DALMIA INDUSTRIAL DEVELOPMENT LIMITED

2A, GANESH CHANDRA AVENUE, 9th FLOOR, ROOM NO – 8E, KOLKATA - 700013
PHONE NO – 033-40014000, Website: www.dalmiaindustry.in , E- mail : dalmiaindustrial@gmail.com
CIN No : L74140WB1982PLC035394

September 09, 2026

BSE Ltd. PhirozeJeejeebhoy Towers Dalal Street, Mumbai- 400 001 **Scrip code: 539900**	**Calcutta Stock Exchange Limited,** 7, Lyons Range, Kolkata - 700001	**Metropolitan Stock Exchange of India Limited,** Vibgyor Tower, 4th Floor, G Block, C62, BandraKurla Complex, Bandra (E), Mumbai – 400098 **Scrip Code: DIDL**

SUBJECT: ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26.

Dear Sir/ Madam,

Pursuant to regulation 34 read with Regulation 30 and Regulation 53(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed herewith following documents for FY 2025-26, as circulated to the shareholders today through electronic mode:

- Notice of 44th AGM scheduled to be held on Wednesday, 30th September, 2026 at the deemed venue Registered Office of the Company situated at deemed venue 2A, Ganesh Chandra Avenue, 9th Floor, Room No: 8E Kolkata, West Bengal and

- Annual Report for FY 2025-26.

The above is also uploaded on the Company's website viz, **www.dalmiaindustry.in** and the portal of the stock exchange, where the securities of the Company are listed.

You are requested to kindly take the same on record.

Thanking You,

For DALMIA INDUSTRIAL DEVELOPMENT LIMITED

RAJ MOHTA
Digitally signed by RAJ MOHTA
Date: 2026.09.09 15:01:49 +05'30'

Raj Mohta
Whole Time Director
DIN: 03575779

Encl: As above

44th

ANNUAL REPORT

OF

DALMIA INDUSTRIAL DEVELOPMENT LIMITED

ANNUAL REPORT 2025-26

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CORPORATE INFORMATION

Name of the Company	Dalmia Industrial Development Limited
Corporate Identity Number (CIN)	L74140WB1982PLC035394
Registered Office of the Company	2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata, WB 700013 IN.
E-Mail Id	dalmiaindustrial@gmail.com
Website	http://www.dalmiaindustry.in/

BOARD OF DIRECTORS

Whole Time Director & Chairman	Mr. Raj Mohta (Whole time Director)
Independent Directors	Mrs. Pramila Bansal
	Mr. Naren Kumar Joshi
	Mr. Rabindranath Das
	Mr. Lalit Kumar Biyani

Chief Financial Officer	
Company Secretary & Compliance Officer	Mrs. Swati

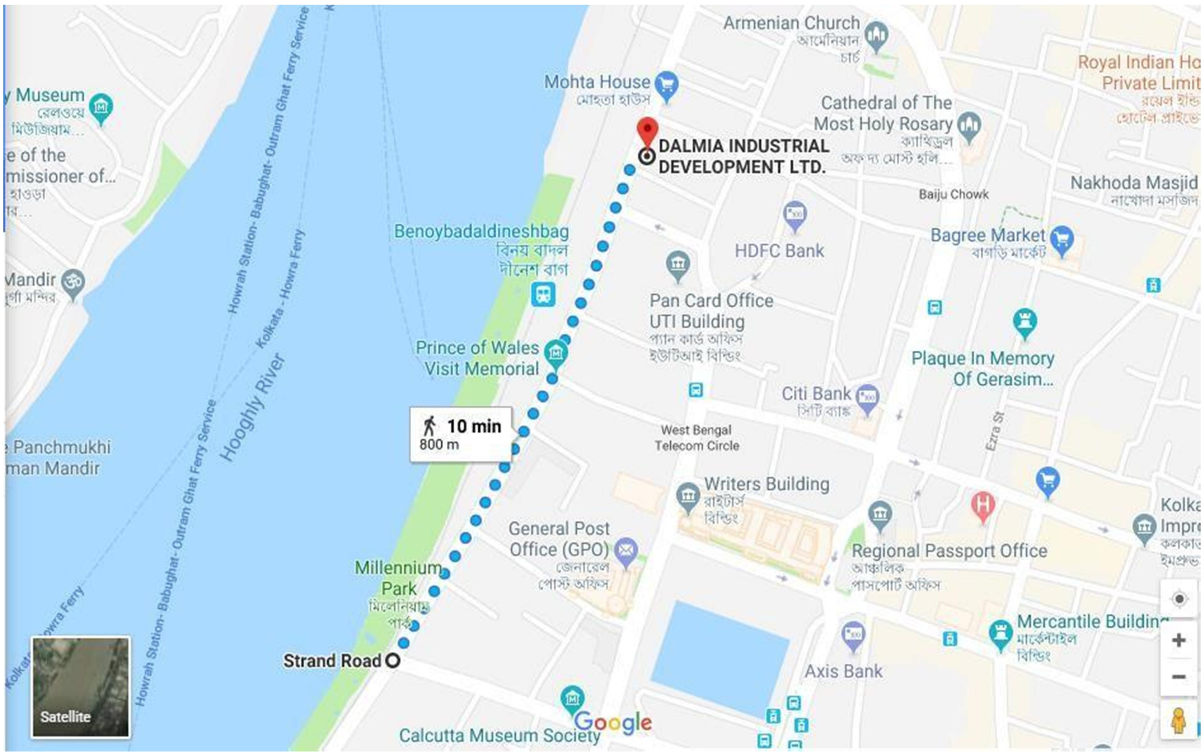
BOARD COMMITTEES

Audit Committee	Mr. Naren Joshi- Chairperson Mrs. Pramila Bansal Mr. Raj Mohta
Nomination and Remuneration Committee	Mr. Pramila Bansal – Chairperson Mrs. Naren Joshi Mr. Rabindranath Das
Stakeholders' Relationship Committee	Mrs. Pramila Bansal – Chairperson Mr. Naren Joshi Mr. Raj Mohta

AUDITOR

Statutory Auditors	M/s Komandoor & Co. LLP, Chartered Accountants (FRN: 001420S/S200034) I- 504, 7-1-58, 5th Floor, Divyashakti Complex, Dharam Karan Road, Ameerpet, Hyderabad (appointed w.e.f August 12, 2025)
Secretarial Auditor	**Anirudh Kumar Tanvar**, Practicising Company Secretary, A2/31, Shree Punit No. 3 Sai Baba Nagar, Borivali West, Mumbai- 92.
Registrar and Share Transfer Agent	**M/s. Maheshwari Datamatics Private Limited**, 23 R.N. Mukherjee Road, 5th Floor, Kolkata – 700 001.
Bankers	State Bank of India

ROUTE MAP FOR ANNUAL GENERAL MEETING FOR FINANCIAL YEAR 2025-26



NOTICE OF 44th ANNUAL GENERAL MEETING

Notice is hereby given that 44th Annual General Meeting of Dalmia Industrial Development Ltd will be held on Wednesday, 30th September, 2026 at the Registered Office of the Company situated at deemed venue 2A, Ganesh Chandra Avenue, 9th Floor, Room No: 8E Kolkata, WB IN at 011:00 A.M.

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2026 i.e. the Balance Sheet as at 31st March, 2026, the statement of Profit & Loss account and the Cash Flow Statement for the year ended on that date, together with the report of the Board of Director's and Auditor's report thereon.

2. To re-appoint a Director in place of Mr. Raj Mohta (DIN: 03575779) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. TO APPOINT MR. ANIRUDH KUMAR TANVAR AS THE SECRETARIAL AUDITOR OF THE COMPANY

To consider and approve the appointment of Mr. Anirudh Kumar Tanvar (M. No.: A23145, CP. No.: 19757), Practicing Company Secretaries, as Secretarial Auditor of the Company effective from 1st April 2026 to 31st March 2031 and in this regard, pass the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, Mr. Anirudh Kumar Tanvar (M. No.: A23145, CP. No.: 19757), Practicing Company Secretaries, be and is hereby appointed as the Secretarial Auditors of the Company, for a financial year commencing from 1st April 2026 till 31st March 2031, at such terms and conditions as detailed in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors, on the recommendation of Audit Committee be and are hereby authorised to finalize and fix the remuneration of the Secretarial Auditors as may be mutually agreed and to do all such acts, deeds, matters and things as may be necessary, incidental or ancillary to the foregoing resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to delegate all or any of the powers to any officer(s)/authorised representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. TO APPROVE DIRECTORS'/ MANAGERIAL REMUNERATION IN CASE OF INADEQUATE PROFITS/NO PROFITS IN ANY FINANCIAL YEAR:

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

“RESOLVED THAT pursuant to the provision of section 196, 197, and 198 of the Companies Act 2013 and other applicable provisions if any of the Companies Act 2013 (ACT) read with Schedule V to the Act and the rules made thereunder, including any statutory modification thereof, or any other law and subject to the approval of the Members , The consent of the members be and hereby accorded to pay Total Managerial remuneration including commission up to Rs. 3 Crore (Rupees Three Crore only) per annum.

