

B & B REALTY LIMITED

CIN : L74140KA1983PLC065632

No.17, 4TH Floor, Shah Sultan complex, Ali Asker Road, Bangalore-560 052

Telephone: 080-22203274, email: compliance@bbri.in Web: www.bbri.in

Date: 5th September 2026

To,

Department of Corporate Services
Bombay Stock Exchange Ltd.
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Email id: corp.relations@bseindia.com

Scrip Code: 506971

Subject: Annual Report 2025-26 of B&B Realty Limited

Ref: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam

Pursuant to provisions of Regulation 34(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, enclosed herewith is the Annual Report of the Company for the Financial Year 2025-26.

We also have submitted the Notice convening 43rd Annual General Meeting of the members of the Company, scheduled to be held on Monday, 28th September 2026 at 12.00 p.m. through Video Conferencing ('VC')/ Other-Audio Visual Mode ('OAVM').

This is for your information and records

Thanking you,

Yours faithfully,

For **B & B Realty Limited**

Vinita Sharma
Company Secretary
M.No.: A43895



43RD ANNUAL REPORT
2025-26



BOARD OF DIRECTORS

Mr Bharat Kumar Bhandari	Chairman, Managing Director
Mr Gaurav Kumar Bhandari	Executive Director
Mrs Rubina Bhandari	Woman Director
Mr Anil Pujar	Independent Director
Mr Kamma Narayana	Independent Director

STATUTORY AUDITORS

M/s. S R P C & CO LLP,

Chartered Accountant,
No. 3/A, 2nd floor, Umang, Mahanta Layout,
Behind Shanti Sagar Hotel, Bull Temple
Cross Road, Bengaluru-560019

M/s A C M B & CO.

Chartered Accountant,
406, Pushpanjali Apartment, 1st Main,
1st Cross, Chamrajpet Royan Circle
Near Canara Bank, Bengaluru-560018
(w.e.f. 10th August, 2026)

SECRETARIAL AUDITOR

VIKRAM RAJ & ASSOCIATES

Address: No. 1063/71A, F-3A, 2nd Main,
8th Cross, Vidyananyapuram,
Mysuru- 570008 Karnataka.

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Vinita Sharma

BANKERS

City Union Bank
IDFC First Bank

Company Listed At

BSE Limited
Script Code: 506971

REGISTRAR AND SHARE TRANSFER AGENT

Maheshwari Datamatics Pvt. Ltd.

23, R. N. Mukherjee Road, 5th Floor,
Kolkata- 700001

REGISTERED OFFICE

No. 17, 4TH Floor, Shah Sultan Complex,
Ali Asker Road, Bangalore- 560052
Email Id: compliance@bbri.in Website: www.bbri.in

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NOTICE

TO ALL THE MEMBERS OF **B & B REALTY LIMITED**

NOTICE IS HEREBY given that **43rd** Annual General Meeting of the Shareholders of B & B Realty Limited is going to be held on **Monday, 28th September 2026 at 12.00 p.m.** through Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited Standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and the Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the audited Standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. To appoint a director in place of Mr Gaurav Kumar Bhandari (DIN 01339056), who retires by rotation and, being eligible, seeks re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr Gaurav Kumar Bhandari (DIN 01339056), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

3. **Appointment of M/s A C M B & Co., Chartered Accountant, as the Statutory Auditors of the Company.**

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

“RESOLVED THAT pursuant to provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for the appointment of M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777) (“the Firm”), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s S R P C & CO LLP, Chartered Accountant, (Firm Registration No. S000118) to hold the office for a period of five (5) consecutive the Financial Year from 2026-2027 to the Financial Year 2030-2031, at a remuneration as may be mutually agreed between the Board of Directors /Audit Committee and the Statutory Auditors.

RESOLVED FURTHER THAT the approval of the members be and is hereby accorded to the Board of Directors and/or Audit Committee to finalize and revise, as may be necessary, the terms and conditions of appointment, including remuneration, and to engage the Statutory Auditors for any other services, reports, certifications, or opinions, to the extent permissible under the Companies Act, 2013, SEBI Regulations, other applicable statutory or regulatory provisions, and the relevant Accounting and Auditing Standards issued by ICAI.

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

Date: 4th September 2026

Place: Bengaluru

**By Order of the Board of Directors of
B&B Realty Limited**

**Bharat Kumar Bhandari
Managing Director
DIN: 01125148**

Regd Off: No.17, 4TH Floor, Shah Sultan complex, Ali Asker Road, Bangalore-560 052

Telephone: 080-22203274, Email: compliance@bbri.in Web: www.bbri.in

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item Nos. 2 & 3 of the Notice, is annexed hereto. Further, the details as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment/re-appointment at this Annual General Meeting is annexed hereto.
2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.bbri.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e.

BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
9. Ministry of Corporate Affairs vide its circular dated 5th May 2020 has exempted companies from sending Annual Reports in physical mode. Accordingly, an electronic copy of the Annual Report is being sent to all the Members holding shares in dematerialised form and whose e-mail addresses are available with the Depository Participant(s) as well as to the Members holding shares in physical mode whose e-mail addresses are registered with the Company/ RTA for communication purposes. Procedure for obtaining the Annual Report, AGM notice as well as the as electronic voting(e-voting) instructions for Members whose e-mail addresses are not registered with the Depositories or with RTA is provided herein and also available on the websites of the Company. Physical copy of the Report shall be sent only to those members who request for the same. The report is also available on the Company's website www.bbri.in , website of the Stock Exchange i.e BSE Limited at www.bseindia.com.

Members holding shares in electronic form who have registered/ not registered their e- mail address, mobile number, address and bank details may please contact and validate/ update their details with the Depository Participant.

10. The remote e-voting period begins on **Friday, September 25th, 2026, 9:00 a.m. and ends on Sunday, September 27th, 2026 at 5:00 p.m.** The remote e-voting module shall be disabled by NSDL for voting thereafter. E-voting shall also be made available during the AGM and Members attending the AGM who have not cast their vote through remote e-voting shall be eligible to vote at the AGM. Members who have cast their vote through remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again. The Members, whose names appear in the Register of Members as on the record date (cut-off date) i.e. **Monday, September 21, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution is cast by the Members, the Members shall not be allowed to change it subsequently or cast vote again.
11. The Board of Directors has appointed Mr. Vikram Raj G A, Practicing Company Secretaries, as the Scrutinizer to scrutinize e-voting process in a fair and transparent manner.
12. The Scrutinizer, after scrutinizing the votes cast through e-voting will prepare a Scrutinizers report after conclusion of the voting period, and submit the same to the Chairman of the Company or any person authorized by him, not later than two working days from the conclusion of e-voting process.
13. The declared results along with the report of Scrutinizer shall be intimated to Exchange i.e. BSE, where the shares of the Company are listed and will be uploaded on the BSE website accordingly. Additionally, the results will also be uploaded on the Company's website at www.bbri.in

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is

	launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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. - 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 5. Upon confirmation, the message “Vote cast successfully” will be displayed.
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6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.vikramraj@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@bbrl.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@bbrl.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@bbrl.in. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance till 24th September 2026, mentioning their name, demat account number/folio number, email id, mobile number at compliance@bbrl.in

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF ORDINARY BUSINESS SET OUT IN THE NOTICE.

ITEM NO. 2

Details of Director seeking appointment / re-appointment at the Annual General Meeting Pursuant to the Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Revised Secretarial standard on General Meeting issued by the Institute of Company Secretaries of India

Name of the Director	GAURAV KUMAR BHANDARI
DOB:	13-12-1980
DIN:	01339056
Qualification	Bachelor's degree in Economics and Finance
Directorship held in other public companies (excluding Private companies and foreign companies)	-
Memberships/ Chairmanships of the committees in other public companies	-
Shareholding of whole time Director	10,04,800
Relationship between Directors inter-se	Brother of Managing Director

ITEM NO. 3

To appoint M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777), as statutory auditors of the Company and fix their remuneration:

M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777) ("the Firm"), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. S R P C & Co LLP, Chartered Accountants, (Registration No. S000118) to hold the office for a term of 5(five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the calendar year 2031

In Accordance with the provisions of the Companies Act, 2013 ("The Act"), M/s. S R P C & Co LLP, Chartered Accountants, (Registration No. S000118) were appointed as the Statutory Auditors of the Company at the 42nd AGM of the Company held on September 29, 2025 to hold the office till the conclusion of 47th AGM of the Company. M/s. S R P C & Co LLP, Chartered Accountants, had tendered their resignation as the Statutory Auditors of the Company vide letter dated August 9, 2026.

Based on the recommendations of the Audit Committee for appointment, remuneration and terms of appointment of the Statutory Auditors of the Company, the Board at its meeting held on August 10, 2026 appointed M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777) ("the Firm") as Statutory Auditors of the Company to fill the casual vacancy in the office of an auditor on such remuneration as may be agreed upon by the Board of Directors and the Auditors.

M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777) ("the Firm"), have provided their consent and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and it is not disqualified to be appointed as statutory auditor in terms of the provisions of Section 139(1) and 141(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777), is a multi-disciplinary firm offering end-to-end professional services. Their core areas of work include audit and assurance, direct and indirect tax compliance and consultancy, accounting and bookkeeping, startup advisory, capital restructuring, and MSME consultancy. They assist their clients in managing statutory audits, internal audits, tax planning, GST compliance, investment structuring, and regulatory filings. The firm caters to a diverse client base across industries such as construction, manufacturing, banking, IT, and textiles. With a focus on quality, efficiency, and confidentiality, they deliver tailored solutions through a competent and committed team of professionals. The firm holds Peer Review Certificate bearing No.: 025777 issued by the Peer Review Board of the Institute of Chartered Accountants of India which is valid till 30th November 2027.

**By Order of the Board of Directors of
B&B Realty Limited**

Date: 4th September 2026

Place: Bengaluru

**Managing Director
DIN: 01125148**

BOARD'S REPORT

The Shareholders,

Your directors have pleasure in presenting the Annual Report together with the Audited Statement of the Accounts for the financial year ended on 31st March 2026.

➤ **COMPANY PERFORMANCE OVERVIEW**

The Company's financial performance, for the financial year ended March 31, 2026 and its comparison with previous year is summarized below:

(Rs in Lakhs)		
Particulars	FY 2025-26	FY 2024-25
Total Revenue	41.45	132.57
Total Expenditure	85.70	86.15
Profit before Exceptional and Extraordinary Items and Tax	(44.25)	46.42
Less Exceptional Items	0	0
Less: Extraordinary Items	0	0
Profit or (Loss) before Tax	(44.25)	46.42
Less: Current Tax	0	0
Less: Deferred Tax	0	0
Profit or (Loss) after Tax	(44.25)	46.42

➤ **BUSINESS OVERVIEW /PROSPECTS /NATURE OF BUSINESS:**

The Company is engaged in the activities of Real Estate Development. There was no change in nature of the business of the Company, during the year under review.

➤ **SHARE CAPITAL**

As on 31st March 2026, the authorized capital of the company stands at Rs. 15,00,00,000/- divided into 150,00,000 equity shares of Rs.10/- each.

The Issued, Subscribed and Paid-Up Capital of the company at Rs 14,85,90,000/- divided into 14,85,9000 equity shares of Rs.10/- each.

During the year under review, there has been no change in the authorized, issued, subscribed, or paid-up share capital of the Company.

- **Buy Back of Shares:** The Company has not bought back any of his securities during the year under review.
- **Issue of equity shares with differential rights:** Company has not issued equity shares with differential rights for the financial year 2025-26 and therefore details as provided in rule 4(4) of Companies (Share Capital and Debentures) Rules, 2014 is not applicable on the company.
- **Sweat Equity:** Company has not issued sweat equity shares for the financial year 2025-26 and therefore details as provided in rule 8 (13) of Companies (Share Capital and Debentures) Rules, 2014 is not applicable on the Company.

- **Employees Stock Option:** Company has not issued employee stock option for the financial year 2025-26 and therefore details as provided in rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014 is not applicable on the Company.
- **Bonus Shares:** No Bonus shares were issued during the year under review.

➤ **MATERIAL CHANGES AND COMMITMENTS:**

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

➤ **RESERVES**

The Board of Directors of the Company, has decided not to transfer any amount to the Reserves for the year under review.

➤ **DIVIDEND**

In view of the loss incurred by the Company during the financial year under review, the Board of Directors does not recommend any dividend for the financial year ended March 31, 2026.

➤ **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:**

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

➤ **SUBSIDIARY COMPANIES**

The Company has nil Subsidiaries

➤ **DIRECTORS**

In accordance with the provisions of the Companies Act 2013 and the Articles of Association of the Company, Mr Gaurav Kumar Bhandari, Director retires by rotation at the forthcoming Annual General Meeting and expresses his desire to be reappointed.

His appointment has been taken as point 2 of the Notice annexed with this Annual Report.

➤ **BOARD EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, Board Committee and Individual Director, pursuant to the provisions of the Act and the SEBI Listing Regulations, a structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Director was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

➤ **DIRECTOR'S RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, the Board to the best of its knowledge and belief according to the information and explanation obtained by it confirm that:

- In the preparation of the annual accounts for the year ended 31st March 2026, applicable accounting standards have been followed and there have been no material departures thereof;
- They have selected appropriate accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profits of the Company for that period;
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The annual accounts have been prepared on a going concern basis;
- Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

➤ **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Nomination and Remuneration Committee ('NRC') works with the Board to determine the appropriate characteristics, skills and experience for the Board as a whole as well as for its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. Characteristics expected of all Directors include independence, integrity, high personal and professional ethics, sound business judgement, ability to participate constructively in deliberations and Directors and its Committees on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc.

