best open source database management systems that supports almost all programming languages and operating systems. It is amongst the popular database databases for application development in the web application development and has a clear and detailed documentation along with a strong support community. This database is best used in conjunction with applications developed in PHP and is a part of the LAMP stack.
    - **PHP Development:** PHP Programmer have dedicated team of professional PHP developers dedicatedly to satisfy our client with the requirement. We assure to provide PHP developers with effective solutions. PHP developers are well versed in PHP web development, custom PHP development, PHP software development and source development.
    - **AJAX Development:** AJAX stands for Asynchronous JavaScript and XML. AJAX is a new technique for creating better, faster, and more interactive web applications with the help of XML, HTML, CSS, and Java Script. AJAX web development, Custom AJAX development, AJAX software development and Source development.
    - **Joomla Development:** Joomla is an open source platform on which Web sites and applications can be created. It is a content management system (CMS) which connects your site to a MySQLi, MySQL, or PostgreSQL database in order to make content management and delivery easier on both the site manager and visitor. Joomla web development, Custom Joomla development, Joomla software development and Source development.
    - **Database Design & Consulting:** Database Design. Databases have long been core to our consulting practice, as most of our solutions and applications have a database behind them. Whether it's a library management system, an archive, a collection of photographs, or one of popular music, underlying the information is usually a database of some sort.
    - **J2EE:** J2EE is a platform-independent, Java-centric environment from Sun for developing, building and deploying Web-based enterprise applications online. The J2EE platform consists of a set of services, APIs, and protocols that provide the functionality for developing multitier, Web-based applications.
    - **SharePoint Development:** SharePoint is a web-based collaborative platform that integrates with Microsoft Office. Launched in 2001, SharePoint is primarily sold as a

document management and storage system, but the product is highly configurable and usage varies substantially among organizations.

4. **WEB DEVELOPMENT:** Website Development refers to making a website for internet as well as internet website can be simple and can be complex one. A website should have a proper content on it so that the reader could know about the company. Website development is basically optimal for publicizing a company, a website should have a proper content on it so that a reader could know about the company. For any website you required a Content Management System so that you could develop a plan for it. Our spectrum of Web development services includes:
    - Website design
    - Custom web designing
    - Responsive website design
    - SEO friendly web designing
    - PHP design & application development
    - Website hosting
    - E-commerce web design
    - Website support and Maintenance
    - Website redesigning
    - Complete satisfactory solutions

    Our Company is being promoted by Mr. Manish Dixit having experience of more than a decade and he is the guiding force behind all the strategic decisions of our Company. Promoter himself handles the sales, Execution plan for projects, spearheading digital marketing team and he manages day to day activity at office. Our entire range of services is being provided with the assistance of our experienced and talented team of employees. We believe that we are a trustworthy brand in the city of Patna and providing services by improvement in the quality of our services and customer interaction. Since the early days of our inception, we have gathered the industry knowledge, market awareness and also possess the infrastructure to support our services. Our services can be applied in array of vary industries etc. We have the capability and flexibility to meet the exact specifications of the services as per the requirements of our customers. We have our facilities and team of motivated and experienced staff in providing services as expected by our customers.

5. **Drone Services and Solutions:** Expanding our footprint into innovative technology sectors, we are engaged in the manufacturing, repairing, trading, and rental services of commercial and agricultural drones. Our offerings include:
    - **Drone Rental Services:** Catering to agricultural, security, surveillance, delivery, transportation, and drone spray services, among others.
    - **AMC Charges:** We provide comprehensive Annual Maintenance Contract (AMC) services tailored to meet the specific needs of drone operations in diverse sectors.
    - **Sector-specific Applications:** Our drones find applications in healthcare, construction, telecommunications, and event videography, enhancing operational efficiencies and safety standards across industries.

Segment-wise or product-wise performance

A. Business Segments:

Based on the guiding principles given in Accounting Standard 17 (AS - 17) on Segment Reporting issued by ICAI, the Company has only one reportable Business Segment, which is engaged incomprehensive range of services covering Advertising and Marketing Solutions including Digital

Marketing, Corporate Travel Arrangements, Gifting Solutions, Event Management etc. Accordingly, the figures appearing in these financial statements relate to the Company's single Business Segment.

B. Geographical Segments:

The Company activities / operations are confined to India and as such there is only one geographical segment. Accordingly, the figures appearing in these financial statements relate to the Company's single geographical segment.

Please Refer to Annexure to Note: J of the Financial Statement for 31.03.2026.

Result of Operations:

During the financial year 2025-26 the total revenue is ₹ 689.71/- Lakhs as compared to the previous year i.e. ₹ 900.95/- Lakhs. The Company's net profit before tax is ₹ 27.48/- Lakhs as compared to ₹ 64.31/- Lakhs in the previous figures. The Companies net profit after tax for the current financial year is ₹ 20.38/- Lakhs as compared to ₹ 45.05/- Lakhs to the previous year.

Details of significant changes in Key Financial Ratio

PARTCULARS	2026	2025	CHANGE MORE THAN 25%
Debtors Turnover (in times)	4.97	4.70	N.A
Inventory Turnover (in times)	18.94	193.21	Inventory Turnover Ratio decreased by 90.20% in F.Y. 2025-26 as compared to F.Y. 2024-25, primarily due to a decrease in cost of goods sold in relation to the average inventory held during the year.
Interest Coverage Ratio (in times)	2356.40	87.92	Interest Coverage Ratio increased by 2,580.16% in F.Y. 2025-26 as compared to F.Y. 2024-25, primarily due to a significant decrease in finance costs/interest expenses during the year
Current Ratio (Times)	38.01	31.73	N.A.
Debt Equity Ratio (Times)	Nil	Nil	N.A.
Operating Profit Margin (%)	3.98	7.22	Operating Profit Margin decreased by 44.88% in F.Y. 2025-26 as compared to F.Y. 2024-25, mainly due to an increase in operating expenses in relation to revenue from operations during the year.
Net Profit Margin %	2.95	5.00	Net Profit Margin decreased by 41.00% in F.Y. 2025-26 as compared to F.Y. 2024-25, primarily due to a decrease in profit after tax in relation to revenue from operations during the year.
Return on Net Worth (%)	3.16	7.22	Return on Net Worth decreased by 56.23% in F.Y. 2025-26 as compared to F.Y. 2024-25, mainly due to a decrease in profit after tax in relation to the net worth of the Company.

Notes: The details of financial ratio is disclosed in the notes to the financial statements of the company

Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof –

Current year RONW is 3.16% as compared to previous year 7.22%; Return on Net Worth is decreased by 56.23% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to a decrease in profit after tax in relation to the net worth of the Company.

Disclosure of Accounting Treatment

The financial statements of the Company have been prepared in accordance with the Accounting Standards comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis. The Company has follows to continue with the period of 1st day of April to 31st day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

OUR COMPETITIVE STRENGTHS:

Rich Management Experience

The promoters and management of the company is focused on providing risk-aware and risk free environment to all stakeholders of the company. The company is cautious to all types of risks such as credit risk, compliance risk, technological risk, human resource risk etc. In order to prevent such type of risk the company has a team comprising of personnel having operational experience and they are capable of creating and facing the challenges of growth within our Company. We believe that our management team's experience and their understanding of our industry and will enable us to continue to take advantage of both current and future market opportunities. Our Management's experience and knowledge enables us in addressing and mitigating various risks inherent in our business, including competition, the global economic crisis related effects and fluctuations in the prices.