RESOLVED FURTHER THAT any Director or Company Secretary of the company be and is hereby authorised to give effect above mention resolution and reporting to Ministry of Corporate Affairs or any other authority.”

Date: September 09, 2026
Place: Kolkata

By Order of the Board Place
For DALMIA INDUSTRIAL DEVELOPMENT LTD

Regd. Office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN

Sd/-
Raj Mohta
Whole Time Director
DIN: 03575779

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives

to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

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 for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

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

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meet ings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at dalmiaindustrial@gmail.com. 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 and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

The remote e-voting period begins on Sunday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL 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. 23rd September, 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 23rd September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services

	under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS Portal”** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

	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, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001***

	and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **cshitesh.wadhwani@gmail.com** with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

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

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

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may

retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

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

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

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at dalmiaindustrial@gmail.com. The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at 033-40014000 between 23rd September, 2026 9.00 a.m. (IST) and 29th September, 2026, 5.00 p.m. (IST). Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

7. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) Of the Companies Act, 2013)

ANNEXURE TO THE NOTICE

ITEM No. 3

The Board of Directors, on the recommendation of Audit Committee, approved the appointment Mr. Anirudh Kumar Tanvar, Practicing Company Secretaries as the Secretarial Auditor of the Company, through resolution passed by board on September 09, 2026, shall hold the office of Secretarial Auditor from the conclusion of this Annual General Meeting till the conclusion of 49th Annual General Meeting of the company on such remuneration as may be decided by the Board in mutual discussion with the auditor.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company is, in any way, financially or otherwise, concerned or interested in the resolution.

Accordingly, the approval of shareholders of the Company on Item No. 3 is sought by way of an Ordinary Resolution.

Brief profile of Secretarial Auditor:

Mr. Anirudh Kumar Tanvar, Practising Company Secretaries (M. No.: A23145, CP. No.: 19757). I provide professional services in the areas of **Corporate Laws, Secretarial Compliance, SEBI & Listing Regulations, FEMA, Corporate Restructuring, Fund Raising, Due Diligence, Valuation and Regulatory Approvals**.
Our expertise includes incorporation of Companies and LLPs, capital restructuring, private placement and rights issues, mergers and acquisitions, statutory and secretarial compliances, annual filings, listed company compliances, certifications, NCLT/ROC/RD approvals, and other corporate advisory services.
We cater to clients across various sectors, including **IT, NBFC, Power, Pharma, Retail and Real Estate**, comprising listed companies and reputed corporate groups.

ITEM No. 4

In accordance with provisions of Section 197 read with Schedule V and the applicable provisions of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, rules if any, of the Companies Act, 2013, and any other laws, regulations prevailing for the time being in force, and other statutory approvals, as may be required.

The managerial remuneration limit is restricted under the above-mentioned provisions of the Companies Act 2013; however the Board of Directors can pay remuneration exceeding the limit even company has inadequate profit or no profit after approval of the members of the company at their meeting.

Keeping in mind the expertise the Directors possess and efforts put in by the Directors in the company, The Board recommends the passing of the Special resolution as set out at Item No.4 for the approval of members.

Date: September 09, 2026
Place: Kolkata

By Order of the Board Place
For DALMIA INDUSTRIAL DEVELOPMENT LTD

Sd/-
Raj Mohta
Whole Time Director
DIN: 03575779

Regd. Office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN

ANNEXURE TO THE NOTICE

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT

In pursuance of regulation 36(3) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 and Secretarial Standard-2

ANNEXURE-A

Name of Director	Raj Mohta
Director Identification No.	03575779
Date of Birth	07th November 1988
Date of appointment on Board	30.05.2017
Nationality	Indian
Qualifications	Graduation
List of Directorships held in Othe Companies (Excluding Foreign, Private an Section 8 Companies)	NIL
Memberships/ Chairmanships of Audit an Stakeholders' Relationships Committee across Public Companies	NIL
Number of shares held in the Company	N.A
Relationships between the Directors inte se	N.A

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

DIRECTOR'S REPORT

Your Directors have pleasure in presenting their 44th Annual Report and the Audited Financial Statement for the Financial Year ended March 31, 2026.

(Rs. In Lakhs)

PARTICULARS	2025-2026	2024-2025
Revenue from Operation	67.09	104.34
Other Income	4.02	26.36
Total Revenue	**71.11**	**130.7**
Total Expenditure	**83.96**	**125.71**
Profit/Loss before Taxation	(12.85)	4.99
Less: Tax Expenses Current Tax:	-	1.30
Add/Less: Deferred Tax	-	-
Add/Less: Tax adjustments for earlier years	-	-
Profit/Loss after Taxation	**(12.85)**	**3.69**

STATE OF COMPANY'S AFFAIRS & BUSINESS OPERATIONS

During the current financial year, the net revenue from operations of your Company was 368.90 Lakhs.

During the year under review, the company recorded a Net Loss of Rs. **12.85 Lakhs** against Net profit of Rs. **3.69 Lakhs** during the previous year.

DIVIDEND:

The Company does not propose to declare dividend for the financial year ended March 31, 2026 and wishes to plough back the profits for the further expansion activities of the Company.

EXPLANATION TO AUDITOR'S REMARK

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not calls for any further comment.

HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

There is no holding, subsidiary & Associates Company as on financial year ended March 31, 2026.

EXTRACT OF THE ANNUAL RETURN

An extract of the Annual Return for the year ended March 31, 2024 as provided under sub-section (3) of Section 92 and prescribed under Rule 12 of Companies (Management & Administration) Rules, 2014 is available on the company's website: www.dalmiaindustry.in.

SHARE CAPITAL

During the year under review, there was no change in the capital structure of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details pertaining to loans, guarantees or investments are provided in the notes to the Financial Statements.

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

MATERIAL EVENTS THAT HAVE OCCURRED AFTER THE BALANCE SHEET DATE

No material events have occurred after the financial year ended March 31, 2026 of the Company.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12) OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:-

There were no frauds as reported by the Statutory Auditors under sub-section 12 of Section 143 of the Companies Act, 2013 along with Rules made there-under other than those which are reportable to the Central Government.

SIGNFICANT / MATERIAL ORDERS PASSED IMPACTING ON GOING CONCERN STATUS AND COMPANY'S OPERATIONS

1) Classified the Company as Shell Company:-

SEBI vide Circular No. SEBI/HO/ISD/OW/P/2017/18183 dated August 7, 2017 has classified the Company as Shell Company. SEBI has also passed an Interim order against the Company vide order No WTM/MPB/ISD/41/2017 dated September 26,2017 in lieu of which the Company has filed reply to SEBI on January 25, 2018 clarifying the issues raised by the SEBI and the matter is pending as on the date.

2) Non-compliance with the Regulation 76 of SEBI (Depository and Participant)Regulation, 2018:-

BSE Limited &Metropolitan Stock Exchange of India Limited (MSEI) have freeze the Promoter Shareholding and transferred the Scrip of the Company to Z Group.

3) Suspension of Trading in securities of the Company:-

The trading in securities of the Company have been suspended by BSE Limited and MSEI due to non-payment of Annual Listing Fees w.e.f March 01, 2020 but the suspension is revoked by BSE Limited and MSEI.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of Section 178, is published on the website of the Company viz., www.dalmiaindustry.in

DIRECTORS:

During the year under review, the Board consists of 4 (Four) Directors and none of the Directors are disqualified.

LIST OF DIRECTORS PRESENT ON THE BOARD AS ON DATE:

DIN/PAN	NAME OF DIRECTORS	APPOINTMENT DATE
03575779	Mr. Raj Mohta	30/05/2017
03611167	Mrs. Pramila Bansal	30/03/2015
09008182	Mr. Naren Kumar Joshi	24/12/2020
10412038	Mr. Rabindranath Das	08/12/2023

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 with respect to the directors' responsibility statement, it is hereby confirmed that:

(a) in the preparation of the annual accounts for the year ended March 31, 2026 the applicable Accounting standards had been followed along with proper explanation relating to the material departures;

(b) the directors of the Company 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, as at March 31, 2026 and loss of the Company for the year ended March 31,2026.

(c) the directors of the Company had taken proper and sufficient care for the maintenance of proper accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the directors of the Company had prepared the accounts of the Company for the financial year ended March 31, 2026 on a going concern basis and;

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

RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be an internal risks as well as external risks. Any unexpected changes in regulatory framework pertaining to fiscal benefits and other related issue can affect our operations and profitability. However the Company is well aware of the above risks and as part of business strategy has formulated a Risk Management Policy.

