O. P. CHAINS LIMITED

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh
(CIN: L27205UP2001PLC026372)
E Mail: opchainscompany@gmail.com
Web: www.opchainsltd.com
Ph: 0562-4045117, 4044990

To, **Date: 24.08.2026**
Corporate Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

BSE Scrip Code: 539116

SUB- Notice of 25th Annual General Meeting of the Company pursuant to Regulation 30 and 34 of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Securities and Exchange Board of India circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th day of July, 2023 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 we wish to inform you that the Board of Directors of the company in its meeting held today on 24th August, 2026 approved Notice of 25th Annual General Meeting of the Company.

Pursuant to para-A of Part A of schedule III and Regulation 30 and 34 of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are attached herewith copy of the Notice of 25th Annual General Meeting of the Company scheduled to be held on Monday, 21st September, 2026 at 11:00 A.M. at 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh. The said notice is also available on the website of the company i.e. www.opchainsltd.com, for which website link is given below:
https://www.opchainsltd.com/Announcements.html

Time of commencement and conclusion of board meeting is 02:00 P.M to 03:00 P.M. i.e. date & time of occurrence of the event/information is 24.08.2026 at 03:00 P.M.

The details as required under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Securities and Exchange Board of India circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th day of July, 2023 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 are enclosed as **Annexure-A**.

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You are requested to take on the record and do the needful.

Thanking You
Yours Faithfully
For & on behalf of the Board of Directors
For O. P. Chains Limited

AMIT KAUR LAMBA
Digitally signed by AMIT KAUR LAMBA
Date: 2026.08.24 19:22:24 +05'30'

CS Amit Kaur Lamba
Company Secretary and Compliance Officer
Membership Number-A74425

Date: 24.08.2026
Place: Agra

O. P. CHAINS LIMITED

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh
(CIN: L27205UP2001PLC026372)
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Annexure-A

Approval of notice of 25th Annual General Meeting of the Company

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Date of notice/call letters/resolutions etc.	24th day of August, 2026
2.	Brief details viz. agenda (if any) proposed to be taken up, resolution to be passed, manner of approval proposed etc.	Notice of 25th Annual General Meeting is attached herewith.

Thanking you,
Yours faithfully,
For O. P. Chains Limited

AMIT KAUR LAMBA

Digitally signed by AMIT KAUR LAMBA
Date: 2026.08.24 19:22:41 +05'30'

CS Amit Kaur Lamba
Company Secretary and Compliance Officer
Membership Number-A74425

Date: 24.08.2026
Place: Agra

25TH
ANNUAL REPORT
OF
O.P. CHAINS LIMITED

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Moon Goyal
(Whole time Director)

Shri Ashok Kumar Goyal
(Chairman cum Whole-time Director)

Shri Satish Kumar Goyal
(Managing Director)

Smt. Swapnla Gupta
(Additional Independent Director)

Smt. Praneeta Varshney
(Additional Independent Director)

Shri Abhishek Sharma
(Independent Director)

Shri Abhay Kumar Pal
(Chief Financial Officer)

REGISTERED OFFICE

8/16 A, Seth Gali, Agra
Uttar Pradesh- 282003
CIN-L27205UP2001PLC026372
Email Id – opchainscompany@gmail.com

CS Amit Kaur Lamba
(Company Secretary cum Compliance Officer)
E-mail: csamitkaur@yahoo.com

BANKERS

ICICI Bank Limited
Yes Bank
Punjab National Bank

REGSITRAR & TRANSFER

Bigshare Services Private Limited
Pinnacle Business Park, Office No. S6-2,6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093

STATUTORY AUDITORS

M/s GARIMA & CO.
(Chartered Accountants)
33/1, A/2, Radha Nagar, Balkeshwar Road, Agra, Uttar Pradesh- 282005

SECRETARIAL AUDITORS

R.C. SHARMA & ASSOCIATES
(Company Secretaries)
Mumba Dhaam, Block No.30
Shop No. 218 Opposite Vikas Bhawan
Sanjay Place, Agra, Uttar Pradesh-282002

INVESTOR HELPDESK

Website: www.opchainsltd.com
Ph: 0562-4045117, 0562-4044990
E-mail: opchainscompany@gmail.com

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

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O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

NOTICE

NOTICE is hereby given that the **25th (Twenty Fifth) Annual General Meeting** of the Company **O. P. Chains Limited** will be held on **Monday, 21st day of September, 2026 at 11:00 A.M**. at **8/16 A, Seth Gali, Agra, Uttar Pradesh-282003** to transact the following business:

ORDINARY BUSINESS:

ITEM NO 1. ADOPTION OF ANNUAL FINANCIAL STATEMENTS:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors ('the Board') and auditors thereon.