Domain expertise and technical excellence:

Our Company have a dedicated work force, who are the strength and power of our organization. Our workforce is doing their individual bit in achieving our cumulative goals successfully.

Quality Service

We believe in providing quality and timely service to our customers. We have a set of standards for ourselves when it comes to timeliness and quality of service we provide to our customers. The stringent systems ensure that all the products reach our customers on stipulated time and there are minimum errors to ensure reduced product rejection. We believe that our quality service for the last 6 years has earned us a goodwill from our customers, which has resulted in customer retention and order repetition. It has also helped us to add to our existing customer base. We have developed internal procedure of checking the client orders at each stage from customer order to closer of the service. Our company focuses on maintaining the level of consistently in our service, thereby building customer loyalty for our Brand.

Continue develop new course content with market scenario:

Our Company is continuing developing new course content according requirement of the market. As per the market scenario we have launched courses like Ethical hacking & cyber security, embedded system & robotics, Digital marketing, Android application development, Internet of things (IOT), Machine learning.

Progressive Employer

Niks is continuously focused on creating an engaging atmosphere for our Employees to learn, contribute and grow. There is an active FUN team that creates opportunities for enjoyment even while working. We believe in timely compliance of all statutory payments especially related to employees. Our company ensures a safe environment, dignity and respect for all our employees irrespective of gender, religion, caste etc.

Quality Assurance and Standards

We are committed to designing process based on customer insights, team wisdom and continuous improvement. Additionally, there is an audit process to check for adherence to process. Last but not the least, the results are monitored to ensure that ROI is achieved both for external and internal Clients.

Needs of Customers

We have a system in place which has attained high level of knowledge about the needs of our customers, resulting from continuous two-way communication between our representatives and customers. We have a team of individuals who are constantly analyzing the market scenario and study our customer's requirements. We try to cater to our customer's requirements by offering them a vast basket of product range. Our experience combined with our professionalism and capacity to deliver has helped us to grow at a steady rate in the last 7 years. Our aim is to earn customer's trust and confidence through personal attention, passion for what we do and commitment to long-lasting relationship. We are prepared to go an extra mile to deliver to our customers' a measurable business value and help them adopt and succeed in the industry.

BUSINESS STRATEGY

Increase Brand awareness

We believe that it's critical for success of direct sales to have strong brand recognition and recall value. We intend to enhance the brand recognition of our services through our presence in major cities. We also intend to focus on use of targeted marketing initiatives such as digital and print advertisements, as well as marketing through traditional channels such as outdoor advertising. Our marketing and advertising initiatives shall be directed to increase brand awareness, acquire new customers, drive customer traffic across our retail channels and strengthen our brand recall value.

Capitalize growth demand in Industry we serve

We believe that IT sector shall observe a rapid growth in the coming years. Also we believe that demand for services like digital marketing, software development, mobile app development, website development, shall be increased in near future and we intend to capitalize on such growth opportunities. We believe that we are well positioned to cater to demand of such sector with our Services and competitive pricing structure.

Building-up as a Professional Organisation

We believe for a business to grow beyond a certain size, it needs to be run as a professional organisation. No organisation run in a promoter-centric or an unorganised structure can become a large business. We believe in transparency, commitment and coordination in our work, with all our stakeholders. We have the right blend of experienced and dynamic team and staff which takes care of our day-to-day operations. We also consult with external agencies on a case to case basis on technical and financial aspects of our business.

Expanding Our Clientele Network by Geographic expansion:

We believe that our growth in other states in the country can fetch us new business expansion and opportunities. Presently, our Training units in Patna we need to expand either directly or through Franchise. Going forward we intend to establish our presence in few locations in the country. Our emphasis is on scaling up of our operations in other markets which will provide us with attractive opportunities to grow our client base and revenues.

Upgrade our services in line with the student's requirement:

Whatever the requirement of our client is, we abide to carry it with full responsibility and dedication and deliver what our client expect from us. We are bound to provide services which are up to date and full proof in current business scenario.

Strengthen Human capital

Our employees and management team are our most valuable asset. Investing in human capital by training, and retaining our key people has been and will remain critical to our success. To achieve this, we intend to remain committed to provide our personnel with opportunities to expand our business within their areas of expertise. We will also continue to provide our personnel with personal and professional growth opportunities, including training and performance-based incentives.

Strategic Acquisition and Alliance Opportunities

We intend to explore and evaluate strategic acquisition and technology alliance opportunities to gain access to new clients and sectors, add new technology capabilities to our offerings that drive synergies with our existing business ventures.

Opportunities and Threat

The growth of the Company is subject to opportunities and threats as are applicable to the industry from time to time.

Risks and Concerns

Risk is an inherent part of any business. There are various types of risks, which threat the existence of a company like Credit Risk, Market Risk, Operational Risk, Liquidity Risk, Interest Rate Risk, Strategic Risk, Regulation Risk etc. Your Company aims at enhancing and maximizing shareholders value by achieving appropriate trade-off between risk & returns.

Internal Control System & Adequacy

Internal Control Systems has been designed to provide reasonable assurance that assets are safeguarded, transactions are executed in accordance's with management's authorization and properly recorded and accounting records are adequate for preparation of financial statements and other financial information. Internal check is conducted on a periodical basis to ascertain the adequacy and effectiveness of internal control systems

Research and Advancement

To remain competitive in the evolving business landscape, the company is actively engaged in ongoing research to enhance its products and meet customer demands effectively.

Disclaimer

Statements in the management discussion and analysis report describing the Company's outlook may differ from the actual situation. Important factors that would make a difference to the Company's operations include market factors, government regulations, and developments within the country and abroad. We are under no obligation to publicly amend, modify or revise any forward looking statement on the basis of any subsequent developments, information or events and assume no liability for any action taken by anyone on the basis of any information contained herein.

MANAGING DIRECTOR/C.E.O AND C.F.O CERTIFICATION

To
The Board of Directors
NIKS Technology Limited

We have reviewed the financial statements and the cash flow statement of NIKS Technology Limited for the Financial Year ended 31st March, 2026 and to the best of our Knowledge and belief, we state that:

a) 1. These statements do not contain any materially untrue statements or omit any material facts or contain statements that might be misleading:
   2. These statements present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken and/or proposed to be taken to rectify these deficiencies.

d) We have also indicated to the Auditors and the Audit Committee:

   i) Significant changes, if any, in the Internal Controls over financial reporting during the year.

   ii) Significant changes, if any, in accounting policies made during the Year and that the same have been disclosed in the notes to the financial statements; and

   iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Manish Dixit	Anamika Anand
Managing Director	Chief Financial Officer (CFO)
DIN: 06888132	

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS

TO THE MEMBERS OF
NIKS TECHNOLOGY LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying Financial Statements of **NIKS TECHNOLOGY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended, and with Notes to the Financial Statements including a summary of the Material Accounting Policies and other explanatory information (hereinafter referred to as "Financial Statements")..

OPINION

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

BASIS FOR OPINION

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the 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 (the "ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, 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.