The Risk Policy approved by the Board, clearly lays down the roles and responsibilities of the various functions in relation to risk management covering a range of responsibilities, from the strategic to the operational. These role definitions, inter alia, provide the foundation for your Company's Risk Management Policy and Framework that is endorsed by the Board and is aimed at ensuring formulation of appropriate risk management procedures, their effective implementation across the Company and independent monitoring and reporting by Internal Audit. Backed by strong internal control systems, the Company is in the process of implementing the current Risk Management Framework that consists of the following key elements:

- The Corporate Risk Management policy facilitates the identification and prioritization of strategic and operational risks, development of appropriate mitigation strategies and conducts periodic reviews of the progress on the management of identified risks
- A combination of risk policy and unit wise evolved procedures brings robustness to the process of ensuring that business risks are effectively addressed.
- Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with unique / relatively high risk profiles.
- A strong and independent Internal Audit function at the corporate level carries out risk focused audits across all businesses, enabling identification of areas where risk management processes may need to be strengthened. The Board of Directors reviews Internal Audit findings, and provides strategic guidance on internal controls. The Board of Directors closely monitors the internal control environment within the Company including implementation of the action plans emerging out of internal audit findings.
- At the Business level, Internal Audit Department personnel continuously verify compliance with laid down policies and procedures, and help plug control gaps by assisting operating management in the formulation of control procedures for new areas of operation.
- The periodical planning exercise requires all units to clearly identify their top risks and set out

a mitigation plan with agreed timelines and accountability. Top Management and Unit heads confirm periodically that all relevant risks have been identified, assessed, evaluated and that appropriate mitigation systems have been implemented.

The combination of policies and processes as outlined above is expected to adequately address the various risks associated with your Company's businesses.

Annual evaluation by the Board

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance of Board Meetings and Board Committee Meetings
ii. Quality of contribution to Board deliberations
iii. Strategic perspectives or inputs regarding future growth of Company and its performance
iv. Providing perspectives and feedback going beyond information provided by the management
v. Commitment to shareholder and other stakeholder interests

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

BOARD COMMITTEES:

The Company has the following Committees of the Board:

1. Audit Committee

Name of Committee members	Category	Date of Appointment
Naren Joshi	Chairman	24/12/2020
Pramila Bansal	Member	30/03/2015
Raj Mohta	Member	30/05/2017

2. Nomination and Remuneration Committee

Name of Committee members	Category	Date of Appointment
Pramila Bansal	Chairman	30/03/2015
Naren Joshi	Member	24/12/2020
Rabindranath Das	Member	08/12/2023

3. Stakeholders Relationship Committee

Name of Committee members	Category	Date of Appointment
Pramila Bansal	Chairman	30/03/2015
Naren Joshi	Member	24/12/2020
Raj Mohta	Member	30/05/2017

BOARD INDEPENDENCE:

Our definition of 'Independence' of Directors is derived from SEBI (LODR), Regulations, 2015 and Section 149(6) of the Companies Act, 2013. Based on the confirmation/ disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Regulation 27 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Section 149(6) of the Companies Act, 2013

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Social Welfare Activities has been an integral part of the Company since inception. The Company is committed to fulfill its social responsibility as a good corporate citizen. The Companies Act, 2013, pursuant to the provision of Section 135, has laid down the requirement for constitution of Corporate Social Responsibility Committee, which shall be responsible for laying down the CSR Policy, to a certain class or classes of Companies. However, our Company does not fall under the requisite criteria and thus the compliance with the relevant provision of the Companies Act, 2013 is not applicable.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board of Directors of Dalmia Industrial Development Limited is committed to maintain the highest standard of honesty, openness and accountability and recognize that employees have important role to play in achieving the goal.

The Company's Whistleblower Policy encourages Directors and employees to bring to the Company's attention, instances of unethical behavior and actual or suspected incidents of fraud or violation of the conduct that could adversely impact the Company's operations, business performance and / or reputation. The Policy provides that the Company investigates such incidents, when reported, in an impartial manner and takes appropriate action to ensure that the requisite standards of professional and ethical conduct are always upheld. It is the Company's Policy to ensure that no employee is victimized or harassed for bringing such incidents to the attention of the Company. The practice of the Whistleblower Policy is overseen by the Board of Directors and no employee has been denied access to the Committee. The Whistleblower Policy is available on the Company's website www.dalmiaindustry.in.

INTERNAL FINANCIAL CONTROL

The Company believes that internal control is a necessary concomitant of the principle of prudent business governance that freedom of management should be exercised within a framework of appropriate checks and balances. The Company remains committed to ensuring an effective internal

control environment that inter alia provides assurance on orderly and efficient conduct of operations, security of assets, prevention and detection of frauds/errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information.
The Company's independent and Internal Audit processes, both at the Business and Corporate levels, provide assurance on the adequacy and effectiveness of internal controls, compliance with operating systems, internal policies and regulatory requirements. The Financial Statements of the Company are prepared on the basis of the Significant Accounting Policies that are carefully selected by management and approved by the Board. These, in turn are supported by a set of divisional Delegation Manual & Standard Operating Procedures (SOPs) that have been established for individual units/ areas of operations.

The Company has in place adequate internal financial controls with reference to the Financial Statements. Such controls have been tested during the year and no reportable material weakness in the design or operation was observed. Nonetheless the Company recognizes that any internal financial control framework, no matter how well designed, has inherent limitations and accordingly, regular audit and review processes ensure that such systems are reinforced on an ongoing basis. The Company is in process of appointing an internal auditor to oversee the internal audit mechanism and the same will be done at the earliest.

AFFIRMATION ON COMPLIANCE OF SECRETARIAL STANDARDS:

The Company hereby affirms that during the year under review, the Company has complied with all the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to ‘Meetings of the Board of Directors’ and ‘General Meetings’ respectively (including any modifications or amendments thereto) issued by the Institute of Company Secretaries of India.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management discussion and Analysis Report for the year under review, as required under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (SEBI LODR 2015), is forming part of this Annual Report as **Annexure II.**

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There was **NIL** Related Party Transaction as required to be disclosed in compliance with the Accounting Standard 18 “Related Party Disclosures” issued by the Institute of Chartered Accountants of India (ICAI).

CORPORATE GOVERNANCE:

The Report on Corporate Governance as per the requirement of SEBI LODR 2015 forms part of this Annual Report as **Annexure III.**

NO. OF MEETINGS OF THE BOARD:
The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013. The maximum interval between any two meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

The Board of Directors met 04 (Four) times during the financial year i.e. on 30/05/2025, 14/08/2025, 04/09/2025, 14/11/2025, 14/02/2026.

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

The details of Directors attendance in the Board Meeting is stated below:

	Name of Director	No of Board Meetings attended during Financial Year 2025-2026
1.	Mrs. Pramila Bansal	5
2.	Mr. Raj Mohta	5
3.	Mr. Naren Kumar Joshi	5
4.	Mr. Rabindranath Das	5

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

BOARD EVALUATION

Regulation 27 of SEBI (Listing and Obligation Requirement) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The Board approved the evaluation results as collated by the nomination and remuneration committee.

AUDITORS AND REPORTS:

The matters related to Auditors and their Reports are as under:

STATUTORY AUDITOR

M/s Komandoor & Co. LLP, Chartered Accountants (FRN: 001420S/S200034), Hyderabad be and are hereby appointed as Statutory Auditor of the company and shall hold the office as Statutory Auditor for a period of 5 years commencing from the conclusion of 43rd Annual General Meeting till the conclusion of 48th Annual General Meeting to be held in the year 2030, on such remuneration as may be determined by the Audit Committee and Board of Directors of the Company in consultation with the auditors. The Auditor's Report do not contain any qualifications, reservations, adverse remarks or disclaimer.

SECRETARIAL AUDITOR & SECRETARIAL AUDITORS' REPORT

Mr. Anirudh Kumar Tanvar, Practicing Company Secretaries, Mumbai was appointed to conduct the Secretarial Audit of the Company for the financial year 2025-2026, as required under Section 204 of the Companies Act, 2013 and Rules there under. The secretarial audit report for FY 2025-26 forms part of the Annual Report as **"ANNEXURE I"** to the Board Report.

DEPOSITS

The Company has not accepted any deposits within the meaning of Chapter V of The Companies Act, 2013 during the year under review. No deposit remained unpaid or unclaimed as at the end of the year and accordingly there has been no default in repayment of deposits or payment of interest thereon during the year.

COST AUDIT

Cost Audit is not applicable to the Company during the financial year under review.

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

(a) Energy conservation measures taken: Nil

(b) Additional investments and proposals if any, being implemented for reduction of consumption of energy: Nil

(c) Impact of the measures at (a) and(b)above: Nil for reduction of energy consumption and consequent impact on the cost of production of goods

(d) Total energy consumption and energy consumption: Nil per unit of production

FORM-A: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

A. Power and fuel consumption: Nil

B. Consumption per unit of production: Nil

FORM-B: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION ETC.,

I Research and Development: Nil

II Technology Absorption, Adaptation and: Nil Innovation

FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars	Current year	Previous Year
Foreign Exchange earnings	NIL	NIL
Foreign Exchange Out go	NIL	NIL

ANTI SEXUAL HARASSMENT POLICY

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013".The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal Committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

The following is the summary of sexual harassment complaints received and disposed off during the current financial year.

Number of Complaints received: Nil
Number of Complaints disposed off: Nil

FAMILIARIZATION PROGRAMME

The Company has established a Familiarization Programme for Independent Directors.
As per Reg 25(7) of SEBI (LODR) in which the Board briefed him about the following points:

a) Nature of the industry in which the Company operates
b) Business model of the Company
c) Roles, rights, responsibilities of independent directors
d) Any other relevant information

PARTICULARS OF EMPLOYEES

Particulars of employees as required to be disclosed in terms of Section 134 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are made available at the registered office of the Company. The members desirous of obtaining the same may write to the Whole time Director at the registered office of the Company.