➤ **STATEMENT ON DECLARATION FROM INDEPENDENT DIRECTORS:**

The Company has received necessary declarations from all Independent Directors of the Company in accordance with the provisions of Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

➤ **DETAILS OF FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:**

Pursuant to Regulation 25(7) of the SEBI (LODR) Regulations, 2015, the Company conducts familiarization programme for its directors from time to time. The familiarization programme ensures that the non-executive directors are updated on the business and regulatory environment and the overall operations of the Company. This enables the non-executive directors to make better informed decisions in the interest of the Company and its stakeholders.

The details of the familiarization program of the independent directors are available on the website of the Company at the web link: www.bbrl.in.

➤ **KEY MANAGERIAL PERSONNEL**

Mr Bharat Bhandari, Managing Director and CFO and Mrs Vinita Sharma, Company Secretary are the Key Managerial Personnel of the Company as per the Section 203 of the Companies Act, 2013.

➤ **BOARD MEETINGS**

The Board met Five (5) times during the FY 2025-26 the details of which are given in the Corporate Governance Report forming part of the Annual Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Information on the Audit Committee, Nomination and Remuneration Committee ("NRC"), Stakeholders Relationship Committee and meetings of those Committees held during the year are given in the Corporate Governance Report.

Further, 42nd Annual General Meeting of the Company for financial year 2024-25 was held on 29th September, 2025 and no Extra Ordinary General Meeting of the Company was held during the financial year 2025-26.

➤ **COMMITTEES OF THE BOARD**

In compliance with the provisions of Sections 177 and 178 of the Companies Act 2013, the Board has constituted Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The details of the composition of the Committees, their meeting and attendance of the members are given in the Corporate Governance Report forming an integral part of this Report

➤ **STATUTORY AUDITORS AND AUDITORS' REPORT**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, S R P C & CO LLP, Chartered Accountant, (FRN: S000118) were re-appointed as the Statutory Auditors of the Company at the 42nd Annual General Meeting held on September 29, 2025, for a term of five consecutive financial years from FY 2025-2026 to FY 2029-30.

However, S R P C & CO LLP, Chartered Accountant, (FRN: S000118) tendered their resignation vide letter dated August 9, 2026, with effect from the same date, due to an internal strategic realignment and a firm-level decision to restrict their assurance services, including statutory audits. The resignation was not related to any event concerning the Company's operations, governance, or performance. There were no circumstances connected with their resignation that, in their opinion, needed to be brought to the attention of the stakeholders of the Company.

The Auditor's Report on the financial statements of the Company for the financial year ended March 31, 2026, issued by the outgoing Statutory Auditors, S R P C & CO LLP, Chartered Accountant, (FRN: S000118), does not contain any qualification, reservation, adverse remark, or disclaimer. The Notes to the Financial Statements referred to in the Auditor's Report are self-explanatory and do not require any further comments.

In light of the above, and to ensure continued compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on August 10, 2026, appointed M/s. A C M B & Co., Chartered Accountants, (FRN: 030487S & Peer Review No.: 025777), as the Statutory

Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. S R P C & CO LLP. Subsequently, on the recommendation of the Audit Committee and upon consideration by the Board of Directors at its meeting held on 4th September 2026, a suitable resolution is being incorporated in the Notice convening the 43rd Annual General Meeting at Item No. 3, seeking the appointment of M/s. A C M B & Co., Chartered Accountants, as the Statutory Auditors of the Company for the first term of five (5) consecutive years from the conclusion of the 43rd AGM till the conclusion of the 48th AGM to be held in the year 2031, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors.

➤ **SECRETARIAL AUDIT**

Pursuant to the amended provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Act and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the members of the Company at the 42nd Annual General Meeting held on 29th September 2025, approved the appointment of M/s. Vikram Raj & Associates, Company Secretaries, (Unique ID No. S2018KR586700 and Peer Review Certificate No.: 1861/2022) as the Secretarial Auditor of your Company for the period of five consecutive financial year starting from 2025-26 to 2029-30.

The Report of the Secretarial Auditor confirming compliance with the applicable provisions of the Companies Act 2013 and other rules and regulations issued by SEBI/ other regulatory authorities forms part of the Annual Report. There is no qualification, reservation or adverse remark or disclaimer in Secretarial Audit report except the following with Board Explanation:

Secretarial Auditor Observations	Management comments
Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014- Compliance pertaining to the Independent Director passing a Self- proficiency test after registering in the Databank, is not complied.	The Company has taken note of the observation. The Company will take necessary steps to ensure compliance.
An Independent director had resigned from the position in the month of February, 2025 and the board has failed to appoint a new independent director in the place of the resigned director.	The vacancy arose pursuant to the resignation of an Independent Director. The Company is in the process of identifying a suitable candidate for appointment and is taking necessary steps to regularise the position and ensure compliance with the applicable regulatory requirements.

➤ **RISK MANAGEMENT**

The management of the Company identifies and reviews the major risks facing the Company on a continuous basis and action plans are framed accordingly to mitigate the risks. The audit committee evaluates the risk management systems. There are no risks which in the opinion of the Board threaten the existence of the Company.

➤ **LOANS, GUARANTEES AND INVESTMENTS**

There have been no investments under Section 186 of the Companies Act during the year. There were no loans or guarantees covered under Section 186 granted during the year.

➤ **FIXED DEPOSIT**

During the year, the Company has not accepted deposits from the public falling within the ambit of the Section 73 of the Companies Act, 2013 and the rules framed thereunder and no amount of principal or interest was outstanding as on the balance sheet date.

➤ **CORPORATE GOVERNANCE**

The Governance Philosophy of your Company is based on high ethical values and professionalism which the Company has incorporated in itself since incorporation. The Company aims at exhibiting maximum transparency and adequacy of reports/ information provided under mandatory provision or otherwise.

In terms of Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on Corporate Governance including the certificate from the Statutory Auditors confirming compliance is annexed to this Annual Report.

➤ **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES (CSR):**

The Company does not fall under the criteria fixed for the Corporate Social Responsibility (CSR) under Section 135 of the Companies Act.

➤ **PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE [“POSH”]:**

Our Company has always believed in providing a safe and harassment free workplace for every individual working in the Company premises. Company always endeavors to create and provide an environment that is free from any discrimination and harassment.

The Company has complied with provisions under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the financial year ended March 31, 2026, there will nil complaints recorded pertaining to sexual harassment.

➤ **MATERNITY BENEFIT ACT**

The Company has complied with the provisions of the Maternity Benefit Act, 1961, as amended from time to time.

➤ **REPORTING OF FRAUD**

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees under section 143(12) of the Companies Act, 2013.

➤ **RELATED PARTY TRANSACTIONS**

There are no materially significant related party transactions during the financial year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

However, the disclosure of transactions with related parties for the financial year, as per Accounting Standard -18 Related Party Disclosures is given in Note to the Balance Sheet as on March 31, 2026.

➤ **REMUNERATION DETAILS OF DIRECTOR & PARTICULARS OF EMPLOYEES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 which is required to be disclosed by every listed Company are as follows:

- The details of Directors/Employees in terms of Remuneration drawn:

Sr. No.	Name & No. of Shares held in the Company	Designation	Date of Joining	Remuneration (Rs. In Lakh)	The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2)	% increase in remuneration during FY 2025-26
1.	Bharat Kumar Bhandari No. of Shares: 1000100	Managing Director	24-10-2008	15	6.73	NIL
2.	Gaurav Kumar Bhandari No. of Shares: 1004800	Whole-time Director	12-09-2008	15	6.76	NIL
3.	Rubina Bhandari No. of Shares: 926825	Non-Executive Director	11-05-2015	4.8	6.24	NIL
3.	Vinita Sharma No. of Shares: NIL	Company Secretary	04-09-2023	4.2	NIL	NIL

➤ **ANNUAL RETURN**

As required under the provisions of Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Annual Return in Form No. MGT-7 is displayed on the website of the Company at www.bbtl.in.

➤ **MANAGEMENT REPORT:**

The Management Discussion and Analysis Report as required under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") is annexed to and forms part of this report.

➤ **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information pertaining to conservation of energy, technology absorption, Foreign Exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished to this report.

CONSERVATION OF ENERGY

The operations of the company are not energy intensive. However, significant measures are taken to reduce energy consumption by using energy – efficient computers and by the purchase of energy-efficient equipment. Our company constantly evaluates new technologies and invests to make its infrastructure more energy-efficient.

A. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

This is not applicable to your company as the company is into real-estate business.

B. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total Foreign Exchange earnings and outgo for the Financial Year is as follows:

- a) Total Foreign Exchange Earnings- Nil
- b) Total Foreign Exchange Outgo- Nil

➤ **VIGIL MECHANISM & WHISTLE BLOWER POLICY**

The Company has a Vigil mechanism & Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be reported to the Vigilance & Ethics Officer which operates under the supervision of the Audit Committee, as protected disclosures through an e-mail, or dedicated telephone line or a written letter. Employees may also report directly to the Chairman of the Audit Committee. The Vigil Mechanism and Whistle Blower Policy is reviewed during the year. The said Policy is available on the website of the Company at www.bbrl.in.

➤ **INTERNAL FINANCIAL CONTROL:**

The Company has in place adequate internal financial controls with reference to financial statements. During the financial year, such controls were tested and no reportable material weakness in the design or operation was observed.

➤ **COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

➤ **GREEN INITIATIVES**

In commitment to keep in line with the Green Initiatives and going beyond it, electronic copy of the Notice of 43rd Annual General Meeting of the Company including the Annual Report for FY 2025-26 are being sent to all Members whose email addresses are registered with the Company / Depository Participant(s).

➤ **STOCK EXCHANGE**

The Company's equity shares are listed at BSE Limited.

➤ **ACKNOWLEDGEMENT**

The Board would like to record their sincere appreciation for the co-operation received from various stakeholders of the Company viz., customers, bankers, investors, channel partners, government and statutory authorities, auditors, business associates, and shareholders. Your Directors extend their gratitude to all the regulatory agencies like SEBI, Registrar of Companies, Stock Exchanges, and other Central and State Government authorities/agencies, vendors and sub- contracting partners for their support. The Board also acknowledges the unstinted co-operation, commitment and dedication made by all the employees of the Company.

The Directors also wish to place on record their gratitude to the members of the Company for their unrelenting support & confidence.

Place: Bengaluru

Date: 4th September 2026

On & behalf of the Board For

B & B Realty Limited

Gaurav Kumar Bhandari
Director
(DIN: 01339056)

Bharat Kumar Bhandari
Managing Director
(DIN: 01125148)

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

INDIAN ECONOMY SCENARIO

The Indian economy remained resilient during FY 2025-26, supported by strong domestic demand, public capital expenditure, infrastructure development and improving investment activity. The Reserve Bank of India revised its real GDP growth projection for FY 2025-26 to **7.3%**, reflecting the continued strength of the Indian economy.

India's medium- to long-term growth prospects remain positive, supported by rapid urbanisation, favorable demographics, rising disposable incomes and an expanding middle-class population. These factors are expected to sustain demand for housing and infrastructure and provide a supportive environment for the real estate sector.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Indian real estate sector continued its growth momentum during FY 2025-26, driven primarily by sustained residential demand and improving activity in commercial and mixed-use developments. Demand for quality housing, particularly in urban and metropolitan areas, remained encouraging.

Regulatory reforms, increased transparency under RERA, improved access to financing, infrastructure development and greater institutional participation have contributed to the formalisation and strengthening of the sector. Improved connectivity and urban development are also creating opportunities in emerging markets.

The regulatory environment also continued to evolve. SEBI notified amendments to the SEBI (Real Estate Investment Trusts) Regulations, 2014 during FY 2025-26, further developing the framework for institutional participation in real estate assets.

The Company's business model is primarily focused on strategic investments in Special Purpose Vehicles (SPVs)/Joint Ventures, acquisition and holding of land parcels and participation in land development opportunities, rather than undertaking construction activities directly on a large scale.

OPPORTUNITIES:

The Company's business model provides opportunities arising from the long-term appreciation and development potential of strategically located land assets and participation in real estate projects through SPVs/JVs.

Rapid urbanisation, infrastructure development, improved connectivity and increasing demand for residential and commercial real estate continue to create opportunities for land aggregation and development. Infrastructure expansion around metropolitan cities is also opening up new development corridors.

The Company's existing land bank and investments in SPVs provide opportunities for future development, strategic monetisation and value creation, subject to applicable approvals, market conditions and commercial feasibility.

The Company will continue to evaluate suitable land acquisition, investment and strategic partnership opportunities, with emphasis on location, title quality, development potential, regulatory feasibility, expected returns and prudent capital deployment.

THREATS, RISKS AND CONCERNS:

The real estate sector remains exposed to various external and industry-specific challenges, including:

- Regulatory and approval risks, including delays in land-use conversion, development permissions and other statutory approvals;
- Market risk arising from fluctuations in property prices and demand;
- Liquidity and funding risk associated with acquisition and holding of land assets and investments;
- SPV/JV risks, including dependence on the financial performance, management and execution capabilities of investee entities;
- Changes in government policies, taxation, zoning and land-use regulations;
- Escalation in the cost of land and other development-related inputs; and
- General economic and interest-rate risks affecting the real estate sector.

OUTLOOK:

The outlook for the Indian real estate sector remains positive, supported by continued urbanisation, infrastructure development, favorable demographics, rising household incomes and sustained demand for quality real estate.