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

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended as on March 31, 2026 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered, approved and adopted."

ITEM NO 2. RE-APPOINTMENT OF MR. ASHOK KUMAR GOYAL (DIN: 00095313), LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Ashok Kumar Goyal (DIN: 00095313), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, of the Companies Act, 2013 (the "Act") read with provisions of Schedule V of the Act and the rules made there under (including any statutory modification(s) or reenactment thereof or any of the provisions of the Act, for the time being in force), and applicable clauses of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of shareholders be and is hereby accorded for re-appointment of Mr. Ashok Kumar Goyal (DIN: 00095313), as Whole Time Director of the Company being liable to retire by rotation, upon the terms and conditions as recommended by the Board of Directors in its meeting.

"RESOLVED FURTHER THAT the shareholders have approved the terms and conditions as recommended by Board of Directors."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution any director or company secretary of the Company be and is hereby authorized, to do all the acts, deeds, matters and

Things as he/she may in his/her absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute and file all necessary documents, applications, returns, forms and writings as may be necessary, proper, desirable or expedient to give effect of this resolution."

SPECIAL BUSINESS:

ITEM NO 3 REGULARIZATION OF MR. MOON GOYAL (DIN: 06831411) AS EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

To seek approval for regularization of Mr. Moon Goyal (DIN: 06831411) as Executive Non-Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 160 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification or re-enactment thereof for the time being in force), Mr. Moon Goyal (DIN: 06831411), who was appointed as an Additional Director in the meeting of the Board of Directors of the Company held on 12th Day of August, 2026 and whose appointment as Executive Director is recommended by the Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director, be and is hereby appointed as an Executive Non-Independent Director of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Director(s) or Company Secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of statutory forms and any other relevant documents with the Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company."

ITEM NO. 4. REGULARIZATION OF MRS. SWAPNLA GUPTA (DIN: 08213774) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To seek approval for regularization of Mrs. Swapnla Gupta (DIN: 08213774) as Independent Director of the company for the period of five years.

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

"**RESOLVED THAT** pursuant to the provisions of Section 149,152, 160 of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification or reenactment thereof

for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Swapnla Gupta (DIN: 08213774) who was appointed as an Additional Independent Director in the meeting of the Board of Directors of the Company held on 27th day of November, 2025 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director of the Company for the period of five consecutive years with effect from 27th day of November, 2025 which is not liable to retire by rotation."

"**RESOLVED FURTHER THAT** any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company."

ITEM NO. 5. REGULARIZATION OF MRS. PRANEETA VARSHNEY (DIN: 10347536) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To seek approval for regularization of Mrs. Praneeta Varshney (DIN: 10347536) as Independent Director of the company for the period of five years.

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

"**RESOLVED THAT** pursuant to the provisions of Section 149,152, 160 of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification or reenactment thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Praneeta Varshney (DIN: 10347536) who was appointed as an Additional Independent Director in the meeting of the Board of Directors of the Company held on 27th day of November, 2025 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director of the Company for the period of five consecutive years with effect from 27th day of November, 2025 which is not liable to retire by rotation."

"**RESOLVED FURTHER THAT** any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents

and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company."

ITEM NO. 6: APPOINTMENT OF MR. MOON GOYAL (DIN: 06831411) AS WHOLE-TIME DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, and subject to such approvals, consents and permissions as may be required, the consent of the members of the Company be and is hereby accorded to appoint Mr. Moon Goyal (DIN: 06831411) as Whole-Time Director of the Company for a period of five years commencing from **12th August, 2026**, on such terms and conditions including remuneration as set out in the explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof) to alter and vary the terms and conditions of the said appointment and/or remuneration, subject to the same not exceeding the limits specified under the Act or any statutory modification(s) thereof."

"RESOLVED FURTHER THAT any of the Director(s) or Company Secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to filing of statutory forms and other relevant documents with the Registrar of Companies and undertaking all matters incidental and ancillary thereto."

ITEM NO. 7: RE-APPOINTMENT OF MR. SATISH KUMAR GOYAL (DIN: 00095295) AS MANAGING DIRECTOR OF THE COMPANY FOR THE FURTHER PERIOD OF FIVE YEARS

To seek approval for the re-appointment of Mr. Satish Kumar Goyal (**DIN:** 00095295) as the Managing Director of the company for the further period of five years and payment of remuneration thereof.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and on the recommendation of the Members of the Nomination and Remuneration Committee and as per applicable clauses of the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded to re-appoint Mr. Satish Kumar Goyal (**DIN:** 00095295) as the Managing Director of the Company for a further period of five years."