ACKNOWLEDGEMENTS
Your directors express their appreciation for the sincere co-operation and assistance of Central and State Government authorities, bankers, suppliers, customers and business associates. Your directors also wish to place on record their deep sense of appreciation for the committed services by your company's employees. Your directors acknowledge with gratitude the encouragement and support extended by our valued shareholders.

CAUTIONARY STATEMENT
The Board's Report and Management Discussion & Analysis may contain certain statements describing the Company's objectives, expectations or forecasts that appear to be forward-looking within the meaning of applicable securities laws and regulations while actual outcomes may differ materially from what is expressed herein. The Company is not obliged to update any such forward-looking statements. Some important factors that could influence the Company's operations comprise economic developments, pricing and demand and supply conditions in global and domestic markets, changes in government regulations, tax laws, litigation and industrial relations.

Date: September 09, 2026
Place: Kolkata

By Order of the Board Place
For DALMIA INDUSTRIAL DEVELOPMENT LTD

Sd/-
Raj Mohta
Whole Time Director
DIN: 03575779

Regd. Office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

PARA A: DISCLOSURE AS PER SEBI (LODR), REGULATIONS, 2015 IN RESPECT TORELATED PARTY TRANSACTIONS

SR.NO.	In the accounts of	Disclosures of amounts at the year end and the maximum number of loans/ advances/investments outstanding during the year.	Remarks
1.	Holding Company	○Loans and advances in the nature of loans to subsidiaries by name and amount. ○Loans and advances in the nature of loans to associates by name and amount. ○Loans and advances in the nature of loans to Firms /companies in which directors are interested by name and amount.	N.A.
2.	Subsidiary	○Loans and advances in the nature of loans to holding company by name and amount. ○Loans and advances in the nature of loans to associates by name and amount. ○Loans and advances in the nature of loans to Firms / companies in which directors are interested by name and amount.	N.A.
3.	Holding Company	Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.	N.A.

Para B: MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Forward–Looking Statements:

This Report contains forward – Looking Statements. Any, statement that address expectations or projections about the future, including but not limited to statements about the Company's strategy and growth, product development, market position, expenditures and financial results, are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future growth. The Company cannot guarantee that these assumptions are accurate and will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on basis of any subsequent developments, information or events.

Overview:

During the financial year under review, the company recorded a Net Loss of Rs. **12.85 Lakhs** against Net profit of Rs. **3.69 Lakhs** during the previous year.

Outlook:

The Company is mainly engaged in the business of trading in sarees and stocks and investments in order to yield greater revenue for its stakeholders. The Company is planning to expand and diversify the operational activities in the coming years ahead in order to tap higher revenues

Risk and Concerns:

Due to stiff competitions in the finance field where the company's activities are centered in, the overall margins are always under pressure, but maintainable with the constant effort and good services rendered by the company.

Internal Control Systems and their Adequacy:

An Audit Committee of the Board of Directors of the Company has been constituted as per provisions of the Companies Act, 2013 and SEBI (LODR), 2015.

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

The Internal Audit Function is looked after internally by the finance and accounts department, and reviewed by the audit committee and the management at the regular intervals. The Internal Auditors Reports dealing with Internal Control Systems are considered by the Audit Committee and appropriate actions are taken, whichever necessary.

Development on Human Resource Front:

Our human resources are critical to our success and carrying forward our mission. With their sustained, determined and able work efforts we were able to cruise smoothly through the hard time of the economic volatility and rapidly changing market conditions.

The requirement of the markets given the economic scenario has made this even more challenging. Attracting newer talent with the drive, training and upgrading existing skill sets and getting all to move in a unified direction will definitely be task in the company.

Plans to execute the mandate on this count are already underway and we should see it impacting the results from the third quarter of the next financial year. By creating conducive environment for career growth, company is trying to achieve the maximum utilization of employee's skills in the most possible way.

There is need and the company is focused on retaining and bringing in talent keeping in mind the ambitious plans despite the market and industry scenario. The company also believes in recognizing and rewarding employees to boost their morale and enable to achieve their maximum potential. The need to have a change in the management style of the company is one of the key focus areas this year.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:

NIL

Industrial Relations:

Industrial Relations throughout the year continued to remain very cordial and satisfactory.

Disclosure as per SEBI (LODR), Regulations, 2015 in Respect Demat Suspense Account/Unclaimed Suspense Account

The listed entity needs to disclose the following details and as long as there are shares in the demat suspense account or unclaimed suspense account:

SR.NO.	PARTICULARS	REMARKS
1.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
2.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	NIL
3.	Number of shareholders to whom shares were transferred from suspense account during the year	NIL
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	NIL
5.	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	NI NIL

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

Date: September 09, 2026
Place: Kolkata

Regd. Office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN

By Order of the Board Place
For DALMIA INDUSTRIAL DEVELOPMENT LTD

Sd/-
Raj Mohta
Whole Time Director
DIN: 03575779

DALMIA INDUSTRIAL DEVELOPMENT LIMITED F.Y. 2025-2026

CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Directors
Dalmia Industrial Development Ltd,
2A, Ganesh Chandra Avenue 9thFloor,
Room No: 8e, Kolkata, West Bengal, India, 700013

Sub: Certificate under Regulation 17 (8) and Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, the undersigned, certify to the Board that:
A. We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of their knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee
- Significant changes in internal control over financial reporting during the year;
- Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting

Yours Faithfully
Sd/-

Lalit Kumar Biyani
Chief Financial Officer
Date: September 09, 2026
Place: Kolkata

REPORT ON CORPORATE GOVERNANCE

The Board of Directors presents the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended for the financial year ended March 31, 2026.

The Code of Conduct (Code) is an internal guidance for Board, management team, and all Dalmia Industrial Development Ltd personnel. The Code has been designed to underpin our commitment to complying with applicable laws and regulations. The Board of Directors and senior management must acknowledge conformity with the Code. A well-structured internal control system and strong governance processes guarantee that the Code is followed at all organizational levels.

The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act").

The Company has a strong compliance management approach. The Board reviews compliance status and effectiveness of the set framework on a quarterly basis.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

A. Board of Directors

The Board of Directors of the Company comprises industry experts with significant leadership experience and skills in diverse industries. The Board's independence is preserved and that the Independent Directors' opinions and decisions are recognised and applied.

The Company has Four Directors. Out of the Four Directors, one are Executive Directors and three are Independent Directors as on March 31, 2026. Detailed profile of Directors is available on our Website dalmiaindustrial@gmail.com. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act 2013.

I. None of the Directors on the Board:
   i. holds directorships in more than 10 Public companies.
   ii. serves as an independent director in more than seven listed entities.
   iii. who are the Executive Directors serves as independent directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 has been made by the Directors. None of the Directors are related to each other.

II. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act along with rules framed thereunder. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

III. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2026 are given herein below.

Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

IV. There is no change in management of the company during the year.

V. During Financial year 2025-2026, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.

The Company has not issued any convertible instruments.

Familiarization Programme

At the time of appointing Independent Directors, a formal letter of appointment is given to the concerned Director, which inter-alia explains the role, function, duties and responsibilities as expected from the Director. At the Board and various committees meetings, independent directors are regularly being familiarized on the business model, operations, updates, changes, policies, new policies, process implementation of the company.

Details of Familiarization Programs for independent Directors are available on the website of the company and can be accessed at dalmiaindustrial@gmail.com.

Separate Independent Directors Meetings.

A separate meeting of independent Directors of the company, without the attendance of non-independent Directors and members of management, was held as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25 of SEBI Listing Regulations, 2015. The Independent Directors at the meeting evaluated:

- ❖ Performance of Non-Independent Directors and the Board of Directors as a whole;
- ❖ Performance of the Chairman of the Company taking into account the views of the Executive and Non-Executive Directors;
- ❖ Quality, content and timelines of flow of information between the Management and Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present throughout the Meeting. Their suggestions were discussed at the Board Meeting and are being implemented to ensure a more robust interaction at a Board level.

Core Skills/Expertise/ Competencies available with the Board

In terms of Listing Regulations, the following skills, expertise and competencies have been identified by the Board of Directors as required in the context of its business and sector for it to function effectively:

- Industry Knowledge
- Leadership and Entrepreneurship
- Strategic Planning
- Business Management
- Financial and Risk Management
- Sales, Marketing and Retail

Below table depicts the Board members skills/ expertise/ competencies which are currently available with the Board:

Name of the Director	Industry Knowledge	Leadership and Entrepreneurship	Strategic Planning	Business Management	Financial and Risk Management	Sales, Marketing and Retail
Mr. Raj Mohta	✔	✔	✔	✔	✔	✔
Mrs. Pramila Bansal	✔	✔		✔		
Mr. Naran Joshi	✔		✔		✔	
Mr. Rabindranath Das	✔				✔	

Meetings of the Board:

The Board meets at regular intervals to discuss and decide on Business strategies and review the financial performance of the Company. Minimum four Board meetings are held every year. Additional meetings are held to address specific needs, if any of the Company. During the Financial year 2025-2026, the Board of Directors met 5 times and the gap between two meetings did not exceed One Hundred And Twenty days as stipulated under Section 173(1) of the Act and Regulation 17(2) of the Listing Regulations and the Secretarial Standards issued by the Institute of Company Secretaries of India. The requisite quorum was present for all the meetings. During the year 2025-26, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, 2015, has been placed before the Board for its consideration.

