KANEL

To,

Department of Corporate Services
Bombay Stock Exchange Limited
25th Floor, P. J. Tower,
Dalal Street,
Fort, Mumbai- 400 001.

Date: August 31, 2026

Dear Sir/Madam,

Sub: Notice of 34th Annual General Meeting ("AGM") along with Integrated Annual Report of the Company for FY 2025-26.
Ref: Kanel Industries Limited (Scrip Code: 500236)

We would like to inform that 34th AGM of the Members of the Company is scheduled to be held on Wednesday 30th September, 2026 at 11:00 a.m. IST through Video Conferencing / Other Audio-Visual Means in terms of applicable circulars issued by the Ministry of Corporate Affairs and by Securities and Exchange Board of India ("SEBI"), to transact the businesses, as set out in the Notice of AGM.

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of AGM along with Integrated Annual Report for FY 2025-26, which is being sent to all the Members of the Company whose E-mail IDs are registered with the Company / Registrar and Transfer Agent / Depository Participant(s). The Members whose E-mail IDs are not registered, a letter providing a web-link and path for accessing Notice of the AGM and Integrated Annual Report for FY 2025-26 is being sent.

Further, the Company is pleased to provide e-voting facility through Purva Sharegistry (India) Pvt. Ltd to the Members holding shares in physical or in dematerialised form, as on cut-off date i.e. Wednesday September 23, 2026to cast their votes by using remote e-voting and e-voting during the AGM on the resolutions as set forth in the Notice of AGM.

Please take the same on your records.
Thanking You,

FOR, KANEL INDUSTRIES LIMITED

KEYOOR MADHUSUDAN BAKSHI
Digitally signed by KEYOOR MADHUSUDAN BAKSHI
Date: 2026.08.31 13:49:09 +05'30'

KEYOOR BAKSHI
DIRECTOR
DIN: 00133588

KANEL

34TH ANNUAL REPORT

2025-26

KANEL INDUSTRIES LIMITED

KANEL

BOARD OF DIRECTORS:			
Shri Keyoor Bakshi	**Shri Harshit Kachchhi**	**Shri Pooja Khakhi**	**Shri Bhavin Mehta**
Executive Director & CEO	Non-Executive Director	Independent Woman Director	Independent Director

COMPANY SECRETARY	BANKERS OF THE COMPANY:	STATUTORY AUDITORS:	SECRETARIAL AUDITOR:
Shagun Rathi	IndusInd Bank Ltd.	**M/s. N.S. Nanavati & Co.** Chartered Accountants, Ahmedabad.	**M/s. Malay Desai & Associates** Practicing Company Secretary Ahmedabad.

ADDITIONAL INFORMATION		
LISTING AT:	**REGD. OFFICE:**	**REGISTRAR & SHARE TRANSFER AGENT:**
The Bombay Stock Exchange Ltd. Mumbai.	1503, Westport, Nr. S.P Ring Road, Sindhubhavan Road, Ahmedabad -380059. **CIN:** L15140GJ1992PLC017024 **E-mail:** ardent.ind99@gmail.com **Website:** www.kanel.in	**Purva Sharegistry (India) Pvt. Ltd** Unit no. 9 Shiv Shakti Ind. Estt, J. R. Boricha Marg, Lower Parel (E), Mumbai, Maharashtra, 400011. E-mail: support@purvashare.com

KANEL

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the Members of **KANEL INDUSTRIES LIMITED** will be held on Wednesday 30th September, 2026 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1) **To Receive, Consider, Approve and Adopt the Audited Statement of Accounts i.e. The Audited Balance Sheet as at 31st March, 2026, the Profit & Loss Account for the year ended on that date, the report of the Auditors and Directors thereon.**

"**RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

SPECIAL BUSINESS:

2) **To regularize appointment Ms. Pooja Khakhi (DIN: 07522176) as Independent Non Executive Director of the Company, to consider and if thought fit, to pass the following special business as an ordinary resolution**:

"**RESOLVED THAT** in accordance with the provisions of Section 149, 150 and 152 and other applicable provisions of the Companies Act, 2013, Articles of Association of the Company and rules made thereunder, read with Schedule IV of the Act (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Ms. Pooja Khakhi (DIN: 07522176), who was appointed as an Additional Director of the company with effect from 30th July, 2026 and who has submitted the declaration that he meets the criteria for Independence as provided under the Act and the Listing Regulations, his appointment be and is hereby confirmed as an Independent Director of the Company pursuant to regulation 17(1C) of SEBI (LODR) Regulations 2015 and section 161 of the Companies Act 2013 to hold office for a term of up to 5 (five) years with effect from 30th July, 2026."

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P.
Ring Road, Ahmedabad-380059, Gujarat.

By order of the Board,
For, **Kanel Industries Limited**

Sd/-
Shagun Rathi
Company Secretary
(Mem. No. ACS 66459)

Date: August 12, 2026
Place: Ahmedabad

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by Purva.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 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 EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (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 EGM/AGM without restriction on account of first come first served basis.

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

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

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.kanel.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. https://evoting.purvashare.com/.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year

2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

(i) **The remote e-voting period begins on Sunday, 27th September 2026 at 09:00 a.m. and ends on Tuesday, 29th September 2026 at 05:00 p.m. The remote e-voting module shall be disabled by Purva Sharegistry (India) Pvt. Ltd for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday September 23, 2026.**

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

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

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

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

Pursuant to above said SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

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

	NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) 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 5) 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.

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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website https://evoting.purvashare.com.
2) Click on "Shareholder/Member" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

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

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

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

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

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

(ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(xi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.

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

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

(xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ardent.ind99@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

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

2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

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

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

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

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

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ardent.ind99@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at ardent.ind99@gmail.com These queries will be replied to by the company suitably by email.

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

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

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such

shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.
All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P.
Ring Road, Ahmedabad-380059, Gujarat.

By order of the Board,
For, **Kanel Industries Limited**

Sd/-
Shagun Rathi
Company Secretary
(Mem. No. ACS 66459)

Date: August 12, 2026
Place: Ahmedabad

KANEL

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

Item: 2

Information about the directors who are proposed to be appointed/ re-appointed at the **34th Annual General Meeting** as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standard on general meetings issued by the Institute of Company Secretaries of India forming part of the notice convening the annual general meeting of the company.

Particulars	Ms. Pooja Hemang Khakhi
Director Identification Number.	07522176
Date of Birth	03/08/1992
Educational Qualification.	Company Secretary
Business field in which Experience.	Professional/Business
Date of Initial Appointment	30.07.2026
Date of Appointment as Director in the Current Term.	30.07.2026
Directorship held in any other Company.	1. One Global Service Provider Limited 2. Praveg Limited 3. Epuja Spiritech Limited 4. Shankar Packagings Limited
Member of any Committees of the Directors in the Company.	Audit Committee Nomination & Remuneration Committee Stakeholders Relationship Committee
Member of any committees of the Directors in other Companies with names of the Company.	-
Member of any Trade Association/ Charitable Organization/ NGOs etc.	-
Shareholding in Company	-
Remuneration paid or sought to be paid	-
Relationship with other Directors/KMPs	-
No. of meetings attended during the year	1

None of the directors or key managerial persons of the Company or their relatives except Mr. Bhavin Mehta are deemed to be concerned or interested in the said resolution.

The Board recommends the Resolution set out at Item No. 2 of the notice for approval by the members

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.
Date: August 12, 2026
Place: Ahmedabad

By order of the Board,
For, **Kanel Industries Limited**

Sd/-
Shagun Rathi
Company Secretary (Mem. No. ACS 66459)

KANEL

BOARD OF DIRECTORS' REPORT

To,
The Members,
Kanel Industries Limited,
Ahmedabad

Your directors have pleasure in presenting the 34th Annual Report of the Company together with the Audited Statements of Accounts for the year ended March 31, 2026.

1. FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

(Amount In Lakhs)

PARTICULARS	FOR THE YEAR ENDED ON 31.03.2026	FOR THE YEAR ENDED ON 31.03.2025
Net Income from Business Operations	Nil	Nil
Other Income	3.06	0.51
Total Income	**3.06**	**0.51**
Profit / (loss) before depreciation & tax	(27.59)	(5.03)
Less Depreciation	10.54	1.08
Profit before Tax	(38.12)	(6.11)
Less Tax Expenses:	0	0
Net Profit after Tax	**(47.93)**	**(5.60)**

2. STATE OF AFFAIRS:

The Company is engaged in the business of trading of various edible oils. There has been no change in the business of the Company during the financial year ended 31st March, 2026.

The highlights of the Company's performance are as under:

i. Revenue from operations - Nil.

ii. Loss for the year ended 31.03.2026 is Rs. 47.93 Lakhs against the Loss of Rs. 5.60 Lakhs in the previous year.

3. SHARE CAPITAL:

As on 31.03.2026 the paid-up Equity Share capital of the Company is Rs. 15,75,00,000/-.

During the year under review, the company has neither issued any shares with or without differential voting rights nor granted any stock Option nor any sweat Equity Shares.

4. DIVIDEND:

In absence of adequate profits, Dividend is not recommended for the financial year ended on 31.03.2026.

5. RESERVES:

The Board of Directors transferred the entire amount of losses to the Reserves & Surplus.

KANEL

6. **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCTION AND PROTECTION FUND:**
The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

7. **DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:**
The Company does not have any Holding, Subsidiary, Joint Venture or Associate Company.

8. **MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**
No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

9. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, 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 are annexed as Annexure "A".

10. **STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:**
The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy. The Risk Management policy has been uploaded on the website of the company at www.kanel.in .

11. **CORPORATE SOCIAL RESPONSIBILITY (CSR):**
The provisions of section 135 of the companies act, 2013 are not applicable to the company considering the net worth, turnover and net profit of the company.

12. **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**
There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and the same has been disclosed under the Balance Sheet.

13. **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**
The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

KANEL

14. STATUTORY AUDITORS:

M/s. N.S. Nanavati & Co., Chartered Accountants, (Firm Registration No. 134235W) was appointed as Statutory Auditor of the Company to hold office from the 31^{st} AGM to the 36^{th} AGM of the company for a term of five years in terms of the first proviso to Section 139 of the Companies Act, 2013.

15. STATUTORY AUDITOR's REPORT & OBSERVATIONS:

The report of the Statutory Auditors of the Company is annexed herewith.

The auditors have not reported any frauds under sub section 12 of section 143 which are reportable to the Central Government.

There are no qualifications, reservations or adverse remarks made by the Statutory Auditor

16. ANNUAL RETURN:

The Annual Return in Form No.MGT-7 pursuant to the provisions of Section 92 has been placed at website of the Company at www.kanel.in

17. SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/S. Malay Desai & Associates, Practicing Company Secretaries, Ahmedabad to undertake the Secretarial Audit of the Company.

18. SECRETARIAL AUDIT REPORT & OBSERVATIONS:

The Secretarial Audit Report of Secretarial Auditor is appended as 'Annexure-B' to this report.

There are no qualifications, reservations or adverse remarks made by the Secretarial Auditor except the following:

19. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

4 (Four) Board Meetings were held during the year:

29.05.2025, 12.08.2025, 07.11.2025, 06.02.2026

20. DIRECTOR RESPOSNSIBILITY STATEMENT:

Your directors wish to inform that the Audited Accounts containing financial statements for the financial year **2025-26** are in full conformity with the requirements of the Companies Act, 2013. They believe that the financial statement reflect fairly, the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and results of operations.

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility statement:

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

b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d. the directors had prepared the annual accounts on a going concern basis; and

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

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

21. DEPOSITS:

The company has not invited, accepted or renewed any deposit within the meaning of Chapter V other than exempted deposit as prescribed under the provisions of the Company Act, 2013 and the rules framed thereunder, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8(5)(v) and (vi) of the Companies (Accounts) Rules, 2014.

22. DIRECTORS / KEY MANAGERIAL PERSONNEL:

a. CHANGES IN BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Ms. Jasmin Doshi	Cessation
Ms. Shagun Rathi	Appointment as a Company Secretary, Compliance Officer and CFO
Ms. Pooja Khakhi	Appointment

b. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, had adopted a formal mechanism for evaluating its own performance and as well as that of its committee and individual Directors, including the chairperson of the Board. The Exercise was carried out through a structured evaluation process covering the various aspects of the Board's functioning such as composition of board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc.

The evaluation of the independent Directors was carried out by Board, except the independent Director being evaluated and the chairperson and the non-independent Directors were carried out by the independent Directors.

c. ANNUAL PERFORMANCE EVALUATION:

During the year under review, pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board has carried out an Annual Performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committees. A separate meeting was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board at its meeting following the meeting of Independent Directors.

d. REMUNERATION POLICY:

The Board has on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining, qualifications, positive attributes and independence of a director and also a policy for remuneration of directors, key managerial personnel and senior management. The policy is available at the website of company at www.kanel.in

e. DECLARATION BY INDEPENDENT DIRECTORS:

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

23. PARTICULARS OF CONTRACTS WITH RELATED PARTIES:

There were no related party transactions undertaken during the year under the review. The provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there were no materially significant related party transactions during the 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.

24. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE:

There are no Proceeding Pending under the Insolvency and Bankruptcy Code.

25. CORPORATE GOVERNANCE:

Your Company practices a culture that is built on core values and ethical governance practices and is committed to transparency in all its dealings. A Report on Corporate Governance as per the Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report as an **"Annexure-D".**

26. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report is appended as **Annexure "C"** to this Report.

27. PARTICULARS OF EMPLOYEES:

Disclosure under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.

- As the company has not paid any remuneration to the directors for the financial year ***2025-26***, the ratio of the remuneration of each director to the median remuneration of the employees is 0.

b) The percentage increase in the remuneration of each director, Chief Executive Officer, Chief Financial Officer and Company Secretary, if any in the financial year.
- During the FY ***2025-26*** there was nil (0%) increase in the remuneration of MD, CFO, CS and other Non-Executive Directors.

c) The percentage increase in the median remuneration of employees in the financial year.
- Average increase is 0% for the F.Y. ***2025-26***

d) The number of permanent employees on the rolls of the Company as on ***31.03.2026***.
- Nil

e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.
- Average 0% increase in salaries of Employees and 0% increase in Managerial Remuneration during F.Y. ***2025-26***. As there is no increment in remuneration of managerial person during the year, explanation is not required to be given.
f) Affirmation that the remuneration is as per the remuneration policy of the company.
- The Company's remuneration policy is driven by the success of the Company during the year under review. The Company affirms that the remuneration is as per remuneration policy of the Company.

28. COST AUDITORS:

The section 148 read with Companies (Audit & Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 are not applicable to the Company Hence, the Board of Directors of your company had not appointed Cost Auditor for obtaining Cost Compliance Report of the company for the financial year 2025-26.

29. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS:

The Company has complied with the provisions of Secretarial Standards (I & II) issued by the Institute of Company Secretaries of India and approved by the Central Government under section 118(10) of the Companies Act, 2013.

30. PREVENTION OF INSIDER TRADING:

Your company has adopted the "Code of Conduct on Prohibition of insider trading "and "Code of Conduct for Directors and Senior Management Personnel" for regulating the dissemination of Unpublished Price Sensitive Information and trading in security by insiders.

31. INDUSTRIAL RELATIONS (HUMAN RESOURCES):

During the period under review, the personal and industrial relations with the employees remained cordial in all respects. The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The Company recognizes talent and has judiciously followed the principle of rewarding performance.

32. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

The Company is committed to provide a safe and conducive work environment to its employees during the year under review. The company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of women at the workplace (Prevention, Prohibition &Redressal) Act, 2013.