For the Company, the long-term outlook is linked to the potential of its land assets and investments in SPVs/JVs. The Company intends to focus on unlocking value from its existing assets and investments while selectively evaluating new opportunities.

The Company will continue to adopt a cautious and disciplined approach towards capital deployment, land acquisition and investments in SPVs/JVs, with emphasis on risk-adjusted returns, asset quality and long-term value creation.

DISCUSSION ON FINANCIAL PERFORMANCE:

During FY 2025-26, the Company continued to focus on its core activities comprising investments in SPVs/JVs and land-related activities. The financial performance of the Company is influenced by the timing and nature of transactions and monetization of its assets.

The Company recorded a loss before and after tax of ₹44.25 Lakhs during FY 2025-26, as compared to a profit of ₹46.43 Lakhs in the previous year. The basic and diluted EPS stood at (₹0.30) per equity share as against ₹0.31 in the previous year.

The loss reported during the current year, as compared to the previous year is primarily attributable to income received by its SPVs but not recognised in accordance with the applicable Accounting Standards. The said income is expected to be recognised in FY 2026-27, which is expected to have a corresponding positive impact on the financial performance

However, The Company continues to hold a sizable land bank of approximately 30 acres in and around North Bangalore, strategically located near the airport and other prime areas of Bengaluru.

This land bank provides a strong foundation for the Company's long-term growth plans, with development activities proposed in the near future.

The Company continues to maintain its focus on prudent financial management, efficient deployment of capital and optimization of its land assets and investments in SPVs/JVs. The Management remains focused on identifying appropriate opportunities for development and monetization of its assets and investments with a view to improving the Company's financial performance and creating long-term value for its stakeholders.

CAUTIONARY STATEMENT:

This *Management Discussion and Analysis (MD&A)* report may contain forward-looking statements regarding the Company's objectives, strategies, expectations, estimates, projections, and future outlook. These statements are based on certain assumptions and anticipated future events that are beyond the Company's control.

Actual results, performance, or achievements may differ significantly from those expressed or implied in such statements due to various risks, uncertainties, and external factors. The Company assumes no responsibility to update or revise any forward-looking statements, whether arising from new information, future developments, or otherwise, except as required under applicable laws and regulations.

Place: Bangalore

Date: 04th September 2026

For B & B REALTY LIMITED

Bharat Kumar Bhandari

Managing Director

DIN: 01125148

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

Need and objective of the Code

Regulation 17 of the Listing Regulations requires as a part of Corporate Governance the listed entities to lay down a Code of Conduct for Directors on the Board of an entity and its Senior Management. The Code lays down the standard of conduct which is expected to be followed by the Directors and by the employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders. The term “Senior Management” shall mean personnel of the Company who are members of its core management team excluding the Board of Directors.

Philosophy of the Code:

The Board of Directors (“the Board”) and the Senior Management of B & B Realty Limited (herein after referred as “Company”) subscribe to the following Code of Conduct adopted by the Board. The code expects from the Board and the Senior Management of the company and envisages:

1. Use due care and diligence in performing their duties of office and in exercising their powers attached to that office;
2. Act honestly and use their powers of office, in good faith and in the best interests of Company as a whole;
3. Not to make improper use of information nor take improper advantage of their position as a Director/Senior Manager.
4. Not to allow personal interests to conflict with the interests of the Company.
5. Recognize that their primary responsibility is to the Company shareholders as a whole but they should (where appropriate) have regard for the interests of all stakeholders of the Company;
6. Not to engage in conduct likely to bring discredit upon the Company; and
7. Be independent in judgement and actions, and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board of Directors’
8. Ensure the confidentiality of information they receive whilst being in office of Directors/ Senior Manager and is only disclosed if authorised by the company, or the person from whom the information is provided, or as required by law.

Place: Bangalore

Date: 04th September 2026

For B & B REALTY LIMITED

Bharat Kumar Bhandari
(Managing Director)
DIN: 01125148

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015)

Corporate Governance is a process that aims to allocate corporate resources in a manner that maximizes value for all stakeholders- shareholders, employees, customers, suppliers, environment and the community at large. Good Corporate Governance is characterized by a firm commitment and adoption of ethical practices by an organisation across its entire value chain and in all of its dealings.

Company's Philosophy on Corporate Governance

Our Corporate Governance is a reflection of our value system encompassing our culture, policies and relationships with our stakeholders. Integrity and transparency are key to our Corporate Governance practices to ensure that we gain and retain the trust of our stakeholders at all times.

The Company has adopted a Code of Conduct for the Board and its employees which contains the fundamental principles and rules concerning ethical business conduct. The Code embodies the belief that acting always with the Company's legitimate interest in mind and being aware of the Company's responsibility towards its stakeholders is an essential element of the Company's long term excellence.

BOARD OF DIRECTORS

The Company's Board of Directors recognises its responsibilities towards all the stakeholders and plays a key role in not only providing in terms of strategy but also in upholding the highest standards of Governance.

i) Size and Composition

The key to good Corporate Governance is the optimum combination of the executive and non-executive Directors on the Board along with appropriate balance of professionalism, knowledge and experience.

The Board of Directors has an optimal mix of executive and non-executive Directors. As of March 31, 2026, the Board comprises of one Managing Director, one Whole time Director and non- executive Independent Directors.

ii) Directorships and Committee Memberships

None of the Directors on the Board hold Directorship exceeding the threshold prescribed in Section 165 of the Companies Act 2013 and Regulation 25(1) of Listing Regulations. Further, none of them is a member of more than ten (10) committees or Chairman of more than five(5) committees across all the public companies as required under Regulation 25(1) of the Listing Regulations. All the Independent Directors have confirmed that they meet the criterion as mentioned under Regulation 16 of the Listing Regulations and Section 149 of the Companies Act, 2013.

iii) **Board Meetings**

The Board meets at regular intervals and has a formal schedule in respect of matters placed before it for its consideration. While the routine matters for discussion include strategy, financial, operational and compliance matters, meetings are also convened as and when deemed necessary.

During the year, The Board met on 30th May 2025, 13th August 2025, 5th September 2025, 14th November 2025 and 14th February 2026. The details of the composition of the Board, attendance at the Board Meetings during the year, and at the Annual General Meeting, number of directorships, memberships/chairmanship in other companies are detailed as under:

Name	Category	No. of Directorships in other companies	No. of committee membership in other companies	No. of Board Meetings attended	Attendance at the last AGM held on 29th September 2025
Bharat Kumar Bhandari	Managing Director (MD)	1	NIL	5	Yes
Gaurav Kumar Bhandari	Whole Time Director (WTD)	0	NIL	5	Yes
Rubina Bhandari	Woman Director (WD)	1	NIL	5	Yes
Anil Pujar	Non-executive Independent Director (NE-ID)	0	NIL	5	Yes
Mr Kamma Narayana	Non-executive Independent Director (NE-ID)	0	NIL	5	Yes

(a) Excluding Private Companies (which are not subsidiary or holding company of a Public Company) and Section 8 companies;

(b) Only Audit & Stakeholders Relationship Committee of Public Companies;

Chart or Matrix setting out Skills/ Expertise/ Competencies of the Board of Directors

Pursuant to the provisions contained in the Listing Regulations, the Board of Directors of the Company has identified various skills, expertise and competencies that the Board possesses. The specific areas of focus or expertise that the Individual Directors of the Company possess have been provided below:

Directors	Knowledge of Company's business	Behavioural Skills	Business strategy & Innovative thinking	Corporate Management and Corporate Governance	Financial and Management skills, administration	Leadership and decision making
Bharat Kumar Bhandari	✓	✓	✓	✓	✓	✓

Gaurav Kumar Bhandari	✓	✓	✓	✓	✓	✓
Rubina Bhandari	✓	✓	✓	✓	✓	✓
Anil Pujar	✓	✓	✓	✓	✓	✓
Kamma Narayana	✓	✓	✓	✓	✓	✓

BOARD COMMITTEES

The Board has constituted various Committees for effectively discharging its responsibilities more specifically in areas where specialized and extensive discussions are required. The Board's Committees include Audit Committee, Stakeholder Relationship Committee, Nomination and Remuneration Committee.

a) Audit Committee

The role of the Audit Committee includes overseeing the financial reporting process and disclosure of financial information, review of financial statements before submission to the Board, review of adequacy of internal control system, review of compliance of laws, related party transactions, recommendation of the appointment of the Statutory Auditors and fixing their remuneration and review of effectiveness of the audit process.

The audit committee of the company consists of One Independent Director and one Managing Director and all the members of the Audit Committee are financial literates. The functioning and terms of reference of the Audit Committee, the role, powers and duties, quorum for the meetings and frequency of the meetings, have been devised keeping in view the requirements of the Listing Agreement with the Stock Exchanges and Section 177 of the Companies Act 2013 and as are in force/applicable from time to time. The Audit Committee invites, as and when considers appropriate, the Auditors to be present at the meeting of the Committee.

During the financial year 2024-25, four Audit Committee meetings have been held dated 30th May 2025, 13th August 2025, 14th November 2025 and 14th February 2026.

The details of the members of the committee along with their designations and attendance are detailed as under:

Name of Member	Category	Meetings Attended
Mr Kamma Narayana	NE- ID	4
Mr Anil Pujar	NE- ID	4
Mr Bharat Kumar Bhandari	MD	4

b) STAKEHOLDERS RELATIONSHIP COMMITTEE

The terms of reference of this Committee includes formulation of investors' servicing policies, review of redressal of investor complaints and approval/overseeing of transfers, transmissions, transpositions, splitting, consolidation of securities, issue of certificates, demat/remat requests and performing other functions as delegated to it by the Board from time to time.

The Committee met three times during the year 2025-26 on 30th May 2025, 13th August 2025 and 14th February 2026. The composition of the Committee and the details of the meeting attended by the Directors during the year are given as under:

Name of Member	Category	Meetings Attended
Mrs Rubina Bhandari	NE- NID	3
Mr Gaurav Kumar Bhandari	WTD	3
Mr Bharat Kumar Bhandari	MD	3
Mr Anil Pujar	NE- ID	3

Shareholders' queries

During the Financial Year 2025-26, no complaints were received from shareholders. No complaints as on the date of the report are pending. There were no share transfers pending registration as on 31st March 2026.

c) NOMINATION & REMUNERATION COMMITTEE

The composition of the Committee and the details of the meeting attended by the Directors during the year are given as under

Name of the Director	Category	Meetings Attended
Mr Kamma Narayana	NE-ID	3
Mrs Rubina Bhandari	NE-NID	3
Mr Anil Pujar	NE-ID	3

The Committee met three times during the year 2025-26 on 30th May 2025, 13th August 2025 and 14th February 2026.

DISCLOSURES**Code of Conduct**

The Company has in place a Code of Conduct which helps to maintain high standards for ethics for the Company's employees. The Company has adopted a Code of Conduct which applies to all its Directors and employees in terms of Regulation 17 of the Listing Regulations. All the Board Members and the Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct. The code of conduct is available on the web-site of the Company viz., www.bbri.in.

Prevention of Insider Trading

Comprehensive Insider Trading disclosure guidelines in line with the SEBI regulations have been adopted by the Board in which the procedure to be followed by all the key managerial persons, staff and other relevant business associates for disclosure of all security transactions of the shares of the company on the basis of any unpublished price sensitive information relating to the company.

Disclosure of Accounting Treatment

The Company has followed all relevant accounting standards while preparing the financial statements.

Proceeds from Public issues, right issues, Preferential Issues

There were no public issues, right issues, preferential issues etc. during the Financial Year 2025-26 under review.

Remuneration of Directors

The details of the remuneration have been disclosed in Board's Report.

Sitting Fees

No Sitting Fees was paid to Non-Executive Directors for attending the Board Meetings.

Management

To avoid duplication and overlap between the Director's Report and a separate Management Discussion and Analysis Report, the information required to be provided has been given in the Director's Report itself as required by SEBI regulations.

Secretarial Audit Report

The Company has undertaken Secretarial Audit for the year 2025-26, which interalia includes audit of compliance with the Companies Act 2013, and Regulations and Guidelines prescribed by the Securities and Exchange Board of India. The Secretarial Audit Report forms part of this Report.

CEO/CFO certification

In accordance with the requirements of Regulation 17(8) of the Listing Regulation, Mr Bharat Kumar Bhandari have certified to the Board regarding the fairness of the financial statements and other matters as required under the above regulation.

General Body Meetings

Location and time where last three Annual General Meetings held:

Year	Date	Time	Venue
2024-25	29-09-2025	12.00 noon	VC/ OAVM
2023-24	28-09-2024	3.00 p.m.	VC/ OAVM
2022-23	28-09-2023	3.30 p.m.	Registered office

EXTRAORDINARY GENERAL MEETING (EGM)

No Extra Ordinary General Meeting was held in FY 2025-26.

Communication to the Shareholders

Notices and Financial Results (Quarterly, Half Yearly and Annual) results are sent to the Stock Exchanges on which the company is listed and are also published in leading dailies namely Financial Express (English) and E-Sanjae (Kannada)

Other Information to the Shareholders

1. The Company has complied with all the requirements of the listing agreement with the Stock Exchanges as well as regulations and guidelines of SEBI. No strictures or penalty were imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years.
2. The promoter and the promoters' group has not pledged their shares.
3. The Company has not raised any money from the Public Issue.
4. The Company does not have any subsidiary.
5. All mandatory requirements and one non-mandatory requirements have been appropriately complied with, and the other non-mandatory requirements are dealt with at the end of the report.

GENERAL INFORMATION

1. **Date of Incorporation: 31st January 1983**

2. **Annual General Meeting**

Date: Monday, 28th September 2026

Time: 12:00 p.m.