All Directors and Senior Management Personnel have re-affirmed compliance with the Code of Conduct approved and adopted by the Board of Directors.

Board meeting held during the Financial Year 2025-26 are detailed below:

Sr. No	Date of Board Meeting	Board Strength	No. of Directors Present
1	30/05/2025	4	4
2	14/08/2025	4	4
3	04/09/2025	4	4
4	14/11/2025	4	4
5	14/02/2026	4	4

Committees of the Board:

The Board of Directors have constituted Board Committees to deal with specific areas and activities which requires a closer review. The Committees meet at regular intervals and takes necessary steps to perform the duties entrusted by the Board. The company has Three (3) committees of the Board of Directors as on March 31, 2026 considering the need of best practices in corporate governance of the company:

Statutory Committees

- Audit committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

The Board committees are represented by a judicious mix of Executive and Non-Executive Directors. The Committees deliberate on the matters assigned or referred to them by the Board or as mandated by the statutes. Recommendations of the committees are submitted to the Board for Board's decision. The minutes of all committee meetings are placed before the Board for noting.

AUDIT COMMITTEE

The Audit Committee of the Company is duly constituted as per Regulations 18 of the Listing Regulations read with the provisions of Section 177 of the Companies Act, 2013. All the members of the Audit Committee are financially literate and capable of analyzing Financial Statements of the company.

Terms of Reference: The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177 of the Act.

The terms of reference of the audit committee are broadly as under:

1. 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;
2. Recommend the appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:
    - Matters required to be included in the Director's Responsibility Statement to be included in the board's report in terms of clause (c) of sub-section 3 of section 134 of the Act.
    - Changes, if any, in accounting policies and practices and reasons for the same.
    - Major accounting entries involving estimates based on the exercise of judgment by management.
    - Significant adjustments made in the financial statements arising out of audit findings.
    - Compliance with listing and other legal requirements relating to financial statements.
    - Disclosure of any related party transactions.
    - Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Establish a vigil mechanism for director and employment to reports genuine concerns in such manner as may be prescribed;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up there on.
15. 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;
16. 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;

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the whistle blower mechanism.
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
21. Reviewing the utilization of loans and/ or advances from investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing.
22. Management discussion and analysis of financial condition and results of operations;
23. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
24. Management letters / letters of internal control weaknesses issued by the statutory auditors;
25. Internal audit reports relating to internal control weaknesses.
26. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

Composition:

As on March 31, 2026 the Audit committee comprised of Three (3) Members out of which Two (2) are Independent Directors and One (1) is Executive Director.

Meeting and Attendance:

The Audit Committee met four times during the Financial Year 2025-26. The maximum gap between two Meetings was not more than 120 days. The requisite quorum was present at all the Meetings.

The details of composition of Audit committee and attendance of each committee Member are as follows:

Sr No.	Name of Members	Designation in Committee	Particulars of attendance	
			Number of Meeting Held	No. of meetings attended by the Member
1.	Mr. Naren Joshi	Chairman	4	4
2.	Mrs. Pramila Bansal	Member	4	4
3.	Mr. Raj Mohta	Member	4	4

In addition to the Audit Committee members, Chief Financial Officer, Heads of Finance and Accounts, Internal Auditors, Cost Auditors, Statutory Auditors and other executives are invited to the Audit committee Meetings, on need only basis. The Company Secretary of the company acts as the Secretary of the committee.

NOMINATION & REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee is constituted in compliance with the requirements of Regulation 19 of the **SEBI (Listing Obligation and Disclosures Requirements)** Regulation 2015 read with the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration committee recommends the Nomination of Directors and carries out evaluation of performance of individual Directors. Besides, it recommends remuneration policy for Directors, Key Managerial Personnel and the Senior Management of the Company.

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of **SEBI (Listing Obligation and Disclosures Requirements)**, read with Section 178 of the Act.

The broad terms of reference of the Nomination and Remuneration Committee are as under:

Recommend to the board the set up and composition of the board and its committees, including:

a) the "formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees".
b) the committee will consider periodically reviewing the composition of the board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
c) formulation of criteria for evaluation of performance of independent directors and the board of directors.
d) devising a policy on diversity of board of directors.
e) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
f) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
g) Recommend to the board, all remuneration, in whatever form, payable to senior management.
h) Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.

Composition

As on March 31, 2026 the Nomination and Remuneration Committee comprised of Three (3) Members of which all are independent Directors.

Meeting and Attendance:

The Nomination and Remuneration Committee met four times during the Financial Year 2025-26.

The details of composition of Nomination and Remuneration Committee and attendance of each committee Member are as follows:

Sr No.	Name of Members	Designation in Committee	Particulars of attendance	
			Number of Meeting Held	No. of meetings attended by the Member
1.	Mr. Pramila Bansal	Chairman	1	1
2.	Mrs. Naren Joshi	Member	1	1
3.	Mr. Rabindranath Das	Member	1	1

Performance Evaluation of the Board, its Committees and Individual Directors:

Pursuant to the provisions of the Act and the SEBI Listing Regulations, 2015 (as may be applicable), the nomination and Remuneration committee and the Board of Directors (Board) had carried out an annual evaluation of its own performance and that of its committees and individual Directors.

The performance evaluation criteria were determined by the Nomination and Remuneration Committee. A structured questionnaire was prepared by Nomination and Remuneration committee after taking into consideration the various aspects such as participation at Board/ Committee Meetings, Board functioning, knowledge and skill, personal attributes, Board composition and quality, Board Meetings and procedures, Board strategy and risk management, Board and Management Relations etc. The nomination and Remuneration committee reviewed the performance of the Board, its committees and of the Directors. The performance of the Board and individual Directors was evaluated by the Board seeking inputs from all the Directors. The performance evaluation of the independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performances of the committees were evaluated by the Board seeking inputs from the committee members.

Further, the independent Directors had their separate meeting without the attendance of non-independent directors and members of management wherein they reviewed the performance of the Board as whole, its chairman and non-executive Directors and other items as stipulated under the Act. Recommendations and suggested areas of improvement for the Board, its various committees were considered by the Board.

<u>REMUNERATION OF DIRECTORS</u>:

Nomination and Remuneration Policy:

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs. The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its Managing Director and the Executive Directors. Annual increments are recommended by the Nomination and Remuneration Committee within the salary scale approved by the Board and Members and are effective from April 1, each year

(I) **Independent Directors**

a) Independent Directors ('ID') are paid sitting fees for attending the Meetings of the Board and of Committees of which they are Members, and Commission within regulatory limits, as recommended by the NRC and approved by the Board.

b) Overall remuneration should be reasonable and sufficient to attract, retain and motivate Directors aligned to the requirements of the Company taking into consideration the challenges faced by the Company and its future growth. Remuneration paid should be reflective of the size of the Company, complexity of the Sector / Industry / Company's Operations and the Company's capacity to pay the remuneration and be consistent with recognized best practices.

c) The remuneration payable to Directors shall be inclusive of any remuneration payable for services rendered in any other capacity, unless the services rendered are of professional nature and the NRC is of the opinion that the Director possesses requisite qualification for the practice of the profession.

II) **Managing Director ('MD') / Executive Director ('ED') / Key Managerial Personnel ('KMP') / rest of the employees**

The extent of overall remuneration should be to attract and retain talented and qualified individuals suitable for every role. Hence, remuneration should be market competitive, driven by the role played by the individual, reflective of the size of the Company, complexity of the Sector/ Industry / Company's Operations and the Company's capacity to pay, consistent with recognized best practices and aligned to regulatory requirements. Basic / Fixed Salary is provided to all employees to ensure that there is a steady income in line with their skills and experience. In addition, the Company provides employees with certain perquisites, allowances and benefits in accordance with the terms of employment / contract.

Remuneration to Director, Key Managerial Personnel and Senior Management:

1. Fixed pay: The Managing Director, Whole Time Director, Executive Director, Key Managerial Personnel and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the Shareholders and Central Government, wherever required.

2. Minimum Remuneration: If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director, Whole Time Director or Executive Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Shareholder and Central Government.

3. Provisions for excess remuneration: If any Managing Director, Whole Time Director or Executive Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/ she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship committee of the Board was constituted in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. This Committee deals with the stakeholder relations and grievances raised by the Investors in a timely and effective manner and to the satisfaction of investors. The Committee overseas performance of the Registrar and Share Transfer Agents of the Company relating to investor services and recommends measures for improvement.

Mrs. Swati Saraogi is the Compliance officer pursuant to Regulation 6 of the SEBI LODR Regulations.

Terms of reference:

The Stakeholders Relationship committee, inter alia, is primarily responsible for considering and resolving grievances of security holders of the company. The additional terms of reference of the Stakeholders Relationship committee are:

I) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of share, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
II) Review of measure taken for effective exercise of voting rights by shareholders.
III) Review of adherence to the service standard adopted by the Company in respect of various services being rendered by Registrar & Share Transfer Agent.
IV) Review of the various measures and initiative taken by the listed entity for reducing the quantum of unclaimed dividend and ensuring timely receipt of dividend warrant/annual report/statutory notices by the shareholders of the company.