Your directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

33. ACKNOWLEDGEMENTS

Your Resolution Professional and directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

Date: August 12, 2026
Place: Ahmedabad

By order of the Board of Kanel Industries Limited

Sd/-	**Sd/-**
Keyoor Bakshi	**Harshit Kachchhi**
Director	**Director**
DIN: 00133588	**DIN: 08019394**

KANEL

"Annexure A"

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

(Particulars pursuant to the Companies (Accounts) Rules, 2014)

CONSERVATION OF ENERGY

- We continue to strengthen our energy conservation efforts. Interalia the following steps have been taken to reduce energy consumption:
- Use of energy efficient devices/motors for running of machineries.
- Standardization of utility pipelines leading to optimum utilization.
- The process is ongoing and the Engineering team is working on various measures to conserve this scarce resource.

RESEARCH & DEVELOPMENT

- The Company continued its efforts in the area of improvement of quality/process cycle/ product design.
- We continue to focus on product and process improvement and collaborate with product vendors to co-create business solutions on customer specific themes.

TECHNOLOGY ABSORPTION

- Continuous efforts are made with an Objective to achieve productivity, reduction in production cost, reduction in down time for maintenance and curtailment of maintenance cost.
- Various Efforts are made towards technology absorption, adaptation and innovation.

FOREIGN EXCHANGE EARNING AND OUTGO

- Not applicable as no foreign currency transaction is occurred during the year under review.

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

Date: August 12, 2026
Place: Ahmedabad

By order of the Board of Kanel Industries Limited

Sd/-	**Sd/-**
Keyoor Bakshi	**Harshit Kachchhi**
Director	**Director**
DIN: 00133588	**DIN: 08019394**

KANEL

Annexure-B

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014]

To,
The Members,
Kanel Industries Limited.
1503, Westport, Sindhubhavan Road,
Nr. S.P. Ring Road,
Ahmedabad-380059, Gujarat.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kanel Industries Limited** (hereinafter called the Company) (CIN: L43299GJ1992PLC017024) having its registered office at 1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat**.** 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 our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2026** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Kanel Industries Limited** (the Company) for the financial year ended on **31st March, 2026** according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made thereunder;
II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
III. The 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 the 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;
(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 (Buyback of Securities) Regulations, 2018 (w.e.f. 11th September, 2018); **[Not Applicable to the Company during the Audit Period]**
(i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

VI. We have relied on the representation made by the Company, its Officers and on the reports given by designated professionals for systems and processes formed by the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations to the Company.

VII. As declared by the Management, at present there is no law which is specifically applicable to the Company.

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

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

(ii) The Listing Agreements entered into by the Company with Stock Exchanges read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

We further report that during the Audit period the Company has no specific events/actions having a major bearing on the Companies Affairs in pursuant of the above referred Laws, Rules, Regulations, Guidelines, Standards etc.

Place: Ahmedabad
Date: August 12, 2026

For, Malay Desai & Associates
Company Secretaries

Sd/-
Malay Desai
Proprietor
Membership No: A48838
C.P. No.: 26051
Peer Review No.: 6426/2025
UDIN: A048838H001091264

ANNEXURE - A to the Secretarial Audit Report

To,
The Members,
Kanel Industries Limited
1503, Westport, Sindhubhavan Road,
Nr. S.P. Ring Road,
Ahmedabad-380059, Gujarat.

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

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

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

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

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

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

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

Place: Ahmedabad
Date: August 12, 2026

For, Malay Desai & Associates
Company Secretaries

Sd/-
Malay Desai
Proprietor
Membership No: A48838
C.P. No.: 26051
Peer Review No.: 6426/2025
UDIN: A048838H001091264

KANEL

Annexure –C

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. INDUSTRY STRUCTURE AND DEVELOPMENT:

Our company was earlier in the business of trading into edible and non-edible oils. However the company was out of Business for a longtime and underwent insolvency resolution during the Financial Year Our Company was performing activity of bulk trading of cottonseed oil, groundnut oil, sunflower oil, palmolein oil and soyabean oil. However major part of India's Edible Oil demand has been supported by equivalent increase in imports. Since 2012-13, out of the 6 mn tons of incremental demand has parallely seen 5 mn tons of import increment. Indian edible oil import has grown at 8.4% CAGR over last decade. Palm oil has been the main edible oil imported in India. Off lately, Soybean oil imports have also increased sharply. Vegetable oils form over half of the total Agricultural import in India. Despite being the 5th largest oilseed crop producing country in the world, India is also one of the largest importers of vegetable oils today.

2. OPPORTUNITIES AND THREAT:

Opportunities:

India is a potential market for edible oils because of its domestic consumption. However, the deficit between production and consumption of edible oils is increasing rapidly, even after importing millions of tonnes of oil. The government should increase the oilseed production and solve the problems faced by the edible old market.

For edible oil market, there can be major market opportunities in the recent time because the paradigm of health concern for a growing number of Indian consumers has largely shifted.

The oil seed cultivation needs to be promoted to under-utilized farming locations such as the eastern India, where more than 15 million hectares under low land rice is one of the opportunities for increasing the area under oilseeds. The inter cropping technique can be used in nearly 45 million hectares under widely spaced crops like sugarcane, maize, cotton etc. Extending oilseed cultivation to under-utilized farming locations such as the rice fallows of eastern India and in some coastal regions, where more than 15 million hectares under low land rice is one of the opportunities for increasing the area under oilseeds.

Threats:

Changes in external environmental also may present threats to the firm. Such threats may include:

- Shifts in customer tastes away from the Company's products
- Emergence of substitute products
- New regulations

- Increased trade barriers
- Production situation
- System constraints in public sector transfer of oilseed technology
- Processing situation

3. RISK, CONCERNS AND THREATS:

The annual oilseed production of the country is faced with high degree of variation as nearly 76% of the oilseeds area is under rainfed conditions and therefore subjected to uncertainties of moisture availability. Availability of quality seeds of improved varieties and hybrids is grossly inadequate and is one of the major constraints in enhancing the oilseed production. The cost of vegetable oil processing in India is very high as compared to the countries like China and USA mainly due to smaller capacities, low technical efficiency and low-capacity utilization. Additional inefficiency arises from non-integration of solvent extraction units with expeller units; As a result, significant amounts of expeller cake are not solvent extracted resulting in considerable losses of oil and meal products. The lack of adequate integration between expelling and solvent extraction units alone is costing the country Rs.2500 crores annually. The fragmentation, low technical efficiency and excess capacity of India's oilseed processing industry are largely the result of regulatory and trade policies followed by the government.

4. INTERNAL CONTROL SYSTEMS AND ITS ADEQUACY:

The Company ensures the safety and protection of its assets by having implemented well defined policies and their implementation in a well efficient manner. The board of the Company is always well informed regarding the operations of the company. The company always ensures the dissemination of information through proper channels in a professional manner. The management takes regular recommendations and advises from the reliable professionals having experience in their fields, in order to efficiently discharge responsibilities by giving hands on facts, details and recommendations concerning the activities covered for audit and reviewed by it during the year.
The conclusions of internal audit reports and effectiveness of internal control measures is reviewed by top management and audit committee of the Company.

5. FINANCIAL PERFORMANCE:

A. Standalone Financial Performance:

(i) Net Sales and Other Income:

Income for the year under review Increase from Rs. 0.51 Lakhs to Rs. 3.06 lakhs.

(ii) Expenditure:

The total expenditure Increase from Rs. 5.60 Lakhs to Rs. 47.93 Lakhs.

(iii) Profit/Loss for the period:

The company has made a loss of Rs. 47.93 Lakhs against a loss of Rs. 5.60 Lakhs in the previous year.

6. SEGMENT–WISE OR PRODUCT-WISE PERFORMANCE:

Since the turnover of the company is nil, the disclosure under this clause is not applicable

7. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Sr. No.	Ratios	Is change any significant change compared to last year	Justification
1	Debtors Turnover Ratio	No	Not required as there is no change
2	Inventory Turnover Ratio	No	Not required as there is no change
3	Interest Coverage Ratio	No	Not required as there is no change
4	Current Ratio	Yes	The change is a significant change due to decrease in Trade Receivables and Other Bank Balances disproportionate to the Current Liabilites
5	Debt Equity Ratio	No	Not required as the change is within the limits
6	Operating Profit Margin	No, 0 %	Not required as there is no change
7	Net Profit Margin	No, 0%	Not required as there is no change

8. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:

The networth of the company was negative prior to the approval of the Resolution plan. Subsequent to implementation of the resolution plan during the current year, the Netwoth of the Company as on 31.03.2026 stood at Rs. 1542.83 Lakhs.

9. DEVELOPMENT IN HUMAN RESOURCES:

The Company considers its employees as its main assets. The management believes in the philosophy of the development of the Company with the development of its employees. Proper environment of work, all necessities and their safety is looked after. The well-being of its employees is always a priority to the company. The employees are given proper guidance and training to execute their tasks. Hence, higher degree of work satisfaction is enjoyed by the employees of the company.

KANEL

10. ENVIRONMENT, HEALTH & SAFETY (EHS)

The Company commits to ethical and sustainable operation in all business activities. Company maintains and implements an Environmental Management System (EMS) for meeting the purpose of organization's policy and objectives regarding environment. The aims of the system is use of processes, practices, techniques, materials, products, services or energy to avoid, reduce or control the creation, emission or discharge of any type of pollutant or waste, in order to reduce adverse environmental impacts. Adequate Occupational Health & Safety Management System is adopted by the Company for ensuring the conformance to the Occupational Health & Safety Management System, legal & statutory requirements, continual improvement and satisfaction of interested parties (i.e. customers, suppliers, employees and public).

11. CAUTIONARY STATEMENT:

No reliance should be placed on, the fairness, accuracy, completeness or correctness of the information or opinions, predictions etc. may constitute "forward looking statements" contained herein. Certain statements contained in this document may be statements of future expectations, forecasts and other forward-looking statements that are based on management's current view and assumptions. Such statements are by their nature subject to significant uncertainties and contingencies and the actual results, performance or events may differ materially from those expressed or implied in such statements. Readers are cautioned not to place undue reliance on any forward looking statement.

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

Date: August 12, 2026
Place: Ahmedabad

By order of the Board of Kanel Industries Limited

Sd/-	**Sd/-**
Keyoor Bakshi	**Harshit Kachchhi**
Director	**Director**
DIN: 00133588	**DIN: 08019394**

KANEL

Annexure –D

REPORT ON CORPORATE GOVERNANCE

Company's Philosophy on Code of Corporate Governance

The Corporate Governance policies followed by your Company are aimed at ensuring transparency in all dealings and in the functioning of the management and the Board. These policies seek to focus on enhancement of long-term shareholder value without compromising on integrity, social obligations and regulatory compliances. The Company operates within accepted standards of propriety, fair play and justice and aims at creating a culture of openness in relationship between itself and its stakeholders.

Board of Directors:

As on 31st March 2026, the composition of the Board of Directors is shown as below. The Chairman is an executive Director and the composition of Independent Director is 50% comprising of non-executive independent directors.

BOARD MEETINGS: During the year under review, 4 Board Meetings were held.

Name & Designation	Category	No. of Board Meeting Attended	Percentage Attendance	Attendance at Last AGM (30/09/2025)	No. of Other Directorship	Name of listed entities in which the person holds directorship	Membership in the committee of other companies
Keyoor Bakshi	Promoter and Executive Director	4	100	Yes	6	1	1
Harshit Kachchhi	Promoter Non-Executive Director	4	100	Yes	4	Nil	0
Bhavin Mehta	Independent Director	4	100	Yes	1	Nil	0
Jasmin Doshi	Independent Director	4	100	Yes	4	4	1

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

No director is connected to any other director in any manner.

NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:

None of the Non-Executive Directors is holding any share of the company.

WEBLINK WHERE DETAILS OF FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS IS DISCLOSED

The details of familiarization of programmes imparted to Independent Directors is disclosed on the website of the company, link of which is **https://www.kanel.in/policy.html**.

MATRIX SETTING OUT SKILLS / EXPERTISE / COMPETENCE OF THE BOARD OF DIRECTORS:

Name of Director	Area of Expertise						
	Technology	Legal	Stakeholders Relationship	Strategy Development	Finance	Corporate Governance	Leadership
Keyoor Bakshi	✓	✓	✓	✓	✓	✓	✓
Harshit Kachchhi	✓		✓	✓	✓	✓	✓
Bhavin Mehta	✓	✓	✓	✓	✓	✓	✓
Pooja Khakhi	✓	✓	✓	✓	✓	✓	✓

CODE OF CONDUCT

The company has already adopted a code of conduct for all employees of the company and executive directors. The board has also approved a code of conduct for the non-executive directors of the company.
All board members and senior management personnel (as per SEBI (LODR) guidelines) have affirmed compliance with the applicable code of conduct has been provided in the Annual Report.
The directors and senior management of the company have made disclosures to the board confirming that there is no material financial and/ or commercial transactions between them and the company that could have potential conflict of interest with the company at large.

The Board hereby confirms that the independent directors fulfill the conditions specified in these regulations and are independent of the management.

COMPOSITION OF COMMITTEES

A. AUDIT COMMITTEE: Reviewing, with the management, the annual financial statements and auditor's report before submission to the board, following are the terms of reference of the committee:

1. Reviewing, with the management, the annual financial statements and auditor's report before submission to the board;

2. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

3. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

4. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

5. Approval of payment to statutory auditors for any other services rendered by the statutory Auditors;

6. Review and monitor the auditor's independence and performance, and effectiveness of audit Process;

7. Approval or any subsequent modification of transactions of the company with related parties;

8. Scrutiny of inter-corporate loans and investments;

9. Valuation of undertakings or assets of the company, wherever it is necessary;

10. Evaluation of internal financial controls and risk management systems;

11. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

12. Discussion with internal auditors of any significant findings and follow up there on;

13. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

14. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

15. To review the functioning of the Whistle Blower mechanism;

16. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate; Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

COMPOSITION, NAME OF MEMBERS AND CHAIRMAN

Name	Designation
Mr. Bhavin Mehta	Chairperson
Mr. Keyoor Bakshi	Member
Ms. Jasmin Doshi	Member

FUNCTIONS OF AUDIT COMMITTEE:

The Audit Committee is headed by Mr. Bhaivn Mehta as Chairman and includes other directors namely Mr. Keyoor Bkashi, Ms. Jasmin Doshi. The Committee is regularly giving feedback on daily financial and accounting position of the company to the Board. All committee Reports and minutes are placed before the Board in all its meetings for information, guidance, directions and taking the same on record. Other functions, powers, duties etc. of the committee are defined taking in to account the legal provision of regulation 18 of the SEBI(LODR) guidelines and the same are kept flexible to be decided by the Board from time to time.

MEETINGS OF AUDIT COMMITTEE:

Meetings of the Audit Committee on 29.05.2025, 12.08.2025, 07.11.2025, 06.02.2026 during the year 2025-26.

B. STAKEHOLDERS RELATIONSHIP COMMITTEE:

Name	Designation
Ms. Jasmin Doshi	Chairperson
Mr. Bhavin Mehta	Member
Mr. Keyoor Bkashi	Member

FUNCTIONS OF STAKEHOLDERS RELATIONSHIP COMMITTEE

This Committee looks in to all aspects and business related to shares and retail investors. The Committee also looks after the Dematerialization process of equity shares.

The Committee is also empowered to keep complete records of Shareholders, Statutory Registers relating to Shares and securities, maintaining of the complete records of Share Dematerialized, Investors Grievances, complaints received from investors and also from various agencies.