<table>
<tr><th>Key Audit Matter</th><th>How the matter was addressed in our audit</th></tr>
<tr><td>

Key Audit Matter 1 – Revenue Recognition from Drone Spray Services

Revenue from drone spraying services is a significant component of the Company’s revenue and a substantial portion of such revenue is collected in cash. The nature and volume of cash transactions increased the risk of misstatement relating to the occurrence, completeness and cut-off of revenue. Accordingly, revenue recognition was considered to be a matter of most significance in our audit.

The determination of revenue involves significant judgment in identifying performance obligations, measuring stage of completion where applicable, evaluating customer acceptance, and ensuring revenue is recognized in the appropriate accounting period.

Considering the significance of revenue to the financial statements, diversity of contractual arrangements, and the judgments involved in timing of revenue recognition, this was a Key Audit Matter.

</td><td>

Our audit procedures included, among others, the following:

- We obtained an understanding of and evaluated the design and implementation of the Company's processes and relevant internal controls relating to the recording, billing, collection and accounting of revenue from drone spraying services.
- We tested, on a sample basis, revenue transactions by examining supporting documents, including customer/job records, service details, invoices and other relevant evidence, and assessed whether revenue was recognised in accordance with the applicable accounting framework.
- We performed substantive testing of revenue transactions, including tracing selected revenue entries to underlying service records and, where applicable, to corresponding cash receipts and bank deposits.
- Considering the significant volume of cash collections, we tested selected cash receipts and traced them to the cash book, bank statements and accounting records.
- We performed cut-off testing for revenue recognised immediately before and after the reporting date by examining the underlying service records and related documentation to assess whether revenue had been recognised in the appropriate accounting period.
- We performed analytical procedures over revenue, including analysis of revenue trends and comparison of revenue with operational information such as the volume of spraying services performed, wherever such information was available and considered reliable.
- We tested selected customer balances and transactions, where considered appropriate, by obtaining supporting evidence from customers and/or through alternative audit procedures.

Based on the audit procedures performed, we evaluated whether the recognition and presentation of revenue from drone spraying services in the financial statements were appropriate and adequately supported.

</td></tr>
</table>

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors' Report including Annexures to Directors' Report, Management Discussion and Analysis Report and Report on Corporate Governance but does not include the Financial Statements and our Auditors' Report thereon.
Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstate

If, based on the work we have performed on the other information that we obtained prior to the date of Auditors' 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 Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and designing, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility for the Audit of Financial Statements

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

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

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

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

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

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

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

Materiality is the magnitude of misstatement in the Financial Statements that, individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the

Financial Statements may be influenced. We consider qualitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

(c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows 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 (AS) specified under Section 133 of the Act;

(e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of directors, none of the directors are disqualified as on 31st March, 2026 from being appointed as 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, as required under Section 143(3)(i) of the Act, refer to our separate report in **"Annexure B".**

(g) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, the Company has complied with the provisions of Section 197 read with Schedule V to the Act, relating to managerial remuneration.

(h) With respect to the other matters to be included in the Auditors' 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. According to the information and explanations given to us, the Company does not have any pending litigations having an impact on its financial position.

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

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

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 to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

v. (a) The company has not proposed, declared and paid any Dividend in the previous year during the year in accordance with Section 123 of the Act, as applicable.

(b) The board of directors of the company has not proposed any final dividend for the current year.

vi. Based on our examination, including test checks, the company has used an accounting software with audit trail (edit log) feature for maintaining its books of account, which has been consistently
operated throughout the year for all relevant transactions. During our audit, we did not find any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per statutory requirements for record retention.

Other Matters

Certain comparative figures for the previous year have been regrouped and/or reclassified to conform to the presentation adopted in the current year. Such regrouping and reclassification do not affect the previously reported profit, equity or cash flows of the Company. Our opinion is not modified in respect of this matter.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E

(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26310611QGIBUV1426

Place: Kolkata
Date: May 29, 2026

Annexure A to the Independent Auditors' Report

(Referred to in Paragraph-1 of Other Legal and Regulatory Requirements section of our Report of even date to the members of NIKS TECHNOLOGY LIMITED on the Financial Statements for the year ended 31st March, 2026.)

(i) In respect of the Company's property, plant & equipment, right-of-use assets and intangible assets:

(a) A. The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment and Rights-of-use Assets.

B. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is maintaining proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the physical verification of property, plant and equipment is being carried out by the company in a phased manner to cover all its assets at reasonable intervals. In accordance with this programme, property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

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

(d) The Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) No proceedings have been initiated or are pending against the company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988(as amended in 2016) and Rules made thereunder.

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

(b) The company has not been sanctioned working capital during the year, in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) The Company has made investments in Companies and granted unsecured loans to other parties, during the year, in respect of which:

(a) The Company has not provided loans or advances in the nature of loans during the year.

(b) In our opinion and according to the information and explanations given to us, in respect of loans, the schedule of repayment of principal and payment of interest has not been stipulated. In absence of any stipulation as to repayment of loan and interest, we are unable to comment on whether the receipts are regular. The Loan are repayable on demand.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, the loans granted are repayable on demand. Accordingly, it is not practicable to comment on the overdue amount in respect of such loans. Therefore, reporting under clause 3(iii)(d) of the Order relating to overdue amounts exceeding ninety days and reasonable steps taken for recovery of principal and interest is not applicable.

(d) According to the information and explanations given to us and based on examination of records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party. In respect of loans advanced to its subsidiary company as referred above in clause (3)(a), there is no fixed repayment schedule, this is repayable on demand Accordingly, reporting under clause 3(iii)(e) of the Order is not applicable.

Further the investments made by the company during the year are not prejudicial to the company's interest.

(iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

(v) The Company has not accepted any deposits from the public during the year within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014 (as amended). Accordingly, the provisions of the clause 3(v) of the Order are not applicable to the Company

(vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' provident fund, employees' state insurance, income – tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to the company have generally been regularly deposited by it with appropriate authority, except

TDS Payable	0.14

(b) According to the information and explanations given to us, there were no statutory dues referred to in sub-clause (a) which have been not deposited as on March 31, 2026 on account of dispute.

(viii) There are no such transactions which are not recorded in the books of accounts which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The company has not issued any debentures.

(b)According to the information and explanations given to us, the company has not been declared a wilful defaulter by any bank or financial institution or other lender during the year.

(c) According to the information and explanation given to us and on the basis of our examination of records of the company, no term loans were taken by the company.

(d) According to the information and explanations given to us on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been utilized for long term purposes.

(e) According to the information and explanations given to us and based on our examination of the financial statements of the company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

(x) a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, the reporting requirements under clause 3(x)(b) of the Order are not applicable.

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

(b) No report under sub-Section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.

(c) According to the information and explanations given to us, no whistle blower complaints were received by the company during the year.

(xii) According to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable Accounting Standards.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion and according to information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the paragraph 3(xv) of the order is not applicable to the company.

(xvi) (a) The company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the order is not applicable to the company.
(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There was no resignation of previous statutory auditor during the year, the reporting requirements under Clause (xviii) of Order is not applicable.

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

(xx) The Company is not required to spent any amount towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E

(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26310611QGIBUV1426

Place: Kolkata
Date: May 29, 2026

Annexure B to the Independent Auditors' Report

The Annexure B referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements paragraph of our report of even date to the members of NIKS TECHNOLOGY LIMITED on the Financial Statements for the year ended 31st March, 2026.

Report on the Internal Financial Control with reference to the aforesaid Financial Statements under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ("The Act").