Venue: Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

3. **Financial Calendar (2026-27):**

Board Meetings for F.Y 2026-27 (Tentative)

Quarter ending on 30th June 2026: held on 14th August 2026

Quarter and Half year ending on 30th September 2026

On or before November 15, 2026

Quarter ending on 31st December 2026: On or before February 15, 2027

Year ending on 31st March 2027: On or before 30th May 2027

4. **Date of Book closure: September 21st 2026 to September 28th, 2026**

5. Listing Details & Codes

Bombay Stock Exchange, Mumbai 506971

6. **NSDL & CDSL (ISIN):** ISIN No: INE314E01019
7. **Corporate Identification Number:** L74140KA1983PLC065632
8. **Market Price Data:**

The monthly high and low quotations of shares traded on Bombay Stock Exchange Limited

Company: B & B Realty Limited (506971)
Period: April 2025 to March 2026

Month	Open	High	Low	Close	No. of shares	No. of Trade s	Total turnov er	Deliverable Qty	% Deli.Qty to traded qty	Spread	
										H-L	O-C

The shares were suspended for the period.

9. Registrar and Transfer Agents:

Maheshwari Datamatics Pvt. Ltd.
23. R. N. Mukherjee Road,
5th Floor,
Kolkata- 700001

10. Share Transfer System:

Presently, the share transfer instruments, which are received in physical form, are processed by R & T agent, M/s Maheshwari Datamatics Private Limited, Kolkata and the share certificates are dispatched within a period of 30 days from the date of the receipt subject to the documents being complete and valid in all respects. The requests for dematerialization of shares are also processed by the R & T agent within stipulated period of 21 days and uploaded with the concerned depositories.

11. Shareholding Pattern

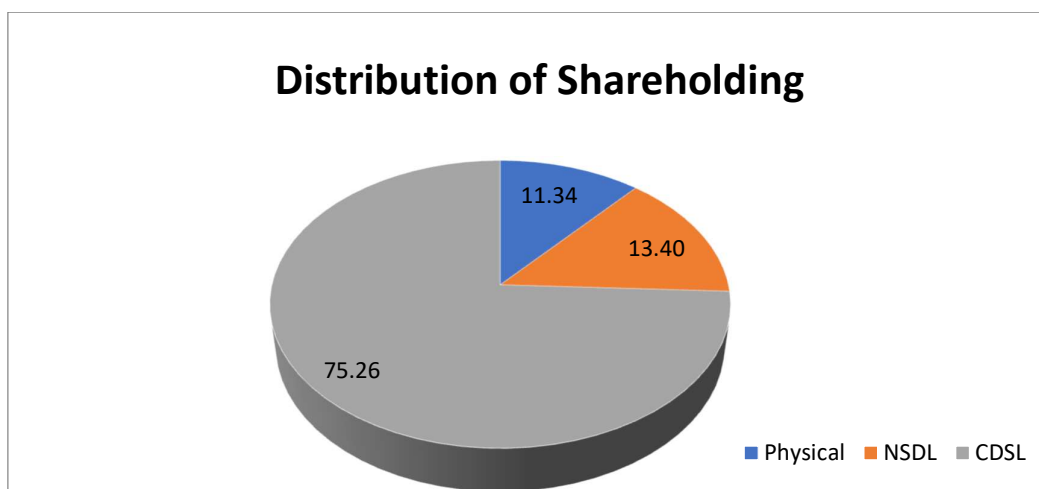
Sl. No	Category	No. of shares held	Percentage
1	Promoter	7950486	53.5062
2	Foreign Institutional Investors	0	0
3	Corporate Bodies	1135284	7.6404
4	NRIs/OCBs	5559	0.0374
5	Clearing Members	4219	0.0284
6	General Public	5763452	38.7876
	TOTAL	14859000	100.000

12. Dematerialization of Shares

The Company has signed agreements with both National Securities Depositories Limited (NSDL) and the Central Depositories Services (India) Limited (CDSL) to provide the facility of holding equity shares in dematerialized form with either of the depositories.

As on 31st March 2026, shares constituting 88.66% of the total paid up capital of the Company are in demat form.

	No. of shares	% of shareholding
PHYSICAL	1684800	11.34
NSDL	1991091	13.40
CDSL	11183109	75.26
Total	14859000	100.00



13. Complaints received during the financial year ended 31st March 2026 by the Company and the Registrar and Transfer Agents of the Company.

The Company have not received any complaint from investors during the year. There were no investor service complaints pending as at 31st March 2026.

14. Reconciliation of Share Capital Audit

The Company obtains from a Company Secretary in practice, a quarterly certificate of reconciliation of share capital audit with regard to the total admitted equity capital with the National Securities Depository Limited (“NSDL”) and the Central Depository Services(India) Limited (“CDSL”) and held in physical form, with the issued and listed capital under Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. The certificate is submitted to BSE Limited is also placed before the Board of Directors.

15. Address for correspondence:

B & B Realty Limited
No. 17, 4th Floor, Shah Sultan Complex,
Ali Asker Road, Bangalore – 560052
Phone No.: 080 2220 3274/75
Email id: Compliance@bbrl.in
Website: www.bbrl.in

Place: Bangalore

Date: 04th September 2026

For B & B REALTY LIMITED

Bharat Kumar Bhandari
(Managing Director)

DIN: 01125148

**CERTIFICATE OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
(Pursuant to Regulation 33(2) (a) of the Listing Agreement)**

To,

THE BOARD OF THE DIRECTORS OF B & B REALTY LIMITED

We have reviewed the financial statements and the cash flow statement for the Financial Year 2025-26 and hereby certify that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
2. These statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2025-26 which are fraudulent, illegal or violate the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls. For financial reporting and that we have evaluated the effectiveness of the internal control system for the purpose of financial reporting of the Company and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems for the purpose of financial reporting and that we have taken the required steps to rectify these deficiencies.
5. We further certify that:
 - a) There have been no significant changes in the internal control during the year.
 - b) There have been no significant changes in accounting policies during the year.
 - c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Bangalore

Date: 4th September 2026

For B & B REALTY LIMITED

Bharat Kumar Bhandari

Managing Director

DIN: 01125148

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
B&B REALTY LIMITED
No. 17, 4th Floor
Shah Sultan Ali Askar Road
Bangalore- 560052, Karnataka.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **B&B REALTY LIMITED** having CIN- **L74140KA1983PLC065632** and having registered office at No. 17, 4th Floor, Shah Sultan Ali Askar Road, Bangalore- 560052, Karnataka. (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sl. No.	Name of the Director	DESIGNATION	DIN	Date of Appointment in Company
1	BHARAT KUMAR BHANDARI	Managing Director & CFO	01125148	24.10.2008
2	GAURAV KUMAR BHANDARI	Whole-time Director	01339056	12.09.2008
3	RUBINA BHANDARI	Director	07183632	11.05.2015
4	ANIL PUJAR	Independent Director	09736372	20.09.2022
5	NARAYANA KAMMA	Independent Director	10093978	13.02.2023

- The Independent Directors have not availed the registration as independent directors in independent director's databank maintained by IICA, and
- Mr. Anil Pujar, Independent Director of the Company was appointed as a Director in the General Meeting, but due to a clerical mistake, the form was filed for Additional Director instead of a director.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For VIKRAM RAJ & ASSOCIATES
Company Secretaries

Dated as on **03 September, 2026** at **MYSURU**.

UDIN- **A044665H001368416**

Peer Review Certificate No.: **1861/2022**

.....
CS VIKRAM RAJ G A
Proprietor
ACS No.: **44665**, C.P No.: **16445**

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026**

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

To,

The Members,

B&B REALTY LIMITED

No. 17, 4th Floor

Shah Sultan Ali Askar Road

Bangalore- 560052, Karnataka.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **B&B REALTY LIMITED** having CIN- **L74140KA1983PLC065632** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31 March, 2026:

- complied with the statutory provisions listed hereunder
- proper Board-processes and compliance-mechanism in place;

to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **B&B REALTY LIMITED** ("the Company") for the financial year ended on 31 March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the Audit Period)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**
- (h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India; and
- (ii) Listing Agreements entered into by the Company with BSE Limited.

During the Audit Period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

I further report that:

- The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act- **An Independent director had resigned from the position in the month of February, 2025 and the board has failed to appoint a new independent director in the place of the resigned director.**
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and
- a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views captured, if any are recorded as part of the minutes.

Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014- Compliance pertaining to the Independent Director passing a Self- proficiency test after registering in the Databank, is not complied.

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

I further report that during the audit period; the Company has not carried out any specific event/ action that have major bearing on the Company's affairs in pursuance of the above referred laws.

For VIKRAM RAJ & ASSOCIATES
Company Secretaries

Dated as on **03 September, 2026** at **MYSURU**.

UDIN- **A044665H001364467**

Peer Review Certificate No.: **1861/2022**

.....
CS VIKRAM RAJ G A
Proprietor
ACS No.: 44665, C.P No.: 16445

This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report

Annexure to the Secretarial Audit Report

To,
The Members,

B&B REALTY LIMITED

No. 17, 4th Floor

Shah Sultan Ali Askar Road

Bangalore- 560052, Karnataka.

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

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively. My responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on audit.
2. I 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- check basis to ensure the correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the managements representation about the compliance of laws, rules and regulations and happening of the events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test- check basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VIKRAM RAJ & ASSOCIATES

Dated as on **03 September, 2026** at **MYSURU**.

UDIN- **A044665H001364467**

Peer Review Certificate No.: **1861/2022**

.....
CS VIKRAM RAJ G A
Proprietor
ACS No.: 44665, C.P No.: 16445

AUDITORS' REPORT ON CORPORATE GOVERNANCE

To
The Members of
B & B Realty Limited
Bangalore

We have examined the compliance of conditions of Corporate Governance by **B & B Realty Limited**, as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and Paragraphs C, D, and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 34(3) for the financial year ended 31st March 2026.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has generally complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S R P C & Co. LLP
Chartered Accountants
Firm Registration No. S000118

Prathik Dhariwal
Partner
Membership No. 245192
Place: Bangalore
Date: May 30, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of B & B Realty Limited Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of B & B Realty Limited, which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and the Notes to the Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2026, and of its LOSS and cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the audit of the Financial statements* section of this 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 responsibilities that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of ethics. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Other Information

The Company's Board of Directors is responsible for the preparation and presentation of its report (hereinafter after called as "Board Report") which comprises various information required under section 134(3) of the Companies Act, 2013 but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the Board Report and, in doing so, consider whether the Board Report is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibility of Management for Standalone Financial Statements

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

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

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement 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 aggregate, they could reasonably be expected to influence the economic decision of users taken on basis of these financial statements.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act,

2013, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

We have obtained all information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

- a) In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of those books.
- b) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- c) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d) On the basis of the written representations received from the directors as on 31st March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- e) According to the information and explanations given to us, and on the basis of records, we state that the remuneration paid by the Company to its directors is in accordance with the provisions of Section 197(16) of the Companies Act, 2013, and the remuneration paid to directors is not in excess of the limit laid down under Section 197(16) of the Companies Act, 2013.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company did not have any pending litigations impacting its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the

understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- v. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- vi. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub - clause (iv) and (v) contain any material mis-statement.
- vii. The Company has neither declared nor paid any dividend during the year.
- viii. The reporting under Rule 11(g) of the Companies (Audit & Auditors) Rules, 2014 is applicable from April 1st 2023.
- ix. Based on our examination which included test checks, the company has used accounting software for maintaining its books of accounts, which has a feature of recording audit trails (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.
- x. Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

For S R P C & Co. LLP

Chartered Accountants

Firm Registration No. S000118

Prathik Dhariwal

Partner

Membership No. 245192

Place: Bangalore

Date: May 30, 2026

UDIN: 26245192LGXDFS2016

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

- i. a. Since the company did not own any Property, Plant and Equipment during the year, the clause relating thereto is not commented upon.

b. The Company does not own any immovable properties and hence the clause relating to holding of title deeds in respect of the same is not commented upon.
- ii. In respect of its inventories:
 - a. As explained to us, inventories were physically verified during the year by the management at reasonable intervals and in our opinion, the coverage and procedure of such verification by the management is appropriate. According to the information and explanations given to us, there were no discrepancies of 10% or more noticed on physical verification.
 - b. The Company has not been sanctioned any working capital limits during the year from banks and financial institutions on the basis of security of current assets.
- iii. According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships, or other parties.
- iv. In respect of loans, investments, guarantees, and security, provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with, wherever applicable.
- v. The Company has not accepted deposits from the public to which the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed thereunder apply.
- vi. The Company's management informed us that the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for any products of the Company.
- vii. According to the records of the Company and the information and explanations given to us in respect of statutory and other dues:
 - a. The Company was generally regular in depositing provident fund, employees' state insurance, income tax, duty of customs, value added tax, cess, GST, and any other statutory dues with the appropriate authorities, wherever applicable, and there were no arrears outstanding for a period of more than 6 months as on the date of the balance sheet.
 - b. There is no statutory dues referred in foregoing paragraphs vii) a), which have not been deposited on account of any dispute.