The Committee meets regularly to approve all the cases of shares demat, transfer, issue of duplicate and resolution of investors complaints, submission of information to various statutory authorities like NSDL/CDSL, SEBI, Stock Exchanges, Registrar of Companies periodically and from time to time. Other functions, roles, duties, powers etc. have been clearly defined in line with the provision of regulation 20 of SEBI (LODR) guidelines, and are kept flexible for modification by the Board from time to time.

C. REMUNERATION COMMITTEE:

COMPOSITION, NAME OF MEMBERS AND CHAIRMAN

Name	Designation
Ms. Jasmin Doshi	Chairperson
Mr. Bhavin Mehta	Member
Mr. Harshit Kachchhi	Member

During the year the Company has not offered any Stock Options or provided any finance to purchase any such stock options or offered ESOP Scheme to any of its Directors or the employees.

MEETINGS OF NOMINATION AND REMUNERATION COMMITTEE:

Meetings of the Remunaration Committee on 29.05.2025, 12.08.2025, 07.11.2025, 06.02.2026 during the year 2025-26.

Details of Annual General Meeting Held during the Last 3 Financial Years:

S.No.	Date of AGM	Day	Time	Venue.
1	**30/09/2023**	**Saturday**	**9:30 A.M**	203, Abhijeet Buildings, Near Mithakhali 6 Road, Ellisbridge, Ahmedabad-380006, Gujarat
2	**30/09/2024**	**Monday**	**9:30 A.M**	203, Abhijeet Buildings, Near Mithakhali 6 Road, Ellisbridge, Ahmedabad-380006, Gujarat
3	**30/09/2025**		**9:30 A.M**	1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat

PASSING OF THE RESOLUTION BY POSTAL BALLOT SYSTEM:

The Company had not passed any resolution by means of Postal Ballot since the last Annual General Meeting. The Company has not proposed to pass any resolution in this Annual General Meeting which is to be passed by means of Postal Ballot system.

POLICIES:

A. POLICY ON RELATED PARTY TRANSECTIONS

SCOPE AND PURPORSE OF POLICY

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 ("Act") read with the Rules framed there under and provisions of Regulation 23 of SEBI(LODR) guidelines, our Company has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions.

Also, provisions of Regulation 23 of SEBI (LODR) guidelines require a company to formulate a policy on materiality of related party transactions and dealing with related party transactions. In light of the above, our Company has framed this Policy on Related Party Transactions ("Policy"). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board.

OBJECTIVE OF THE POLICY

The objective of this Policy is to set out (a) the materiality thresholds for related party transactions and; (b) the manner of dealing with the transactions between the Company and its related parties based on the Act, provisions of regulation 23 of SEBI(LODR) guidelines and any other laws and regulations as may be applicable to the Company.

MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS

a. **Identification of related parties:**

The Company has formulated guidelines for identification and updating the list of related parties as prescribed under Section 2(76) of the Act read with the Rules framed there under and provisions of regulation 23 of SEBI (LODR) guidelines.

b. **Identification of related party transactions:**

The Company has formulated guidelines for identification of related party transactions in accordance with Section 188 of the Act and provisions of regulation 23 of SEBI (LODR) guidelines.

DISCLOSURES

The Company shall disclose, in the Board's report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business along with the justification for entering into such transaction.

B. FAMILIARIZATION POLICY FOR INDEPENDENT DIRECTORS

PURPOSE AND OBJECTIVE OF THE POLICY

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

FAMILIARIZATION AND CONTINUING EDUCATION PROCESS

- The Company through its Managing Director / Executive Director / Key Managerial Personnel conducts programmers / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.
- Such programmers/presentations provide an opportunity to the Independent Directors to interact with the Senior Management of the Company and help them to understand the Company's strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time.
- The programmes/presentations also familiarizes the Independent Directors with their roles, rights and responsibilities.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairperson, Managing Director, Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- New Independent Directors are provided with copy of latest Annual Report, the Company's Code of Conduct, the Code of Conduct for Prevention of Insider Trading and the Code of Corporate Disclosure Practices, Schedule of upcoming Board and Committee meetings.
- The Company provides the Directors with the tours of company's facilities from time to time.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration and performance evaluation process, insurance cover, Tata Code of Conduct and obligations on disclosures, is issued for the acceptance of the Independent Directors.

C. RISK MANAGEMENT POLICY

LEGAL FRAMEWORK

Risk Management is a key aspect of the "Corporate Governance Principles and Code of Conduct" which aims to improvise the governance practices across the Company's activities. Risk management policy and processes will enable the Company to gain new opportunities.

BACKGROUND AND IMPLEMENTATION

The Company is prone to inherent business risks. The objective of Risk Management Policy shall be identification, evaluation, monitoring and minimization of identifiable risks. This policy is in compliance with the provision of regulation 21 of SEBI (LODR) guidelines, which requires the Company to lay down procedure for risk assessment and procedure for risk minimization. The Board of Directors of the

Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

COMMITTEE

The Company has not made Risk Management Committee but the Board of Directors & Audit Committee is looking after the Risk Management of the Company.

A. CORPORATE SOCIAL RESPONSIBILITY POLICY

India has introduced several new provisions which change the face of Indian corporate business. One of such new provisions is Corporate Social Responsibility (CSR). As per Section 135 of the Companies Act, 2013, it provides the threshold limit for applicability of the CSR to a Company i.e. (a) networth of the company to be Rs 500 crore or more; (b) turnover of the company to be Rs 1000 crore or more; (c) net profit of the company to be Rs 5 crore or more. Our Company is the Loss making one. So that CSR Policy is Not Applicable to the Company. So any CSR Activities have not been undertaken by the Company & has not made Corporate Responsibility Committee.

B. VIGIL MECHANISM POLICY

LEGAL FRAMEWORK

Section 177 of the Companies Act, 2013 requires every listed company and such class or classes of companies, as may be prescribed to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed. Provision of regulation 22 of SEBI (LODR) guidelines and the Stock Exchanges, inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called "Whistle Blower Policy for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company s code of conduct.

POLICY

In compliance of the above requirements, Kanel Industries Limited, being a Listed Company has established a Vigil (Whistle Blower) Mechanism and formulated a Policy in order to provide a framework for responsible and secure whistle blowing/vigil mechanism. The Vigil (Whistle Blower) Mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The mechanism provides for adequate safeguards against victimization of Directors and employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (POLICY WHERE MORE THAN 4 WOMEN WORKING) AND ELIMINATION OF CHILD LABOUR POLICY.

The Company is not employing more than 4 women employees as well as the Company is not employing any child labor. So these both policies are not applicable to the Company.

MANAGEMENT DISCUSSION AND ANALYSIS

A) PRESENT STRENGTH OF THE COMPANY:

The Edible oil business is company's core business and demand of edible oils is growing in India @ of 10 percent per annum and in fact the demand of branded edible oils is growing even faster with the government having started taking actions to ban sale of edible oils in loose and implementation of its order for allowing sale of edible oils in packed format only under the packaging act.

B) FUTURE OUTLOOK:

The company's future outlook appears positive, supported by opportunities for revenue growth, expansion, and improving profitability.

DISCLOSURES

A) MATERIALLY RELATED PARTY TRANSACTION:

During the financial year 2025-26 there were no transactions for sell/purchase of goods or services of material nature with its promoters, the directors and the management, their subsidiaries or relatives, etc., hence statement AOC-2 has not been provided as the part of the report.

B) DETAILS OF NON-COMPLIANCE

The list of Non-Compliance has been stated in the Secretarial Audit Report Annexed to the Annual Report as Annexure-B.

CERTIFICATE ON CORPORATE GOVENANCE

As required under Disclosures of Requirements of Corporate Governance specified in Regulation 17 to 27 and clause (b) to (i) of Sub-regulation (2) of Regulation 46 is provided in the Annual Report.

MEANS OF COMMUNICATIONS:

ESTABLISHMENT OF INTERNAL MANAGEMENT INFORMATION SYSTEM:

The Company has established the Management information system whereby any problem requiring policy decisions are being intimated to Audit Committee for redressal or amendments in the policy and procedures. The progress reports are being maintained regularly. All the Investors' grievances or share department related queries are addressed to the Compliance officer who in turn put the same before the Investors' Grievances Committee.

INFORMATION SYSTEM BETWEEN COMMITTEES AND THE BOARD

Both Audit Committee and Investors' Grievances Committees receive periodical regular information from the concerned functional heads, after resolutions of all the problems communicate back the same to functional heads for further communications. The progress report and minutes of all meetings held of both the committees are being placed before the Board for information and taking the same on records.

INFORMATION SYSTEM BETWEEN THE COMPANY AND INVESTORS

The Company is regularly taking on record the un-audited financial results on quarterly basis as per requirements of the relevant provision of SEBI(LODR)guidelines. The Material information relating to the business of the Company is being intimated to the Stock Exchange who in turn publishes the same in their official bulletin. The Audited Financial Balance Sheet is being dispatched to every shareholder in time at their registered addresses.

COMPANY'S WEBSITE

The Company's website www.kanel.in contains a separate dedication section "Investor's Desk" where shareholder information is available. Full annual report is also available on the website in a user friendly and downloadable form.

STATUTORY COMPLIANCES MADE AND RETURNS ETC., FILED

The Company has duly complied with the provisions of the Companies Act 2013, all the provisions of the SEBI (LODR) guide lines except few which are highlighted by our statutory & secretarial auditors. The Company has also filed various unaudited financial results, Balance sheets, Income Tax returns and other statutory returns with all the authorities in time except TDS returns. There are no defaults as on date in any such compliances except few but no legal action of any nature has been taken against the company or its officers/ directors.

DEMATERIALSATION OF SHARES AND LIQUIDITY:

The Company has entered into Tripartite Agreement with both Depositories namely National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). Now the Shareholders have the option to hold their share either in physical form or in Demat form. However as per SEBI circular hereby advise all its shareholders to dematerialize their holding at the earliest.

SHARE TRANSFER SYSTEM:

However, as per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialised form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

Nomination :

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

KANEL

STATUS OF LISTING:

The Company's Equity Shares are at present listed and traded at Bombay Stock Exchange.

Name of Stock Exchange	Trading Code
Bombay Stock Exchange (BSE)	500236

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

a. aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: Nil

b. number of shareholders who approached listed entity for transfer of shares from suspense account during the year: Nil

c. number of shareholders to whom share were transferred from suspense account during the year: Nil

d. aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: Nil

e. voting rights on shares which remain frozen till the rightful owner of such shares claims the shares: Nil

CATEGORY WISE HOLDING OF SHARES AS ON 31/03/2026

Category	No. of Shares	Percentage of Share Holding
Promoter	**1,49,62,500**	**95.00%**
Public	**7,87,500**	**5.00%**
Total	**1,57,50,000**	**100.00%**

SHARE HOLDING AS PER DEPOSITORIES AS ON 31/03/2026 pending corporate action

Category	No. of Shares	Percentage of Share Holding
Promoters	1,49,62,500	95.00
Bodies Corporate	1,31,337	0.83
Public (Indian)	6,00,211	3.81
NRI	1,209	0.01
HUF	45,322	0.29
LLP	3,053	0.02
Clearing Members	6,368	0.04
Total	**1,57,50,000**	100.00

KANEL

DISTRIBUTION OF SHAREHOLDING AS ON 31/03/2026 AS PER DEPOSITORIES

Sr.No.	No. of shares	No. of Holders	% to Total Holders	Holding
1	1 to 100	262	22.39	21572
2	101 to 200	440	37.61	64701
3	201 to 500	251	21.45	80089
4	501 to 1000	113	9.66	78810
5	1001 to 5000	70	5.98	147375
6	5001 to 10000	22	1.88	151946
7	10001 to 100000	11	0.94	243007
8	100001 to Above	1	0.09	14962500
	Total	**1170**	**100**	**15750000**

ISIN NUMBER OF THE COMPANY: INE252C01023

Declaration by the Managing Director on Code of Conduct as required by Regulation 17(5) SEBI (LODR), 2015.

This is to declare that the company has received affirmations of compliance with applicable Code of Conduct from the Directors and Senior Management personnel of the company in respect of the financial year 2025-26.

Registered Office:
1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

By order of the Board of Kanel Industries Limited

Date: August 12, 2026
Place: Ahmedabad

Sd/-
Keyoor Bakshi
Director
DIN: 00133588

Sd/-
Harshit Kachchhi
Director
DIN: 08019394

KANEL

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT FOR BOARD OF DIRECTORS AND KEY MANAGEMENT PERSONNEL

To,
The Members,
Kanel Industries Limited,
Ahmedabad

I, Keyoor Bkashi, Director & Chief Financial Officer of the Company, hereby certify that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Conduct in accordance with regulation 17(5) of SEBI (LODR), 2015.

As required by regulation 17 (5) of SEBI (LODR), 2015, Certificate of Compliance with the Corporate Governance Requirements by the Company issued by Auditors is given as an annexure to the Directors' Report.

We further confirm that during the year, none of the Directors or any of the Key managerial persons had done any trading in shares of the Company during the Closure of Trading Window in the secondary market. Further the company had not made any allotment of shares to any Directors or any of the key managerial personnel during the year.

The above Report was adopted by the Board at their meeting held on August 12, 2026.

For & On Behalf of the Board of Director of
Kanel Industries Limited
SD/-
(Keyoor Bakshi)
Director
(DIN: 00133588)

Place : Ahmedabad
Date : August 12, 2026

KANEL

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER OF THE COMPANY

I, Shagun Rathi, Chief Financial Officer & Managing Director of the company and member of Audit Committee of Kanel Industries Limited, do hereby certify that:

(a) We have reviewed the financial statement and the cash flow Statement for the year and to the best of our knowledge and belief;

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

(ii) These statements together present a true and fair view of the Company affairs and are in compliance with existing accounting standards, applicable laws, and regulations.

(b) As per the best of our knowledge and belief, no transactions entered into by Kanel Industries Limited during the year which is fraudulent, illegal or volatile of the company's Code of Conduct.

(c) We are responsible for establishing and maintaining internal controls for financial reporting in Kanel Industries Limited and we have evaluated the effectiveness of the internal control system of the company pertaining to financial reporting. We have disclosed to the auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps we have taken or propose to take to rectify these deficiencies

(d) We have indicated to the auditors and the audit Committee:

(i) Significant changes in internal controls over financial reporting during the year.

(ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.

(iii) Instance of Significant fraud of which we have become aware and the involvement therein, if any, of the management of an employee having a significant role in the Company internal control system.

(e) We affirm that we have not denied any personal access to the Audit Committee of the Company (in respect of matters involving alleged misconduct, if any.)

(f) We further declare that all Board Members and senior management have affirmed compliance with the code of conduct for the current year.

For & On Behalf of the Board of Director of
Kanel Industries Limited
SD/-
Shagun Rathi
CFO

Place : Ahmedabad
Date : August 12, 2026

KANEL

CERTIFICATE OF CORPORATE GOVERNANCE

Under Regulation 34(3) read with Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Members of
KANEL INDUSTRIES LIMITED
1503, Westport, Sindhubhavan Road,
Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

We have examined the compliance of conditions of Corporate Governance by Kanel Industries Limited ('the Company') for the year ended on 31st March, 2026, as stipulated in Regulations 17-27, clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period commencing from 1st April, 2025 and ended on 31st March, 2026.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of 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.

We further state that 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.

This Certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

Place: Ahmedabad
Date: August 12, 2026

For, Malay Desai & Associates
Company Secretaries

Sd/-
Malay Desai
Proprietor
Membership No: A48838
C.P. No.: 26051
Peer Review No.: 6426/2025
UDIN: A048838H001091321

*As per order dated 23rd October, 2024 passed by the Hon'ble NCLT, Ahmedabad Bench approving the Resolution Plan submitted by Ardent Ventures LLP in the matter of Kanel Industries Limited under section 30(6) of Insolvency and Bankruptcy code, 2016.

KANEL

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 of
KANEL INDUSTRIES LIMITED
1503, Westport, Sindhubhavan Road,
Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kanel Industries Limited having CIN: L43299GJ1992PLC017024 and having registered office at 1503, Westport, Sindhubhavan Road, Nr. S.P. Ring Road, Ahmedabad-380059, Gujarat. (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 my/our opinion and to the best of my/our information and according to the verifications as considered necessary and explanations furnished to me / us by the Company & its officers, I/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 the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority

Sr No.	Name of Director	DIN
1	KEYOOR BAKSHI	00133588
2	HARSHIT KACHCHHI	08019394
3	BHAVIN MEHTA	00023850
4	JASMIN DOSHI	08686876

Ensuring the eligibility of 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 on these 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.

Place: Ahmedabad
Date: August 12, 2026

For, Malay Desai & Associates
Company Secretaries
Sd/-
Malay Desai
Proprietor
Membership No: A48838
C.P. No.: 26051
Peer Review No.: 6426/2025
UDIN: A048838H001091286

KANEL

Independent Auditor's Report

To
The Members of
KANEL INDUSTRIES LIMITED

Report on the audit of the Standalone Financial Statements

Opinion

1. I have audited the accompanying Ind AS standalone financial statements of **KANEL INDUSTRIES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information ("the Financial Statements").

2. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and its loss and other comprehensive income, changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. I conducted my audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. My responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to my audit of the Financial Statements under the provisions of the Act, and the rules thereunder, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the Code of Ethics. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion on the Financial Statements.

Key Audit Matters

4. Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the standalone financial statements of the current period. I have determined that there are no key audit matters to communicate in my report.

Other Information

5. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Financial Statements and my auditors' report thereon.
6. My opinion on the Financial Statements does not cover the other information and I do not express any form of assurance conclusion thereon.
7. In connection with my audit of the Financial Statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I am required to report that fact. I have nothing to report in this regard.

Management's responsibility for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting standards ("Ind AS") specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
9. In preparing the Financial Statements, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. 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

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

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

    12.1. 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 my 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.

    12.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) the Act, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.

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

    12.4. 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

    12.5. 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.

13. I 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 I identify during my audit.

14. I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

15. From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my 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

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

17. As required by Section 143(3) of the Act, I report that:

    17.1. I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.

    17.2. In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books for the matters stated in the paragraph 18.8 below, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

    17.3. The balance sheet, the statement of profit and loss including other comprehensive income, the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account.

    17.4. In my opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

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

    17.6. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to my separate Report on internal financials control over financials reporting as per **Annexure-2;** and

    17.7. In my opinion and according to the information and explanations given to me, Company has not paid remuneration to directors.

17.8. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 17.2 above on reporting under section 143(3)(b) of the Act and paragraph 18.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

18. 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 my opinion and to the best of my information and according to the explanations given to me:

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

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

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

18.4. The management has represented that 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by me, nothing has come to my notice that such representation contains any material misstatement.

18.5. The management has represented that no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by me, nothing has come to my notice that such representation contains any material misstatement.

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

18.7. In my opinion and according to the information and explanations given to me, no dividend has been declared and / or paid during the year by the Company.

18.8. Based on my examination which included test checks and information given to me, the Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility throughout the year for all relevant transactions recorded in the respective software, Further, during the course of my audit I did not come across any instance of audit trail feature being tampered with.

Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

For N.S. NANAVATI & CO.

Chartered Accountants

FRN: 134235W

(CA NITESH SHIRISHCHANDRA NANAVATI)

Proprietor

Membership No.: 143769

UDIN: 26143769YNRYQB8666

Date: 20.05.2026

Place: Ahmedabad

Annexure - A to the Auditors' Report

The Annexure as referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2026, I report that:

I. In respect of Fixed Assets:

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets. The depreciation is provided at the rate prescribed under Companies Act, 2013.

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

c. As per the information and explanations given to me, all the assets have been physically verified by the management during the year and there is a regular program of verification which, in my opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies are noticed on such verification.

d. The title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company.

e. No proceedings were initiated/not pending against the company for holding Benami properties under the "Benami Transactions (Prohibition) Act, 1988 and Rules" made there under.

f. The Company has revalued its fixed assets at fair value based on valuation carried out by an independent valuer. The revaluation was carried out pursuant to approval of the Resolution Plan by the Hon'ble NCLT, Ahmedabad Bench. The valuation has been given effect in the previous year. No further revaluation is carried out during reporting year.

The details of the revaluation done during the year FY 2024-25 are as under:

(Rs. In Lakhs)

Particulars	Book Value (₹)	Revised Value (₹)	Increase on Revaluation (₹)
Freehold Land	37.97	1460.45	14224.48
Factory Building	08.09	10.00	01.91
Office Building	08.00	173.00	165.00

KANEL

Office Equipment	00.26	00.26	–
Total	54.32	1643.71	1589.39

The net increase on account of revaluation amounting to ₹1589.39 lakhs has been credited to **Other Comprehensive Income (OCI)** and accumulated under **Revaluation Reserve** in Equity in accordance with Ind AS requirements.

II. In respect of Inventory:

a. The Company does not have inventories and thus this reporting clause is not applicable.

b. The company has not been sanctioned working capital limits in excess of five crore rupees at any point of time during the year accordingly this clause is not applicable to the company.

III. During the year, the Company has granted an unsecured loan to ARDENT VENTURES LLP, a related party.

In respect of the aforesaid loan/advance:

a) The Company has granted loans during the year as under:

Particulars	Amount (Rs. in Lakhs)
Aggregate amount of loans granted during the year	17.44
Balance outstanding as at March 31, 2026	17.29

b) In my opinion, the terms and conditions of the grant of the aforesaid loan are not prejudicial to the interest of the Company.
c) Since the aforesaid loan is repayable on demand and no repayment schedule has been stipulated, reporting under clause 3(iii)(c) of the Order is not applicable.
d) Since the aforesaid loan is repayable on demand, reporting under clause 3(iii)(d) of the Order is not applicable.
e) Since the aforesaid loan is repayable on demand, reporting under clause 3(iii)(e) of the Order is not applicable.
f) The Company has granted an interest-free unsecured loan amounting to Rs. 17.29 lakhs outstanding as at March 31, 2026 to ARDENT VENTURES LLP, a related party, which is repayable on demand. The aggregate amount of such loans granted during the year was Rs. 17.44 lakhs, representing 100% of the total loans granted by the Company.

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IV. The Company has granted loans or provided guarantees or securities to parties i.e. ARDENT VENTURES LLP covered under Section 185 of the Companies Act, 2013 ("the Act"). The Company has complied with the provisions of section 185, 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.

V. According to the information and explanation given to me, the Company has not accepted any deposits from the public in accordance with the provisions of Section 73 to 76 of the Act or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable to the company.

VI. According to the information and explanation given to me, the maintenance of cost records under sub-section 1 of section 148 of the Companies Act 2013 is not mandatory to the company.

VII. a. According to the records of the Company and information and explanations given to me, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax, Value Added Tax, Sales Tax, and other statutory dues with the appropriate authorities post implementation of resolution plan.

The Company had certain statutory dues which were disputed and remained unpaid prior to resolution plan. However, pursuant to the Resolution Plan approved by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, vide order dated23.10.2024, such statutory liabilities have been settled/waived as under:

(Rs. In Lakhs)

Nature of Dues	Total Debt (₹)	Final Claim Accepted (₹)	Waived (₹)
Gujarat VAT Dues	67.72	32.98	34.74
Assistant Sales Tax Comm.	88.04	00.18	87.86
Commercial Sales Tax	2477.70	04.95	2472.75

Accordingly, as on the balance sheet date, no disputed statutory dues remain payable.

b. According to the information and explanations given to me and documents provided to me, except mentioned otherwise there are no other disputed dues of Goods and Service Tax, income tax, sales tax, duty of excise, service tax and value added tax, duty of customs, duty of Excise, value added tax, cess and any other statutory, which have not been deposited with the appropriate authorities on account of any dispute.

c. Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2026 on account of any dispute is Nil.

VIII. According to the information and explanations given to me, no such transactions were observed which were not recorded in books of accounts but have been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act, 1961 and there is no previously unrecorded income in the books of account of the company.

IX. According to the information and explanations given to me, I am of the opinion that:

a. According to the information and explanations given to me and based on my audit procedures, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

I further report that the Resolution Plan approved by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, under the Insolvency and Bankruptcy Code, 2016, had been implemented in the previous year and accordingly no defaults in repayment of borrowings or interest thereon were observed during the year under audit.

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

c. The company has not availed any term loan therefore question of application of term loan does not arise.

d. The company has not raised any short-term fund therefore question of utilisation of short-term fund does not arise.

e. The company has not taken any funds from any entity or person on account of to meet the obligations of its subsidiaries, Joint Venture, Associates Companies.

f. The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, Joint Venture, Associates Companies.

X. a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence question of application of fund does not arise.

b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x) (b) of the Order is not applicable.

XI. a. According to the information and explanations given to me, no material fraud by the

Company or on the Company has been noticed or reported during year.

b. No report under sub-section (12) of section 143 of the Companies Act has been filed by me in Form ADT4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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

XII. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a),(b) and (c) of the Order is not applicable to the Company.

XIII. Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

XIV. a. In my opinion and based on my examination, the company is required to have an internal audit system under section 138 of the Act, and The Company has an internal audit system commensurate with the size and nature of its business.

b. Internal audit under section 138 of Companies Act, 2013 is applicable. I have considered Internal auditor's report.

XV. In my opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.

XVI. a. The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.

b. The Company has not conducted any Non-Banking Financial or Housing Finance activities and is not required to obtain Certificate of Registration (CoR) for such activities from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c. The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

XVII. According to the information and explanations given to me and based on my examination of the records of the Company, the Company has incurred cash losses of Rs. 37.39 lakhs during the financial year under report. The Company had also incurred cash losses in the immediately preceding financial years.

XVIII. There has been no resignation of the statutory auditors during the year accordingly this clause is not applicable to the company.

XIX. According to the information and explanations given to me and on the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, my knowledge of the Board of Directors and management plans, I am of the opinion that there is no material uncertainty exists as on the date of audit report, and I am also of the opinion that the Company is capable of meeting its liabilities existed at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

I, however, state that this is not an assurance as to the future viability of the Company. I further state that my reporting is based on the facts up to the date of the audit report and I neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

XX. Provisions of section 135 (1) of Companies Act, 2013 is not applicable to the company accordingly this clause is not applicable to the company.

XXI. The company is not a holding company and also not required to prepare consolidated financial statements as per the provisions of the Act accordingly this clause is not applicable to the company.

For N.S. NANAVATI & CO.

Chartered Accountants

FRN: 134235W

(CA NITESH SHIRISHCHANDRA NANAVATI)

Proprietor

Membership No.: 143769

UDIN: 26143769YNRYQB8666

Date: 20.05.2026

Place: Ahmedabad

Annexure - B to the Auditors' Report

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

I have audited the internal financial controls over financial reporting of **KANEL INDUSTRIES LIMITED** ("the Company") as of 31 March, 2026 in conjunction with my audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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 Ind AS financial statements, whether due to fraud or error.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 my 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 31 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 N.S. NANAVATI & CO.

Chartered Accountants

FRN: 134235W

(CA NITESH SHIRISHCHANDRA NANAVATI)

Proprietor

Date: 20.05.2026

Place: Ahmedabad

Membership No.: 143769

UDIN: 26143769YNRYQB8666

KANEL

STANDALONE BALANCE SHEET AS AT March 31, 2026

All amounts in rupees Unless otherwise stated (Rs. In Lakhs)

	Particulars	Notes	As At March 31, 2026	As At March 31, 2025*
I.	ASSETS			
1	NON-CURRENT ASSETS			
	a) Property, Plant and Equipment	1	1544.76	1632.37
	b) Financial Assets			
	i. Long Term Loans and Advances	2	17.29	00.00
	Total non-current assets		1562.06	1632.37
2	CURRENT ASSETS			
	a) Financial Assets			
	i. Trade Receivables	3	00.15	00.00
	ii. Cash and Bank Balances			
	a) Cash and Cash Equivalents	4	01.91	03.18
	b) Other Current Assets (to be specified)	5	06.09	00.27
	Total Current Assets		08.15	03.45
	TOTAL ASSETS (1 + 2)		1570.21	1635.82
II	EQUITY AND LIABILITIES			
1	EQUITY			
	a) Equity Share Capital	6	1575.00	1575.00
	b) Other Equity	7	-32.17	15.76
	Total Equity		1542.83	1590.76
2	LIABILITIES			
A.	NON-CURRENT LIABILITIES			
	a) Financial Liabilities			
	i. Borrowings	8	16.25	35.06
	Total Non-Current Liabilities (A)		16.25	35.06
B.	CURRENT LIABILITIES			
	a) Financial Liabilities			
	i. Trade and Other Payables	9		
	A) Total Outstanding to Micro and Small Enterprise			
	B) Total Outstanding to Others		01.02	00.00
	b). Other Current Liabilities	10	00.11	00.00
	c) Provisions	11	10.00	10.00
	Total Current Liabilities (B)		11.13	10.00
	Total Liabilities (A + B)		27.38	45.06
	TOTAL EQUITY AND LIABILITIES (1 + 2)		1570.21	1635.82

*Pursuant to the approval of the Resolution Plan; the financial statements for the year ended March 31, 2025 (Refer Note No. 49)

Significant Accounting Policies	**For and on behalf of the Board of Directors**		
See accompanying notes to the Financial Statements	**KANEL INDUSTRIES LTD**		
As per our report of even date attached			
For N. S. Nanavati & Co.			
Chartered Accountants	**KEYOOR BAKSHI**		**HARSHIT KACHCHHI**
Firm Regn. No. 134235W	(Director)		(Director)
	(DIN- 00133588)		(DIN- 08019394)
(CA. NITESH NANAVATI)			
Proprietor	**NARESH KANZARIYA**		
M.No. 143769	**CS**		
UDIN: 26143769YNRYQB8666	**Place: Ahmedabad**		
Place: Ahmedabad	**Date: 20.05.2026**		
Date: 20.05.2026			

KANEL

STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED MARCH 31, 2026

All amounts in rupees Unless otherwise stated (Rs. In Lakhs, Except EPS)

	Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
A.	INCOME			
	1. Revenue from Operations	12	00.00	00.00
	2. Other Income	13	03.06	00.51
	TOTAL INCOME (1+2)		**03.06**	**00.51**
B	EXPENSES			
	1. Cost of Material Consumed		00.00	00.00
	2 Changes in inventory of finished goods, stock in trade and WIP	14	00.00	00.00
	3. Purchase of Stock in Trade	15	00.00	00.00
	4. Employee Benefit Expenses	16	04.66	00.00
	5. Finance Costs	17	00.00	00.00
	6. Depreciation and Amortization Expense	18	10.54	01.08
	7. Other Expenses	19	22.93	05.03
	TOTAL EXPENSE (1+2+3+4+5+6)		38.12	06.11
C	PROFIT(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (A-B)		-35.06	-05.60
D	EXCEPTIONAL ITEMS	20	12.87	00.00
E	PROFIT(LOSS) BEFORE TAX (C-D)		-47.93	-05.60
F	TAX EXPENSE:	21		
	1. Current Tax		00.00	00.00
	2. MAT Credit Entitlement		00.00	00.00
	3. Deferred Tax		00.00	00.00
	Total Tax Expenses (1-2+3)		00.00	00.00
G	PROFIT/(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (E-F)		-47.93	-05.60
H	Profit/(loss) from discontinued operations			
I	Tax expense of discontinued operations			
J	Profit/(loss) from discontinued operations (after tax) (H+I)		00.00	00.00
K	PROFIT OR LOSS FOR THE PERIOD (G+J)		-47.93	-05.60
L	OTHER COMPREHENSIVE INCOME			
	1. Items that will not be reclassified to profit or loss			
	(a) Remeasurements of defined benefit plans			
	(b) Equity instruments through other Comprehensive Income			
	2. Income tax relating to items that will not be reclassified to profit or loss			
	(a) Remeasurements of defined benefit plans			
	(b) Equity instruments through other Comprehensive Income			
	(c) Items that will be reclassified to profit or loss			
	(d) Income tax relating to items that will be reclassified to profit or loss			
	Total Other Comprehensive Income (1+2)		00.00	00.00
M	Total Comprehensive (Loss) for the year (K+L)		-47.93	-05.60

KANEL

	Earnings/(Loss) per Share – (For continuing operation)	22	-0.30	-0.03
	Basic and Diluted (in Rs.)		-0.30	-0.03

Significant Accounting Policies	**For and on behalf of the Board of Directors**		
See accompanying notes to the Financial Statements	**KANEL INDUSTRIES LTD**		
As per our report of even date attached			
For N. S. Nanavati & Co.			
Chartered Accountants	**KEYOOR BAKSHI**		**HARSHIT KACHCHHI**
Firm Regn. No. 134235W	(Director)		(Director)
	(DIN- 00133588)		(DIN- 08019394)
(CA. NITESH NANAVATI)			
Proprietor	**NARESH KANZARIYA**		
M.No. 143769	**CS**		
UDIN: 26143769YNRYQB8666	**Place: Ahmedabad**		
Place: Ahmedabad	**Date: 20.05.2026**		
Date: 20.05.2026			

KANEL

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

All amounts in rupees Unless otherwise stated (Rs. In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025*
A	Cash Flow From Operating Activities		
	Profit (Loss) Before Tax	-47.93	-5.60
	Adjustments For:		
	Loss on Sale of Asset	12.87	-00.51
	Depreciation and Amortisation Expenses	10.54	01.08
	Operating (Loss) Before Working Capital Changes	**-24.52**	**-05.03**
	Movements in Working Capital :		
	Decrease / (Increase) in Trade Receivables	-00.15	00.00
	(Increase) in Other Current Assets	-05.82	01.77
	Increase in Trade Payables	01.02	00.00
	Increase in Other Liabilities	00.11	-39.68
	Cash (used) in operations	**-29.36**	**-42.94**
	Direct Taxes Paid (Net of Refunds)	00.00	00.00
	Net Cash Outflow From Operating Activities	**-29.36**	**-42.94**
B.	Cash Flows From Investing Activities		
	Payment for Purchase of PPE and Intangible Assets (Including Capital WIP)	00.00	10.77
	Proceeds from sale of Assets	64.20	00.00
	Net Cash (Outflow) from Investing Activities	64.20	10.77
C.	Cash Flows From Financing Activities		
	Increase /(Decrease) in Long Term Advances	-17.29	00.00
	Increase /(Decrease) in Non-Current Borrowings	-18.81	35.06
	Net Cash Inflow from Financing Activities	**-36.10**	35.06
D.	Net Increase in Cash & Cash Equivalents (A + B + C)	**-01.27**	02.89
E.	Cash & Cash Equivalents at the beginning of the year / period	03.18	01.04
F.	Cash & Cash Equivalents at the end of the year / period	01.91	03.18
	Component of Cash and Cash Equivalents		
	Cash on hand		
	Balances with Scheduled Bank		
	- On Current Accounts	01.91	03.18
	- Deposits with original maturity of less than three months		
	Cash and Cash Equivalents at the end of the year / period	01.91	03.93

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*Pursuant to the approval of the Resolution Plan; the financial statements for the year ended March 31, 2025 (Refer Note No. 49)

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on "Cash Flow Statement" issued by ICAI.
2. The previous year figures have been regrouped/restated wherever necessary to confirm to this year's classification.

Ind AS 7 Statement of Cash Flows: Disclosure Initiative

Ind AS 7 require entities to provide disclosure of changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). The Company has provided the information for current period.

As at March 31, 2026				
Particulars	Opening Balance	Non Cash Changes*	Cash Flows	Closing Balance*
Long term Borrowings	35.06	00.00	(18.81)	16.25
Short term Borrowings	00.00	00.00	00.00	00.00
Total liabilities from financing activities	**35.06**	**00.00**	**(18.81)**	**16.25**
As at March 31, 2025				
Particulars	Opening Balance	Non Cash Changes*	Cash Flows	Closing Balance*
Long term Borrowings	979.44	-979.44	35.06	35.06
Short term Borrowings	87.64	-87.64	00.00	00.00
Total liabilities from financing activities	**1067.08**	**-1067.08**	**35.06**	**35.06**

Significant Accounting Policies
See accompanying notes to the Financial Statements
As per our report of even date attached

For N. S. Nanavati & Co.

Chartered Accountants

Firm Regn. No. 134235W

(CA. NITESH NANAVATI)
Proprietor
M.No. 143769
UDIN: 26143769YNRYQB8666
Place: Ahmedabad

For and on behalf of the Board of Directors
KANEL INDUSTRIES LTD

KEYOOR BAKSHI
(Director)
(DIN- 00133588)

HARSHIT KACHCHHI
(Director)
(DIN- 08019394)

NARESH KANZARIYA
CS
Place: Ahmedabad
Date: 20.05.2026

Corporate Information

KANEL INDUSTRIES LIMITED ("the Company") is a public limited company, incorporated and domiciled in India, having its registered office at 1503, WESTPORT, SINDHU BHAVAN ROAD, NR. S P RING ROAD, AHMEDABAD, SHILAJ, AHMEDABAD, DASKROI, GUJARAT, INDIA, 380059. The equity shares of the Company are listed on BSE Limited. The Company is primarily engaged in the business of Trading of Cotton / Ground nut seeds / castor seeds and Oil.

A. Material Accounting policies

I. Basis of preparation and presentation and Statement of compliance:

These standalone Financial Statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Companies (Indian Accounting Standards) Rules as amended from time to time and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time. The Company follows indirect method prescribed in Ind AS 7 – Statement of Cash Flows for presentation of its cash flows. The Financial Statements have been prepared under historical cost convention basis except for certain financial assets and financial liabilities which have been measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realization in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Standalone Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All values are rounded to the Lakhs except otherwise stated. All financial information presented in INR has been rounded off to the nearest two decimals, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

II. Summary of Material Accounting Policies

a) Current and non-current classification:

The Company presents assets and liabilities in the Balance Sheet based on current and non-current classification in accordance with the requirements of Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements.

An asset is classified as current when it satisfies any of the following criteria:

a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) it is held primarily for the purpose of trading;
c) it is expected to be realised within twelve months after the reporting period; or
d) it is 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 classified as current when it satisfies any of the following criteria:

a) it is expected to be settled in the Company's normal operating cycle;
b) it is held primarily for the purpose of trading;
c) it is due to be settled within twelve months after the reporting period; or
d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and deferred tax liabilities, if any, are classified as non-current assets and non-current liabilities, respectively.

Based on the nature of operations and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has considered twelve months as its operating cycle for the purpose of current and non-current classification of assets and liabilities.

b) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any, except for those assets which have been revalued in accordance with the approved Resolution Plan and applicable Indian Accounting Standards.

Cost comprises purchase price, non-refundable taxes and duties, and any directly attributable expenditure incurred in bringing the asset to its working condition for its intended use. Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost can be measured reliably. Costs of day-to-day repairs and maintenance are recognised in the Statement of Profit and Loss as incurred.

Spare parts that meet the definition of Property, Plant and Equipment and are expected to be used during more than one period are capitalised and depreciated over their useful lives. Other spare parts are recognised as inventory and charged to the Statement of Profit and Loss on consumption.

Freehold land is not depreciated. Depreciation on other items of Property, Plant and Equipment is provided using the Written Down Value (WDV) method over the estimated useful lives of the respective assets. Depreciation is charged from the date the asset is available for use and is provided up to the date of disposal or retirement.

The Company did not have any Capital Work-in-Progress as at 31 March 2026.

The estimated useful lives of assets are as follows:

Assets	Estimated useful life by management
Buildings	28 to 40 Years
Plant and machinery	15 Years
Furniture and fixtures	10 Years
Office equipment	5 Years
Motor Vehicle	10 to 12 Years
Computers end use device	2 to 7 years

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, where considered appropriate.

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the period in which the asset is derecognised.

Pursuant to the Resolution Plan approved by the Hon'ble National Company Law Tribunal (NCLT), certain Property, Plant and Equipment were revalued during the previous year based on valuation carried out by an independent registered valuer. The resulting revaluation surplus was recognised in Other Comprehensive Income and accumulated in Revaluation Reserve in accordance with Ind AS 16 – Property, Plant and Equipment.

c) Provisions, Contingent liabilities, Contingent assets and Commitments

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date. Where the effect of the time value of money is material, provisions are measured at the present value of the expected expenditure required to settle the obligation.

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 uncertain future events not wholly within the control of the Company, or when there is a present obligation that is not recognised because either it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are not recognised in the financial statements but are disclosed when an inflow of economic benefits is probable.

Commitments represent contractual obligations for which a binding commitment has been entered into by the Company and are disclosed in the notes to the financial statements, where material.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting date and adjusted to reflect the current best estimate.

d) Current and Deferred Taxes

The tax expenses for the period comprise of current tax and deferred tax.

The Company has evaluated the deferred tax implications arising from temporary differences between the carrying amounts of assets and liabilities and their respective tax bases in accordance with Ind AS 12 – Income Taxes.

Considering the accumulated losses of the Company and uncertainty regarding availability of sufficient future taxable profits, Deferred Tax Assets on carried forward losses and deductible temporary differences have not been recognised.

Further, the Company has assessed the deferred tax implications arising from revaluation of Property, Plant and Equipment effected pursuant to the Resolution Plan approved by the Hon'ble NCLT. Since the revaluation substantially relates to freehold land and based on management's assessment of the manner of recovery of such assets and the related tax consequences, no material deferred tax liability is considered necessary to be recognised in the financial statements as at 31 March 2026.

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e) Revenue recognition

- Revenue is recognized in accordance with Ind AS 115 – Revenue from Contracts with Customers when control of the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.
- Revenue from sale of goods is recognized at the point in time when control of the goods is transferred to the customer, generally upon delivery of goods and acceptance by the customer. Revenue is measured net of trade discounts, rebates, returns and taxes collected on behalf of government authorities.
- Interest income, if any, is recognized using the effective interest rate method and is included under other income.
- Dividend income, if any, is recognized when the Company's right to receive payment is established.
- During the year ended 31 March 2026, the Company did not generate any revenue from operations.

f) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. All other borrowing costs are recognised as an expense in the period in which they are incurred.

The Company did not incur any material borrowing costs during the year.

g) Employee Benefits

Employee benefits are recognised in accordance with Ind AS 19 – Employee Benefits.

a. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are recognised as an expense as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b. Post-employment benefits

The Company currently does not have any employees eligible for gratuity benefits under the provisions of the Payment of Gratuity Act, 1972. Accordingly, no provision for gratuity has been recognised in the financial statements.

The Company shall recognise and account for gratuity and other post-employment benefit obligations in accordance with Ind AS 19 as and when such obligations arise.

The Company does not have any employee eligible for gratuity benefits as at 31 March 2026. Accordingly, no liability towards gratuity has been recognised in the financial statements.

h) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

i) Segment accounting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The Company operates in a single reportable segment and accordingly, no separate segment information is presented.

j) Earnings per share

Basic earnings per share is computed by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares, if any.

The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issues, share splits and similar corporate actions that have changed the number of equity shares outstanding without a corresponding change in resources.

Where the Company reports a loss, potential equity shares are considered anti-dilutive and are therefore excluded from the calculation of diluted earnings per share..

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k) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument and are initially measured at fair value. Subsequent measurement is based on the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Financial assets comprising cash and cash equivalents, trade receivables, loans and advances and other financial assets are measured at amortised cost using the effective interest method, where applicable.

The carrying amounts of cash and cash equivalents, trade receivables, loans and advances and other financial assets measured at amortised cost are considered a reasonable approximation of their fair values due to their short-term nature or contractual terms.

Financial Liabilities

Financial liabilities are initially recognised at fair value and are subsequently measured at amortised cost using the effective interest method, where applicable.

Borrowings, trade payables and other financial liabilities are carried at amortised cost. The carrying amounts of such financial liabilities are considered to approximate their fair values due to their short-term maturity or prevailing market terms.

l) Use of estimates and judgements

The preparation of the financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make estimates, judgements and assumptions that affect the reported amounts of assets, liabilities, income, expenses and related disclosures. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively in the period in which the estimates are revised and in future periods affected.

The key assumptions concerning the future and other key sources of estimation uncertainty that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year include:

- determination of useful lives and residual values of Property, Plant and Equipment;
- assessment of impairment indicators and recoverable amount of non-financial assets;
- evaluation of the recoverability of deferred tax assets;
- measurement of provisions and contingent liabilities; and
- determination of fair values of assets where valuation techniques and significant assumptions are used.

Significant Judgements

In applying the Company's accounting policies, management has exercised judgement in the following areas:

- assessment of the appropriateness of the going concern assumption, considering the implementation of the Resolution Plan approved by the Hon'ble National Company Law Tribunal (NCLT);
- assessment of the manner of recovery of revalued assets and related accounting implications; and
- evaluation of the probability of future taxable profits for recognition of deferred tax assets.

Actual results may differ from these estimates and judgements and such differences are recognised in the period in which the results are known or materialise.

m) Functional and presentation currency:
These standalone financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest lakhs, except as stated otherwise.

n) Rounding off
All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirements of Schedule III, unless otherwise stated.

Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general-purpose financial statements. The Group does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Group is evaluating the impact, if any, in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

The Group does not expect this amendment to have any significant impact in its financial statements.

Significant Accounting Policies	**For and on behalf of the Board of Directors**	
See accompanying notes to the Financial Statements	**KANEL INDUSTRIES LTD**	
As per our report of even date attached		
For N. S. Nanavati & Co.		
Chartered Accountants	**KEYOOR BAKSHI**	**HARSHIT KACHCHHI**
Firm Regn. No. 134235W	(Director)	(Director)
	(DIN- 00133588)	(DIN- 08019394)

(CA. NITESH NANAVATI)
Proprietor
M.No. 143769
UDIN: 26143769YNRYQB8666
Place: Ahmedabad
Date: 20.05.2026

NARESH KANZARIYA
CS
Place: Ahmedabad
Date: 20.05.2026

NOTE – 1: PROPERTY, PLANT AND EQUIPMENT

For the year ended on March 31,2026

(Rs in Lakhs)

Description of Assets	Free Hold Land	Factory Building	Office Building	Office Equipment	Total
I. Cost					
Balance as at 1st April, 2024	1460.45	00.00	173.00	00.00	1633.45
Additions during the year	00.00	00.00	00.00	00.00	00.00
Disposals during the year	00.00	00.00	77.07	00.00	77.07
Balance as at March 31, 2025	1460.45	00.00	95.93	00.00	1556.38
II. Accumulated depreciation					
Balance as at 1st April, 2024	00.00	00.00	01.08	00.00	01.08
Depreciation expense for the year	00.00	00.00	10.54	00.00	10.54
Disposals during the year	00.00	00.00		00.00	00.00
Balance as at March 31, 2025	00.00	00.00	11.62	00.00	11.62
III. Net Block					
As at March 31, 2025	1460.45	00.00	84.32	00.00	1544.76

* During the company has disposed of building. Loss on account of sale of building / office is recorded as exceptional item in profit and loss account.