We have audited the internal financial controls with reference to financial reporting of NIKS TECHNOLOGY LIMITED ("the Company") as of 31st March, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Financial Reporting

A company's internal financial control with reference to 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 with reference to 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 with reference to Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial reporting, including the possibility of collusion or improper management with reference to ride of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial reporting to future periods are subject to the risk that the internal financial control with reference to 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 with reference to financial reporting and such internal financial controls with reference to financial reporting were operating effectively as at 31st March 2026, based on the internal control with reference to 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 with reference to Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jay Gupta & Associates
Chartered Accountants
Firm Regn. No: 329001E

(CA Jay Shanker Gupta)
Partner
Membership No.: 059535
UDIN: 26310611QGIBUV1426

Place: Kolkata
Date: May 29, 2026

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
CIN: L80904BR2014PLC022439
PART I - BALANCE SHEET AS AT 31ST, MARCH 2026

Amount (Rs. In Lakhs, unless otherwise stated)

S. NO.	PARTICULARS	NOTE NO.	AS AT 31-03-2026	AS AT 31-03-2025
I	**EQUITY AND LIABILITIES**			
1	SHAREHOLDERS FUNDS			
	(a) SHARE CAPITAL	1	50.00	50.00
	(b) RESERVES AND SURPLUS	2	594.40	574.03
	TOTAL(1)		644.40	624.03
2	NON-CURRENT LIABILITIES			
	(a) DEFERRED TAX LIABILITIES (NET)	8	-	0.78
	TOTAL(2)		-	0.78
3	CURRENT LIABILITIES			
	(a) SHORT TERM BORROWINGS	3	-	-
	(b) TRADE PAYABLES	4		
	I) TOTAL OUTSTANDING DUES OF MICRO AND SMALL ENTERPRISES		-	-
	II) TOTAL OUTSTANDING DUES OF TRADE PAYABLES OTHER THAN MICRO AND SMALL ENTERPRISES		-	-
	(c) OTHER CURRENT LIABILITIES	5	5.46	4.84
	(d) SHORT-TERM PROVISIONS	6	11.07	13.26
	TOTAL(3)		16.54	18.10
	TOTAL (1+2+3)		660.94	642.91
II	**ASSETS**			
1	NON-CURRENT ASSETS			
	(a) PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS	7		
	- PROPERTY, PLANT & EQUIPMENTS		8.66	12.73
	- INTANGIBLE ASSETS		20.57	55.84
	(b) DEFERRED TAX ASSETS (NET)	8	3.19	-
	TOTAL(1)		32.42	68.56
2	CURRENT ASSETS			
	(a) TRADE RECEIVABLES	9	101.50	176.21
	(b) INVENTORIES	10	59.76	-
	(c) CASH AND CASH EQUIVALENTS	11	265.34	235.66
	(d) SHORT-TERM LOANS AND ADVANCES	12	141.84	97.35
	(e) OTHER CURRENT ASSETS	13	60.08	65.12
	TOTAL(2)		628.52	574.34
	TOTAL (1+2)		660.94	642.91

Significant accounting policies and Notes on Accounts 24

Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
(Erstwhile Known as Gupta Agarwal & Associates)
Chartered Accountants
Firm Registration No. 329001E

MANISH DIXIT
(MANAGING DIRECTOR)
DIN: 06888132

ANAMIKA ANAND
(DIRECTOR) & CFO
DIN: 08229644

Jay Shanker Gupta
(Partner)
Membership No: 059535
Date: 29-05-2026
Place: Kolkata
UDIN : 26310611QGIBUV1426

MEGHA VYAS
COMPANY SECRETARY

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

NOTE NO.	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
1	**SHARE CAPITAL:**		
A.	**Authorised** 10,00,000 Equity Shares of Rs.10/- each (P.Y 10,00,000 Equity Shares of Rs.10/- each)	100.00	100.00
B.	**Issued, Subscribed & Paid up**		
	5,00,000 Equity Shares of Rs.10/- each	50.00	50.00
		50.00	50.00

C. **Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

Particulars	31ST MARCH, 2026		31ST MARCH, 2025	
	Nos	Rs. In Lacs	Nos	Rs. In Lacs
Shares outstanding at the beginning of the year	**5,00,000**	**50.00**	**4,25,000**	**42.50**
Shares issued during the year upon conversion of Warrant	-	-	75,000	7.50
Shares outstanding at the end of the year	**5,00,000**	**50.00**	**5,00,000**	**50.00**

D. **Notes:**

a. **Terms/ Rights Attached To Equity Shares**

The Company has only one class of equity share having par value of Rs 10 /- per share . Each holder of Equity share is entitled to one vote per share.

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts . The Distribution will be in proportion to the number of equity share held by the shareholders.

b. The company has allotted 25,000 Equity Shares of Face Value of INR 10/- each pursuant to conversion of 25,000 Fully Convertible Equity Warrants out of 1,00,000 Fully Convertible Equity Warrants at an Issue Price of INR 300/- each by passing Board Resolution on 19th July, 2024.

c. The company has allotted 50,000 Equity Shares of Face Value of INR 10/- each pursuant to conversion of 50,000 Fully Convertible Equity Warrants out of 1,00,000 Fully Convertible Equity Warrants at an Issue Price of INR 300/- each by passing Board Resolution on 10th March, 2025.

E. **Shares held by promoters at the end of the period**

PROMOTER NAME	31ST MARCH, 2026		31ST MARCH, 2025		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
MANISH DIXIT	1,92,750	38.55%	1,92,750	38.55%	0.00%
ANAMIKA ANAND	3,200	0.64%	3,200	0.64%	0.00%
KESHAV DAS SONAKIYA	35,000	7.00%	35,000	7.00%	0.00%
NEERAJ KUMAR DANTRE	50	0.01%	50	0.01%	0.00%
PRAVEEN DIXIT	50	0.01%	50	0.01%	0.00%
POOJA SHARMA	50	0.01%	50	0.01%	0.00%
TOTAL	**2,31,100**	**46.22%**	**2,31,100**	**46.22%**	0.00%

F. **Details of shareholders holding more than 5% shares of the Company**

NAME OF THE SHAREHOLDER (EQUITY SHARES OF RS 10/- EACH FULLY PAID UP)	31ST MARCH, 2026		31ST MARCH, 2025		% Change during the year
	Nos	%	Nos	%	
MANISH DIXIT	1,92,750	38.55%	1,92,750	38.55%	0.00%
KESHAV DAS SONAKIYA	35,000	7.00%	35,000	7.00%	0.00%

As per the records of the Company, including its Register of Members and other declarations received from the shareholders regarding beneficial interest, the above shareholders represents legal ownership of shares.