- viii. According to the information and explanations given to us, there were no transactions not recorded in the books of account that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. According to the information and explanations given to us and the records examined by us, the Company has not availed any loans or other borrowings and hence:
 - a. The clause relating to default in payment of interest and repayment of the same is not commented upon.
 - b. The clause relating to declaration as a wilful defaulter by any bank or financial institution is not commented upon.
 - c. The clause relating to application of the term loan by the Company is not commented upon.
 - d. The clause relating to utilization of short-term funds raised on a short-term basis for long-term purposes is not commented upon.
 - e. The clause relating to meeting the obligations of subsidiaries, associates, or joint ventures is not commented upon.
 - f. The clause relating to pledge of securities held in its subsidiaries, joint ventures, or associated companies is not commented upon.
- x. According to the information given to us and records examined by us, the Company has not raised any moneys by way of initial public offer or further public offer during the year. The Company has not made any preferential allotment or private placement of shares or convertible debentures during the year.
- xi. To the best of our knowledge and belief and according to the information and explanations given to us, and during the course of our audit and examination of the records of the Company, no fraud on or by the Company was noticed or reported during the year.
- xii. The Company, not being a Nidhi Company, clause (xii) of the Order is not commented upon.
- xiii. All transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, wherever applicable, and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- xiv. The Company has an internal audit system and hence the clause relating to the internal audit system is not commented upon.
- xv. The Company has not entered into any non-cash transactions with directors or persons connected with them during the year and hence clause (xv) of the Order is not commented upon.
- xvi. In view of the nature of business carried on, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- xvii. The Company has incurred cash loss of Rs. 44,24,918 in the current financial year

- xviii. There is no resignation of statutory auditors during the year; hence this clause is not applicable.
- xix. According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, and other information accompanying the financial statements, we are of the opinion that no material uncertainty exists as on the date of the audit report that the Company is capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. Provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company for the year and hence the clause relating to the same is not commented upon.
- xxi. Preparation of consolidated financial statements is not applicable to the Company and hence the clause relating thereto is not commented upon.

For S R P C & Co. LLP

Chartered Accountants

Firm Registration No. S000118

Prathik Dhariwal

Partner

Membership No. 245192

Place: Bangalore

Date: May 30, 2026

UDIN: 26245192LGXDFS2016

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of B & B REALTY LIMITED as of 31st March 2026 in conjunction with our audit of the standalone financial statements of the Company.

Management's Responsibility for Internal Financial Controls:

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility:

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting:

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

Opinion:

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

For S R P C & Co. LLP

Chartered Accountants

Firm Registration No. S000118

Prathik Dhariwal

Partner

Membership No. 245192

Place: Bangalore

Date: May 30, 2026

B&B REALTY LIMITED
Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Statement of Assets & Liabilities as on 31st March 2026

(Rs. in Lakhs)

Sl. No.	Particulars	Note No.	As at 31/03/2026	As at 31/03/2025
I	<u>ASSETS</u>			
1	Non-current assets			
	(a) Property, Plant and Equipment	2	0.82	1.81
	(b) Financial Assets		-	-
	i) Investments	3	1,104.27	873.67
	ii) Trade receivables		-	-
	(c) Other non-current assets		-	-
	Total Non Current Assets		1,105.09	875.48
2	Current assets			
	(a) Inventories	4	1,380.93	1,380.93
	(b) Financial Assets		-	-
	i) Investments		-	-
	ii) Trade receivables	5	-	-
	iii) Cash and cash equivalents	6	0.00	0.00
	iv) Bank balances other than iii above	7	0.03	4.87
	v) Short term Loans & Advances	8	623.43	613.96
	vi) Others (to be specified)		-	-
	(c) Current tax assets (net)		-	-
	(d) Other current assets		-	-
	Total Current Assets		2,004.40	1,999.76
	Total Assets		3,109.48	2,875.24
	<u>EQUITY AND LIABILITIES</u>			
1	Equity			
	(a) Equity share capital	9	1,485.90	1,485.90
	(b) Other Equity	10	-11.11	33.13
	Total Equity		1,474.79	1,519.03
2	LIABILITIES			
	Non-current liabilities			
	(a) Financial Liabilities			
	i) Borrowings	11	707.00	707.00
	ii) Lease Liabilities		-	-
	iii) Trade Payables		-	-
	(b) Other non-current liabilities		-	-
	Total Non current liabilities		707.00	707.00
3	Current Liabilities			
	(a) Financial Liabilities			
	i) Borrowings	12	908.09	625.43
	ii) Lease Liabilities		-	-
	iii) Trade Payables	13	2.15	12.64
	(b) Other current liabilities	14	17.46	11.14
	(c) Provisions		-	-
	Total Current liabilities		927.70	649.21
	Total Equity and Liabilities		3,109.48	2,875.24

Material Accounting Policies [Note 1] and accompanying notes are an integral part of the Standalone Financials Statements

As per our report of even date

For and on behalf of the Board of Directors of
B&B Realty Limited

For S R P C & Co. LLP
Chartered Accountants
FRN No. S000118

Bharat Kumar Bhandari
Managing Director
DIN: 01125148

Gaurav Kumar Bhandari
Director
DIN:01339056

Prathik Dhariwal
Partner
M.No. 245192

Vinita Sharma
Company Secretary

Place : Bengaluru
Date: May 30, 2026

B&B REALTY LIMITED
Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Statement of Profit or Loss for Year ended 31st March 2026

(Rs. in Lakhs)

Sl. No.	Particulars	Note No.	2025-26	2024-25
I.	Revenue From Operations	15	25.26	124.56
II.	Other income	16	16.20	8.02
III.	Total Income		41.45	132.57
IV.	Expenses:			
	Cost of Sales		0.00	0.00
	Employee benefits expense	17	46.40	47.30
	Finance costs	18	0.17	0.08
	Depreciation and Amortization	2	0.99	0.67
	Other expenses	19	38.14	38.10
	Total expenses		85.70	86.15
V.	Profit before exceptional and extraordinary items and tax		-44.25	46.42
VI.	Exceptional items		0.00	0.00
VII.	Profit before extraordinary items and tax		-44.25	46.42
VIII.	Extraordinary Items		0.00	0.00
IX.	Profit before tax		-44.25	46.42
X	Tax expense:			
	(1) Current tax		0.00	0.00
	(2) Deferred tax		0.00	0.00
XI	Profit (Loss) for the period from continuing operations		-44.25	46.42
XII	Profit/(loss) from discontinuing operations		0.00	0.00
XIII	Tax expense of discontinuing operations		0.00	0.00
XIV	Profit/(loss) from Discontinuing operations (after tax)		-44.25	46.42
XV	Profit (Loss) for the period		-44.25	46.42
XVI	Earnings per equity share:			
	(1) Basic (In Rs.)		-0.30	0.31
	(2) Diluted (In Rs.)		-0.30	0.31

Material Accounting Policies [Note 1] and accompanying notes are an integral part of the Standalone Financials Statements

As per our report of even date

For and on behalf of the Board of Directors of
B&B Realty Limited

For S R P C & Co. LLP
Chartered Accountants
FRN No. S000118

Bharat Kumar Bhandari
Managing Director
DIN: 01125148

Gaurav Kumar Bhandari
Director
DIN:01339056

Prathik Dhariwal
Partner
M.No. 245192

Place : Bengaluru
Date: May 30, 2026

Vinita Sharma
Company Secretary

B&B REALTY LIMITED
Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Cash Flow Statement for the year ended 31st March 2026

(Rs. in Lakhs)

Sl. No.	Particulars	31/03/2026	31/03/2025
A	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
	Net profit before tax and Extraordinary items	-44.25	46.42
	Extraordinary items	-	-
	Net profit / loss before tax and Extraordinary items	-44.25	46.42
	Adjustment for:		
	Depreciation	0.99	0.67
	Interest paid	-	-
	Operating profit before working capital changes	-43.26	47.09
	Adjustment for:		
	Trade and other receivables (Net)	-	-26.15
	Inventories	-	-
	Short term loans & advances	-9.47	-
	Trade payables	-10.48	3.19
	Other Current Liabilities	6.32	-8.74
	Cash Generated from Operations	-56.90	15.39
	Direct tax paid	-	-
	Net cash generated from operating activities	-56.90	15.39
B	<u>CASH FLOW FROM INVESTMENT ACTIVITIES</u>		
	Purchase of fixed assets	-	-1.51
	Investment in partnership firm	-230.60	38.46
	Interest income	-	-
	sale of investments	-	-
	Net cash used in investment activities	-230.60	36.95
C	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
	Proceeds from issue of share capital	-	-
	Proceeds from borrowings	282.66	-47.98
	Repayment of finance, lease, liabilities	-	-
	Dividend paid	-	-
	Net cash used in financing activities activities	282.66	-47.98
D	<u>NET INCREASE/(DECREASE) IN CASH AND CASH EQUVALENTS</u>	-4.84	4.36
	Cash and cash equivalent as at opening	4.87	0.51
	Cash and cash equivalent as at closing	0.03	4.87

Material Accounting Policies [Note 1] and accompanying notes are an integral part of the Standalone Financials Statements

As per our report of even date

For and on behalf of the Board of Directors of
B&B Realty Limited

For S R P C & Co. LLP
Chartered Accountants
FRN No. S000118

Bharat Kumar Bhandari
Managing Director
DIN: 01125148

Gaurav Kumar Bhandari
Director
DIN:01339056

Prathik Dhariwal
Partner
M.No. 245192

Place : Bengaluru
Date: May 30, 2026

Vinita Sharma
Company Secretary

B&B REALTY LIMITED

Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.****A. CORPORATE INFORMATION:**

B&B Realty Limited is domiciled and was incorporated on January 01, 1983 under the provisions of the Companies Act, 1956.

The registered office is located at No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

The Company is primarily engaged in business of sale and development of plots and construction service.

These financial statements were approved for issue in accordance with a resolution of the directors on May 30, 2026.

B. BASIS OF PREPARATION AND PRESENTATION:**B.1. Basis of preparation**

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company is required to prepare its financial statements as per the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended). Accordingly, the Company has prepared these financial statements which comprise the Balance Sheet as at 31 March, 2026, the Statement of Profit and Loss, the Statements of Cash Flows and the Statement of Changes in Equity for the year ended 31 March, 2026, and a summary of Material accounting policies and other explanatory information (together hereinafter referred to as 'financial statements').

The financial statements have been prepared on a historical cost basis except for the following items:

- Certain financial assets and liabilities - measured at fair value (refer accounting policy regarding financial instruments);

The financial statements have been prepared on accrual and going concern basis.

B.2. Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

These financial statements of the company are presented as per Schedule III (Division II) as per Companies Act, 2013 applicable as notified by Ministry of Corporate Affairs (MCA)

B.3. Functional and presentation currency

Indian Rupee (INR) is the currency of the primary economic environment in which the Company operates and hence the functional currency of the Company. Accordingly, the management has determined that financial statements are presented in Indian Rupees (INR). The financial statements are presented in Indian Rupees (INR).

B.4. Current vs Non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. All amounts have been rounded-off to the nearest lakh, unless otherwise indicated.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current

A liability is current when:

It is expected to be settled in normal operating cycle;

- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current

B&B REALTY LIMITED

Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.**

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The company has evaluated and considered its operating cycle as 12 months.

Deferred tax asset/ liabilities are classified as non-current assets/ liabilities.

B.5. Key Accounting Estimates and Judgments

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgments, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of financial statements and the reported amounts of revenue and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognized in the period in which the Company becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised and future periods.

The management has considered following estimates :-

- Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.
 - Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit or Loss.
- Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit or Loss.

Assumptions and estimation uncertainties

Information about critical judgements, assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes:

- estimates of useful lives and residual value of Property, Plant and Equipment, and other intangible assets;
- impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on intangible assets;
- recognition of deferred tax assets;
- recognition and measurement of provisions and contingencies; key assumptions about the likelihood and magnitude of an outflow of resources, if any;
- Financial instruments – Fair values, risk management and impairment of financial assets;

C. SIGNIFICANT ACCOUNTING POLICIES:**C.1. Cash and Cash Equivalents**

Cash and cash equivalents comprise of cash and cheques in hand. It also comprises of short-term deposits with an original maturity of three months or less. However it does not include bank balances (including term deposits) held as margin money or security against borrowings which are neither in the nature of demand deposits, nor readily available for use by the company, and accordingly, do not meet the definition of cash equivalents.

C.2. Measurement and recognition of Property, Plant and Equipment.

Property Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the asset's carrying amount.

All property, plant and equipment are initially recorded at cost. Cost comprises acquisition cost, borrowing cost if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure relating to Property, Plant and Equipment is capitalized only when it is probable that future economic benefit associated with these will flow to the Company and the cost of the item can be measured reliably.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.**

Property, Plant and Equipment are stated at cost net of tax/duty credit availed, if any and accumulated depreciation. The cost of property, plant and equipment comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Direct costs are capitalized until property, plant and equipment are ready for use.

Depreciation

Depreciation is provided on written down value method, over the estimated useful life of the assets at rates which are equal to or higher than the rates prescribed under Schedule II of the Companies Act, 2013 in order to reflect the actual usage of the assets. Estimated useful lives of assets based on technical evaluation by management are as follows:

Class of assets Useful life in years

Plant & Machinery - 10 years

Office Equipment - 5 years

Furniture and Fixtures - 8 years

Computers & Peripherals - 3 years

Assets costing less than 5,000 are fully depreciated in the year of purchase.

De-recognition:

The carrying amount of an item of Property, Plant and Equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition, disposal or retirement of an item of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised net, within "Other Income" or "Other Expenses", as the case maybe, in the Statement of Profit and Loss in the year of de-recognition, disposal or retirement.

C.3. Measurement and recognition of Intangible assets

Intangible assets are stated at cost of acquisition less accumulated amortization and impairment losses, if any. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

De-recognition :

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

C.4. Impairment

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss. In case of revalued assets, such reversal is not recognized.