For the year ended on March 31,2024

(Rs in Lakhs)

Description of Assets	Free Hold Land	Factory Building	Office Building	Office Equipment	Total
I. Cost					
Balance as at 1st April, 2024	1460.45	10.00	173.00	00.26	1643.71
Additions during the year	00.00	00.00	00.00	00.00	00.00
Disposals during the year	00.00	-10.00*	00.00	-00.26*	-10.26
Balance as at March 31, 2025	1460.45	00.00	173.00	00.00	1633.45
II. Accumulated depreciation					
Balance as at 1st April, 2024	00.00	00.00	00.00	00.00	00.00
Depreciation expense for the year	00.00	00.50	00.58	00.00	01.08
Disposals during the year	00.00	00.00	00.00	00.00	00.00
Balance as at March 31, 2025	00.00	00.50	00.58	00.00	01.08
III. Net Block					
As at March 31, 2025	1460.44	-00.50	172.42	00.00	1632.37

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NOTE 1. 1 OTHER INFORMATION PPE:

1. **Details of title deeds of immovable properties not held in the name of the Company**:
   The company does not have any immovable property whose title deeds are not in the name of the company.
2. **Capital work-in-Progress Ageing Schedule:**
   In absence of any Capital Work In Progress such details are not applicable
3. **Details of revaluation of PPE:**
   During the previous year, pursuant to the Resolution Plan approved by the Hon'ble NCLT, the Company had revalued its freehold land, factory building, office building and other fixed assets at their fair values based on an independent valuation carried out by a registered valuer.
   No revaluation of Property, Plant and Equipment was carried out during the year ended 31 March 2026.

   The movement in Revaluation Reserve during the year is as under:

(Rs. In Lakhs)

Particulars	Rs.
Opening Balance	1589.39
Less: Transfer to Retained Earnings on account of additional depreciation arising on revalued assets	(10.42)
Less: Transfer to Retained Earnings on disposal of revalued office building	(72.51)
Less: Prior Period Adjustment	(01.91)
Closing Balance	1504.54

4. **Details of Intangible Asset under development:**
   There is no intangible asset under development as at the year-end
5. **Details of Charge Created on PPE:**
   No charges or satisfaction is pending to be registered with Registrar of Companies beyond the statutory period

NOTE- 2 – NON-CURRENT LONG-TERM LOANS AND ADVANCES

(Rs. In Lacks)

Particulars	**As At March 31, 2026**	**As At March 31, 2025**
Loans to ARDENT VENTURES LLP	17.29	00.00
Total	**17.29**	**00.00**

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NOTE- 3- CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(Rs. In Lacks)

Particulars	As At March 31, 2026	As At March 31, 2025
Undisputed Trade receivables - Considered good	00.15	00.00
Less: Expected Credit Loss	**00.00**	**00.00**
Total	00.15	00.00

Trade receivables ageing schedule

As at March 31, 2026

(Rs. In Lacks)

Particulars	Not Due	Less than 6 Months	6 Months - 1 year	1 Year - 2 year	2-3 Years	More than 3 years	Total
Undisputed Trade receivables - Considered good	-	00.00	00.15	00.00	00.00	-	00.15
Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade receivables - considered doubtful	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	**00.00**	**00.00**	**00.15**	**00.00**	**00.00**	-	00.15

As at March 31, 2025

(Rs. In Lacks)

Particulars	Not Due	Less than 6 Months	6 Months - 1 year	1 Year - 2 year	2-3 Years	More than 3 years	Total
Undisputed Trade receivables - Considered good	-	-	-	-	-	-	-
Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade receivables - considered doubtful	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	**00.00**	**00.00**	**00.00**	**00.00**	**00.00**	00.00	00.00

NOTE- 4 - CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(Rs. In Lacks)

Particulars	As At March 31, 2026	As At March 31, 2025
Cash and Cash Equivalents		
Balances with Banks	00.24	00.89
Cash on Hand	01.68	02.29
Total	01.91	03.18

Note 4.1 – Cash and Cash equivalent Components

Cash and Cash Equivalent	As At March 31, 2026	As At March 31, 2025
Balance with Bank	00.24	00.89
In Deposit Accounts:		
Fixed deposits having maturity of less than 3 month	00.00	00.00
Fixed deposits having maturity of more than 3 months	00.00	00.00
Fixed deposits having maturity of more than 12 months	00.00	00.00
Sub Total	**00.00**	**00.00**
Less: Fixed deposits having maturity of more than 12 months	00.00	00.00
included in Note – Non Current Investment	00.00	00.00
Total	0.24	0.89

Note: 4.2 The details of fixed deposits pledged with banks

Particulars	As At March 31, 2026	As At March 31, 2025
Fixed deposits pledged with banks as security against credit facilities	00.00	00.00
Fixed deposits pledged with banks as security against overdraft facility	00.00	00.00
Total	00.00	00.00

NOTE- 5- OTHER CURRENT ASSETS

(Rs. In Lacks)

Particulars	As At March 31, 2026	As At March 31, 2025
Balances with Government Authorities*	03.62	00.27
Advance to Service Provider - PURVA SHARE REGISTRAY PVT LTD	02.47	00.00
Total	06.09	00.27

Note: Balance with Revenue Authorities includes Advance Tax, GST Credit, TCS Receivables

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NOTE-6 – SHARE CPAITAL

(Rs. In Lacks)

Particular	As At March 31, 2026	As At March 31, 2025
AUTHORISED 15750000 (P.Y. 15750000) Equity Shares of ₹ 10/- each	1575.00	1575.00
Total	**1575.00**	**1575.00**
ISSUED, SUBSCRIBED AND FULLY PAID-UP SHARE CAPITAL		
15750000 (P.Y. 15750000) Equity Shares of ₹ 10/- Each fully Paid up (PY ₹ 10/- Each fully Paid up)	1575.00	1575.00
Total	**1575.00**	**1575.00**

1. **The Reconciliation of Number of Equity Shares outstanding at the beginning and at the end of the year.**

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of Shares	Rs. in Lacs	No of Shares	Rs. in Lacs
As the beginning of the year/ period	157.50	1575.00	184.12	1841.24
Share Capital Cancelled / Reduced during the year*	-	-	(176.25)	(1762.49)
Share capital issued during the year/ period*	-	-	149.63	1496.25
Outstanding at the end of the year/ period	157.50	1575.00	157.5	1575.00

***(Refer Note No. 49)**

2. **Rights, preferences and restrictions attached to equity shares**

   Equity Shares

   The Company has one class of equity shares having par value of Rs. 10/- per share. Each member is eligible for one vote per share held. Company has not declared any dividend till date of this report for the current financial year. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

3. **The Company does not have any holding company.**
4. **The details of Shareholders holding more than 5 % of Shares**

Particulars	As at March 31, 2026		As at March 31, 2025		Change (%)
	No. of shares held *	% of Total paid up Equity Share Capital	No. of shares held	% of Total paid up Equity Share Capital	
ARDENT AVENUES LLP	149.63	95%	149.63	95%	

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* Equity shares of Rs. 10/- each fully paid

5. Shares held by promoters

(Rs. In Lakhs)

Particulars	As at March 31, 2026		As at March 31, 2025		Change (%)
	No. of shares held *	% of Total paid up Equity Share Capital	No. of shares held	% of Total paid up Equity Share Capital	
ARDENT AVENUES LLP**	149.63	95%	149.63	95%	-

*Equity shares of Rs. 10/- each fully paid

****(Refer Note No. 49)**

Particulars	Aggregate number of shares				
	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Equity shares with voting rights	157.50	184.12	184.12	184.12	184.12
Fully paid up pursuant to contracts without payment being received in cash					
Fully paid up by way of bonus shares					
Shares bought back					
Share Cancelled / Capital Reduction*		176.25			
Fully Paid up by way of conversion of loan to equity*		149.63			

***(Refer Note No. 49)**

NOTE – 7- OTHER EQUITY

(Rs. In Lacks)

Particular	As At March 31, 2026	As At March 31, 2025
Security Premium	1770.00	1770.00
Amalgamation Surplus Reserve	93.59	93.59
General Reserve	85.00	85.00
Capital Reserve – On Account of NCLT Order	1011.69	1012.45
Revaluation Reserve	1504.54	1589.39
Retained Earnings	-4496.99	-4534.67
Total	**-32.17**	**15.76**

Description of nature and purpose of each Reserve:

a) **Capital Reserve**
Created pursuant to the implementation of the Resolution Plan approved by the Hon'ble NCLT, Ahmedabad Bench under the Insolvency and Bankruptcy Code, 2016.Represents net credits arising after capital reduction, waiver of creditors' claims, settlement of statutory dues, write-off of certain assets, and other adjustments. Not available for distribution as dividend.

b) **Equity Security Premium**
The amount received in excess of face value of the equity shares is recognized in equity security premium.

c) **Revaluation Reserve**
Represents surplus arising from revaluation of Freehold Land, Factory Building, and Office Building carried out in accordance with the Resolution Plan and Ind AS 16 (Property, Plant and Equipment). The reserve will be transferred to Retained Earnings to the extent of additional depreciation arising on revaluation or on disposal of the revalued assets.

d) **General Reserve**
General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

e) **Other Comprehensive income**
1. The fair value change of the equity instruments measured at fair value through other comprehensive income is recognized in equity instruments through Other Comprehensive Income.
2. The remeasurement gain/(loss) on net defined benefit plans is recognized in Other Comprehensive Income net of tax.

f) **Retained Earnings**
Retained earnings are the profits that the Company has earned till date less transfer to other reserves, dividends or other distributions to shareholders.

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NOTE 9.1 OTHER EQUITY

As at March 31, 2026

(Rs. In Lakhs)

Particulars	Securities Premium	Amalgamation Surplus Reserve	General Reserve	Revaluation Reserve * Refer Note 49	Capital reserve (on NCLT Order under IBC) (net)* Refer Note 49	Retained earnings	Total other equity
Balance as at April 1, 2024	1770.00	93.59	85.00	1589.39	1012.45	-4534.66	15.77
Addition on account of NCLT Order under IBC		-	-	00.00	00.00	-	00.00
Changes in accounting policies or prior period errors	-	-	-	-01.91	-00.77	02.67	-00.01
Profit/Loss for the year	-	-	-	-	-	-47.93	-47.93
Other comprehensive income/(loss) for the year	-	-	-	-	-	-	00.00
Total comprehensive loss for the year	-	-	-	-	-	-	00.00
Share-based payments	-	-	-	-	-	-	00.00
Reduction of share capital in accordance with approved Scheme of Arrangement / Adjustment As per NCLT Order under IBC (Refer Note 49)	-	--	-	-	-	-	00.00
Movement in Reserve (Refer Note No. 1)				-82.94		82.94	00.00
Balance as at March 31, 202 5	1770.00	93.59	85.00	1504.54	1011.69	-4496.99	-32.17

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As at March 31, 2025

(Rs. In Lakhs)

Particulars	Securities Premium	Amalgamation Surplus Reserve	General Reserve	Revaluation Reserve * Refer Note 49	Capital reserve (on NCLT Order under IBC) (net)* Refer Note 49	Retained earnings	Total other equity
Balance as at April 1, 2024	1770.00	93.59	85.00	-	-	-4526.76	-2578.17
Addition on account of NCLT Order under IBC	-	-	-	1589.39	2626.08	-	4215.47
Changes in accounting policies or prior period errors	-	-	-	-	-	-02.31	-02.31
Profit/Loss for the year	-	-	-	-	-	-05.60	-05.60
Other comprehensive income/(loss) for the year	-	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	-	-	-	-
Share-based payments	-	-	-	-	-	-	-
Reduction of share capital in accordance with approved Scheme of Arrangement / Adjustment As per NCLT Order under IBC (Refer Note 49)	-	-	-	-	(1613.63)	-	(1613.63)
Balance as at March 31, 2025	1770.00	93.59	85.00	1589.39	1012.45	-4534.67	15.76

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NOTE – 8 - CURRENT FINANCIAL LIABILITIES - BORROWINGS

(Rs. In Lacks)

Particulars	As At March 31, 2026	As At March 31, 2025
Non-Current - Unsecured Loan - At Amortised Cost		
Secured	00.00	00.00
a. Bonds / Debenture		
b. Inter-Corporate borrowing - Ardent Ventures LLP – Related Party	00.00	00.00
b. Loan from Director – Related party	00.00	00.00
Unsecured		
a) Inter-Corporate borrowing - Ardent Ventures LLP – Related Party	16.25	35.06
Total Non-Current Borrowing	16.25	35.06
Current Borrowing		
Secured		
Unsecured		
Total Current Borrowing	00.00	00.00
Total	16.25	35.06

NOTE – 9 - CURRENT FINANCIAL LIABILITIES - TRADE PAYABLE

(Rs. In Lacks)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises – Current Financial Liabilities	00.00	00.00
Total outstanding dues of creditors other than micro enterprises and small enterprises - Current Financial Liabilities	01.02	00.00
Total	01.02	00.00

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Trade Payable ageing schedule

As at March 31, 2026

(Rs. In Lacks)

Particulars	Unbilled	Less than 6 Months	6 Months - 1 year	1 Year - 2 year	2-3 Years	More than 3 years	Total
MSME	-	-	-	-	-	-	-
Others	-	-	01.02	-	-	-	01.02
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	**-**	**-**	**01.02**	**-**	-	**-**	01.02

As at March 31, 2025

(Rs. In Lacks)

Particulars	Unbilled	Less than 6 Months	6 Months - 1 year	1 Year - 2 year	2-3 Years	More than 3 years	Total
MSME	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Disputed dues - MSME	-	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	-	**-**	-

Payable to MSME Suppliers

Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2025. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

Sr No	Particulars		As at March 31, 2026	As at March 31, 2025
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.			
		Principal	Nil	Nil
		Interest	Nil	Nil
2	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year		Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.		Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year; and		Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.		Nil	Nil

NOTE – 10 - CURRENT LIABILITIES - OTHERS

(Rs. In Lacks)

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory Dues Payable	00.11	00.00
Total	00.11	00.00

NOTE – 11 - CURRENT FINANCIAL LIABILITIES - PROVISIONS

(Rs. In Lacks)

Particulars	As at March 31, 2026	As at March 31, 2025
Short Term Provisions for Expenses	10.00	10.00
Total	**10.00**	**10.00**

NOTE – 12 - REVENUE FROM OPERATIONS

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Sale of Products		
Finished goods (Net of Return)	00.00	00.00
Total	**00.00**	**00.00**

NOTE – 13 – OTHER INCOME

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Interest on FD	00.18	00.00
Other Misc Income	02.75	00.51
Rent Income	00.13	00.00
Total	**03.06**	**00.51**

