RKD AGRI & RETAIL LIMITED

(Formerly known as Himalchuli Food Products Limited)

Reg. Off : 52 Rayfreda Building, Junction Of Mahakali Caves Road & Holy Family Church, Chakala, Andheri East, Mumbai - 400093
Phone: +91-9137650167
Email :himalchulifoodproducts@gmail.com
Website: www.hfpltd.in
CIN: L15400MH1986PLC316001

Date: 04-09-2026

To
The Manager
Department of Corporate Services
BSE Ltd.
Dalal Street, Fort
Mumbai – 400 001

Sub. :- Notice of Annual General Meeting and Annual Report for FY 2025-26

Dear Sir / Madam,

With regards to the captioned subject find enclosed herewith Notice of the Annual General Meeting and Annual Report for the FY 2025-2026 of RKD AGRI AND RETAIL LIMITED to be held on 29-09-2026.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

FOR RKD AGRI AND RETAIL LIMITED

MEENA NILESH SAVLA
Digitally signed by MEENA NILESH SAVLA
Date: 2026.09.04 17:50:04 +05'30'

MEENA NILESH SAVLA
DIRECTOR
DIN: 05354674

Encl: as above

RKD AGRI & RETAIL LIMITED

40TH

ANNUAL REPORT
(2025-2026)

BOARD OF DIRECTORS & KMP

SR. NO	NAME	DESIGNATION	CATEGORY
1	HETAL MUKESH DAVE	Director	Independent
2	NILESH MALSHI SAVLA	CFO	KMP
3	NILESH MALSHI SAVLA	Managing Director	Promoter
4	MEENA NILESH SAVLA	Director	Promoter
5	GHELABHAI BATUKBHAI JOGANI	Company Secretary	KMP
6	ROSHNI RAJENDRA SHEDGE	Director	Independent
7	RAKSHA YADAV	Director	Independent

REGISTERED OFFICE:
RKD AGRI & RETAIL LIMITED
Address: 52, RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH, CHAKALA MIDC, MUMBAI - 400093
Website: www.hfpltd.in
Email: himalchulifoodproducts@gmail.com

AUDITORS:
M/S. MNT AND ASSOCIATES LLP
Chartered Accountants
Regd. Office: Office No-1,A Wing, Vijay Apartment CHS Ltd, LBS Marg,
Near Teen Petrol Pump, Panchpakhadi, Thane (W)-400602.
Tel.:+91(022) 25409898
Mob: +91 98203 51848 / +91 98200 02820 / +91 77383 51848
Email: mnt.llp9@gmail.com

REGISTRAR & SHARE TRANSFER:
PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
Add: Unit No. 9, Shiv Shakti Ind. Estate
Lower Parel (East), Mumbai – 400 011
Tel: 022-31998810 / 022-49614132
Email: support@purvashare.com
Web: www.purvashare.com

ANNUAL GENERAL MEETING:

Day	TUESDAY
Date	29-09-2026
Venue	52, RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH, CHAKALA MIDC, MUMBAI - 400093
Time	11:30 AM

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RKD AGRI & RETAIL LIMITED **(Formerly known as Himalchuli Food Products Limited)**	**Reg. Off : 52 Rayfreda Building, Junction Of Mahakali Caves Road & Holy Family Church, Chakala, Andheri East, Mumbai - 400093** **Phone: +91-9137650167** **Email:himalchulifoodproducts@gmail.com** **Website: www.hfpltd.in** **CIN: L15400MH1986PLC316001**

NOTICE IS HEREBY GIVEN THAT THE 40TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS (MEMBERS) OF RKD AGRI AND RETAIL LIMITED WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY LOCATED AT 52 RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES ROAD & HOLY FAMILY CHURCH, CHAKALA, ANDHERI EAST, MUMBAI - 400093 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2026 and the statement of Profit and Loss Account and Cash Flow Statement for the year ended on that date along with the Reports of Directors' and Auditors' thereon.

2. To appoint a Director in place of **Mr. NILESH SAVLA (DIN: 05354691)** who retires by rotation, and being eligible offers himself for reappointment.

3. **APPOINTMENT OF STATUTORY AUDITOR IN CASUAL VACANCY CAUSED DUE TO RESIGNATION OF THE PREVIOUS STATUTORY AUDITOR**

"**RESOLVED THAT** pursuant to the provisions of Section 139(8), Section 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Board of Directors, **VPH & Associates LLP, Chartered Accountants (Firm Registration No. 126573W/W100703)**, be and is hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. MNT AND ASSOCIATES LLP, Chartered Accountants (Firm Registration No. 124913W),** to hold office from the conclusion of this Annual General Meeting until the conclusion of the 45TH Annual General Meeting of the Company, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise and determine the remuneration of the Statutory Auditors, in consultation with them, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution.

PLACE: MUMBAI

Date: 01st September, 2026

Registered Office:
52 Rayfreda Building,
Junction Of Mahakali Caves Road &
Holy Family Church,
Chakala, Andheri East,
Mumbai - 400093

FOR AND ON BEHALF OF THE BOARD

Sd/-

NILESH SAVLA
(DIN: 05354691)
MANAGING DIRECTOR & CHAIRPERSON

NOTES:

1. A statement giving the relevant details of the Directors under Item No. 2 the accompanying Notice.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
   A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.
4. 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 at the Meeting.
5. Share Transfer Books of the Company will remain closed from 23rd September, 2026 to 29th September, 2026 (both days inclusive) for the purpose of **Annual General Meeting** (AGM) of the Company to be held on 29th September, 2026.
6. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
7. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
8. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
9. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
10. Members who hold shares in physical form are requested to send their e-mail address to the following: himalchulifoodproducts@gmail.com.
11. The Notice of the AGM along with the Annual Report 2025-2026 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar i.e. Purva Sharegistry (I) Pvt Ltd, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Company.
13. E-Voting process
    In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their voting rights at the 40th Annual General Meeting (AGM) by electronic means and the business may be transacted through 'remote e-voting' services provided by Central Depository Services (India) Ltd. (CDSL).

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

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

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

(i) The voting period begins on 26th September, 2026 at 9.00 A.M. and ends on 28th September, 2026 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service

	providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

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

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

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

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

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

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

(ix) Click on the EVSN for the relevant RKD AGRI AND RETAIL LIMITED on which you choose to vote.

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; himalchulifoodproducts@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

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

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

Those persons, who have acquired shares and have become Members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. 22nd September, 2026 shall view the Notice of the 40th AGM on the Company's website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedure as mentioned above or by voting at the AGM.