As on March 31, 2026, the Stakeholders' Relationship committee comprised of Three (3) Members of which (2) is Independent Director and other (1) are Executive Director.

The details of composition of Stakeholders' Relationship committee are as follows:

Sr No.	Name of Members	Designation in Committee
1.	Mrs. Pramila Bansal	Chairman
3.	Mr. Naren Joshi	Member
4.	Mr. Raj Mohta	Member

The Stakeholder Committee met 1 time during the Financial Year 2025-26.

The Company Secretary of the company acts as the Secretary of the committee.

Investor Grievances:

The Securities exchange Board of India has initiated a platform for redressing the investor grievances through SCORES, a web based complaints redressal system. The system processes complaints in a centralized web based mechanism. The company is in compliance with this system. Further, the company has periodically filed a statement detailing investor complaints with BSE Limited (BSE) and the national Stock exchange of India (NSE).

Name, designation and address of the Compliance Officer:

Mrs. Swati Saraogi Company Secretary & Compliance Officer

Email- ***dalmiaindustrial@gmail.com***

OTHER DISCLOSURES:

Investor correspondence should be addressed to dalmiaindustrial@gmail.com.

To allow us to serve shareholders with greater speed and efficiency, the Company strongly recommends email based correspondence on all issues, which do not require signature verification for being processed. Shareholders are expected to update any change in their residential address with our RTA to avoid non-receipt of dividends, annual reports, etc.

Other Disclosures

A. Materially significant related party transaction that may potentially conflict with the Company's interest

During FY 2025-26, there were no materially significant related party transactions; that is, transactions of the Company of material nature with bodies including its subsidiaries, promoters, directors, management, and relatives, which may have potential conflict with the interests of Company at large. Attention of members is drawn to disclosures of transactions with related parties, as set out in notes to accounts.

B. Details of Non-compliance

The Secretarial Compliance Report of **Dalmia Industrial Development Ltd.** covers the financial year ended **31 March 2026** and reviews compliance with applicable SEBI regulations, circulars and guidelines.

Overall, the Company was found compliant with most applicable requirements, including Secretarial Standards, policies, preservation of documents, performance evaluation, related party transactions and disclosures.

However, **non-compliance was observed in website maintenance/disclosures**, as the Company's website did not contain proper and updated data.

Further, the **Structured Digital Database (SDD) was reported as non-compliant on the BSE website**, although the Company has the required software in place.

C. Vigil Mechanism/ Whistle Blower policy

With a view to establishing a mechanism for protecting employees reporting unethical behavior, fraud, or violation of the Company's Code of Conduct, the Board of Directors has adopted a Whistle Blower Policy. Nobody has been denied access to the Audit Committee.

D. Web link for Policies

The Whistle Blower Policy, and the Policy on dealing with Related Party Transactions are available on the link dalmiaindustrial@gmail.com.

E. Utilization of funds

There were no funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) during this financial year.

F. Certificate from Practicing Company Secretary on Director's eligibility

A certificate from a company secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Board/Ministry of Corporate Affairs forms the part of this report.

G. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of Complaints	**Received during Financial year 2025-26**	**Disposed during Financial year 2025-26**	**Pending at the end of Financial year 2025-26**
0	0	0	0

H. Details of Compliance with Corporate Governance Requirements

The Company has complied with the requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of Listing Regulations.

I. Recommendation by the Board Committees:

There has been no instance of rejection by the Board for any recommendations by the Board Committees during this financial year.

J. Practicing Company Secretary's Certificate on Corporate Governance.

As stipulated in Para E of Schedule V of the Listing Regulations, the Practicing Company Secretary's Certificate regarding the compliance of conditions of corporate governance is attached to the Board's Report.

K. Declaration By The Whole- Time Director

I, Raj Mahota Chairman & Whole-time Director of Dalmia Industrial Development Limited hereby confirm pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, that

• The Board of Directors of the company has laid down a Code of Conduct for all the Board members and senior management of the Company.

• All the Board Members and senior management personnel have affirmed their compliance with the said Code of Conduct for the year ended March 31, 2026.

For DALMIA INDUSTRIAL DEVELOPMENT LIMITED

SD/-

RAJ MAHOTA
CHAIRMAN & WHOLE-TIME DIRECTOR
DIN: 03575779

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

To,
The Members,
Dalmia Industrial Development Ltd,
Add: 2A, Ganesh Chandra Avenue 9th Floor,
Room No: 8E, Kolkata, West Bengal, India, 700013.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Dalmia Industrial Development Ltd (CIN: L74140WB1982PLC035394)** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit.

I hereby report that in my opinion-

During the course of the Secretarial Audit for the financial year ended 31st March, 2026, it was observed that the Company has not provided certain statutory records and registers, including but not limited to the Minutes Book of the Board and Committees Meetings, General Meetings, and various statutory registers as required under the Companies Act, 2013.

Due to the non-availability of these records, we were unable to verify compliance with respect to the maintenance and recording of minutes, and the entries made in the statutory registers, which are critical for ensuring adherence to the provisions of the Companies Act, 2013 and the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

This has limited our ability to assess the completeness and accuracy of the Company's secretarial records and its compliance with applicable laws during the audit period

I have examined the books, papers, forms and returns filed and other records maintained by 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 and the rules made thereunder;

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

iv. The Foreign Exchange Management Act, 1999 ("FEMA") and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the company as there were no transactions relating to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings during the financial year under review);

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:-

(a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the Audit Period).
(c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(e) 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);
(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - (Not applicable to the Company during the Audit Period);
(g) 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;
(h) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018 to the extent applicable to the Company;
(i) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 (Not applicable to the Company during the Audit Period);
(j) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the Company during the audit period)
(k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - (Not applicable to the Company during the Audit Period)**;**
(l) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - (Not applicable to the Company during the Audit Period)**;**

I 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 compliance under other applicable Acts, Laws and Regulations to the Company.

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

(i) Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

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

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that, *the company is having website but they are not maintaining proper data.*

I further report that*, The Company has given only 1 day prior Intimation of Board Meeting to be held on THRUSDAY, August 14, 2025.*

I further report that, *the Company is SDD Non-compliant.*

I further report that, *the Company had conducted the voting in AGM through physical voting and has not provided e-voting facility to members in the AGM held for FY 2024-25.*

I further report that*, the Company has not appointed Internal Auditors as per the provision of Section 138 of the Companies Act, 2013.*

I further report that, *e-forms other than AOC-4, MGT-14 and ADT-1 i.e. Annual filing forms, no other e-forms are provided to us for verification.*

I further report that:

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

ii. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting – Details has not provided by the Company, hence no comment.

iii. All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be – Details has not provided by the Company, hence no comment.

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

I further report that the compliance by the Company for the applicable Financial Laws like Direct Taxes, Indirect Taxes and the compliance of the Accounting Standards, quarterly financial results under Regulation 33 of SEBI (LODR) Regulations, 2015 and the annual financial statements has not been reviewed in this audit report, since the same have been subject to the statutory financial audit by other designated professionals.

I further report that during the audit period no specific events/actions took place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., except the following:

CS Anirudh Kumar Tanvar
Practicing Company Secretary

ACS No. : 23145
COP No. : 19757
PR No.: 1920/2022
UDIN: A023145H001424061

Place: Mumbai
Date: 9th September, 2026

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

Anirudh Kumar Tanvar
B.Com (P), M.Com (Acct & Business Statistics), DCA,
Company Secretary, Registered Valuer - IBBI, Peer Reviewer - ICSI

'Annexure-A' to the Secretarial Audit Report

To,
The Members,
Dalmia Industrial Development Ltd,
Add: 2A, Ganesh Chandra Avenue 9th Floor,
Room No: 8E, Kolkata, West Bengal, India, 700013.

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.

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

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

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

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

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

CS Anirudh Kumar Tanvar
Practicing Company Secretary

ACS No. : 23145
COP No. : 19757
PR No.: 1920/2022
UDIN: A023145H001424061

Place: Mumbai
Date: 9th September, 2026

A-702, Satya Sai Krupa, Satya Nagar, Borivali West, Mumbai - 400 092.
Mobile : 8268649291 email : anirudh.tanwar@gmail.com

CS

Anirudh Kumar Tanvar

B.Com (P), M.Com (Acct & Business Statistics), DCA,
Company Secretary, Registered Valuer - IBBI, Peer Reviewer - ICSI

CERTIFICATE ON CORPORATE GOVERNANCE
BY PRACTICING COMPANY SECRETARY
(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,
Dalmia Industrial Development Ltd,
Add: 2A, Ganesh Chandra Avenue 9th Floor,
Room No: 8E, Kolkata, West Bengal, India, 700013.

I have examined the compliance of the conditions of Corporate Governance by **Dalmia Industrial Development Ltd** ('the Company') for the year ended on 31st March, 2026, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para- C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The compliance of the conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance.

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations except in few cases, as applicable for the year ended on 31st March, 2026.