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

NOTE NO.	PARTICULARS		AS AT 31.03.2026	AS AT 31.03.2025
2	**RESERVE & SURPLUS:**			
A	SECURITIES PREMIUM ACCOUNT			
	AT THE BEGINNING OF THE ACCOUNTING PERIOD		464.03	246.53
	ADDITIONS DURING THE YEAR		-	217.50
	AT THE END OF THE ACCOUNTING PERIOD	A	464.03	464.03
B	SURPLUS			
	AT THE BEGINNING OF THE ACCOUNTING PERIOD		110.00	64.94
	ADDITIONS DURING THE YEAR		20.38	45.06
	AT THE END OF THE ACCOUNTING PERIOD	B	130.37	110.00
		A+B	594.40	574.03
3	**SHORT TERM BORROWINGS FROM RELATED PARTIES**			
	UNSECURED LOAN		-	-
			-	-
4	**TRADE PAYABLES**			
(a)	Due to Micro, Small and Medium Enterprise		-	-
(b)	Due to Other than Micro, Small and Medium Enterprise		-	-
			-	-

4.1: Trade Payables ageing schedule for the year ended 31.03.2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More then 3 years	Total
MSME	-	-	-	-	-
Others	-	-	-	-	-
Imports	-	-	-	-	-
Disputed Dues- MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	-	-	-	-	-

4.1: Trade Payables ageing schedule for the year ended 31.03.2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More then 3 years	Total
MSME	-	-	-	-	-
Others	-	-	-	-	-
Imports	-	-	-	-	-
Disputed Dues- MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	-	-	-	-	-

NOTE NO.	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
5	**OTHER CURRENT LIABILITIES**		
	OTHER PAYABLE TO RELATED PARTY	-	1.11
	TDS PAYABLE	-	0.17
	REMUNERATION PAYABLE	3.55	0.40
	LIABILITIES FOR EXPENSES	0.41	1.66
	AUDIT FEE PAYABLE	1.50	1.50
		5.46	4.84
6	**SHORT-TERM PROVISIONS**		
	PROVISION FOR INCOME TAX	11.07	13.26
		11.07	13.26
7	**PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS**		
	PROPERTY, PLANT & EQUIPMENT	8.66	12.73
	INTANGIBLE ASSETS	20.57	55.84
		29.23	**68.56**

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

NOTE NO.	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
8	**DEFERRED TAX ASSETS (NET):**		
	DEFERRED TAX ASSETS(NET)	3.19	(0.78)
		3.19	(0.78)
9	**TRADE RECEIVABLES:**		
	(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)		
	(1)DEBTS OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS FROM THE DATE THEY ARE DUE	90.96	176.21
	(2) OTHER DEBTS	10.54	-
	(BALANCES OF SUNDRY DEBTORS AS ON 31/03/2025 & 31/03/2026 ARE SUBJECTED TO CONFIRMATION)	101.50	176.21

9.1: Trade Receivable Ageing Schedule for the year ended 31.03.2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 6months	6months - 1year	1-2 years	2-3 years	More than 3 years
Undisputed Trade receivables — considered good		90.96	10.54	-	-
Undisputed Trade Receivables — considered doubtful	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-
TOTAL	**-**	**90.96**	**10.54**	**-**	**-**

9.1: Trade Receivable Ageing Schedule for the year ended 31.03.2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 6months	6months - 1year	1-2 years	2-3 years	More than 3 years
Undisputed Trade receivables — considered good		135.06	90.96	-	5.25
Undisputed Trade Receivables — considered doubtful	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-
TOTAL	**-**	**135.06**	**90.96**	**-**	**5.25**

NOTE NO.	PARTICULARS	AS AT 31.03.2026	AS AT 31.03.2025
10	**INVENTORIES**		
	CLOSING STOCK OF TRADED GOODS	59.76	-
		59.76	-
11	**CASH & CASH EQUIVALENTS :**		
	(a) BALANCE WITH BANKS	-	-
	- IN CURRENT ACCOUNTS	5.14	25.19
	CHEQUES IN HAND	-	14.51
	(b) CASH IN HAND	209.52	174.90
	(c) FIXED DEPOSIT WITH BANK (maturity less than 3 months)	50.68	21.06
		265.34	235.66
12	**SHORT TERM LOANS & ADVANCES:**		
	(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)		
	(ADVANCES RECOVERABLE IN CASH OR IN KIND FOR THE VALUE TO BE RECEIVED)		
	ADVANCES PAID TO SUPPLIERS	126.22	97.23
	OTHER ADVANCES	15.63	0.12
		141.84	97.35
13	**OTHER CURRENT ASSETS:**		
	DEPOSIT WITH BSE	2.01	2.01
	PREPAID EXPENSES	45.84	61.12
	TDS RECEIVABLE	-	0.24
	ACCRUED INTEREST	-	0.17
	GST INPUT CREDIT	12.23	1.57
		60.08	65.12

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
CIN: L80904BR2014PLC022439

PART II - STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

S. NO.		PARTICULARS	NOTE NO.	FOR THE YEAR ENDED 31-03-2026	FOR THE YEAR ENDED 31-03-2025
I		**REVENUE FROM OPERATIONS**			
	a	REVENUE FROM OPERATIONS	14	689.71	900.95
	b	OTHER INCOME	15	0.46	8.34
		TOTAL INCOME		690.17	909.29
II		**EXPENSES:**			
	a	COST OF OPERATIONS	16	565.91	651.97
	b	PURCHASE OF STOCK -IN-TRADE	17	59.76	110.04
	c	CHANGES IN INVENTORIES OF STOCK-IN-TRADE	18	(59.76)	7.97
	d	EMPLOYEE BENEFITS EXPENSE	19	23.57	30.39
	e	FINANCE COSTS	20	0.01	0.74
	f	DEPRECIATION AND AMORTIZATION EXPENSE	21	41.24	8.03
	g	OTHER EXPENSES	22	31.96	35.84
		TOTAL EXPENSES		662.69	844.98
III		**PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (I-II)**		27.48	64.31
IV		EXCEPTIONAL ITEMS		-	-
V		**PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (III-IV)**		27.48	64.31
VI		EXTRAORDINARY ITEMS		-	-
VII		**PROFIT BEFORE TAX (V-VI)**		27.48	64.31
VIII		**TAX EXPENSE**			
	a	CURRENT TAX		11.07	13.26
	b	EARLIER YEARS TAX AND INTEREST PAID		-	3.02
	c	DEFERRED TAX		(3.97)	2.98
IX		**PROFIT(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (VII-VIII)**		20.38	45.05
X		PROFIT(LOSS) FROM DISCONTINUING OPERATIONS		-	-
XI		**PROFIT (LOSS) FOR THE PERIOD (IX+X)**		20.38	45.05
XII		**EARNING PER EQUITY SHARE**	23		
	a	BASIC (IN RS.)		4.08	10.12
	b	DILUTED (IN RS.)		4.08	10.12

Significant accounting policies and Notes on Accounts **24**
Notes form an integral part of the accounts
Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
(Erstwhile Known as Gupta Agarwal & Associates)
Chartered Accountants
Firm Registration No. 329001E

MANISH DIXIT
(MANAGING DIRECTOR)
DIN: 06888132

ANAMIKA ANAND
(DIRECTOR) & CFO
DIN: 08229644

Jay Shanker Gupta
(Partner)
Membership No: 059535
Date: 29-05-2026
Place: Kolkata
UDIN : 26310611QGIBUV1426

MEGHA VYAS
COMPANY SECRETARY

NIKS TECHNOLOGY LIMITED

(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS

Amount (Rs. In Lakhs, unless otherwise stated)