C.5. Revenue recognition

Revenue from contracts with customers involving sale of products is recognized at a point in time when control of the product has been transferred, and there are no unfulfilled obligation that could affect the customer's acceptance of the products. The Company has objective evidence that all criterion for acceptance has been satisfied.

Revenue is recognised to the extent that it is highly probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. The Company has concluded that it is the principal in all of its revenue arrangements since it is exposed to the significant risks and rewards associated with sale of products.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.**

Revenue is measured based on the consideration specified in a contract with a customer net of variable consideration (e.g. discounts), taxes and amount collected on behalf of third parties. The amount of revenue recognized is at an amount that reflects the consideration to which the Company expect to be entitled to in exchange for the product. When the outcome of the contract cannot be measured reliably, revenue is recognised only to the extent that expenses incurred are eligible to be recovered. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration. Payment terms agreed with a customer are as per business practice, and there is no financing component involved in the transaction price.

i. Sale of Products:

Revenue is recognised upon transfer of control of promised product/item to customers in an amount that reflects the consideration we expect to receive in exchange for that product/item. (net of goods and services tax).

ii. Interest income

Income from interest on fixed deposits, loans and interest bearing securities is recognised on the time proportionate method taking into account the amount outstanding and the rate applicable.

C.6. Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in OCI.

Current tax

Current tax is measured at the amount expected to be paid in respect of taxable income for the year in accordance with the Income Tax Act, 1961. Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current income tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences being the difference between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent period.

Deferred tax assets arising mainly on account of carry forward losses and unabsorbed depreciation under tax laws are recognised only if there is reasonable certainty of its realisation, supported by convincing evidence.

Deferred tax assets on account of other temporary differences are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date. Changes in deferred tax assets / liabilities on account of changes in enacted tax rates are given effect to in the standalone statement of profit and loss in the period of the change. The carrying amount of deferred tax assets are reviewed at each Balance Sheet date.

Deferred tax assets and deferred tax liabilities are off set when there is a legally enforceable right to set-off assets against liabilities representing current tax and where the deferred tax assets and deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

C.7. Basic and Diluted Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares), if any, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.****C.8. Financial Instruments****Recognition and Initial Measurement**

The Company recognizes all the financial assets and liabilities at its fair value on initial recognition; in the case of financial assets not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset are added to the fair value on initial recognition. The financial assets are accounted on a trade date basis.

Classification and subsequent measurement of financial asset:

For subsequent measurement, financial assets are categorised into:

a. Amortised cost:

The Company classifies the financial assets at amortised cost if the contractual cash flows represent solely payments of principal and interest on the principal amount outstanding and the assets are held under a business model to collect contractual cash flows. The gains and losses resulting from fluctuations in fair value are not recognised for financial assets classified in amortised cost measurement category.

b. Fair value through other comprehensive income (FVOCI):

The Company classifies the financial assets as FVOCI if the contractual cash flows represent solely payments of principal and interest on the principal amount outstanding and the Company's business model is achieved by both collecting contractual cash flow and selling financial assets. In case of debt instruments measured at FVOCI, changes in fair value are recognised in other comprehensive income. The impairment gains or losses, foreign exchange gains or losses and interest calculated using the effective interest method are recognised in profit or loss. On de-recognition, the cumulative gain or loss previously recognised in other comprehensive income is re-classified from equity to profit or loss as a reclassification adjustment. In case of equity instruments irrevocably designated at FVOCI, gains / losses including relating to foreign exchange, are recognised through other comprehensive income. Further, cumulative gains or losses previously recognised in other comprehensive income remain permanently in equity and are not subsequently transferred to profit or loss on de-recognition.

Based on the Company's business model for managing the investments, the Company has classified its investments in equity and preference securities through FVOCI.

c. Fair value through profit or loss (FVTPL):

The financial assets are classified as FVTPL if these do not meet the criteria for classifying at amortised cost or FVOCI. Further, in certain cases to eliminate or significantly reduce a measurement or recognition inconsistency (Accounting mismatch), the Company irrevocably designates certain financial instruments at FVTPL at initial recognition. In case of financial assets measured at FVTPL, changes in fair value are recognised in profit or loss.

Profit or loss on sale of investments is determined on the basis of first-in-first-out (FIFO) basis. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1 financial instruments:

Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.****Level 2 financial instruments:**

Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life.

Level 3 financial instruments:

Those that include one or more unobservable input that is significant to the measurement as whole.

Financial liabilities are carried at amortised cost using the effective interest rate method. For trade and other payables, the carrying amount approximates the fair value due to short maturity of these instruments.

De-recognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. The Company derecognises a financial liability when its contractual obligations are discharged or Cancelled, or expire.

C.9. Write-offs

Financial assets are written off either partially or in their entirety when there is no realistic prospect of recovery. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts. If the amount to be written off is greater than the accumulated loss allowance, the difference is first treated as an addition to the allowance that is then applied against the gross carrying amount. Any subsequent recoveries are credited to impairment on financial instruments in the standalone statement of profit and loss. However, financial assets that are written off may be subject to enforcement activities to comply with the Company's procedures for recovery of amounts due.

C.10. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

C.11. Borrowing cost

Expenses related to borrowing cost are accounted using effective interest rate. Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

C.12. Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments such as investment in unquoted equity instruments, debentures, preference shares etc.

Management uses its judgement in selecting an appropriate valuation technique for financial instruments not quoted in an active market. Valuation techniques commonly used by market participants are applied.

C.13. Provisions (other than for employee benefits), contingent liabilities, contingent assets and commitments

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pretax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Commitments includes the amount of purchase order (net of advance) issued to counterparties for supplying/ development of assets and amounts pertaining to Investments which have been committed but not called for.

Provisions, contingent assets, contingent liabilities and commitments are reviewed at each balance sheet date.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.****C.14. Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

C.15. Foreign currency transactions and translations

Transactions in foreign currencies are recorded at the rate of exchange prevailing on the date of the transaction. Exchange differences arising on settlement of revenue transactions are recognised in the statement of profit and loss. Monetary assets and liabilities contracted in foreign currencies are restated at the rate of exchange ruling at the Balance Sheet date. Nonmonetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

C.16. Segment reporting

The operating segment is a component of the company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company to make decision for which discrete financial information is available.

The Operating segment is reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM). The CODM assesses the financial performance and position of the Company and makes strategic decisions. In the opinion of the management, there is only a single reportable business segment as envisaged by IND AS 108 on 'Operating Segment' issued by Institute of Chartered accountants of India. Accordingly, a separate disclosure for segment disclosure for segment reporting has been made in the financial statements of the company. Secondary segmentation based on geography has not been presented as the company operates primarily in India and the company perceives that there is no significant difference in its risk and returns in operating from different geographic areas within India.

C.17. Trade receivable

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value.

The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

C.18. Discounting of long-term financial assets/ liabilities

All financial assets/liabilities are required to be measured at fair value on initial recognition. In case of financial assets which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

C.19. Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, not applicable to the Company w.e.f. April 1, 2024.

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 1: CORPORATE INFORMATION, BASIS OF PREPARATION AND PRESENTATION AND MATERIAL ACCOUNTING POLICIES.**

The Ministry of Corporate Affairs has notified amendments to various Indian Accounting Standards through the Companies (Indian Accounting Standards) Amendment Rules, 2025 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2025 as under:

• Amendments to Ind AS 1 and Ind AS 10: Classification of Liabilities as Current or Non-current

These amendments are introduced to clarify the requirements on determining whether a liability is current or non-current and require new disclosures for non-current liabilities that are subject to future covenants. These amendments apply for the annual reporting periods beginning on or after April 1, 2025, while certain amendments are effective for annual reporting periods beginning on or after April 1, 2026. The Company is in the process of assessing the impact of these amendments, which will be applied retrospectively in accordance with Ind AS 8. These amendments may particularly affect the classification and disclosures relating to non-current borrowings subject to future covenant compliance.

• Amendments to Ind AS 107 and Ind AS 7: Supplier Finance Arrangements

These amendments introduce new disclosures relating to supplier finance arrangements that assist users of the financial statements to assess the effects of these arrangements on an entity's liabilities and cash flows and on an entity's exposure to liquidity risk. The amendments apply for the annual reporting periods beginning on or after April 1, 2025.

The Company is in the process of assessing whether any of its supplier related financing arrangements fall within the scope of these amendments and, if so, will provide the required disclosures.

• Amendments to Ind AS 21: The Effects of Changes in Foreign Exchange Rates (Lack of Exchangeability)

These amendments require assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable and also requires specific disclosures viz. the nature and financial effects of the currency not being exchangeable, the spot exchange rates used, the estimation process, and the risks to which the entity is exposed because of the currency not being exchangeable. The amendment also lays down transition requirements, while specifically stating that an entity shall not restate comparative information in applying Lack of Exchangeability. These amendments are effective from April 1, 2025; however, these amendments are not expected to have a material impact on the Company's financial statements as the Company's transactions are limited to currencies that are freely convertible and exchangeable, and management has assessed that no significant restrictions apply to its operations.

• Amendments to Ind AS 12: International tax reform—Pillar Two model rules

The amendments to Ind AS 12 have been introduced in response to the OECD's BEPS Pillar Two rules and include a mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules and disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation.

These amendments have no impact on the Company's financial statements as the Company is not in scope of the Pillar Two model rules.

B&B REALTY LIMITED**Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052****Statement of Changes in Equity for the period ended 31.03.2025****A. Equity Share Capital****I. Current reporting period**

Balance at the beginning of the reporting period	Changes in equity share capital during the year	Restated balance at the beginnig of the current reporting period	Changes in Equity Share capital during the current year	Balance at the end of the reporting period
1485.90	0	0	0	1485.90

Previous reporting period	prior period errors	Previous reporting period	The Previous Year	period
1485.90	0	0	0	1485.90

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Statement of Changes in Equity for the period ended 31.03.2026

B. Other Equity

I. Current reporting period

[illegible]

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Statement of Changes in Equity for the period ended 31.03.2026

II. Previous reporting period

[illegible]

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Notes forming part of Financial Statements as at March 31, 2026

NOTE - 2 - Property, Plant and Equipment

[Rs. In Lakhs]

Sl. No.	Particulars	Gross Block				Depreciation Block				Net Block		Rate %
		As on 01.04.2024	Additions	Deletions	As on 31.03.2025	As on 01.04.2024	For the Year	Adjustment for the yr	As on 31.03.2025	As on 31.03.2025	As on 31.03.2024	
1	Tangible Assets											
	Computers / Laptops	1.64	0.00	0.00	1.64	0.69	0.60	0.00	1.29	0.35	0.95	63.16%
2	Office Equipment	0.89	0.00	0.00	0.89	0.03	0.39	0.00	0.42	0.47	0.86	45.07%
	Total	2.54	0.00	0.00	2.54	0.72	0.99	0.00	1.71	0.82	1.81	
	Intangible Assets											
		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Total	2.54	0.00	0.00	2.54	0.72	0.99	0.00	1.71	0.82	1.81	

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 3:

Non-current investments (at cost unless otherwise specified)

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Investments in Partnership Ventures		
Capital Account:		
Hillsborough County- Capital Account	25.00	25.00
Ikigai Estates- Capital Account	1.00	-
Excel Ventures - Capital Account	10.00	10.00
B & B Infratech Enterprises - Capital Account	175.00	175.00
Somerset County- Capital Account	60.00	60.00
A B Holdings - Capital Account	1.00	1.00
Current Account:		
Hillsborough County- Current Account	78.27	92.12
Excel Ventures - Current Account	22.91	22.92
B & B Infratech Enterprises - Current Account	16.78	16.79
Somerset County- Current Account	105.50	70.02
A B Holdings - Current Account	148.39	132.42
Nipun Holding	12.31	12.31
Ikigai Estates	448.11	256.09
Investment in Equity Shares	-	-
Total	1,104.27	873.67
Aggregate amount of quoted investments at market value	-	-
Aggregate amount of un-quoted investments at book value	1,104.27	873.67

Note No. 4:

Inventories (at cost or net realizable value whichever is lower)

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Inventories		
Site No.72 - Airport	1,198.74	1,198.74
B & B Highland Sites 134 to 148	49.19	49.19
Pc Phase 2-3600 Sqft	48.00	48.00
Sites at Pearl City	85.00	85.00
Total	1,380.93	1,380.93

Note No. 5:

Trade Receivables

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
Less: Provision for doubtful debts	-	-
Total	-	-
Aggregate amount of receivables from related parties	-	-
Aggregate amount of receivables from others	-	-

No trade or other receivables are due from directors or from other officers of the Company either severally or jointly with any other person nor any trade or other receivables are due from firms or private companies respectively in which any directors is a partner, director or a member as at 31st March 2026 and 31st March 2025 except as disclosed above

Note No. 6:

Cash and Cash Equivalents

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Cash in Hand		
Cash	0.00	0.00

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 7:

Bank Balances

(Rs. in Lakhs)

Particulars	2025-26	2024-25
<u>Bank Balances</u>		
City Union Bank A/c No. 110738	0.03	0.01
Fixed Deposits:		
IDFC	-	0.00
IDFC First Bank	0.00	4.86
TMB-800646	0.00	0.00
Total	0.03	4.87

Note No. 8:

Short-term Loans and Advances

(Rs. in Lakhs)