I further state that this certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

CS Anirudh Kumar Tanvar
Practicing Company Secretary

ACS No. : 23145
COP No. : 19757
PR No.: 1920/2022
UDIN: A023145H001424050

Place: Mumbai
Date: 09th September, 2026

A-702, Satya Sai Krupa, Satya Nagar, Borivali West, Mumbai - 400 092.
Mobile : 8268649291 email : anirudh.tanwar@gmail.com

Anirudh Kumar Tanvar
B.Com (P), M.Com (Acct & Business Statistics), DCA,
Company Secretary, Registered Valuer - IBBI, Peer Reviewer - ICSI

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,
Dalmia Industrial Development Ltd,
Add: 2A, Ganesh Chandra Avenue 9th Floor,
Room No: 8E, Kolkata, West Bengal, India, 700013.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Dalmia Industrial Development Ltd** having **CIN: L74140WB1982PLC035394** and having registered office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E, Kolkata, West Bengal, India, 700013 (hereinafter referred to as 'the Company'), produced before me 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 opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2026** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	*Name of Director*	*DIN*	*Date of Appointment*
1.	Raj Mohta	03575779	30/05/2017
2.	Pramila Bansal	03611167	30/03/2015
3.	Naren Joshi	09008182	24/12/2020
4.	Rabindranath Das	10412038	08/12/2023

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion 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.

CS Anirudh Kumar Tanvar
Practicing Company Secretary

ACS No. : 23145
COP No. : 19757
PR No.: 1920/2022
UDIN: A023145H001424039

Place: Mumbai
Date: 09th September, 2026

A-702, Satya Sai Krupa, Satya Nagar, Borivali West, Mumbai - 400 092.
Mobile : 8268649291 email : anirudh.tanwar@gmail.com

KOMANDOOR & CO. LLP
Chartered Accountants

Independent Auditor's Review Report on the Quarterly and Annual Audited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Review Report to
The Board of Directors of
DALMIA INDUSTRIAL DEVELOPMENT LIMITED

1. We have reviewed the accompanying statement of Unaudited standalone financial Results of DALMIA INDUSTRIAL DEVELOPMENT LIMITED (the company) for the Quarter and twelve months ended 31st March, 2026 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended (the "Listing Regulations").

2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act,2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in Compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the standard on Review Engagement (SRE) 2410, "Review of interim Financial information Performed by the independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become

KOMANDOOR & CO LLP * Kolkata * Chartered Accountants * aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion

4. Based on our review conducted as above and based on the consideration of the review, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in term of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Komandoor & Co LLP
Chartered Accountants
Firm Registration No.001420S/S200034

Sanjay Shaw
Partner
M No. 305966
UDIN No. 26305966PJSALJ4481
Date : 18.05.2026
Place : Kolkata

KOMANDOOR & CO LLP
Kolkata
Chartered Accountants

DALMIA INDUSTRIAL DEVELOPMENT LIMITED
CIN : L74140WB1982PLC035394
Regd. Off. : 2A, Ganesh Chandra Avenue, 9th Floor, Room No – 8E, Kolkata - 700013

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED MARCH 31, 2026

(Rs in Lacs except EPS)

Sr No	Particulars	For the Quarter ended			Year Ended	
		31-Mar-26	31-Dec-25	31-Mar-25	31-Mar-26	31-Mar-25
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1	**Income from Operation**					
	(a) Net Sales/Revenue from Operations	176.65	38.65	319.20	325.46	368.90
	(b) Other Operating Income	-	-	-	-	-
	(c) Other Income	90.31	4.87	9.34	110.61	26.34
	Total Income	**266.96**	**43.52**	**328.54**	**436.07**	**395.24**
2	**Expenses**					
	a) Cost of Materials consumed	137.48	-	-	137.48	-
	b) Purchase of Stock-in-trade	84.12	35.18	107.78	784.38	374.19
	c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	(32.43)	9.35	115.71	(600.97)	(74.30)
	d) Employee Benefits Expenses	7.16	4.04	3.94	22.14	9.61
	e) Finance Costs	53.91	-	3.35	53.92	3.35
	f) Depreciation and Amortisation expense	0.11	-	0.08	0.11	0.08
	g) Other expenses	13.28	5.51	16.30	29.56	71.25
	Total Expenses	**263.63**	**54.08**	**247.16**	**426.62**	**384.18**
3	**Profit/(Loss) before Exceptional items and tax (1-2)**	**3.33**	**(10.56)**	**81.38**	**9.45**	**11.06**
4	Exceptional Items					
5	**Profit/(Loss) before tax (3 + 4)**	**3.33**	**(10.56)**	**81.38**	**9.45**	**11.06**
6	**Tax Expense**					
	- Current tax	2.46	-	2.89	2.46	2.89
	- Deferred tax	-	-	-	-	-
	-Short/ (Excess)Provision of earlier year	0.53		(1.69)	0.53	(1.69)
	Total Tax Expenses	**2.99**	-	**1.20**	**2.99**	**1.20**
7	**Profit/(Loss) for the period (5-6)**	**0.34**	**(10.56)**	**80.18**	**6.46**	**9.86**
8	Other Comprehensive Income (net of tax)	-	-	-	-	-
		-				
9	**Total Other Comprehensive Income for the period**	**0.34**	**(10.56)**	**80.18**	**6.46**	**9.86**
10	**Total Comprehensive Income for the period (7+9)**	**0.34**	**(10.56)**	**80.18**	**6.46**	**9.86**
11	**Paid-up equity share capital (face value of Rs 10/- per share)**	2,024.75	2,024.75	2,024.75	2,024.75	2,024.75
12	**Reserves excluding revaluation reserves (Reserves as per balance sheet of Previous Accounting year)**	54.80	48.34	48.34	54.80	48.34
13	**Earning per share (EPS) of Rs 10/- each (not annualized)**					
	(1) Basic	0.00	(0.05)	0.40	0.03	0.05
	(2) Diluted	0.00	(0.05)	0.40	0.03	0.05

Notes :	
1	The above Results for the quarter ended March 31, 2026 has been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their meeting held on 18th May, 2026
2	The Company operates in a single segment and the results pertain to a single segment in accordance with IND AS 108-Operating Segment.
3	Previous year/period figures have been regrouped/arranged, wherever necessary to make them comparable with the current period figure.
4	The Company has adopted Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs. This Statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevent rules issued thereunder and other recognised accounting practices and policies to the extent applicable.
5	The format for Audited quarterly results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 has been modified to comply with requirements of SEBI's circular dated July 5, 2016. IND AS and Schedule III (Division II) to the Companies Act, 2013 applicable to the companies that are required to comply with IND AS.

For Komandoor & Co LLP
Chartered Accountants
Firm Reg. No. 001420S/S200034

(Sanjay Shaw)
Partner
M.No. 305966

KOMANDOOR & CO LLP * Kolkata * Chartered Accountants

UDIN: 26305966PJSALJ4481 Date: 18.05.2026

DALMIA INDUSTRIAL DEVELOPMENT LIMITED
Standalone Balance Sheet as at March 31, 2026

	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	6,402	17,379
(b) Capital work-in-progress			
(c) Intangible assets	5	-	-
(d) Financial assets			
(i) Investments	6	81,531,500	125,679,500
(ii) Loans	8	-	-
(e) Deferred Tax Asset	9	25,119	25,119
(f) Other non-current assets	11(b)	2,000,000	7,250,000
		83,563,021	132,971,998
Current assets			
(a) Inventories	12	114,078,124	53,981,036
(b) Financial assets			
(i) Trade receivables	7	14,934,883	8,168,064
(ii) Cash and cash equivalents	13(a)	4,027,653	20,418,049
(iii) Loans and Advances	11	95,292,019	179,965,862
(c) Current tax assets (net)	10a	-	-
(d) Other current assets	11(a)	307,793	214,416
		228,640,472	262,747,427
TOTAL ASSETS		312,203,493	395,719,425
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	202,475,000	202,475,000
(b) Reserve & Surplus	15	5,480,162	4,834,021
TOTAL EQUITY		207,955,162	207,309,021
Liabilities			
Non-current liabilities			
(a) Deferred tax liabilities (net)	9	-	-
		-	-
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	16	66,202,399	64,730,021
(c) Current tax liabilities (net)	10b	245,780	288,796
(d) Other current liabilities	17	37,800,153	123,391,588
		104,248,331	188,410,405
TOTAL LIABILITIES		104,248,331	188,410,405
TOTAL EQUITY & LIABILITIES		312,203,493	395,719,425

The accompanying notes from 1-29 form an integral part of these standalone financial statements

As per our report of even date

For Komandoor & CO LLP
Chartered Accountants
ICAI Firm Registration No. 001420S/S200034

Sanjay Shaw

Sanjay Shaw
Partner
Membership No. 305966
Place: Kolkata
Dated: 18.05.2026

KOMANDOOR & CO LLP Kolkata Chartered Accountants

For and on behalf of the Board of Directors of Dalmia Industrial Development Limited

Raj Mohta

Raj Mohta
Whole Time Director
DIN: 03575779

Naren K. Joshi

Naren Kumar Joshi
Director
DIN: 09008182

DALMIA INDUSTRIAL DEVELOPMENT LIMITED
Standalone Statement of Profit and Loss for the year ended March 31, 2026