NOTE NO.	PARTICULARS	FOR THE YEAR ENDED 31-03-2026		FOR THE YEAR ENDED 31-03-2025	
14	**REVENUE FROM OPERATIONS**				
A	SALE OF SERVICES				
	DOMESTIC:				
	DRONE SPRAY SERVICES	**689.71**		**734.81**	
	Total (A)		**689.71**		**734.81**
B	SALE OF TRADED GOODS				
	DOMESTIC:				
	DRONE PARTS	**-**		**158.19**	
	LIFT PARTS SALE	**-**		**4.88**	
	GOLD ORNAMENTS SALE	**-**		**3.07**	
	Total (B)		**-**		**166.14**
	TOTAL (A+B)		**689.71**		**900.95**
15	**OTHER INCOME:**				
	DISCOUNT RECEIVED		**-**		**0.18**
	INTEREST RECEIVED FROM FD		**0.46**		**8.16**
			0.46		**8.34**
16	**COST OF OPERATIONS**				
	DIRECT EXPENSES		**565.91**		**651.97**
			565.91		**651.97**
17	**PURCHASE OF TRADED GOODS**				
	INDIGENOUS PURCHASE:				
	DRONE PURCHASE	**59.76**		**110.04**	
			59.76		**110.04**
			59.76		**110.04**
18	**CHANGES IN INVENTORIES**				
	STOCK-IN-TRADE:				
	AT THE BEGINNING OF THE ACCOUNTING PERIOD		**-**		**7.97**
	AT THE END OF THE ACCOUNTING PERIOD		**59.76**		**-**
			(59.76)		**7.97**
19	**EMPLOYEE BENEFITS EXPENSE**				
	DIRECTOR REMUNERATION		**4.00**		**16.00**
	SALARY & WAGES		**17.57**		**14.39**
	OTHER EXPENSES				
	STAFF WELFARE EXPENSES		**2.00**		**-**
			23.57		**30.39**
20	**FINANCIAL COSTS:**				
	BANK CHARGES		**0.01**		**0.14**
	INTEREST ON UNSECURED LOAN		**-**		**0.60**
			0.01		**0.74**
21	**DEPRECIATION AND AMORTZATION EXPNSE:**				
	DEPRECIATION ON PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS		41.24		8.03
			41.24		**8.03**

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS

Amount (Rs. In Lakhs, unless otherwise stated)

NOTE NO.	PARTICULARS	FOR THE YEAR ENDED 31-03-2026	FOR THE YEAR ENDED 31-03-2025
22	**OTHER EXPENSES:**		
	ACCOUNTING CHARGES	0.30	0.30
	AUDIT FEE	1.00	1.00
	BAD DEBT	-	8.34
	BUSINESS PROMOTION EXP	0.97	0.62
	ANNUAL LISTING FEES	0.25	0.39
	CERTIFICATION FEES	0.08	0.28
	DEPOSITORY CHARGES	0.38	0.12
	ELECTRICITY CHARGES	0.10	0.10
	ROC FILING FEES	0.07	0.02
	ROC LATE FEES	0.01	-
	GENERAL EXPENSES	1.94	0.45
	GST LATE FEES	0.10	0.09
	INTERNAL AUDIT FEES	0.50	0.50
	REGISTER & TRANSFER FEES	1.00	0.42
	SOFTWARE & AMC CHARGES	0.21	0.18
	PROFESSIONAL FEES	0.03	2.67
	RENT	3.74	1.50
	REPAIRS & MAINTENANCE	0.45	0.32
	OFFICE EXPENCES	1.38	2.11
	TELEPHONE CHARGES	0.45	0.33
	TRAVELLING & CONVEYANCE	0.24	0.20
	INTERNET EXPENSES	2.42	0.13
	INTEREST ON TDS PAYABLE	0.63	0.10
	INTEREST PAID ON GST	-	0.02
	LODGING & FOODING	0.17	0.09
	LRR FEES	0.25	0.25
	PREPAID EXPENSES W/O	15.28	15.28
	SEBI ANNUAL INTERNAL AUDIT	0.02	0.02
	TOTAL	**31.96**	**35.84**
23	**EARNING PER SHARE**		
	NET PROFIT AFTER TAX AS PER STATEMENT OF PROFIT AND LOSS (A)	20.38	45.05
	BASIC WEIGHTED AVERAGE NUMBER OF EQUITY SHARES OUTSTANDING (B)	5,00,000	4,45,342
	DILUTED WEIGHTED AVERAGE NUMBER OF EQUITY SHARES OUTSTANDING (C)	5,00,000	4,45,342
	BASIC EARNINGS PER SHARE (A/B) IN RS.	4.08	10.12
	DILUTED EARNINGS PER SHARE (A/C) IN RS.	4.08	10.12
	FACE VALUE PER EQUITY SHARE (IN RS)	10.00	10.00

NIKS TECHNOLOGY LIMITED

(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)

CIN: L80904BR2014PLC022439

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2026

Amount (Rs. In Lakhs, unless otherwise stated)

PARTICULARS	FOR THE YEAR ENDED 31-03-2026	FOR THE YEAR ENDED 31-03-2025
A.) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	**27.48**	**64.31**
Add : Depreciation	41.24	8.03
Finance Cost	0.01	0.74
Operating profit before working capital changes	**68.73**	**73.09**
Adjustment for changes in working capital :		
(Increase) / Decrease in Inventories	(59.76)	30.85
(Increase) / Decrease in Trade Receivables	74.71	7.97
(Increase) / Decrease in Short Term Loans & Advances	(44.49)	(73.38)
(Increase) / Decrease in Other Current Assets	5.04	20.68
Increase / (Decrease) in Trade Payables	-	(74.30)
Increase / (Decrease) in Other Current Liabilities	0.62	(10.06)
Cash generation from operations	44.86	(25.15)
Direct Taxes (Payment) / Refund	(13.26)	(19.62)
Net Cash Flow from Operating Activities	**31.59**	**(44.77)**
B.) CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Property, Plant & Equipments	(1.91)	(6.26)
Net Cash (used in) / from Investing Activities	**(1.91)**	**(6.26)**
C.) CASH FLOW FROM FINANCING ACTIVITIES :		
Interest Paid	(0.01)	(0.74)
Proceeds from issue of Equity Share Capital	-	225.00
Proceeds from issue of Share Warrant	-	(75.00)
Increase / (Decrease) in Short Term Borrowings	-	(16.48)
Net Cash Flow from Financing Activities	**(0.01)**	**132.78**
Net Increase in Cash and Cash Equivalents (A+B+C)	**29.68**	**81.75**
Cash & Cash Equivalents at the begining of the Year	**235.66**	**153.91**
Cash & Cash Equivalents at the close of the year	**265.34**	**235.66**

Notes :

1. The above cash flow statement has been prepared under the indirect method set out in AS-3 issued by the Insitute of Chartered Accountants of India.
2. Figures in brackets indicate cash outgo.
3. Figures for the previous year have been regrouped/rearranged wherever necessary.