Particulars	2025-26	2024-25
KREDL Deposits	0.50	0.50
Rent Deposit-Office	5.50	5.50
Clock Tower Project	381.55	381.55
Mysore Project	75.00	75.00
Bharat & Bharath properties	0.76	0.76
Malavalli Development	27.74	27.74
Propety Advance Sy. No. 241	27.78	27.78
Landsend Projects Private Limited	0.16	0.16
Survey No. 194/1, Kudvati	4.90	4.90
Survey No. 303	71.70	66.36
CK 16.2 Acre	20.00	20.00
Enrich Stocks	0.08	0.05
Gaurav Bhandari	-	1.45
Bharath Bhandari	-	1.96
Salary Advance	0.03	0.20
GST Receivable	7.69	-
TDS Receivable	0.06	0.06
Total	623.43	613.96

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 9:

(i) Share capital authorised, issued, subscribed and paid up:

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Rs. (in lakhs)	Number	Rs. (in lakhs)
Authorised: Equity Shares of Rs.10/- each	1,50,00,000	1,500.00	1,50,00,000	1,500.00
Issued, subscribed & fully Paid up Capital Equity Shares of Rs.10/- each	1,48,59,000	1,485.90	1,48,59,000	1,485.90
Less: Allotment money in arrears		-		-
Total	1,48,59,000	1,485.90	1,48,59,000	1,485.90

(ii) Reconciliation of the number of equity shares and share capital

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Rs. (in lakhs)	Number	Rs. (in lakhs)
Shares outstanding at the beginning of the year	1,48,59,000	1,485.90	1,48,59,000	1,485.90
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the year	1,48,59,000	1,485.90	1,48,59,000	1,485.90

(iii) Shareholders holding more than 5% of equity shares as at the end of the year

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Percentage	Number	Percentage
Bharat Bhandari	10,00,100	6.73%	10,00,100	6.73%
Gaurav Bhandari	10,04,800	6.76%	10,04,800	6.76%
Veena Kumari Jain	9,46,900	6.37%	9,46,900	6.37%
Rubina Bhandari	9,26,825	6.24%	9,26,825	6.24%
Abhishek P Bansal	12,78,614	8.60%	12,78,614	8.60%
Y. Ravinder Reddy	10,00,000	6.73%	10,00,000	6.73%
B & B infratech Ltd	27,02,150	18.19%	27,02,150	18.19%
Ashu Bhandari	11,39,526	7.67%	11,39,526	7.67%

(iv) Terms / Rights attached to Equity shares

The Company has only one class of share capital, i.e equity shares having face value of share is Rs. 10/- per share. Each holder is entitled to one vote per share. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(v) Disclosure of number of equity shares fully paid up pursuant to contract(s) without payment being received in cash

Particulars	Aggregate for previous 5 FYs
Equity Shares :	
Fully paid up pursuant to contract(s) without payment being received in cash	-
Fully paid up by way of bonus shares	-
Shares bought back	-

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 10:

Reserves and surplus

(Rs. in Lakhs)

Particulars	2025-26	2024-25
a) General Reserves		
Opening Balance:	-	-
Add/(Less) :		
Loss /(Profit) for the year	-	-
Closing Balance	-	-
b) Surplus		
Opening Balance:	33.13	-13.28
Add/(Less) :		
Loss /(Profit) for the year	-44.25	46.42
Closing Balance	-11.11	33.13
Total	-11.11	33.13

Note No. 11:

Other Long term liabilities

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Landsend Projects Pvt Ltd - Loan	407.00	407.00
Advance for joint venture project		
Ratan kumar Jain	150.00	150.00
Mahendra kumar Jain	150.00	150.00
Total	707.00	707.00

Note No. 12:

Short-term Borrowings

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Unsecured		
Advance from customers & others		
9 star intergreated township limited	-	3.75
Atlantics Stock Ltd	26.58	21.10
B & B Infratech Ltd	314.38	171.82
D.P.Nandi Hill project Booking	94.20	94.20
Caremont Med Tech Pvt Ltd	130.00	205.00
Varsha Bandari	6.00	6.00
Yogeeta Bandari	6.00	6.00
Vivek Pachisia	44.00	44.00
Vikas Jain	7.25	7.25
Swaminathan R	2.95	2.95
Divya Bhandari	-	0.40
K Sri Hari	5.00	5.00
Lalit Kumar Bhandari	2.50	2.50
Naresha N	25.00	25.00
Raj Electricals	2.50	2.50
CBS Enterprises	15.00	-
Oneness Infratech	75.00	-
Muninanjaiah	-	0.65
Bonchance Finance Pvt Ltd	3.35	3.50
U C Bhandari	1.38	23.81
Azad Sisodia	27.00	-
Alex Joseph	65.00	-
Venkatesh D	5.00	-
Desiree Infratech (P) Ltd	50.00	-
Total	908.09	625.43

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 13:

Trade payables

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Due to Micro, Small & Medium Enterprises	-	-
Others		
Maheshwari Datamates(P) Ltd	0.93	0.72
T.Srinivasa & Co.	0.48	0.48
Nandakumar	0.75	0.75
Premier IT Retail India Private Limited	-	0.72
Unilet Appliances Private Limited	-	1.05
CDSL	-	0.06
NSDL	-	0.06
Roopa Advertisers	-	0.02
Shah Sultan Complex Owners Welfare Association	-	0.53
BSE	-	8.25
Total	2.15	12.64

Note No. 14:

Other current liabilities

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Rent Payable	3.04	7.57
PT Payable	0.03	0.01
Salary Payable	11.32	3.78
Office Cleaning charges	-	0.02
GST Payable	0.32	-4.64
TDS Payable	2.16	3.80
Professional Charges Payable	0.27	-
Audit Fee Payable	0.30	0.60
Total	17.46	11.14

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Notes forming part of Financial Statements as at March 31, 2026

Note No. 15:

Revenue From Operations

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Revenue from Bidadi project	-	100.00
Commission on land sale	-	15.00
Profit from Partnership Firms	25.26	9.56
Total	25.26	124.56

Note No. 16:

Other Income

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Creditors written off	16.16	8.00
Interest Income	0.03	0.02
Total	16.20	8.02

Note No. 17:

Employee Benefit Expenses

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Salary and Wages	46.06	47.02
Bonus	0.34	0.28
Total	46.40	47.30

Note No. 18:

Finance Cost

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Bank Charges	0.17	0.08
Total	0.17	0.08

Note No. 19:

Other Expenses

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Advertisement Charges	0.48	0.85
Professional Tax Renewal Fee	0.03	0.03
Audit Fees (refer note (a))	0.30	0.30
Building Maintenance	0.94	1.92
Books & Periodicals	0.06	0.10
Travelling Expenses	10.51	2.61
Electricity charges	0.87	0.85
Business Promotion	2.48	4.01
CDSL Fees	0.45	0.63
NSDL Fees	0.42	0.82
Office Expenses	0.64	1.09
Listing Fees	3.25	-
Printing & Stationery	0.93	0.75
Legal and Professional Fees	1.58	1.48
Rent	7.20	7.20
Repairs & Maintenance	2.32	4.63
Conveyance	2.55	3.70
Telephone Charges	0.66	0.73
RTA Fees	0.71	0.63
ROC Fees	0.10	0.08
Security Charges	0.80	2.40
Miscellaneous Expenses	0.32	0.34
Rates & Taxes	0.13	-
Loss from Partnerships	0.42	2.94
Total	38.14	38.10

Note: (a) Auditors Remuneration (Excluding Taxes)

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Statutory Audit Fee	0.30	0.30
for Taxation Matters	-	-
Total	0.30	0.30

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Notes forming part of Financial Statements as at March 31, 2026

Note No.20

Earnings Per Equity Share

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Net profit / (Loss) as disclosed in Profit & Loss Account (Rs.)	-44.25	46.42
Net Profit / (Loss) attributable to the Equity shareholders	-44.25	46.42
Weighted Average No. of Equity Shares (Nos in Lakhs)	148.59	148.59
Basic & Diluted Earnings per share (Face value of Rs. 10/- each)	-0.30	0.31

Note No. 21

Contingent Liabilities

(Rs. in Lakhs)

Particulars	2025-26	2024-25
<u>Contingent liabilities in respect of</u> Income tax demands	13.76	-

Note No.22

Related party disclosure in terms of Ind AS 24

- Investment in Partnership firms

Name of the Enterprises	Name of the Partners	Profit Sharing Ratio	Investments (Rs.In Lakhs)
B&B Infratech Enterprises	B&B Realty Ltd.	50%	191.78
	Powai Vihar Developers Pvt Ltd	50%	(191.79)
Excel Ventures	B&B Realty Ltd.	40%	32.91
	Vanita Jain	20%	(32.92)
	Shweta Pachisia	25%	
	Shakuntala Pachisia	15%	
Somerset County	B&B Realty Ltd.	40%	165.50
	Dutta & Kannan Developers Private Limited	40%	(130.02)
	Arham Developers Private Limited	20%	
Hillsborough County	B&B Realty Ltd.	50%	103.27
	Dutta & Kannan Developers Private Limited	50%	(117.12)
Ikigai Estates	B&B Realty Ltd.	49%	449.11
	Desiree Infratech Private Limited	49%	(256.09)
	Alok Agarwal	1%	
	Gaurav Kumar Bhandari	1%	
AB Holdings	B&B Realty Ltd.	50%	149.39
	Yogesh Chowdhary	50%	(133.42)
Nipun Holdings	B&B Realty Ltd.	22%	12.31
	Vivek Pachisia	20%	(12.31)
	Mahendra Jain	20%	
	N Srikrishna	14%	
	Bhanumurthy B M	10%	
	Brian Mario Monterio	14%	

- Unsecured Loans

Landsend Projects Pvt Ltd	Company in which Director is interested	406.84 '(406.84)
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Notes forming part of Financial Statements as at March 31, 2026

- Other Related Party Transactions

Name of Related Party	Relationship	Transaction	Amount (in Lakhs)
Ashu Bhandari	Mother of Managing Director	Payment of Rent	7.20
Bharath Bhandari	Managing Director	Remuneration	15.00
Bharath Bhandari	Managing Director	Advance Given	4.00
Bharath Bhandari	Managing Director	Advance Repaid	5.55
Gaurav Kumar Bhandari	Director	Remuneration	15.00
Rubina Bhandari	Director	Remuneration	4.80
Vinita Sharma	Company Secretary - KMP	Salary	4.20
Divya Bhandari	Sister of Managing Director	Advance repaid	0.40
Desiree Infratech Private Limited	Partner in Partnership Firm	Advance received	50.00
Atlantis Stock Limited	Relative is Key Managerial Personnel	Inter group Deposit Received	5.50
Atlantis Stock Limited	Relative is Key Managerial Personnel	On-behalf payment made	0.03
B&B Infratech Limited	Relative is Key Managerial Personnel	Inter group Deposit Received	142.65
B&B Infratech Limited	Relative is Key Managerial Personnel	On-behalf payment made	0.09
Bonchance Finance Private Limited	Entity with common key managerial personnel	Inter group Deposit Repaid	0.15
Enrich Stocks	Entity with common key managerial personnel	On-behalf payment made	0.03
U C Bhandari	Father of Managing Director	Advance repaid	22.43

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Notes forming part of Financial Statements as at March 31, 2026

23 Promoters' Share Holding

Sl No.	Promoter Name	No. Of Shares	% of total Shares	% Change during the yr
1	Bharath Bhandari	10,00,100	6.73	Nil
2	Gaurav Bhandari	10,04,800	6.76	Nil
3	Veena Kumari Jain	9,46,900	6.37	Nil
4	Rubina Bhandari	9,26,825	6.24	Nil
5	B & B Infratech Ltd	27,02,150	18.19	Nil
6	Ashu Bhandari	11,39,526	7.67	Nil

24 Trade Payables ageing Schedule

		Amount (Rs. In Lakhs)				
		Outstanding as on 31st March 2026				
Particulars		Unbilled dues	Not due	< 1 Year	1 - 2 Years	2 - 3 Years > 3 Years
(i) MSME				-	-	-
(ii) Others				0.93	-	1.23
(iii) Disputed Dues - MSME				-	-	-
(iv) Disputed Dues - Others				-	-	-
Total				0.93	-	1.23

		Amount (Rs. In Lakhs)				
		Outstanding as on 31st March 2025				
Particulars		Unbilled dues	Not due	< 1 Year	1 - 2 Years	2 - 3 Years > 3 Years
(i) MSME				-	-	-
(ii) Others				4.33	1.23	7.08
(iii) Disputed Dues - MSME				-	-	-
(iv) Disputed Dues - Others				-	-	-
Total				4.33	1.23	7.08

25 Details of Dues to Micro and small Enterprises Nil (Nil)

This information has been determined to the extent such parties have been identified on the basis of information available with the Company

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Notes forming part of Financial Statements as at March 31, 2026

26 Trade Receivables ageing Schedule

Amount (Rs. In Lakhs)						
Particulars	Outstanding as on 31st March 2026					
	Not due	< 6 Months	6 months-1Yr	1 - 2 Years	2 - 3 Years	> 3 Years
(i) Undisputed Trade Receivables considered good		-	-	-	-	-
(ii) Undisputed Trade Receivables considered doubtful		-	-	-	-	-
(iii) Disputed Trade Receivables considered good		-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful		-	-	-	-	-
Total		-	-	-	-	-

Amount (Rs. In Lakhs)						
Particulars	Outstanding as on 31st March 2025					
	Not due	< 6 Months	6 months-1Yr	1 - 2 Years	2 - 3 Years	> 3 Years
(i) Undisputed Trade Receivables considered good		-	-	-	-	-
(ii) Undisputed Trade Receivables considered doubtful		-	-	-	-	-
(iii) Disputed Trade Receivables considered good		-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful		-	-	-	-	-
Total		-	-	-	-	-

27 Ageing Schedule for Capital Work In Progress

Particulars	Amount in Capital WIP for a period of				
	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
(i) Projects in Progress	-	-	-	-	-
(ii) Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-

No Intangible assets under development as on the date of balance sheet.