Ms. Payal Tachak, Proprietress of M/s. Payal Tachak & Associates, a Practicing Company Secretary, has been appointed as a Scrutinizer to scrutinize the remote e-voting and voting process at the AGM in a fair and transparent manner.

ANNEXURE TO ITEM 2 OF THE NOTICE

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting

PARTICULARS	
Name	**NILESH SAVLA**
DIN	05354691
Date of Birth / Age	21-06-1975
Nationality	INDIAN
Qualification	B. PHIL
Brief Resume / Experience AND Expertise in specific functional areas	Mr. Nilesh Malshi Savla is an experienced business professional with extensive experience in the areas of agriculture, sales, marketing and administration. He holds a Bachelor of Philosophy (B.Phil.) degree. He has been associated with various business activities, including agriculture, luggage and printing businesses, and brings valuable experience in business operations, administration and strategic management.
Date of first appointment on the Board	14-11-2017
Terms and conditions of appointment	Liable to retire by rotation
Remuneration proposed	N.A.
Shareholding in the Company	2,49,18,405
Relationship with other Directors / KMP	HUSBAND OF MEENA NILESH SAVLA
Number of Board Meetings attended during the year	5
Directorships in other Companies	RKD BUSINESS PRIVATE LIMITED
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across other Public Companies	NIL
Listed entities from which resigned in the past three years	N.A.

Place: MUMBAI

Date: 01st September, 2026

Registered Office:
52 Rayfreda Building,
Junction Of Mahakali Caves Road &
Holy Family Church,
Chakala, Andheri East,
Mumbai - 400093

FOR AND ON BEHALF OF THE BOARD

Sd/-

NILESH SAVLA
(DIN: 05354691)
MANAGING DIRECTOR & CHAIRPERSON

DIRECTOR'S REPORT

TO,
RKD AGRI AND RETAIL LIMITED
THE MEMBERS,

Your Directors have pleasure in presenting their 40th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2026.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

The financial statements for the year ended 31st March, 2026 have been restated in accordance with Ind AS for comparative information.

Financial Summary as under:

Particular	For the financial year ended 31st March, 2026	For the financial year ended 31st March, 2025
Income	17,945,000	18,264,310
Less: Expenses	26,328,000	19,361,896
Profit/(Loss) before Exceptional & Extraordinary Items and Tax.	**(8,383,000)**	**(1,097,586)**
Exceptional Items	0	0
Profit/(Loss) after Extraordinary Items and Tax	**(8,383,000)**	**(1,097,586)**
Extraordinary Items	0	0
Profit/(Loss) before Tax	**(8,383,000)**	**(1,097,586)**
Less: Provision for tax	0	0
Current Tax	0	0
Deferred Tax	0	0
Profit after Tax	**(8,383,000)**	**(1,097,586)**

2. DIVIDEND :

Considering the present financial status of the Company, your directors do not recommend any dividend for the year under report.

3. RESERVES AND SURPLUS :

The total reserves for the financial year 2025-2026 is Rs. (20,666,508)/-.

4. CHANGE IN SHARE CAPITAL :

There are no Changes in the Capital Structure of the Company.

5. BUSINESS OUTLOOK :

We would like to add that Management is looking forward to an optimistic year 2026-2027 and we appreciate all our stakeholders for their faith in the Company. We are optimistic about the opportunities ahead of us, and we look forward to taking our Company to greater heights and achieving many more successes in the years to come.

6. COMPANY'S PERFORMANCE AFFAIR :

Your Directors are positive about the Company's operations and making best efforts to implement the cost reduction measures to the extent feasible.

7. FIXED DEPOSITS :

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL :

The Company has received declaration from all the Independent Directors of the Company confirming that they meet criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

9. CHANGE IN NATURE OF BUSINESS :

During the year, there has been no change in the nature of business of the Company.

10. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION :

No material changes and commitments, affecting the financial position of the Company occurred between the end of the Financial Year of the Company i.e. 31st March, 2026 and the date of this Directors' Report i.e. **1ST September, 2026** except as mentioned in this Report.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with provisions of the Companies Act, 2013, NILESH SAVLA, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

The Company has received declaration from all the Independent Directors of the Company confirming that they meet criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

12. INDEPENDENT DIRECTOR APPOINTED DURING THE YEAR

There is no Independent Director Appointment during financial year 2025-2026.

Independent Directors' meeting was held on 25-03-2026 for FY 2025-2026.

13. MEETINGS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Four Board Meetings and Four Audit Committee Meetings were convened and held. The details are given as under.

Sr. No.	Date	Sr. No.	Date
Board Meeting		Audit Committee	
1	14-02-2026	1	14-02-2026
2	14-11-2025	2	14-11-2025
3	14-08-2025	3	14-08-2025
4	27-05-2025	4	27-05-2025

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

14. BOARD EVALUATION

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, the performance of its Committees and individual Directors. The evaluation was carried out based on various criteria, including participation and contribution, knowledge, skills, fulfilment of responsibilities, effectiveness and overall performance.

15. COMMITTEES OF THE BOARD

There are currently three committees of the Board, as following:

1) Audit Committee

The composition of the Audit Committee is as under:

Sr. No.	Name	Category	Designation
1	Hetal Dave	Independent Director	Chairman
2	Raksha Yadav	Independent Director	Member
3	Roshni Shedge	Independent Director	Member

2) Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee is as under:

Sr. No.	Name	Category	Designation
1	Hetal Dave	Independent Director	Chairman
2	Raksha Yadav	Independent Director	Member
3	Roshni Shedge	Independent Director	Member

3) Stakeholders Relationship Committee

The composition of the Stakeholders Relationship Committee is as under:

Sr. No.	Name	Category	Designation
1	Hetal Dave	Independent Director	Chairman
2	Raksha Yadav	Independent Director	Member
3	Roshni Shedge	Independent Director	Member

16. REMUNERATION POLICY

The Company has a Nomination and Remuneration Policy formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy lays down the criteria for determining qualifications, positive attributes and independence of Directors and other matters relating to appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy is available on the website of the Company at www.nidhiservicesltd.com.

17. DIRECTOR'S RESPONSIBILITY STATEMENT

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

a) In the preparation of the annual accounts, the applicable accounting standards have been followed.
b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company for the year under review.
c) 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.
d) The directors have prepared the annual accounts on a going concern basis.
e) The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

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

18. AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, the rules framed thereafter and other applicable provisions, the Auditors, **M/s. MNT & Associates**, Chartered Accountants (FRN: 124913W) was Appointed as Statutory Auditor of the Company from 36th Annual General Meeting till the conclusion of 41st Annual General Meeting for FY 2026-2027 of the Company.