NOTE – 14– CHANGES IN INVENTORY OF FINISHED GOODS, STOCK IN TRADE AND WIP

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Change in inventories of finished goods		
Opening stock	00.00	00.00
Closing stock	00.00	00.00
Subtotal (a)	**00.00**	**00.00**

Change in inventories of work-in-progress		
Opening stock	00.00	00.00
Closing stock	00.00	00.00
Subtotal (b)	**00.00**	**00.00**
Change in inventories of Raw Material		
Opening stock	**00.00**	**00.00**
Closing stock	**00.00**	**00.00**
Subtotal (c)	**00.00**	**00.00**
Total (a)+(b)+(c)	**00.00**	**00.00**

NOTE – 15 – PURCHASE OF STOCK IN TRADE

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Purchase of Goods	00.00	00.00
Total	00.00	00.00

NOTE – 16 – EMPLOYEE BENEFITS EXPENSES

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Salaries and Incentives	04.66	00.00
Total	04.66	00.00

NOTE – 17 – FINANCE COSTS

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Bank Charges	00.00	00.00
Other Interest Expenses	00.00	00.00
Total	00.00	00.00

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NOTE – 18– DEPRECIATION AND AMORTISATION EXPENSES

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
"Depreciation of property, plant and equipment (refer note 1)	10.54	01.08
Amortization of intangible assets	-	-
Total	10.54	01.08

NOTE – 19 – OTHER EXPENSES

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Auditor's Remuneration:		
Audit Fees		
1. As Statutory Audit	00.45	00.70
2. As Tax Audit	00.00	00.00
Maintenance & Repairs	00.00	04.33
Consultancy Fees	00.85	00.00
Depositary Charges	01.14	00.00
Electricity Expenses	00.42	00.00
Electric Materials	00.03	00.00
Maintenance	00.08	00.00
Municipality AMC Tax	00.58	00.00
Office Exp	00.15	00.00
Postage & Email Exp	06.06	00.00
Professional Fees	02.58	00.00
ROC Expenses	00.05	00.00
RTA Expenses	08.89	00.00
SERVICE CHARGE	00.32	00.00
Stationery Exp.12%	00.04	00.00
Stationery Exp.18%	00.05	00.00
Surveyors Exp	00.13	00.00
Telephone Expenses	00.12	00.00
BSE Late Fees Interest	00.11	00.00
Corporate Action Fees	00.02	00.00
Office Maintenance	00.75	00.00
Web Charges	00.13	00.00
Total	22.93	04.33

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NOTE- 20- EXCEPTIONAL ITEMS

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Loss on Sale of Office Building	12.87	00.00
Total	**12.87**	**00.00**

NOTE- 21- TAX EXPENSES

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Tax Expenses Recognised in Statement of Profit and Loss		
Current tax		
Continuing Operations	00.00	00.00
Discontinued Operations	00.00	00.00
Deferred tax		
Deferred tax	00.00	00.00
Total	**00.00**	**00.00**

Note 21(A):

Income Tax Expenses consists of current and deferred income tax. Income tax expenses are recognized in net profit in Statement of Profit & Loss. Current income tax for current and prior period is recognized at the amount expected to be paid from the tax authorities, using the tax rates. Deferred Income tax assets and liabilities are recognized for all temporarily differences arising from tax base of assets and liabilities and their carrying amount in the financial statements.

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(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Current income tax charge	00.00	00.00
Deferred Tax Expenses/ (Deferred Tax Income)	00.00	00.00
Previous year tax adjustment	00.00	00.00
Total	**00.00**	**00.00**

Note 21(B): Tax expenses for the year can be reconciled to the accounting profit as follows:

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Profit Before Tax from Continuing Operations	00.00	00.00
Profit Before Tax from Discontinued Operations	00.00	00.00
Total Profit	**00.00**	**00.00**
Applicable Tax Rate	25.16%	25.16%
Computed Tax Expense	**00.00**	**00.00**
Tax effect of:		
Carried Forward Losses Utilised	00.00	00.00
Current Tax Provision (A)	**00.00**	**00.00**
Incremental Deferred Tax Liability / (Asset)		
on account of Property, Plant and Equipment	00.00	00.00
Deferred Tax Provision (B)	00.00	00.00
Tax Expenses recognised in Statement of Profit and Loss (A+B)	**00.00**	**00.00**
Effective Tax Rate	**00.00**	**00.00**

Note 21(C): THE TAX EFFECT OF SIGNIFICANT TEMPORARILY DIFFERENCES THAT RESULTED IN DEFERRED INCOME TAX ASSETS AND LIABILITIES ARE AS FOLLOWS:

(Rs. In Lacks)

Particulars	For the year ended 31, 2026	For the year ended 31, 2025
Deferred Tax Assets		
Provision for Employee Benefits	-	-
Others	-	-
Total Deferred Income tax assets	-	-
Deferred Tax Liabilities	-	-
Difference of Depreciation as per I. Tax & Companies Act	00.00	00.00
Total Deferred Income tax liabilities	00.00	00.00

NOTE – 22 – EARNING PER SHARE

(Rs. In Lakhs, Except EPS)

Particulars	As at March 31, 2026	As at March 31, 2025
Net Profit/(Loss) for the year (Amount in Rs.)	-47.93	-05.60
Number of equity shares (Weighted Average)	157.50	157.50
Basic Earnings per Share (Rs.)	-0.30	-0.04
Diluted Earnings Per Share (Rs.)	-0.30	-0.04

NOTE- 23- FINANCIAL INSTRUMENTS

1. **Capital management**

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The financial statements have been prepared on a going concern basis, taking into account the Resolution Plan approved by the Hon'ble NCLT during last financial year, which has restructured the liabilities and provided a sustainable capital structure for the Company. The management believes that with the implementation of the Resolution Plan, the Company will be able to continue its operations and meet its obligations in the foreseeable future.

The capital structure of the Company consists of net debt and total equity of the Company.

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1.1 Gearing ratio

The gearing ratio at the end of the reporting period was as follows.

(Rs. In Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Debt	16.25	35.06
Cash and bank balances	01.91	03.18
Net debt	**14.34**	**31.88**
Total equity	1542.83	1590.76
Net debt to equity ratio	**0.93%**	**2.00%**

Debt is defined as long-term and short-term borrowing.

NOTE- 24- CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES (IND AS 107)

(Rs. In Lacs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Carrying values	Fair values	Carrying values	Fair values
FINANCIAL ASSETS				
Measured at amortised cost (A)				
Cash and cash equivalents	01.91	01.91	03.18	03.18
Loans and Advances	17.29	17.29	00.00	00.00
Trade Receivables	00.15	00.15	00.00	00.00
Total Financial Assets Measured at amortised cost (A)	**19.36**	**19.36**	**03.18**	**03.18**
Measured at FVTPL				
Mutual Funds, Liquid Instruments	00.00	00.00	00.00	00.00
Total Financial Assets Measured at FVTPL (B)	00.00	00.00	00.00	00.00
Total Financial Assets (A)+(B)	**19.36**	**19.36**	**03.18**	**03.18**
FINANCIAL LIABILITIES				
Measured at amortised cost				
Non-Current Liabilities				
Borrowings	16.25	16.25	35.06	35.06
Current liabilities				
Trade payables	01.02	01.02	00.00	00.00
Financial Liabilities measured at amortised cost	**17.27**	**17.27**	**35.06**	**35.06**
Total Financial Liabilities	**17.27**	**17.27**	**35.06**	**35.06**

For financial liabilities (domestic currency loans): - appropriate market borrowing rate of the entity as of each balance sheet date used.

FAIR VALUE HIERARCHY

As at 31 March 2026 and 31 March 2025, the Company did not hold any financial assets or financial liabilities measured at fair value on a recurring basis. Accordingly, disclosure of fair value hierarchy under Ind AS 113 is not applicable.

Notes:

The Company did not have any financial instruments measured at fair value as at 31 March 2026 and 31 March 2025. Accordingly, classification within the fair value hierarchy prescribed under Ind AS 113 is not applicable.

Valuation Methodology:

The carrying amounts of cash and cash equivalents, trade receivables, loans and advances, borrowings and trade payables approximate their fair values due to their short-term nature or because the applicable interest rates approximate market rates.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	As at March 31, 2026				As at March 31, 2025			
	< 1year	1-5 years	> 5 years	Total	< 1year	1-5 years	> 5 years	Total
Financial assets								
Non-current								
Loans	00.00	17.29	00.00	17.29	00.00	00.00	00.00	00.00
Total non-current financial assets	**00.00**	**17.29**	**00.00**	**17.29**	**00.00**	**00.00**	**00.00**	**00.00**
Current								
Investment	00.00	00.00	00.00	00.00	00.00	00.00	00.00	00.00
Trade receivables	00.15	00.00	00.00	00.15	00.00	00.00	00.00	00.00
Cash and cash equivalents	01.91	00.00	00.00	01.91	03.18	00.00	00.00	03.18
Loans	00.00	00.00	00.00	00.00	00.00	00.00	00.00	00.00
Other Financial Assets	00.00	00.00	00.00	00.00	00.00	00.00	00.00	00.00
Total current financial assets	**02.06**	**00.00**	**00.00**	**02.06**	**03.18**	**00.00**	**00.00**	**03.18**
Total financial assets	**02.06**	**17.29**	**00.00**	**19.36**	**03.18**	**00.00**	**00.00**	**03.18**
Financial liabilities								
Non-current								
Borrowings	00.00	00.00	16.25	00.00	00.00	00.00	35.06	35.06

Total non-current financial liabilities	**00.00**	**00.00**	**16.25**	**16.25**	**00.00**	**00.00**	**35.06**	**35.06**
Current								
Borrowings	00.00	00.00	00.00	00.00	00.00	00.00	00.00	00.00
Trade payables	01.02	00.00	00.00	01.02	00.00	00.00	00.00	00.00
Total current financial liabilities	**01.02**	**00.00**	**00.00**	**01.02**	**00.00**	**00.00**	**00.00**	**00.00**
Total financial liabilities	**01.02**	**00.00**	**16.25**	**17.27**	**00.00**	**00.00**	**00.00**	**35.06**

Management has assessed that carrying amounts of cash and cash equivalents, trade receivables, trade payables and other current financial assets/liabilities approximate their fair values due to short-term maturities.

NOTE – 25 - FINANCIAL AND OTHER RISK MANAGEMENT

The Company's activities expose it to variety of financial risks: market risk, credit risk, interest rate risk and liquidity risk. Within the boundaries of approved Risk Management Policy framework, the company uses different risk mitigating methods to manage the volatility of financial markets and minimise the adverse impact on its financial performance.

1. Foreseeable Losses

The Company has a process whereby periodically all long-term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law/ applicable accounting standards for material foreseeable losses on such long-term contracts has been made in the books of account. The Company has reviewed its existing contracts and commitments and is not aware of any material foreseeable losses requiring provision as at 31 March 2026.

2. Note On Pending Litigations

The Company has reviewed its pending litigations and proceedings and has adequately provided for where Provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results. In respect of litigations, where the management assessment of a financial outflow is probable, the Company has made adequate provision in the financial statements and appropriate disclosure for contingent liabilities.

3. Financial Risk Management Objectives

The Company's Corporate finance department provides services to business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyse the exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

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4. Market Risk Management

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company presently does not have active revenue generating operations and accordingly its exposure to market risk is limited. Management continues to monitor potential risks arising from future business operations and changes in economic and regulatory conditions.

5. Interest Rate Risk Management

The Company's borrowings are unsecured and interest free. Accordingly, the Company is not exposed to significant interest rate risk.

6. Foreign Currency Risk Management

The Company is not exposed to foreign currency risk as it operates in domestic market and has no assets and liabilities denominated/repayable or receivable in foreign currency.

7. Credit Risk Management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. As the Company presently does not have significant operating activities, credit risk exposure is limited. The Company periodically reviews recoverability of its financial assets and makes appropriate provisions wherever necessary.

Ongoing credit evaluation is performed on the financial condition of accounts receivable.

8. Collateral held as security and other credit enhancements

The Company does not hold any collateral or other credit enhancements to cover its credit risk associated with its financial assets.

9. Liquidity Risk Management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company’s short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Management continuously monitors cash flows and funding requirements. Related party support is available, if required, to meet short term obligations.

Maturity Profile as at 31st March, 2026

(Rs. In Lacs)

Particulars	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	Above Three Years	Total
Non-Current – Loans and Advance	-	-	-	17.29	-	17.29
Non-Current Borrowings	-	-	-	-	16.25	16.25

This will not include Trade Payables (Current) amounting to Rs. 1.02.

Maturity Profile as at 31st March, 2025

(Rs. In Lacs)

Particulars	Below 3 Months	3-6 Months	6-12 Months	1-3 Years	Above Three Years	Total
Non-Current – Loans and Advance	-	-	-	-	-	-
Non-Current Borrowings	-	-	-	-	35.06	35.06

This will not include Trade Payables (Current) amounting to Nil.

1. **Disclosure as per Ind AS 113 - Fair Value Measurements**

The carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values due to their short-term maturities or because the applicable borrowing rates are considered to be comparable to current market rates.

As at 31 March 2026 and 31 March 2025, the Company did not hold any financial assets or financial liabilities measured at fair value on a recurring basis. Accordingly, disclosure of fair value hierarchy under Ind AS 113 is not applicable.

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NOTE-26 - CONTINGENT LIABILITIES AND COMMITMENTS

1. The company does not have any contingent liabilities and commitments for the year ended on March 31, 2026 and March 31, 2025. There are no contingent liabilities and commitments as at 31 March 2026 requiring disclosure under Ind AS 37.

NOTE- 27 - DISCLOSURE UNDER MSME ACT, 2006 FOR DUES TO MICRO, SMALL AND MEDIUM ENTERPRISE

1. The Company has sought necessary confirmations from suppliers regarding their registration status under the MSMED Act, 2006. Pending receipt of complete information, disclosures relating to principal amount and interest payable under the MSMED Act could not be fully ascertained.

NOTE – 28 - SEGMENT INFORMATION AND REPORTING (IND AS 108)

1. The Managing Director/Chief Executive Officer of the Company has been identified as the Chief Operating Decision Maker (CODM) in accordance with Ind AS 108 – Operating Segments.

The CODM monitors the performance and allocates resources at the entity level. The Company operates in a single reportable segment and therefore separate segment information is not required to be disclosed.

During the year, the Company did not carry out any significant operating activities and did not generate any revenue from operations. Accordingly, disclosures relating to segment revenue, segment results and segment assets and liabilities are not separately presented.

1. **Information about geographical areas**
   The Company did not generate any revenue from operations during the year ended 31 March 2026 (Previous Year: Nil). Accordingly, geographical revenue disclosures are not applicable.
2. **Information about Major Customers**
   As the Company did not have any revenue from operations during the year, disclosure relating to major customers is not applicable.

NOTE – 29 - REVENUE FROM CONTRACTS WITH CUSTOMERS: (IND AS 115)

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The Company did not generate any revenue from contracts with customers during the year ended 31 March 2026 (Previous Year: Nil). Accordingly, disclosures relating to disaggregation of revenue, contract assets, contract liabilities and remaining performance obligations under Ind AS 115 are not applicable.

Since the Company did not generate any revenue from contracts with customers during the year, disclosures relating to disaggregation of revenue, contract assets, contract liabilities and remaining performance obligations are not applicable.

30 Balance of Trade receivables, Trade payables, loans and advances are subject to confirmation from the respective parties.

31 The financial statements are approved by the audit committee as at its meeting and by the Board of Directors on May 20, 2026.