B&B REALTY LIMITED

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Notes forming part of Financial Statements as at March 31, 2026**NOTE 28: FOREIGN EXCHANGE EARNINGS & OUTGO**

Particulars	Amount (Rs. In Lakhs)	
	31st Mar 2026	31st Mar 2025
a) Earning in Foreign Currency (on accrual basis)		
- Sales - Exports (but, receipts in INR)	-	-
b) Expenditure in foreign Currency (on accrual basis)		
- Royalty/Know how	-	-
- Professional fees	-	-
- Interest	-	-
c) Value of Imports calculated on C.I.F. basis		
- Raw Materials	-	-
- Components & spare parts	-	-
- Capital Goods	-	-

NOTE 29: INDIGENOUS & IMPORTED RAW MATERIALS, SPARE PARTS & COMPONENTS

Particulars	Amount (Rs. In Lakhs)	
	31st Mar 2026	31st Mar 2025
Imported raw materials, spare parts & components	-	-
Indigenous raw materials, spare parts & components	-	-
Total	-	-
Percentage of imported to total consumption	0%	0%
Percentage of indigenous to total consumption	0%	0%

NOTE 30: QUANTITATIVE DETAILS OF STOCKS

Raw Material	Amount (Rs. In Lakhs)			
	Closing Stock as on 31-03-2026		Closing Stock as on 31-03-2025	
	Qty	Amount	Qty	Amount
B&B Highland Sites 134 to 148	20,000 sqft	49.19	20,000 sqft	49.19
Pc Phase 2	3,600 sqft	48.00	3,600 sqft	48.00
SITES AT PEARL CITY	4,000 sqft	85.00	4,000 sqft	85.00
Sy No 72 (Airport)	8 acres	1,198.74	8 acres	1,198.74

B&B REALTY LIMITED

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Notes forming part of the Financial Statements**NOTE 31 : FINANCIAL INSTRUMENTS- FAIR VALUES AND RISK MANAGEMENT****A CLASSIFICATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES:**

The following tables shows the carrying amounts of financial assets and financial liabilities which are classified as fair value through profit and loss (FVTPL), Fair value through other comprehensive income (FVTOCI), amortised cost & cost.

Amount (Rs. In Lakhs)

Particulars	As at 31st March 2026				
	FVTPL	FVOCI	Amortised cost	Cost	Total
Financial assets					
Cash and cash equivalents	-	-	0.00	-	0.00
Bank Balance other than cash and cash equivalent	-	-	0.03	-	0.03
Trade receivables	-	-	-	-	-
Other financial assets	-	-	623.43	-	623.43
Total Financial Assets	-	-	623.46	-	623.46
Financial liabilities					
Trade Payables	-	-	2.15	-	2.15
Lease Liability	-	-	-	-	-
Borrowings	-	-	908.09	-	908.09
Other Financial Liabilities	-	-	-	-	-
Total Financial Liabilities	-	-	910.24	-	910.24

Particulars	As at 31st March 2025				
	FVTPL	FVOCI	Amortised cost	Cost	Total
Financial assets					
Cash and cash equivalents	-	-	0.00	-	0.00
Bank Balance other than cash and cash equivalent	-	-	4.87	-	4.87
Trade receivables	-	-	-	-	-
Other financial assets	-	-	613.96	-	613.96
Total Financial Assets	-	-	618.83	-	618.83
Financial liabilities					
Trade Payables	-	-	12.64	-	12.64
Lease Liability	-	-	-	-	-
Borrowings	-	-	625.43	-	625.43
Other Financial Liabilities	-	-	-	-	-
Total Financial Liabilities	-	-	638.07	-	638.07

B FAIR VALUE HIERARCHY

The Company has no financial assets or financial liabilities that are measured at fair value on a recurring or non-recurring basis as at 31 March 2026 and 31 March 2025. The fair value hierarchy as at the reporting dates is as follows:

Particulars	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value	Nil	Nil	Nil	Nil
Financial liabilities measured at fair value	Nil	Nil	Nil	Nil

Notes:

- i. Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: Unobservable inputs for the asset or liability.
- ii. The carrying amounts of cash and cash equivalents, Bank balance other than cash and cash equivalent, receivables, other deposits, payable and other financial liabilities are considered to be the same as their fair values, due to their short term nature. For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

C FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

B&B REALTY LIMITED

Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Notes forming part of the Financial Statements**NOTE 31 : FINANCIAL INSTRUMENTS- FAIR VALUES AND RISK MANAGEMENT**

In the course of its business, the Company is exposed primarily to fluctuations in interest rates, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy which covers risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management framework aims to:

- (i) create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan.
- (ii) achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates is limited considering that the Company is primarily funded through equity share capital.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities. Financial instruments that are subject to credit risk and concentration thereof principally consist of investments, other financial assets and cash and cash equivalents of the Company.

(i). Trade receivables

As per Ind AS 109: Financial Instruments, the Company uses the expected credit loss model to assess the impairment loss. Basis management assessment, the expected credit losses relating to receivables is Nil (March 31, 2025: Nil).

The ageing of trade receivables is given below:

Particulars	As at	
	31st March 2026	31st March 2025
Neither past due nor impaired	-	-
Not past due but impaired	-	-
Past due but not impaired	-	-
Less than 365 days	-	-
More than 365 days	-	-
Less: Allowance for credit losses	-	-
Total	-	-

Other than trade receivables the Company has no significant class of financial assets that is past due but not impaired.

(ii). Financial instruments and cash deposits

Credit risk from balances with bank and financial institutions is managed by the Company's treasury department. Investment of surplus funds are made primarily in term deposits with bank.

Basis its assessment, the Company has not identified any expected credit loss on the financial instruments and cash deposits.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. The Company invests its surplus funds in bank fixed deposit / liquid investments which carry no or low market risk.

The following table shows a maturity analysis of the anticipated cash flows including interest obligations for the Company's financial liabilities on an undiscounted basis:

B&B REALTY LIMITED**Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052****Notes forming part of the Financial Statements****NOTE 31 : FINANCIAL INSTRUMENTS- FAIR VALUES AND RISK MANAGEMENT**

Particulars	0-1 years	1-5 years	> 5 years	Total
As at 31st March 2026				
Borrowings	908.09	707.00	-	1,615.09
Trade payables	2.15	-	-	2.15
Other financial liabilities	-	-	-	-
Other current liabilities	17.46	-	-	17.46
Lease liabilities	-	-	-	-
Total	927.70	707.00	-	1,634.70
As at 31st March 2025				
Borrowings	625.43	707.00	-	1,332.43
Trade payables	12.64	-	-	12.64
Other financial liabilities	-	-	-	-
Other current liabilities	11.14	-	-	11.14
Lease liabilities	-	-	-	-
Total	649.21	707.00	-	1,356.21

Foreign currency risk

The Company's exposure as regards foreign currency risk is limited considering that the transactions of the Company in foreign currency are not material. Accordingly, the Company has not disclosed foreign currency sensitivity.

B&B REALTY LIMITED

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Notes forming part of the Financial Statements**NOTE 32 : CAPITAL MANAGEMENT**

For the purpose of the company's capital management, capital includes issued capital and other equity reserves. The primary objective of the company's Capital Management is to maximise shareholders value.

The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement in the light of changes in economic environment and the requirement of the financial covenants.

The company monitors capital using debt to equity ratio.

-Net debt is calculated as total borrowings (including lease liabilities) less cash and cash equivalents and other bank balances.

-Equity comprises all components of equity (share capital and other equity reserves).

Particulars	As at 31st March 2026	As at 31st March 2025
Liabilities		
Borrowings	707.00	707.00
Lease Liabilities	-	-
Gross debt (A)	707.00	707.00
Less: Cash and cash Equivalents	0.00	0.00
Less: Other Bank Deposits	0.03	4.87
Net debt (B)	706.97	702.13
Total equity	1,474.79	1,519.03
Adjusted net debt to equity ratio	0.48	0.46

B&B REALTY LIMITED

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Notes forming part of the Financial Statements**NOTE 33 : MATURITY ANALYSIS OF ASSETS AND LIABILITIES****(Rs. in Lakhs)**

Particulars	As at 31st March 2026			As at 31st March 2025		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
(1) Non-current assets						
(a) Property, plant and equipment	-	0.82	0.82	-	1.81	1.81
(b) Intangible Assets	-	-	-	-	-	-
(c) Right of Use Asset	-	-	-	-	-	-
(d) Financial assets						
(i) Investments	-	1,104.27	1,104.27	-	873.67	873.67
(e) Deferred tax assets (net)	-	-	-	-	-	-
Sub-Total	-	1,105.09	1,105.09	-	875.48	875.48
(2) Current assets						
(a) Inventories	1,380.93	-	1,380.93	1,380.93	-	1,380.93
(b) Financial Assets						
(i) Trade receivables	-	-	-	-	-	-
(ii) Cash and cash equivalents	0.00	-	0.00	0.00	-	0.00
(iii) Bank balances other than (iii) above	0.03	-	0.03	4.87	-	4.87
(iv) Short term loans & advances	623.43	-	623.43	613.96	-	613.96
(c) Other current Assets	-	-	-	-	-	-
Sub-Total	2,004.40	-	2,004.40	1,999.76	-	1,999.76
Total Assets	2,004.40	1,105.09	3,109.48	1,999.76	875.48	2,875.24
LIABILITIES						
(2) Non-current Liabilities						
(a) Financial Liabilities						
(i) Borrowings	-	707.00	707.00	-	707.00	707.00
(ii) Lease Liabilities	-	-	-	-	-	-
(b) Provisions	-	-	-	-	-	-
Sub-Total	-	707.00	707.00	-	707.00	707.00
(3) Current Liabilities						
(a) Financial Liabilities						
(i) Trade payables						
(A) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	2.15	-	2.15	12.64	-	12.64
(ii) Borrowings	908.09	-	908.09	625.43	-	625.43
(iii) Other Financial Liabilities	-	-	-	-	-	-
(b) Other current liabilities	17.46	-	17.46	11.14	-	11.14
(c) Provisions	-	-	-	-	-	-
Sub-Total	927.70	-	927.70	649.21	-	649.21
Total liabilities	927.70	707.00	1,634.70	649.21	707.00	1,356.21
Net	1,076.70	398.09	1,474.79	1,350.56	168.48	1,519.03

B & B Realty Ltd
Regd. Office : No 17, 4th Floor, Shah Sultan, Ali Askar Road. Bengaluru - 560 052

Notes forming part of Financial Statements as at March 31, 2026

34. Ratios

Particulars	Methodology	31.03.2026	31.03.2025	Variation %
Current Ratio	Current Assets Over Current Liabilities	2.16	3.08	-0.43
Debt Equity Ratio	Debt Over Total Shareholders Funds	0.48	0.47	0.03
Debt Service Coverage Ratio	EBIT over Current Debt Service	NA	NA	NA
Return on Equity Ratio	PAT over Total Average Equity	-0.03	0.03	2.05
Inventory Turnover Ratio	Sales over average inventory	NA	NA	NA
Trade Receivables Turnover Ratio	Turnover Over Average Trade Receivables	NA	NA	NA
Trade Payable Turnover Ratio	Purchases Over Average Trade Payables	NA	NA	NA
Net Capital Turnover Ratio	Turnover over Average Working Capital	0.02	0.10	-3.57
Net Profit Ratio	Net Profit Over Turnover	-1.75	0.37	1.21
Return on Capital Employed	PBIT Over Average Capital Employed	-0.03	0.03	2.05
Return on Investment	Investment Income Over Average Investment	NA	NA	NA

B & B Realty Ltd
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Notes forming part of Financial Statements as at March 31, 2026

- 35 No loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties
- 36 No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder.
- 37 Company has following no borrowings from banks and financial institutions
- 38 The Company has not been declared as a Wilful Defaulter by any bank or financial institution or any other lender
- 39 The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- 40 There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- 41 The company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- 42 There are no immovable properties held in the name of the Company.
- 43 There are no property, plant and equipments held by the Company at any time during the year and hence question of revaluation of the same do not arise
- 44 There are no Schemes of Arrangements approved by the Competent Authority in respect of the Company
- 45 The Company has not advanced or loaned or invested funds to any other person / entity including foreign entity for direct or indirect lending or investment in other persons or entities identified in any manner by or on behalf of the Company
- 46 There is no transaction not recorded in the books of account that has been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961. There are no previously unrecorded income and related assets to be recorded in the books of account during the year.
- 47 The company is not covered by the provisions of Section 135 of the Companies Act, 2013
- 48 The Company has not traded or invested in crypto currency or virtual currency during the financial year
- 49 There are no material events after the reporting date that require disclosure in these financial statements.
- 50 In respect of amounts as mentioned under 205C of the Companies Act, 2013 there were no dues required to be credited to the Investor Education and Protection Fund as at 31 March, 2026.
- 51 Previous year figures have been regrouped and reclassified wherever necessary to conform to that of the current year

As per our report of even date

For and on behalf of the Board of Directors of
B&B Realty Limited

For S R P C & Co. LLP
Chartered Accountants
FRN No. S000118

Bharat Kumar Bhandari
Managing Director
DIN: 01125148

Gaurav Kumar Bhandari
Director
DIN:01339056

Prathik Dhariwal
Partner
M.No. 245192

Vinita Sharma
Company Secretary

Place : Bengaluru
Date: May 30, 2026



#17, 4TH Floor, Shah Sultan

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