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	18	32,545,535.20	36,889,995.58
Other income	19	11,061,160.06	2,634,090.09
Total Income (i)		43,606,695.26	39,524,085.67
Expenses			
Purchases of Stock in Trade		78,438,036.94	37,419,215.46
(Increase) in inventories of finished goods and work in progress	20	(60,097,087.19)	(7,430,072.02)
Employee benefits expense	21	2,214,006.00	960,512.00
Financial Expenses	21A	5,392,339.01	334,769.00
Depreciation and amortisation expense	4	10,977.00	8,021.00
Other expenses	22	16,703,117.34	7,125,142.27
Total Expenses (ii)		42,661,389.10	38,417,587.71
Profit before Tax (i-ii)		945,306.16	1,106,497.96
Tax expense			
- Pertaining to Profit for the current period		245,780.00	288,795.97
- Deferred tax charge			
- Tax adjustments for earlier years		53,385.03	(169,440.50)
Total tax expense (iii)		299,165.03	119,355.47
Profit for the year (iv = ii - iii)		646,141.13	987,142.49
Other Comprehensive Income			
Other comprehensive income not to be reclassified to Profit or Loss in subsequent periods:			
i) Re-measurement gains/(losses) on defined benefit plans			
ii) Income tax effect on above			
Other Comprehensive Income for the year (net of tax) (v)		-	-
Total Comprehensive Income for the year (iv + v)		646,141.13	987,142.49
Earnings per equity share -	23		
(Nominal value ₹10 per share (PY ₹10 per share))			
1) Basic		0.03	0.05
2) Diluted		0.03	0.05

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date

For Komandoor & CO LLP
Chartered Accountants
ICAI Firm Registration No. 001420S/S200034

Sanjay Shaw

Sanjay Shaw
Proprietor
Membership No. 305966
Place: Kolkata
Dated: 18.05.2026

KOMANDOOR & CO LLP
Kolkata
Chartered Accountants

For and on behalf of the Board of Directors of Dalmia Industrial Development Limited

Raj Mohta

Raj Mohta

Whole Time Director
DIN: 03575779

DALMIA INDUSTRIAL DEVELOPMENT LIMITED
Statement of Standalone Cash Flows for the year ended March 31, 2026

Particulars		Amount in (Rs.) Year ended 31-Mar-26	Amount in (Rs.) Year ended 31-Mar-25
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	NET PROFIT AFTER TAXES	646,141.13	987,142.49
	Adjustments for Non Cash Items:		
	Depreciation and amortization expenses	10,977.00	8,021.00
	Sundry Balances Written Off / (written back)	-	-
	Income Tax	245,780.00	288,795.97
	Interest income	(11,061,160.06)	(2,634,090.09)
	Interest expense	5,392,339.01	334,769.00
	Income Tax adjustment for earlier year		
	Operating Profit before changes in working capital	(4,765,922.92)	(1,015,361.63)
	Changes in working capital:		
	Adjustment for (increase) / Decrease in Operating Assets		
	Loans & Advances	84,673,842.71	53,622,618.91
	Other current assets	(93,376.93)	59,801.00
	Trade Receivable	(6,766,819.00)	2,778,775.00
	Inventories	(60,097,087.19)	(7,430,072.02)
	Adjustment for (increase) / Decrease in Operating Assets		
	Other Current liabilities	(85,591,435.55)	(46,232,788.93)
	Other Tax liabilities	-	-
	Trade payables	1,472,378.00	(9,011,225.40)
	Cash generated from operations	(71,168,420.88)	(7,228,253.07)
	Direct Tax paid (net of refunds)	(288,795.97)	(209,838.50)
	NET CASH FLOW FROM OPERATING ACTIVITIES (A)	(71,457,216.85)	(7,438,091.57)
B.	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Non current Investments (Purchased) / Sold	-	(22,261.52)
	Other Non Current Assets	5,250,000.00	(5,250,000.00)
	Loan & Advances given to other parties	-	-
	Loan & Advances received back	-	-
	Redemption / maturity of bank deposits (having original maturity of more than three months)	44,148,000.00	10,810,000.00
	Interest Received	11,061,160.06	2,634,090.09
	NET CASH OUTFLOW FROM INVESTING ACTIVITIES (B)	60,459,160.06	8,171,828.57
C.	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Proceeds from Issue of Equity Share Capital including Securities Premium (Net)	-	-
	Dividend paid on equity shares	-	-
	Tax on equity dividend paid	-	-
	Interest Paid	(5,392,339.01)	(334,769.00)
	Proceeds from Long Term Borrowings	-	-
	Repayment of Long Term Borrowings	-	-
	Short Term Borrowings (Net)	-	-
	NET CASH OUTFLOW FROM FINANCING ACTIVITIES (C)	(5,392,339.01)	(334,769.00)
	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(16,390,395.80)	398,968.00
	Cash and cash equivalents at the beginning of the year (Refer note 13a)	20,418,048.96	20,019,080.96
	Cash and cash equivalents at the end of the year (Refer note 13a)	4,027,653.16	20,418,048.96
Notes:		**As at March 31, 2025**	**As at March 31, 2025**
a)	**Cash and Cash Equivalents include:**		
	Cash and Cash Equivalents:		
	i) Cash in hand	1,420,088.70	1,363,466.70
	ii) Balances with banks		
	- On Current Accounts	2,607,564.46	19,054,582.26
	- Deposits with original maturity of less than 3 months		
	Cash and Cash Equivalents	4,027,653.16	20,418,048.96

The accompanying notes form an integral part of these standalone financial statements

For and on behalf of the Board of Directors of Dalmia Industrial Development Limited

As per our report of even date

For Komandoor & CO LLP
Chartered Accountants
ICAI Firm Registration No. 001420S/S200034

Sanjay Shaw
Partner
Membership No. 305966
Place: Kolkata
Dated: 18.05.2026

KOMANDOOR & CO LLP
Kolkata
Chartered Accountants

Raj Mohta
Whole Time Director
DIN: 03575779

Naren K. Joshi

Naren Kumar Joshi
Director
DIN: 09008182

DALMIA INDUSTRIAL DEVELOPMENT LIMITED
Registered Office:2A, Ganesh Chandra Avenue 9th Floor, Room NO: 8E Kolkata WB 700013 IN
CIN: L74140WB1982PLC035394, Web: www.dalmiaindustry.co.in,
email id: dalmiaindustrial@gmail.com

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

CIN : L74140WB1982PLC035394
Name of the Company : Dalmia Industrial Development Limited
Registered Office : 2A, Ganesh Chandra Avenue 9th Floor, Room NO: 8E Kolkata WB 700013.

Name of the member(s) : ....
Registered Address : ……………………..……………………………..
Email ID : ……………………………….….....................
Folio No./ Client ID/DP ID :……………………………………………......

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

1. Name: ……………………………… Address: ……………………………………..

Email ID: ……………..……………… Signature: ………………….……or failing him

2. Name: ……………………………… Address: …………………. …………………...

Email ID: ……………………………Signature: ……………………………or failing him

3. Name: …………………………… Address: …………………………………………..

Email ID: ……………………… Signature: …………………………………………

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the Company, to be held on Wednesday, September 30, 2026 at 11:00 a.m. at deemed venue 2A, Ganesh Chandra Avenue 9th Floor, Room NO: 8E Kolkata WB 700013 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary business
1. Adoption of Financial Statements for the Financial Year Ended March 31, 2026 and Reports of Directors' and Auditors' thereon.
2. To re-appoint a Director in place of Mr. Raj Mohta (DIN: 03575779) who retires by rotation and being eligible, offers himself for re-appointment.
Special business
3. Appointment of Mr. Anirudh Kumar Tanvar as A Secretarial Auditor of the company
4. To Approve Directors/ Managerial Remuneration in case of inadequate profits/ no profits in any financial year.

Signed this ……………………….. day of ……………………….. 2026.

Affix Re.1 Revenue Stamp

……………………………..   ……………………………..
Signature of shareholder   Signature of Proxy holder(s)

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commence of the meeting.

2. Notwithstanding the above the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.

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DALMIA INDUSTRIAL DEVELOPMENT LIMITED

Registered Office: 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN.
CIN: **L74140WB1982PLC035394, Web: www.dalmiaindustry.co.in, email id: dalmiaindustrial@gmail.com**

ATTENDANCE SLIP

FOLIO NO. (Shares in physical mode)	
DP ID	
CLIENT ID	
NO. OF SHARES HELD	

NAME OF THE SHAREHOLDER / PROXYHOLDER: ______________________________

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company. I hereby record my presence at the 44th Annual General Meeting of the Company to be held on Wednesday, September 30, 2026 at 11:00 a.m. at 2A, Ganesh Chandra Avenue 9th Floor, Room No: 8E Kolkata WB 700013 IN and at any adjournment thereof.

____

Signature of Member/Proxy

(THIS ATTENDANCE SLIP DULY FILLED TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

To,

If undelivered please return to:

Dalmia Industrial Development Limited

2A, Ganesh Chandra Avenue 9th Floor, Room NO: 8E Kolkata WB 700013 IN