However, **M/s. MNT & Associates** tendered their resignation w.e.f. 01-09-2026 due to pre occupation.

VPH & Associates LLP, Chartered Accountants (Firm Registration No. 126573W/W100703) appointed as Statutory Auditors of the Company conclusion of this Annual General Meeting until the conclusion of the 46^{TH} Annual General Meeting of the Company.

19. INTERNAL AUDIT

At the beginning of each financial year, an audit plan is rolled out with approval of the Company's Audit Committee. The Plan is aimed at evaluation of the efficacy and adequacy of internal Control systems and Compliance thereof, robustness of Internal Processes, policies and accounting procedures and Compliance with laws and regulations. Based on the reports of Internal Audit, process owners undertake corrective action in their respective areas. Significant Audit Observations and corrective actions are periodically presented to the Audit Committee of the Board.

20. AUDITORS' REPORT

The Directors are of opinion that the comments in the Auditors report are self-explanatory and do not call for any further explanations.

21. INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS:

The Company has an adequate system of Internal Financial Control Commensurate with its size and scale of operations, procedures and policies, ensuring efficient and orderly conduct of its business, including adherence to the Company's policy, safeguarding of its assets, prevention and detection pf frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial Information.

Based on the assessment carried out by the Management and the evaluation of the results of the assessment, the Board is of the opinion that the Company has adequate Internal Financial Control System that is operating effectively during the year under review.

There are no instances of fraud which necessitates reporting of material mis-statement to the Company's operations.

22. REPORTING FRAUDS

During the year under review, there have been no frauds reported by the Statutory Auditors of the Company under sub-section (12) of Section 143 of the Act.

23. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

During the year under review and till date of this Report, the Company has neither made any application against anyone nor were any proceedings pending against the Company under the Insolvency and Bankruptcy Code, 2016.

24. COMPLIANCE WITH THE MATERNITY BENEFIT ACT 1961

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary systems and HR Policies are in place to uphold the Spirit and letter of Legislation.

25. GENDER-WISE COMPOSITION OF EMPLOYEES

In alignment with the Principles of Diversity, Equity and inclusion (DEI), the Company discloses below the gender composition of its workforce as on the March 31, 2026.

Male Employees: 7
Female Employees: 0
Transgender Employees: NIL

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

26. DOWNSTREAM INVESTMENT

The Company neither have any Foreign Direct Investment (FDI) nor invested as any Downstream Investment in any other Company in India.

27. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Act and Rules made there under, **M/S. PAYAL TACHAK & ASSOCIATES, PRACTICING COMPANY SECRETARIES** had been appointed as Secretarial Auditor of the Company for the Financial Year 2025-2026.

Secretarial Auditor's observation and Management's explanation to the Auditor's observation –

1. Regulation 47 of the SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015,
2. Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014
3. Section 91 of the Companies Act 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 – Publication of Results audited and unaudited in newspaper, E-voting, News Paper Advertisement for Book Closure.

Reply from Management:

For Point Number 1, 2 and 3:

The Company has not been doing that since the financial position of the Company does not allow Board to incur such expenditure keeping in mind that the results are made available for investors and market through Stock Exchange. The Company, on timely basis submits the results to the Exchange to bring the information in public domain.

The report of the Secretarial Auditors is enclosed as **ANNEXURE I** to this report.

28. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS.

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

29. UNSECURED LOAN FROM DIRECTOR

During the year under review, the Company has not accepted any unsecured loan from the Directors or their relatives.

30. COMPANY'S POLICY RELATING TO APPOINTMENT, PAYMENT OF REMUNERATION TO DIRECTORS, AND DISCHARGE OF THEIR DUTIES:

The provisions of Section 178(1) relating to the constitution of the Nomination and Remuneration Committee is applicable to the Company and hence the Company has devised Remuneration policy as required under Section 178 of the Companies Act, 2013 and have uploaded at the website of the Company www.hfpltd.in.

31. DISCLOSURE UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place an anti-sexual harassment policy in line with the requirements of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 ("SH Act"). Internal Complaints Committees have been set up in accordance with the provisions of SH Act at the work place to redress sexual harassment compliant received. All employees (permanent or contractual trainees) are covered under the policy.

No compliant was received from any employees of the Company or otherwise during the financial year 2025-2026 and hence no complaint is outstanding as on 31 March, 2026 for Redressal.

Particulars	No. of Complaints
Complaints received during the year	NIL
Complaints disposed of during the year	NIL
Complaints pending as at the end of the year	NIL

32. COST RECORDS

The provisions relating to maintenance of cost records as specified under Section 148(1) of the Companies Act, 2013 are not applicable to the Company.

33. VIGIL MECHANISM

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company under investors/policy documents/Vigil Mechanism Policy link.

34. RISK MANAGEMENT POLICY

The Company has laid down a well-defined Risk Management Policy. The Board periodically reviews the risk and suggests steps to be taken to control and mitigation the same through a proper defined framework.

35. RELATED PARTY TRANSACTION

In line with the requirements of the Act and the SEBI Listing Regulations, the Company has formulated a Policy on Related Party Transactions.

However, during the year the Company has not entered any new contracts or arrangements with Related Parties in terms of Sec 188 of the Companies Act, 2013. Accordingly, the Disclosure of related Party transactions as required under Section 134(3)(h) of the Act in Form AOC 2 is applicable to the Company for FY 2025-2026.

Details of transactions entered into by the Company, in terms of IND AS 24 have been disclosed in the notes to the Standalone financial Statements forming part of this Report.

36. EXTRACT OF ANNUAL RETURN

The Annual Return for Financial Year 2025-2026 as per provisions of the Act and Rules thereto, is available on the Company's website at www.hfpltd.in.

37. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the company. The code laid down by the Board is known as "code of business conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website.

38. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standards operating procedures. The Company's internal control system is commensurate to the size, scale and complexities of its operations.

39. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Conservation of energy, technology absorption, foreign exchange earnings and outgo are Nil during the year under review.

40. INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

41. LISTING WITH STOCK EXCHANGES

The Company is listed with BSE Ltd.

42. OTHER INFORMATION

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

1. During the year under review, the Company has not made any investments or given guarantee's or provided securities falling under the provisions of Section 186 of the Companies Act, 2013.
2. The Provision of Section 135 of the Act with respect to Corporate Social Responsibility (CSR) is not applicable to the Company, hence, there is no need to develop policy on CSR and take initiative thereon;

3. The Company does not have any subsidiary, joint venture or, associate Company, hence, no need to state anything about the same;
4. The Company has not accepted deposits covered under Chapter V of the Act;
5. No significant material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
6. Since, the Company having paid-up capital less than the threshold provided under Regulation 27 (2) of Listing Regulations, hence, the Company need not required to address Reports on Corporate Governance, certificate/s pertains thereto.
7. There are no employees who are in receipt of salary in excess of the limits prescribed under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
8. The Company is not required to maintain cost records as specified by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013.

43. ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

PLACE: MUMBAI

Date: 01st September, 2026

Registered Office:
52 Rayfreda Building,
Junction Of Mahakali Caves Road &
Holy Family Church,
Chakala, Andheri East,
Mumbai - 400093

FOR AND ON BEHALF OF THE BOARD

Sd/-

NILESH SAVLA
(DIN: 05354691)
MANAGING DIRECTOR & CHAIRPERSON

ANNEXURE - I

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 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,
RKD AGRI AND RETAIL LIMITED
MUMBAI

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RKD AGRI AND RETAIL LIMITED** (hereinafter called **"the Company"**). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **RKD AGRI AND RETAIL LIMITED** ("the company") for the financial year ended March 31, 2026 according to the provisions of:

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

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

   iii. The 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
      c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
      d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
      e) The Securities and Exchange Board of India (Depositories and Participates) Regulations, 2018 and the Regulations and bye-laws framed thereunder;

2. Provisions of the following Regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 were not applicable to the Company under the financial year 2025-2026:

   a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
   b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
   c) 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;
   d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
   e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

3. Provisions of the Foreign Exchange Management Act, 1999 and the rules and Regulations made thereunder to the extent of External Commercial Borrowings were not attracted to the company under the Audit period.

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

Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013.

During the period under review and as per the explanations and the clarifications given to us and the representation made by the Management of the Company, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extend applicable.

1. ***Regulation 47** of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 – Advertisement in News Paper*

***Regulation 47** of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company shall issue a public notice in at least in one English daily newspaper circulating in the whole or substantially the whole of India and in one daily newspaper published in the language of the region, where the registered office of the company is situated for following matters:*

a) Notice of Board meeting of the Board of Directors where financial results shall be discussed.
b) Financial results within 48 hrs of the conclusion of Board or committee meeting at which they were approved.
c) Statements of deviation(s) or variation(s) as specified in sub-regulation (1) of regulation 32 on quarterly basis, after review by audit committee and its explanation in directors report in Annual report;
d) Notices given to shareholders by advertisement.

However, during the period under review, the Company has not complied with the requirements of the aforesaid clause of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

2. *Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014 – News Paper notice for Voting Through Electronic means*

Pursuant to Rule 20 (4) (v) of the Companies (Management and Administration), Rules, 2014 the Company shall cause a public notice by way of an advertisement to be published, immediately on completion of dispatch of notices for the meeting not later than 21 days prior to the date of General Meeting at least once in English newspaper having country wide circulation and once in vernacular language newspaper in principle vernacular language of the District in which company is situated, having wide circulation in the District.

However, during the period under review, the Company has not complied with the requirements of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration), Rules, 2014.

3. *Section 91 of the Companies Act 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 – News Paper Advertisement for Book Closure.*

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014, a Listed Company closing the Register of Members shall give newspaper advertisement for Book Closure at least 7 days prior to the Book Closure in vernacular newspaper in the principle vernacular language of the District and having a wide circulation in the place where registered office of the Company is situated also at least once in English Language in an English Newspaper circulating *in that district and having wide circulation in the place where the Registered office of the Company is situated.*

However, during the period under review, the Company has not complied with the requirement of Section 91 of the Companies Act read with Rule 10 of the Companies (Management and Administration) Rules, 2014.

I 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.

Adequate notice for the Board /Committee Meetings was given to all directors to schedule the Board/Committee 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.

I further report that; as represented by the Company and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has not passed any Special Resolutions which are having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

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

1. Public/Right/Preferential Issue of securities;
2. Redemption/Buy Back of Securities;
3. Merger/Amalgamation etc.;
4. Foreign technical Collaborations

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, Accounting Standards etc. has not been reviewed in this Audit, since the same is subject to review by designated professional/s during the course of statutory financial audit.

I further state that my report of even date is to be read along with **"Annexure – A"** appended hereto.

FOR PAYAL TACHAK & ASSOCIATES
PRACTICING COMPANY SECRETARY
PEER REVIEWD FIRM: 1676/2022

CS PAYAL TACHAK
PROPRIETOR
FCS 13133
CP 15010

PLACE: MUMBAI
DATE: 11-08-2026
UDIN: F013133H001081013

'ANNEXURE A'

TO,
THE MEMBERS,
RKD AGRI AND RETAIL LIMITED
MUMBAI

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

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

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

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

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

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

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

FOR PAYAL TACHAK & ASSOCIATES
PRACTICING COMPANY SECRETARY
PEER REVIEWD FIRM: 1676/2022

CS PAYAL TACHAK
PROPRIETOR
FCS 13133
CP 15010

PLACE: MUMBAI
DATE: 11-08-2026
UDIN: F013133H001081013

ANNEXURE-II

Particulars regarding employees Remuneration {Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016}

PART – A – Disclosure as per Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

SR.NO.	REQUIRMENTS	DISCLOSURE
I	The ratio of remuneration of each director to the median remuneration of the employees for the financial year.	Mr. Nilesh Savla : 0% of the median salary
II	The percentage increase in remuneration of each Director, CFO, CEO, CS in the financial year	Mr. Nilesh Savla: 0% Mr. Nilesh Savla (CFO) : 0% Mr. GHELABHAI BATUKBHAI JOGANI(CS) : 9.09%
III	The percentage increase in the median remuneration of the employees in the financial year.	The median remuneration of the employees in FY 2026 increased by 9.09%
IV	The number of permanent employees on the rolls of the Company	Three Employees as on March 31, 2026
V	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;	There is an overall increase of 9.09% in the managerial remuneration due to increase in responsibilities handled by them.
VI	Affirmation that the remuneration is as per the remuneration policy of the company	We confirm

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The key areas of management discussion and analysis are given below;

INDUSTRY STRUCTURE AND DEVELOPMENTS

Company is under process of major change w.r.t. its business operations. Management of the Company is in new market search for diversification and exploring Business Segment of Agriculture in the year 2025-2026.

Management is in process of finding new markets and business avenues keeping in mind current economic conditions.

FINANCIAL PERFORMANCE

The financial performance of the company for the year under review is discussed in detail in the director's report.

RISK MANAGEMENT:

Your Company has no specific risks other than normal business problems which are explained above.