Significant accounting policies and Notes on Accounts
Notes form an integral part of the accounts
Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
(Erstwhile Known as Gupta Agarwal & Associates)
Chartered Accountants
Firm Registration No. 329001E

MANISH DIXIT
(MANAGING DIRECTOR)
DIN: 06888132

ANAMIKA ANAND
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DIN: 08229644

Jay Shanker Gupta
(Partner)
Membership No: 059535
Date: 29-05-2026
Place: Kolkata
UDIN : 26310611QGIBUV1426

MEGHA VYAS
COMPANY SECRETARY

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
CIN: L80904BR2014PLC022439
SEGMENT REPORTING FOR THE YEAR ENDED 31ST MARCH, 2026

Annexure to Note J

Amount (Rs. In Lakhs, unless otherwise stated)

Sr. No.	Particulars	For the Year Ended 31.03.2026	For the Year Ended 31.03.2025
		Audited	Audited
1	**Segment Revenue**		
	Drone Parts Sale	-	158.19
	Drone Spray Services	689.71	734.81
	Others	-	7.95
	Unallocated	0.46	8.34
	Total	690.17	909.29
2	**Segment Result**		
	Drone Parts Sale	-	40.18
	Drone Spray Services	123.80	82.83
	Others	-	7.95
	Unallocated	(96.32)	(66.66)
	Total	27.48	64.31
	Profit Before Tax	27.48	64.31
3	**Segment Assets**		
	Drone Parts	150.72	341.91
	Drone Spray Services	10.54	31.47
	Others		
	Unallocated	499.68	269.53
	Total	660.94	642.91
4	**Segment Liabilities**		
	Unallocated	16.54	18.10
	Total	16.54	18.10

The Company has reported segment information as per Accounting Standard 17 "Operating Segments" (AS 17). The identification of operating segments is consistent with performance assessment and resource allocation by the Chief Operating Decision Maker.

Significant accounting policies and Notes on Accounts
Notes form an integral part of the accounts

Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
(Erstwhile Known as Gupta Agarwal & Associates)
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MANISH DIXIT
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Membership No: 059535
Date: 29-05-2026
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UDIN : 26310611QGIBUV1426

MEGHA VYAS
COMPANY SECRETARY

NOTES TO AND FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

CORPORATE INFORMATION

NIKS TECHNOLOGY LIMITED (the Company) is a Limited company domiciled in India and incorporated under the provisions of the Companies Act, 2013. The company is engaged in software development and providing education services and Trading in Drone and Drone parts and Providing related services .

24 SIGNIFICANT ACCOUNTING POLICIES & NOTES :

A Basis Of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP) to comply with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

B Use Of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

C Cash and cash equivalents

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

D Taxes on Income:

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

Deferred Income taxes reflect the impact of timing differences between taxable income and accounting Income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain as the case may be that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

NOTES TO AND FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

E **Property, Plant and Equipment, Tangible Assets**

Property, plant and equipment (PPE), being fixed assets are tangible items held for use or for administrative purposes and are measured at cost less acumulated depreciation ans any accumulated impairment. Cost comprises of the purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs attributable to bringing the asset to the location and condition necessery for it to be capable of operating in the manner intended by the Management. Financing costs relating to acquisition of assets relating to acquisition of assets which take substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use.

Gains or losses arising from derecognition of property, plant & equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is dereconized.

the residual values, useful lives and methods of depreciation of property, plant & equipment are reviewed at each financial year end and adjusted preospectively, if appropriate.

Depreciation

Depreciation on Property, Plant and equipment are provided under Written Down value method as per the useful lives and manner prescribed under schedule II to the Companies Act, 2013. Depreciation is calculated after reclassification of assets.

Intangible Assets

Intangible Assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. During the year the company does not possessed any intangible assets.

F **Current Assets, Loans & Advances**

In the opinion of the Board and to the best of its knowledge and belief the value on realisation of current assets in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet and repayable on demand.

G **Recognition of Income & Expenditure**

Income and expenditure is recognized and accounted for on accrual basis. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue from sale of goods is recognised on transfer of significant risks and rewards of ownership to the customer and when no significant uncertainty exists regarding realisation of the consideration. Sales are recorded net of sales returns, sales tax/VAT, cash and trade discounts.

H **Earning Per Shares**

The Company reports Basic and Diluted earnings per equity share in accordance with the Accounting Standard - 20 on Earning Per Share. In determining earning per share, the Company considers the net profit after tax and includes the post tax effect of any extraordinary/exceptional items. The number of shares used in computing basic earning per share is the weighted avergae number of equity shares outstanding during the period. The numbers of shares used in computing diluted earning per share comprises the weighted average number of equity shares that would have been issued on the conversion of all potential equity shares. Dilutive potential equity shares have been deemed converted as of the beginning of the period, unless issued at a later date.

I **Provision, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

Details of Contingent liability not recognised in financial statement are as follows:
TDS Demand of Rs. 26,112/-.

NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
CIN: L80904BR2014PLC022439

NOTES TO AND FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

J **Segment Reporting**

A. Business Segments:

Based on the guiding principles given in Accounting Standard 17 (AS - 17) on Segment Reporting issued by ICAI, the Company has two reportable Business Segment i.e contractual maintanance work and business of interior work (EPC). The company has started its interior work (EPC) segment during the F.Y. 2022-23 only. Accordingly, the figures appearing in these financial statements relate to the Company's these two Business Segment.refer to Annexure note J.

B. Geographical Segments:

The Company activities / operations are confined to India and as such there is only one geographical segment. Accordingly, the figures appearing in these financial statements relate to the Company's single geographical segment.

Significant accounting policies and Notes on Accounts
Notes form an integral part of the accounts
Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
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NIKS TECHNOLOGY LIMITED
(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)
CIN: L80904BR2014PLC022439
NOTES FORMING PART OF FINANCIAL STATEMENTS

Note: 25

Restated Statement of Accounting Ratio

Amount (Rs. In Lakhs, unless otherwise stated)

Particulars	NOTES	As at 31.03.2026	As at 31.03.2025	% of Variance
Current Assets	[A]	628.52	574.34	
Current Liabilities	[B]	16.54	18.10	
Current Ratio (in times)	**[A / B]**	**38.01**	**31.73**	**19.80%**
Debt	[A]	-	-	
Equity	[B]	644.40	624.03	
Debt - Equity Ratio (in times)	**[A / B]**	**-**	**-**	**0.00%**
Earnings available for debt service	[A]	68.73	73.09	
Debt Service	[B]	0.01	0.74	
Debt - Service Coverage Ratio (in times)	**[A / B]**	**5,891.77**	**98.77**	**5864.90%**
Net Profit after Taxes	[A]	20.38	45.05	
Shareholder's Equity	[B]	644.40	624.03	
Return on Equity Ratio (in %)	**[A / B]**	**3.16%**	**7.22%**	**-56.20%**
Cost of Goods Sold	[A]	565.91	769.98	
Average Inventory	[B]	29.88	3.99	
Inventory Turnover Ratio (in times)	**[A / B]**	**18.94**	**193.21**	**-90.20%**
Net Sales	[A]	689.71	900.95	
Average Trade Receivables	[B]	138.85	191.63	
Trade Receivables Turnover Ratio (in times)	**[A / B]**	**4.97**	**4.70**	**5.65%**
Net Credit Purchase	[A]	59.76	110.04	
Average Trade Payables	[B]	-	37.15	
Trade Payables Turnover Ratio (in times)	**[A / B]**	**-**	**2.96**	**-100.00%**
Net Sales	[A]	689.71	900.95	
Current Assets		628.52	574.34	
Current Liabilities		16.54	18.10	
Average Working Capital	[B]	584.11	456.34	
Net Working Capital Turnover Ratio (in times)	**[A / B]**	**1.18**	**1.97**	**-40.19%**
Net Profit	[A]	20.38	45.05	
Net Sales	[B]	689.71	900.95	
Net Profit Ratio (in %)	**[A / B]**	**2.95%**	**5.00%**	**-40.92%**
Earning Before Interest and Taxes	[A]	27.49	65.05	
Capital Employed	[B]	644.40	624.03	
Return on Capital Employed (in %)	**[A / B]**	**4.27%**	**10.42%**	**-59.08%**
Market Value at the end of the year- Market Value at the beginning of the year	[A]	-54.65	12.25	
Market Value at the beginning of the year	[B]	489.65	477.40	
Return on Investment (in %)	**[A / B]**	**-11.16%**	**2.57%**	**-534.96%**