32 Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year. As at reporting date, the Company does not have any unsatisfied performance obligations requiring disclosure under Ind AS 115.

33 Figures have been presented in 'Lacs' of rupees with two decimals.

34 The figures of previous year have been regrouped or rearranged wherever necessary to conform to current year's presentation as per Schedule III (Division II) to the Companies Act 2013. Further, due to implementation of the Resolution Plan during the previous year, certain figures may not be strictly comparable with those of the current year.

35 RELATED PARTY DISCLOSURE

<u>Related Parties:</u>

Name of Related Party	Nature of relationship
ARDENT VENTURES LLP	Concerns in which directors or their relatives are interested
NARESH VASUDEVBHAI KANZARIYA	KMP-
KEYOOR MADHUSUDAN BAKSHI	
HARSHIT MAULINBHAI KACHCHHI	

The following table summarises related party transactions included in the financial statements of the Company for the year ended as at March 31, 2026 and March 31, 2025:

For the Year ended 31st March, 2026

(Rs. In Lacs)

Particulars	KMP & Relatives	Enterprises controlled / influenced by KMP	Subsidiary	Total
1. Sales & other Inc.	-	-	-	-
2. Purchase & other Service	-	-	-	-
3. Remuneration & Salary	2.04	-	-	2.04
4. Loan taken (Borrowing)	-	16.25	-	16.25
5. Loan and Advances Given	-	17.29	-	17.29
6. Repayment of Borrowing	-	35.06	-	35.06
7. Interest Paid	-	-	-	-
8. Rent Paid	-	-	-	-
9. Sitting Fee's	-	-	-	-
10. Balance outstanding Dr./Cr. (Net)	-	-	-	-

For the Year ended 31st March, 2025

(Rs. In Lacs)

Particulars	**KMP & Relatives**	**Enterprises controlled / influenced by KMP**	**Subsidiary**	**Total**
1. Sales & other Inc.	-	-	-	-
2. Purchase & other Service	-	-	-	-
3. Remuneration & Salary	-	-	-	-

4. Loan taken (Borrowing)	-	42.56	-	42.56
5. Loan Given	-	-	-	-
6. Interest Paid	-	-	-	-
7. Rent Paid	-	-	-	-
8. Sitting Fee's	-	-	-	-

During the year 2024-25, pursuant to approval of Resolution Plan by Hon'ble NCLT, Ahmedabad Bench, the Company has converted secured loans of Rs.1496.25 lakhs (Final Claim) into 1,49,62,500 equity shares of Rs.10 each, allotted to ARDENT VENTURES LLP.

This constitutes a non-cash transaction with a related party within the meaning of Ind AS 24 and Section 192 of the Companies Act, 2013.

The following table summarises outstanding balances included in the financial statements of the Company for the year ended as at March 31, 2026 and March 31, 2025:

For the Year ended 31st March, 2026

(Rs. In Lacs)

Particulars	KMP & Relatives	Enterprises controlled / influenced by KMP	Subsidiary	Total
1. Trade Payables	-	-	-	-
2. Trade Receivables	-	-	-	-
3. Loan Payable	-	16.25	-	16.25
4. Loan Receivable (Loans and Advances)	-	17.29	-	17.29
5. Investment Made (Investment)	-	-	-	-
6. Loan Given	-	-	-	-

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For the Year ended 31st March, 2025

(Rs. In Lacs)

Particulars	KMP & Relatives	Enterprises controlled / influenced by KMP	Subsidiary	Total
1. Trade Payables	-	-	-	-
2. Trade Receivables	-	-	-	-
3. Loan Payable	-	35.06	-	35.06
4. Loan Receivable (Loans and Advances)	-	-	-	-
5. Investment Made (Investment)	-	-	-	-
6. Loan Given	-	-	-	-

The Company's related party transactions during the years ended March 31, 2026 and March 31, 2025 and outstanding balances as at March 31, 2026 and March 31, 2025 were carried out on terms approved by the Board and in compliance with applicable provisions of the Companies Act, 2013. Loans and borrowings from related parties are unsecured, interest free and repayable on demand unless otherwise agreed.

36 Payment to Auditor:

Particulars	2025-26 (Rs. In Lakhs)	2024-25 (Rs. In Lakhs)
Audit Fees	00.45	00.70
Tax Audit	00.00	00.00
Total	**00.45**	**00.70**

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NOTE: 37 DISCLOSURES OF FINANCIAL RATIOS

No	Particulars		As At March 31, 2026	As At March 31, 2025	Remark (< 25% Variation)	Remark (< 25% Variation)
1	**Current Ratio**				112.27%	Refer Note below
	A.	Current Assets	08.15	03.45		
	B.	Current Liabilities	11.13	10.00		
	C.	**Current Ratio (A/B)**	**0.73**	**0.35**		
2	**Debt Equity ratio**				-52.21%	Refer Note below
	A.	Total Debt	16.25	35.06		
	B.	Total Equity	1542.83	1590.76		
	C.	**Debt Equity Ratio (A/B)**	**0.01**	**0.02**		
3	**Debt Service Coverage Ratio**				1746.86%	Refer Note below
	A	Earnings Before Interest & Tax	-47.93	-05.60		
	B	Total Debt Service	16.25	35.06		
	C	**Debt Service Coverage Ratio (A/B)**	**-2.95**	**-0.16**		
4	**Return on Equity (%)**				140.68%	Refer Note below
	A	Profit After Tax	-47.93	-5.60		
	B	Average Total equity				
		1 Net Worth (Current Year)	1542.83	-736.92		
		2 Net Worth (Pervious Year)	1590.76	-709.69		
	C	**Return on Equity (%) (A/B)**	**-0.01**	**-0.03**		
5	**Inventory Turnover Ratio**					-
	A	Cost of Goods Sold	-	-		

	B Average Inventories ((1+2)/2)			NA	
	1 Inventories (Current Year)	-	-		
	2 Inventories (Pervious Year)	-	-		
	C **Inventory Turnover Ratio (A/B)**	**-**	**-**		
6	**Trade Receivables Turnover Ratio**			NA	-
	A Value of Sales & Services	-	-		
	B Average Trade Receivable ((1+2)/2)				
	1 Trade Receivable (Current Year)	-	-		
	2 Trade Receivable (Pervious Year)	-	-		
	C **Trade Receivables Turnover Ratio (A/B)**	**-**	**-**		
7	**Trade Payables Turnover Ratio**			NA	-
	A Total Purchases	-	-		
	B Average Trade Payables ((1+2)/2)				
	1 Trade Payables (Current Year)	-	-		
	2 Trade Payables (Pervious Year)	-	-		
	C **Trade Payables Turnover Ratio (A/B)**	**-**	**-**		
8	**Net Capital Turnover Ratio**			NA	-
	A Net Sales				
	B. Average Working Capital ((1+2)/2)	-	-		
	1. Working Capital (Current Year)				

	2. Working Capital (Pervious Year)	-	-		
	C **Net Capital Turnover Ratio (A/B)**	-	-		
9	**Net Profit Ratio (%)**			NA	-
	A Profit After Tax	-	-		
	B Net Sales	-	-		
	C **Net Profit Ratio (%) (A/B)**	-	-		
10	**Return on Capital Employed (%)**			-782.60%	Refer Note below
	A Earnings before interest and tax	-47.93	-05.60		
	B Capital Employed	1542.83	1590.76		
	C **Return on Capital Employed (%) (A/B)**	**-0.03**	**-0.004**		
11	**Return on Investments (%)**			NA	-
	A. Net Income	-	-		
	B. Cost of Investment	-	-		
	C Return on Investments	**-**	**-**		

Note: Reasons for significant variation in ratios (< 25% Variation)

The Company is required to disclose explanations for changes in ratios where the change is more than 25% as compared to the immediately preceding financial year. The significant changes in ratios are explained below:

1. **Current Ratio:**
   The Current Ratio increased from 0.35 times as at 31 March 2025 to 0.73 times as at 31 March 2026, representing an increase of 112.27%. The increase is primarily attributable to an increase in current assets during the year, coupled with relatively stable current liabilities.

2. **Debt-Equity Ratio:**
   The Debt Equity Ratio decreased from 0.02 times as at 31 March 2025 to 0.01 times as at 31 March 2026, representing a decrease of 52.21%. The decrease is mainly due to reduction in equity base due to loss in the current financial year and primarily due to reduction in borrowings during the year.

3. **Debt Service Coverage Ratio**
The Debt Service Coverage Ratio changed from (-0.16) times in the previous year to (-2.95) times during the current year. The variation is primarily on account of increase in operating losses during the year. Since earnings before interest and tax were negative during the year, the Debt Service Coverage Ratio is not meaningful for analytical purposes.
4. **Return on Equity**
Return on Equity changed from (0.03) times in the previous year to (0.01) times in the current year. The variation is primarily attributable to the effect of a substantially higher equity base arising from the Resolution Plan implemented in the previous year. Since the Company continues to incur losses and the ratio values are negative and close to zero, the percentage change in the ratio is not considered meaningful for analytical purposes.

5. **Return on Capital Employed**
Return on Capital Employed changed from (-0.004) times in the previous year to (-0.03) times in the current year. The variation is mainly attributable to higher operating losses during the year as compared to the previous year.

The various other information as required under Schedule III of the Companies Act, 2013 are as follows:
(All amounts are in INR in Lacs unless otherwise stated)

NOTE – 38 : PARTICULARS OF TRANSACTIONS WITH COMPANIES STRUCK OFF UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF COMPANIES ACT, 1956 ARE GIVEN HEREUNDER:

Name of struck off Company	Nature of Transaction	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
-	Investments in securities	-	NA
-	Receivable	-	NA
-	Payable	-	NA
-	Other outstanding balances (to be specified	-	NA

NOTE – 39 : DETAILS OF BENAMI PROPERTY HELD

Details of benami property held	Particulars
Details of such property, including year of acquisition	NIL

Account thereof	
Details of Beneficiaries	
If property is in the books, then reference to the item in the Balance Sheet	
If property is not in the books, then the fact shall be stated with reasons	
Details of proceedings against the company	
Nature of proceedings, status of same and company's view on same	

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

NOTE – 40 : TITLE DEEDS OF IMMOVABLE PROPERTY NOT HELD IN NAME OF THE COMPANY

Relevant line item in the Balance sheet	Description of item of property	Gross carrying Value	Title deed held in another name	Whether title deed holder is a promoter, director or relative# of promoter*/director or employee of promoter/direct or	Property held since date	Reason for not holding property in the name of company
PPE	Land	Nil				
	Building					
Investment Property	Land					
	Building					
PPE retired from active use and held	Land					
	Building					
Other						

NOTE – 41 : COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

Company has complied with the number of layers prescribed under clause (87) of section 2 of the

Act read with Companies (Restriction on number of Layers) Rules, 2017.

NOTE – 42 : COMPLIANCES WITH SECTION 230 TO 237

As informed by the management and on the basis of examination of available record, Company has not prepared any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013. This disclosure does not include Resolution Plan approved under Insolvency and Bankruptcy Code, 2016 as disclosed in Note 49.

NOTE – 43 : UTILIZATION OF BORROWED FUNDS AND SHARE PREMIUM

a) During the year, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) During the year, 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTE – 44 : DETAILS OF LOANS & ADVANCES TO PROMOTERS, DIRECTORS, KMPS AND RELATED PARTIES

Type of Borrower	Amount of loan or advances in the nature of loan outstanding		Amount of loan or advances in the nature of loan outstanding	
	As At March 31, 2026	As At March 31, 2025	As At March 31, 2024	As At March 31, 2023
Promoter	-	-	-	-
Director	-	-	-	-
KMPs	-	-	-	-
Related Parties	17.29*	-	-	-

*The loan is unsecured and interest free.

NOTE – 45 : INFORMATION PURSUANT TO SECTION 186(4) OF THE COMPANIES ACT, 2013

Particulars of loan Given By company		As At March 31, 2026	As At March 31, 2025
Name of Directors / promoters/related party	Rate of Interest		
Ardent Ventures LLP	Nil (Interest Free)	17.29	-

There is no guarantee given or security provided by the Company.

The loan granted to Ardent Ventures LLP is considered in compliance with the provisions of Section 186 of the Companies Act, 2013, to the extent applicable.

The loan has been granted to Ardent Ventures LLP. The purpose of utilization is not specifically stipulated by the Company and is understood to be for the borrower's general business requirements.

NOTE – 45A : CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTEND NOT PROVIDED FOR)

Particulars	As At March 31, 2026	As At March 31, 2025
Contingent Liabilities	Nil	Nil
Claims against the company not acknowledged as debts	Nil	Nil
Guarantees	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil
Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil

NOTE – 46 : OTHER INFORMATION

Particulars	As At March 31, 2026	As At March 31, 2025
Amount of Securities issued for specific purpose, but not utilized for the specific purpose	Nil	Nil
Amount of borrowings from banks & financial institution not utilized for the specific purpose	Nil	Nil
Value of Imports on C.I.F. basis	Nil	Nil
Expenditure in foreign currency during the year on account of royalty, know-how, professional and consultation fees, interest and other matters.	Nil	Nil
Imported Consumption of Raw Material / Purchase	Nil	Nil
Indigenous Consumption of Raw Material / Purchase	100%	100%
Dividend remitted in foreign currencies	Nil	Nil
Earning in foreign exchange	Nil	Nil
Detail of Crypto Currency or Virtual Currency	Nil	Nil

NOTE – 47 : INFORMATION WHICH DOES NOT HAVE VALUE ON REALIZATION IN THE ORDINARY COURSE OF BUSINESS

(Rs in Lakhs)

Particulars	As At March 31, 2026	As At March 31, 2025
Assets other than Property, Plant and Equipment, Intangible assets and non-current investment which do not have value on realization in the ordinary course of business at least at the amount at which they are stated.	Nil	Nil

NOTE – 48 : ADDITIONAL REGULATORY INFORMATION

1. Company has not obtained borrowing from bank and thus reporting relating to accuracy of details of current asset filed by the Company with Bank for its borrowings are not applicable.
2. No charges or satisfaction is pending to be registered with Registrar of Companies beyond the statutory period.

NOTE – 49 : IMPLEMENTATION OF RESOLUTION PLAN UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company had been admitted into Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016 pursuant to the order dated 03 December 2021 passed by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench. Subsequently, the Resolution Plan submitted by the Resolution Professional was approved by the Hon'ble NCLT, Ahmedabad Bench vide its order dated 23 October 2024 under Section 30(6) read with Section 31(1) of the Insolvency and Bankruptcy Code, 2016 and Regulation 39(4) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016.

Pursuant to the approved Resolution Plan, significant changes were effected in the financial position of the Company during the previous year, including waiver and settlement of certain liabilities, restructuring of debt, conversion of debt into equity, cancellation of certain equity shares, revaluation of Property, Plant and Equipment, and write-off of certain assets, as applicable. The accounting impact of the Resolution Plan was recognised in the financial statements for the year ended 31 March 2025 in accordance with the approved Resolution Plan, applicable provisions of the Insolvency and Bankruptcy Code, 2016 and the requirements of applicable Indian Accounting Standards (Ind AS).

The Resolution Plan has been substantially implemented and the effects thereof continue to be reflected in the financial statements. Accordingly, the figures for the year ended 31 March 2026 are based on the revised capital structure and financial position resulting from the implementation of the Resolution Plan.

The financial statements for the year ended 31 March 2026 have been prepared on a going concern basis considering the successful implementation of the Resolution Plan and management's assessment of the Company's ability to continue its operations and meet its obligations as they fall due.