INTERNAL CONTROLS

There were no changes to our internal control over financial reporting that have materially affected or are reasonably likely to materially affect our internal control over financial reporting during the period covered in this Annual Report

SUBSIDIARIES

Your Company has no subsidiary Companies.

CEO/CFO CERTIFICATION

We hereby certify that:

a) We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2026 and to the best of our knowledge and belief:

   i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.

b) They are, to the best of our knowledge and belief; no transactions entered into by the Company during the year ended 31st March, 2026 are fraudulent, illegal or violate any of the Company's code of conduct.

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

d) We have indicated to the Auditors and the Audit Committee that there are no:

   i) Significant changes in internal control over financial reporting during the year under reference;

   ii) Significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and

   iii) Instances during the year of significant fraud with involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

FOR RKD AGRI AND RETAIL LIMITED

Date: 01-09-2026
Place: MUMBAI

NILESH SAVLA
CHIEF FINANCE OFFICER

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF RKD AGRI & RETAIL LIMITED

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone quarterly financial results of **RKD AGRI & RETAIL LIMITED**, for the quarter ended **31st March, 2026** and the year to date results for the period from **01.04.2025 to 31.03.2026** attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of net profit and other comprehensive income and other financial information for the quarter ended **31st March, 2026** as well as the year to date results for the period from **01.04.2025 to 31.03.2026**.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Results

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

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

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

For M N T AND ASSOCIATES LLP
Chartered Accountants
FRN: W100115

CA Nishit Pravin Tanna
Partner, M No.153147
UDIN: 26153147GGOUUS5076
Date: 28th May, 2026.

ANNEXURE "A" TO THE INDEPENDENT AUDITOR"S REPORT ON THE STANDALONE FINANCIAL STATEMENT OF RKD AGRI & RETAIL LIMITED FOR THE YEAR ENDED 31ST MARCH 2026

In terms of the information and explanations given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

(i) Property, Plant & Equipment and Intangible Assets:

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

b) The Company has maintained proper records showing full particulars of intangible assets.

c) Property, Plant and Equipment have been physically verified by the management at reasonable intervals; any material discrepancies were noticed on such verification and if so, the same have been properly dealt with in the books of account.

d) According to the information and explanation given to us the title deeds of all the immovable properties. (Other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

e) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

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

(ii) Inventory and working capital:

a) The stock of inventory has been physically verified during the year by the Management at reasonable intervals. 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.

(iii) Investments, any guarantee or security or advances or loans given:

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

1. The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year.

2. In our opinion, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;

3. In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have generally been regular as per stipulation.

4. In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

5. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

6. The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(6) is not applicable.

(iv) Loan to directors:

According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.

(v) Deposits:

The company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any relevant provisions of the 2013 act and the rules framed there under to the extent notified.

(vi) Maintenance of Cost Records:

According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vii) Statutory Dues:

a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Duty of Customs, GST, Cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31.03.26 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, GST, excise duty and cess which have not been deposited on account of any dispute.

(viii) Disclosure of Undisclosed Transactions:

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) Loans or Other Borrowings:

a) Based on our audit procedures and according to the information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.

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

e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) Money Raised by IPOs, FPOs:

a) The Company has not raised money by way of initial public offer during the year.

(xi) Fraud:

a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or no fraud by the Company and no material fraud on the Company 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 in Form ADT-4 as prescribed under rule 13 of Companies (Audit an and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

c) No whistle blower complaints were received by the Company during the year.

(xii) Nidhi Company:

The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) Related Party Transactions:

In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) Internal Audit System:

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) Non-cash Transactions:

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

(xvi) Registration under section 45-IA of RBI Act, 1934:

a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) Cash losses:

The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) Resignation of statutory auditors:

M/s. M N T And Associates LLP, Chartered Accountants have been appointed as Statutory Auditors of the company.

(xix) Material uncertainty on meeting liabilities:

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

(xx) Compliance of CSR:

According to the information and explanations given to us and based on our examination of the records of the company, the company has not required to spent amount towards Corporate Social Responsibility (CSR) as per the section 135 of companies' act, 2013, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

For M N T AND ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm Regn.No. W100115

Place: Thane
Date: 28th May, 2026
UDIN: 26153147GGOUUS5076

(NISHIT PRAVIN TANNA)
PARTNER
Membership No. 153147

RKD AGRI & RETAIL LIMITED

Balance Sheet As At 31st March 2026

Particulars	Note No.	As At 31st March 2026	As At 31st March 2025
ASSETS			
(A) Non-Current assets			
(i) Property ,Plant and Equipment	1	15,760,587	5,710,519
(ii) Investment Property		0	0
(iii) Deferred Tax Assets/(Liability)		0	0
(iv) Goodwill		0	0
(v) Financial Assets			
(a) Investments	2	32,595	32,595
(b) Loans and deposits		0	0
(B) Current Assets			
(i) Financial Assets			
(a) Closing stock		30,478,000	24,547,000
(b) Cash and Cash equivalents	3	2,813,849	3,087,341
(c) Sundry Debtors	4	9,177,505	13,598,417
(d) Current Tax Assets (Net)		(337,000)	(152,357)
(e) Loans and deposits	5	3,364,066	3,364,066
(f) Other Current Assets	6	1,880,000	1,403,503
Total Rs.		63,169,602	51,591,084
EQUITY AND LIABILITIES			
Equity			
(i) Equity share capital	7	58,450,000	58,450,000
(ii) Warrant Application Money	8	0	137,500
(iii) Other Equity	9	(20,666,508)	(12,099,070)
(A) Non-Current Liabilities			
(i) Financial Liabilities			
(a) Borrowing	10	22,199,324	6,224,240
(B) Current Liabilities			
(i) Financial Liabilities			
(a) Borrowing		0	0
(b) Trade Payables	11	8,001,902	1,508,601
(c) Short Term Provisions	12	827,000	637,460
(d) Current Tax Liabilities (Net)	13	(5,642,116)	(3,267,646)
Total Rs.		63,169,602	51,591,084

Significant Accounting Policies and Notes on Accounts

For M N T and Associates LLP Chartered Accountants	**For and on behalf of the Board**		
CA Nishit Pravin Tanna	Nilesh Malshi Savla	Meena Nilesh Savla	GHELABHAI BATUKBHAI JOGANI
Partner, Membership No. 153147	Managing Director & CFO	Director	Company Secretary and Compliance Officer
FRN - W100115	DIN : 05354691	DIN : 05354674	
Date : 28-05-2026	Date : 28-05-2026		
Place : Thane	Place : Mumbai		