Notes on ratio:

A) Debt-Service Coverage Ratio is increased by 5864.90% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to decrease in Debt Service in the F.Y. 2025-26

B) Return on Equity Ratio is decreased by 56.20% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to increase in Shareholder's Equity in the F.Y. 2025-26

C) Inventory Turnover Ratio is decreased by 90.20% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to increase in Average Inventory in the F.Y. 2025-26

D) Net Working Capital Turnover Ratio is decreased by 40.19% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to increase in Average Working Capital in the F.Y. 2025-26

E) Net Profit Ratio is decreased by 40.92% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to decrease in Net Sales and Net Profit in the

F) Return on Capital Employed is decreased by 59.08% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to increase in Capital Employed in the F.Y. 2025-26

G) Return on Investment is decreased by 534.96% in F.Y. 2025-26 as compared to F.Y. 2024-25 due to less decrease in Market Value at the end of year in the F.Y. 2025-26

NIKS TECHNOLOGY LIMITED

(FORMERLY NIKS TECHNOLOGY PRIVATE LIMITED)

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2026

SCHEDULE-7

DEPRECIATION AS PER COMPANIES ACT, 2013

PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

Amount (Rs. In Lakhs, unless otherwise stated)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	OPENING BALANCE AS ON 01.04.2025	ADDITION DURING THIS YEAR	DELETION DURING THIS YEAR	CLOSING BALANCE AS ON 31.03.2026	OPENING BALANCE AS ON 01.04.2025	FOR THE YEAR	ADDITION/ DELETION DURING THIS YEAR	CLOSING BALANCE AS ON 31.03.2026	AS ON 31.03.2026	AS ON 01.04.2025
TANGIBLE ASSETS										
ELECTRICAL FITTINGS	6.25	-	-	6.25	5.33	0.24	-	5.57	0.68	0.92
COMPUTER	39.53	1.91	-	41.43	33.75	4.91	-	38.66	2.77	5.78
PRINTER-HP	0.11	-	-	0.11	0.10	-	-	0.10	0.01	0.01
FURNITURE & FIXTURE	9.60	-		9.60	7.26	0.45	-	7.71	1.89	2.34
LED-TV	0.53	-	-	0.53	0.48	0.01	-	0.49	0.05	0.06
AIR CONDITIONER	2.39	-	-	2.39	1.20	0.21		1.41	0.98	1.19
SOFTWARES	18.95	-	-	18.95	17.05	-	-	17.05	1.91	1.91
INVERTER BATTERY	0.74	-		0.74	0.39	0.07	-	0.46	0.28	0.35
MOBILE	1.55	-		1.55	1.37	0.09	-	1.46	0.09	0.18
SOFTWARES (TEST CHECK)	55.84	-	-	55.84	-	35.27	-	35.27	20.57	55.84
TOTAL THIS YEAR	**135.49**	**1.91**	**-**	**137.40**	**66.93**	**41.24**	**-**	**108.17**	**29.23**	**68.56**

NOTE 26

Related Party Transactions

Related Party Disclosure :

a. Relationship :

Director/Key Management Personnel -

	Manish Dixit	Managing Director
	Anamika Anand	Director & CFO
	Keshav Das Sonakiya	Director
	Megha Vyas	Company Secretary
Key Management Personnel's Relatives -	Not Applicable	
M/S VAIMANIKA AEROSPACE		
VED PRABHA AEROSPACE PRIVATE LIMITED		
Group Company -	Not Applicable	

b.Transactions with the related parties :

Amount (Rs. In Lakhs, unless otherwise stated)

Transactions	Key Management Personnel	Associate	KMP's Relatives & Share Holder
Manish Dixit -			
i) Opening Balance	1.11	-	-
ii) Reimbursement During the year	20.69	-	-
iii) Loan Repaid During the year	21.80	-	-
iv) Remuneration Payable	-	-	-
v) Balance Payable	-	-	-
vi) Remuneration as Director	4.00	-	-
Anamika Anand -			
i) Opening Balance	-	-	-
ii) Loan Repayment During the year	45.75		
iii) Loan availed during the year	45.75		
iv) Remuneration payable	-	-	-
v) Balance Payable	-	-	-
vi) Remuneration as Director	0.75	-	-
Megha Vyas-			
Opening Balance	0.40		
Remuneration	5.33		
Remuneration Payable	0.45		
Ved Prabha Aerospace Private Limited -			
i) Opening Balance	135.06		
ii) Sale During The Year	-		
iii) Amount Received during the Year	80.00		
iv) Balance Receivable	55.06		
Vaimanika Aerospace			
i) Opening Balance	35.90		
ii) Advance Paid			
iii) Balance Receivable	35.90		

NOTE 27.

No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

a) Crypto Currency or Virtual Currency

b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

c) Registration of charges or satisfaction with Registrar of Companies

d) Relating to borrowed funds
- i) Wilful defaulter
- ii) Utilisation of borrowed funds & share premium
- iii) Borrowings obtained on the basis of security of current assets
- iv) Discrepancy in utilisation of borrowings
- v) Current maturity of long term borrowings

e) There are no layer of companies, hence no disclosures are required.

f) There is no scheme of arrangement approved in terms of section 230 to 237 of Companies Act, 2013.

g) There are no loans and advances in the nature of loans that are granted to promoters, directors, KMP's and other related parties either severally or jointly with anyother person that are repayable on demand.

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

g) The company has not advanced or loaned or invested funds to anyother person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediaries shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiery) or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficieries

h) The company has not received from any person(s) or entity(ies), including (funding party) with the understanding that the company shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiery) or

(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficieries

NOTE 28. DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

NOTE 29. EARNING AND EXPENDITURE IN FOREIGN CURRENCY

During the year the company has not entered into any foreign curreny transactions

Significant accounting policies and Notes on Accounts

Notes form an integral part of the accounts

Signed in term of our report of even date

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
NIKS TECHNOLOGY LIMITED

For Jay Gupta & Associates
(Erstwhile Known as Gupta Agarwal & Associates)
Chartered Accountants
Firm Registration No. 329001E

MANISH DIXIT
(MANAGING DIRECTOR)
DIN: 06888132

ANAMIKA ANAND
(DIRECTOR) & CFO
DIN: 08229644

Jay Shanker Gupta
(Partner)
Membership No: 059535
Date: 29-05-2026
Place: Kolkata
UDIN : 26310611QGIBUV1426

MEGHA VYAS
COMPANY SECRETARY

NOTES

NIKS TECHNOLOGY LIMITED
REGISTERED OFFICE:
FLAT NO. 501, SHIV LAXMI PLAZA,
OPP RAJENDRA NAGAR TERMINAL,
OLD BYPASS MAIN ROAD,
KANKARBAGH PATNA BIHAR-800020

NOTES

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