RKD AGRI & RETAIL LIMITED

Statement of Profit and Loss for the year ended 31st March 2026

Particulars	Note No	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations		17,938,000	18,249,780
Other income	14	7,000	14,530
Total Rs.		**17,945,000**	**18,264,310**
Expenses:			
Purchase of Stock-in-Trade		17,839,000	16,324,114
Changes in Inventory		(5,931,000)	(3,202,000)
Employee benefit expenses	15	1,780,000	1,525,602
Finance Cost	16	658,000	28,226
Other expenses	17	9,768,000	3,632,723
Depreciation	1	2,214,000	1,053,231
Total expenses		**26,328,000**	**19,361,896**
Profit before exceptional items and tax		(8,383,000)	(1,097,586)
Profit before Tax		**(8,383,000)**	**(1,097,586)**
Tax expense:			
(1) Current tax		-	-
(ii) Deferred Tax		-	-
(iii) Excess tax provision for earlier years		-	-
Profit (Loss) for the period		**(8,383,000)**	**(1,097,586)**
Other Comprehensive Income			
A. (i)Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Comprehensive Income for the period		**(8,383,000)**	**(1,097,586)**
Earnings per Equity Share	18		
(1) Basic		(0.14342)	(0.01878)
(2) Diluted		(0.14342)	(0.01878)
Significant Accounting Policies and Notes on Accounts	19		

For M N T and Associates LLP Chartered Accountants	**For and on behalf of the Board**		
CA Nishit Pravin Tanna	Nilesh Malshi Savla	Meena Nilesh Savla	GHELABHAI BATUKBHAI JOGANI
Partner, Membership No. 153147	Managing Director & CFO	Director	Company Secretary and Compliance Officer
FRN - W100115	DIN : 05354691	DIN : 05354674	
Date : 28-05-2026	Date : 28-05-2026		
Place : Thane	Place : Mumbai		

RKD AGRI & RETAIL LIMITED		
Cash Flow Statement for the year ended 31 March 2026		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Profit before Taxation	(8,383,000)	(1,097,586)
Add: Deferred Tax	-	-
Add : Adjustments in R/s	-	-
Add: Depreciation	2,214,000	1,053,231
Add: Finance Cost	658,000	28,226
Less : Interest / Other Income	(7,000)	(14,530)
Operating profit before working capital changes	(5,518,000)	(30,759)
Increase /(Decrease) in Current Liabilities	1,714,000	(840,314)
(Increase) / Decrease in Sundry Debtors	4,420,000	160,606
(Increase) / Decrease in Loans & Advances (Operating Assets)	-	-
(Increase)/ Decrease in Other Assets	(476,000)	(989,174)
(Increase)/ Decrease in Inventory	(5,931,000)	(3,202,000)
Less : Income Tax paid	-	-
Cash generated from operations (A)	(5,791,000)	(4,901,641)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets (net)	(12,264,481)	(1,964,767)
Redemption of Investment	-	-
Net cash from investing activities (B)	**(12,264,481)**	**(1,964,767)**
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Share Capital / Warrants	(137,500)	9,549,798
Increase / (Decrease) in unsecured loans / Borrowings	10,344,611	(2,178,700)
Finance Cost paid	(658,000)	(28,226)
Net cash from financing activities (C)	**9,549,111**	**7,342,872**
Net Increase in Cash & Cash Equivalents (A+B+C)	**(2,736,370)**	**476,464**
Opening Balance - Cash & Cash Equivalents	3,087,341	2,596,249
Closing Balance - Cash & Cash Equivalents	**2,813,687**	**3,087,341**

For M N T and Associates LLP **Chartered Accountants**	**For and on behalf of the Board**		
CA Nishit Pravin Tanna	**Nilesh Malshi Savla**	**Meena Nilesh Savla**	**GHELABHAI BATUKBHAI JOGANI**
Partner, Membership No. 153147	**Managing Director & CFO**	**Director**	**Company Secretary and Compliance Officer**
FRN - W100115	**DIN : 05354691**	**DIN : 05354674**	
Date : 28-05-2026	**Date : 28-05-2026**		
Place : Thane	**Place : Mumbai**		

Note No. 1								
TANGIBLE ASSETS								
PARTICULARS	**GROSS BLOCK**			**DEPRECIATION**			**NET BLOCK**	
	AS AT 1.4.2025	**ADDITIONS DURING THE YEAR**	**TOTAL**	**AS AT 1.4.2025**	**FOR THE YEAR**	**UP TO 31.03.2026**	**AS AT 31.3.2026**	**AS AT 31.3.2025**
Block 0%	1,077,520	-	1,077,520	-	-	-	1,077,520	1,077,520
Block 10%	3,652,834	8,000,000	11,652,834	1,363,910	800,000	2,163,910	9,488,924	2,288,924
Block 15%	4,000,145	4,000,000	8,000,145	1,727,016	1,299,556	3,026,572	4,973,573	2,273,129
Block 40%	161,211	59,359	220,570	90,265	114,254	204,519	220,570	70,946
Total Rs.	**8,891,710**	**12,264,512**	**21,156,222**	**3,181,191**	**2,213,810**	**5,395,191**	**15,760,587**	**5,710,519**

2. INVESTMENTS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
QUOTED :- Non Trade Investments (at cost Fully paid)		
236 Eq. (P.Y.236) Reliance Power Ltd.	5,915	5,915
100 Eq. (P.Y.100) Apple Finance. Ltd.	4,500	4,500
Total Rs.	10,415	10,415
UN-QUOTED :- Non Trade Investments (at cost Fully paid)		
1000 Eq.(P.Y.1000) Magna Industries & Export Ltd.	10,000	10,000
300 Eq.(P.Y.300) Champion Cement Industries Ltd.	3,000	3,000
100 Eq. (P.Y.100) Garden Cotton & Yarn Ltd.	3,000	3,000
50 Eq. (P.Y.50) Essar Oil Ltd.	4,120	4,120
50 Deb. Part-B (P.Y. 50) Essar Oil Ltd.	2,060	2,060
Total Rs.	22,180	22,180
Total Rs. (Quoted and Un-quoted)	32,595	32,595
3. CASH AND CASH EQUIVALENTS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash on hand:		
In Indian Rupees	2,700,520	2,804,500
Bank balance :		
In Current Account - In India	113,328	282,841
Total Rs.	2,813,849	3,087,341
4. SUNDRY DEBTORS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Trade Receivables (considered good)	9,177,505	13,598,417
Total Rs.	9,177,505	13,598,417
Note: Detailed party-wise break-up is maintained in the books of account. Closing balance reduced significantly indicating better recovery.		
5. LOANS AND DEPOSITS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Loans and advances :		
Deposits	30,066	30,066

Magnum Steel Loan	784,000	784,000
Loans & Advances	2,550,000	2,550,000
Total Rs.	3,364,066	3,364,066
6. OTHER CURRENT ASSETS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
New Patil Saw Mill Shop Deposit	1,650,000	1,100,000
Shop Rent Deposit - Nilesh Savla	200,000	200,000
Prepaid Expenses	0	12,930
Bank Hold Money	30,000	30,000
TCS Receivable	0	25,026
Income Tax Refund / Other	0	35,547
Total Rs.	1,880,000	1,403,503

7 & 8. EQUITY SHARE CAPITAL		
AUTHORISED		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
70,000,000 (Previous Year : 70,000,000) Equity Shares of Rs. 1/- each	70,000,000	70,000,000
Issued , subscribed and paid up		
58,450,000 (Previous Year : 58,450,000) Equity Shares of Rs. 1/- each	58,450,000	58,450,000
Warrant Application Money	137,500	137,500
Total Rs.	58,587,500	58,587,500
Details of share holder holding more than 5% shares		
Nilesh Malshi Savla	24918405 (42.63%)	24918405 (42.63%)
Meena Nilesh Savla	16736310 (28.63%)	16736310 (28.63%)

(a) Terms/rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 1 per share. Each holder of equity shares is entitled to one vote per share.

(b) Reconciliation of the Shares outstanding at the beginning and at the end of reporting period are as below:

Equity shares outstanding at the beginning of the year	58,450,000	45,625,000
Equity shares issued during the year	0	12,825,000
Equity shares outstanding at the end of the year	58,450,000	58,450,000

9. Reserves and Surplus					
Particulars	**Investment Allowance Utilization A/c**	**General Reserve**	**Retained Earning**	**Capital Reserve**	**Total Reserves and Surplus**
As on 01/04/2025	600,000	939,456	(14,170,906)	532,380	(12,099,070)
Profit / (Loss) for the year	-	-	(8,383,000)	-	(8,383,000)
Other adjustments	-	-	(46,930)	-	(184,438)
As at 31/03/2026	**600,000**	**939,456**	**(22,600,836)**	**532,380**	**(20,666,508)**

10. BORROWINGS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Advance Received from Directors		
1. Advance Received from Meena Savla	4,500,000	1,454,571
2. Advance Received from Nilesh Savla	12,068,851	4,769,669
3. Unsecured Loan - Cholamandalam	5,630,473	0
Total Rs.	22,199,324	6,224,240
11. TRADE PAYABLES		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Trade Payables (for goods and services)	8,001,902	1,508,601
Total Rs.	8,001,902	1,508,601
Note: Detailed party-wise list is maintained in the books. Significant increase due to higher purchases and inventory build-up.		
12. CURRENT LIABILITIES / SHORT TERM PROVISIONS		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Salary Payable	55,000	48,000
Other Payable	700,000	551,960
Director Remuneration Payable	72,000	37,500
Total Rs.	827,000	637,460
13. Current Tax Liabilities (Net)		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
TDS	499,976	117,524
GST (Net)	(6,279,289)	(3,385,270)
PTRC / Others	100	100
Total Rs.	(5,779,213)	(3,267,646)
14. OTHER INCOME		
Particulars	**For the Year ended 31.3.2026**	**For the Year ended 31.3.2025**
Discount Received / Miscellaneous Income	7,905	14,530
Total Rs.	**7,905**	**14,530**
15. EMPLOYEE BENEFIT EXPENSES		
Particulars	**For the Year ended 31.3.2026**	**For the Year ended 31.3.2025**
Salary	1,620,000	1,391,200
Staff Welfare	160,173	134,402
Total Rs.	1,780,173	1,525,602

16. FINANCE COST		
Particulars	**For the Year ended 31.3.2026**	**For the Year ended 31.3.2025**
Bank Charges	15,162	3,287
Interest on OD/CC / Loans	620,000	0
Interest on TDS / Others	23,000	24,939
Total Rs.	658,162	28,226

17. OTHER EXPENSES		
Particulars	**For the Year ended 31.3.2026**	**For the Year ended 31.3.2025**
Agriculture Expenses	52,000	419,323
Director Remuneration	162,000	94,500
Advertisement Expense	845,041	234,760
Electricity Charges	460,043	283,614
Shop Rent	6,015,000	840,000
Professional Fees / Consultancy	432,168	493,880
BSE Listing / NSDL / Custody Fees	370,481	548,500
Travelling & Conveyance	255,883	142,927
Labour Charges	3,650	169,113
Repairs & Maintenance	0	39,290
Printing & Stationery	0	48,010
Audit Fees	0	120,000
Other Miscellaneous Expenses	1,172,341	198,806
Total Rs.	9,768,607	3,632,723

Note: Significant increase in Other Expenses is primarily due to higher operational and administrative costs during the year.

18. EARNINGS PER SHARE		
Particulars	**31.03.2026**	**31.03.2025**
Opening equity shares (Nos.)	58,450,000	45,625,000
Equity shares issued during the year (Nos.)	0	12,825,000
Closing equity shares (Nos.)	58,450,000	58,450,000
Weighted average number of equity shares used as denominator for basic earnings (Nos.)	58,450,000	58,450,000
Net profit after tax used as numerator (Amount in Rs.)	(8,383,000)	(1,097,586)
Basic earnings per Share (Amount in Rs.)	(0.14342)	(0.01878)
Diluted earnings per Share (Amount in Rs.)	(0.14342)	(0.01878)
Face value per share (Amount in Rs.)	1	1

Notes Forming part of the financial statement for the year ended 31st March 2026

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1. Company Information

RKD AGRI & RETAIL LIMITED ("the Company") is a public limited Company domiciled in India. The registered office of the Company is at 52 Rayfreda Building, Junction Of Mahakali Caves Road & Holy Family Church, Chakala, Andheri East, Mumbai - 400093. The Company was incorporated on 30th April 1986. The Company is engaged in the "Retail and wholesale trade of Printing & stationery, Bags and in Agriculture & Allied Activities." The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) in India.

2. Summary of Significant Accounting Policies

(A) Basis of Preparation of Financial Statements:

The standalone financial statements have been prepared to comply, in all material aspects, with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the Companies Act, 2013. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements have been prepared on going concern basis under the historical cost convention. The Company's functional and presentation currency is Indian Rupee.

(B) Property, Plant and Equipment:

All plant and equipment are shown at cost (net of adjustable taxes) less accumulated depreciation. The cost of an asset comprises of its purchase price, non-refundable / adjustable purchase taxes and any cost directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management. Depreciation is provided as per the useful lives prescribed under Schedule II to the Companies Act, 2013 on Written Down Value method.

(C) Borrowing Costs:

Borrowing costs are charged to Statement of Profit and Loss except to the extent attributable to acquisition /construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

(D) Inventories:

Inventories are valued at lower of cost and net realizable value. Cost is determined on a First in First out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(E) Revenue Recognition:

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. Sale of Goods: Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. GST collected on behalf of the government is excluded from revenue.

(F) Employee Benefits:

All employee benefits payable wholly within 12 months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus are recognised during the period in which the employee renders related service.

(G) Taxation:

Income tax expense comprises of current tax expense and the net change in the deferred tax asset or liability during the year. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised.

(H) Segment Reporting:

Ind AS – 108 relating to “Operating Segment” is applicable to the Company. The Company operates primarily in a single reportable business segment.

(I) Earning per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

(J) Provisions:
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made.
(K) Cash Flow Statement:
Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

For M N T and Associates LLP **Chartered Accountants**	**For and on behalf of the Board**		
CA Nishit Pravin Tanna	**Nilesh Malshi Savla**	**Meena Nilesh Savla**	**GHELABHAI BATUKBHAI JOGANI**
Partner, Membership No. 153147	**Managing Director & CFO**	**Director**	**Company Secretary and Compliance Officer**
FRN - W100115	**DIN : 05354691**	**DIN : 05354674**	
Date : 28-05-2026 **Place : Thane**	**Date : 28-05-2026** **Place : Mumbai**		

Form No. MGT-11
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

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

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 40th Annual General Meeting of the company, to be held on **29th SEPTEMBER, 2026 at 11.30 AM.** at: **52, RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH, CHAKALA MIDC, MUMBAI – 400093** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

SL. NO.	RESOLUTION(S)	VOTE	
		FOR	AGAINST
ORDINARY BUSINESS WITH ORDINARY RESOLUTION			
1.	**ADOPTION OF STATEMENT OF PROFIT & LOSS, BALANCE SHEET, REPORT OF DIRECTOR'S AND AUDITOR'S FOR THE FINANCIAL YEAR 31ST MARCH, 2026**		
2.	**RE-APPOINTMENT OF A DIRECTOR IN PLACE OF NILESH SAVLA WHO RETIRES BY ROTATION, AND BEING ELIGIBLE OFFERS HIMSELF FOR REAPPOINTMENT.**		
3.	**APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY**		

* Applicable for investors holding shares in Electronic form.

Signed this ____day of ____20____

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder across Revenue Stamp

Note: 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) The proxy need not be a member of the company.

RKD AGRI AND RETAIL LIMITED
Registered Office: 5/19-B, Roop Nagar, Delhi – 110 007
CIN: L65999DL1984PLC018077

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the hall

I, hereby record my attendance at the Annual General Meeting of the members of 40th Annual General Meeting of the company, to be held on **29th SEPTEMBER, 2026 at 11.30 AM.** at: **52, RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH, CHAKALA MIDC, MUMBAI – 400093**

DP ID :		CLIENT ID :	
NAME AND ADDRESS OF SHAREHOLDER (IN BLOCK CAPITALS)			FOLIO NO.

SIGNATURE OF THE SHARE HOLDER OR PROXY: ____________________

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EVSN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

Note:
E-voting period: 26th September, 2026 at 9.00 am IST & ends on 28th September, 2026 at 05.00 pm IST.

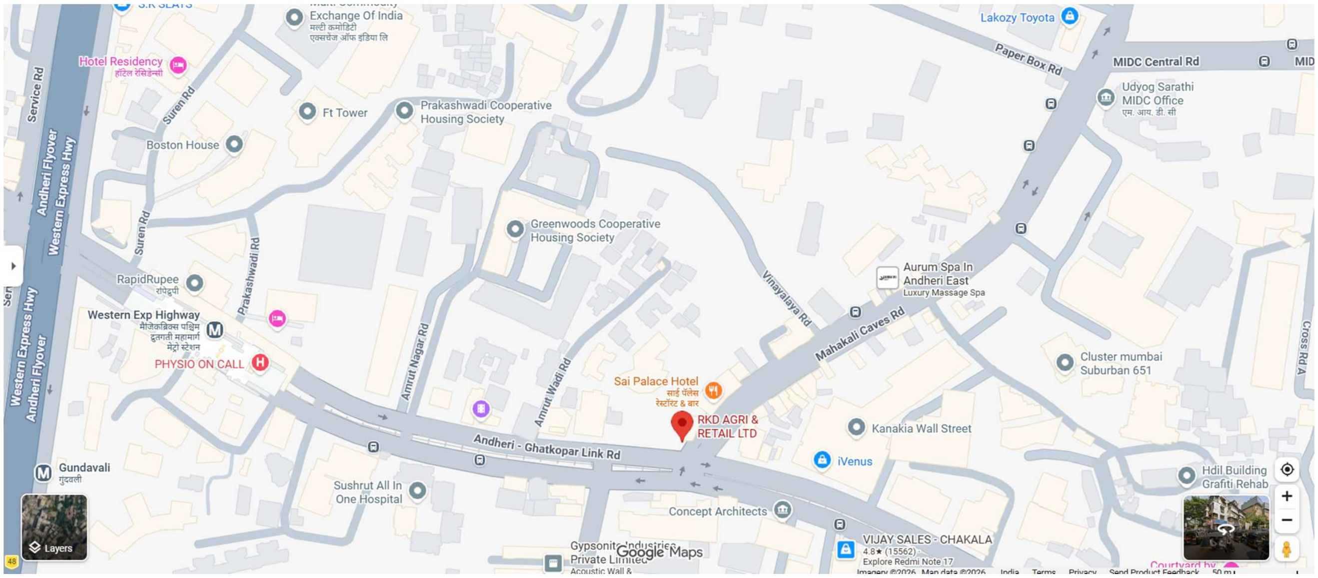
If you have any query regarding e-voting Password/PIN, please contact at helpdesk.evoting@cdslindia.com

(Member's /Proxy's Signature)

ROUTE MAP FOR THE VENUE OF THE 40th ANNUAL GENERAL MEETING

52, RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH,

CHAKALA MIDC, MUMBAI – 400093



BOOK POST

RKD AGRI AND RETAIL LIMITED
52, RAYFREDA BUILDING,
JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH,
CHAKALA MIDC, MUMBAI – 400093