"**RESOLVED FURTHER THAT** any of the directors or Company Secretary of the company be and is hereby authorized jointly or severally to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of directors to give effect to the resolution hereof."

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

NOTES:

1. The company is providing facility for voting by electronic means and the business may be transacted through such voting; however, the company has adopted physical mode for convening its 25th Annual General Meeting. Therefore, members can also opt to physically attend the Annual General Meeting of the company.

2. A statement pursuant to the provisions of Section 102 (1) of the Act, relating to the Special Business to be transacted at the Annual General Meeting ("AGM"), is annexed hereto. Further, information as required under Listing Regulations are also annexed.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with M/s Bigshare Services Private Limited (hereinafter referred to as Bigshare), the Registrar and Share Transfer agent (RTA) of the Company for facilitating voting through electronic means, as the authorized agency.

4. The facility for voting either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

5. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

6. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON (WHETHER A SHAREHOLDER OR NOT) AS HIS/HER PROXY OR WHERE THAT IS ALLOWED, ONE OR MORE PROXIESTO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER BUT A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING AND CAN VOTE ONLY ON A POLL. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY SIGNED AND RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXY FORM IS ANNEXED TO THE NOTICE AS **ANNEXURE-C**.

7. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10%) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10%) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

8. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law.

9. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp not been cancelled, will be considered as invalid. If the Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.

10. Members/ proxies should bring the attendance slip duly filled in for attending the meeting.

11. Proxies Holder shall prove his identity at the time of attending Meeting.

12. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.

13. Only bona-fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

14. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.

15. Members are requested to quote their DP ID / Client ID, in all correspondence with the Company / Registrar and Share Transfer Agent

16. The Body Corporates are entitled to appoint authorized representatives and required to send a scanned copy (PDF/JPG format) of their respective Board or governing body resolution/ Authorization etc., authorizing their representative for the purpose of voting through e-voting or to participate and voting in the Annual General Meeting to the company on their email ID opchainscompany@gmail.com.

17. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

18. Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date will receive Annual Report for the financial year 2025-26 through electronic mode and physical mode.

19. The details of the directors seeking appointment/ reappointment as required by Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015("Listing Regulations") and Secretarial Standards-2 issued by the Institute of Company Secretaries of India are given in **ANNEXURE-A** to the notice. The Board of Directors recommends all the appointments / reappointments as proposed. The directors have furnished consent/ declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules there under.

20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participants with whom they have their demat account(s).

21. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination details, bank details such as name of the bank and branch, bank account number, IFSC Code etc., as per instructions set out below:
Members holding the shares in electronic form should furnish the above details to their Depository Participant ("DP") in the prescribed form provided by the DP.

22. The Company appointed Bigshare Services Private Limited, as its Registrars and Share Transfer Agents ("RTA") for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, demat request, change of address intimation and other communication in relation thereto with respect to shares in electronic form should be addressed to the RTA directly quoting Folio No./Demat Account, full name and name of the Company as O.P. Chains Limited.

23. Non-Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable, if such details were not furnished earlier.

24. The Company's Securities are listed on BSE Limited (SME Platform) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.

25. The Company has set Monday, 14th day of September, 2026 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the ensuing Annual General Meeting. A person who is not a member as on the cutoff date should treat this Notice for information purposes only.

26. Mr. Ramesh Chandra Sharma, Company Secretaries in practice (Mem. No. FCS5524 and COP No. 7957) and proprietor of R.C. Sharma & Associates, Agra appointed as the Scrutinizer of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") and in the Annual General Meeting.

27. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 Hours of

the conclusion of the Annual General Meeting, a Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

28. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at http://www.opchainsltd.com. The results shall also be uploaded to the Stock Exchange where the shares of the company are listed within 48 hours of the conclusion of the Annual General Meeting.

29. The Registers under the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.

30. The Annual Report of the Company for the year 2025-2026, circulated to the Members of the Company and is available on the Company's website viz. http://www.opchainsltd.com. The Annual Report is also available at the website of RTA Bigshare Services Private Limited viz. https://www.bigshareonline.com. The Company does not have Subsidiary Company.

31. MCA, Government of India, through its Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011, respectively, has allowed companies to send documents viz. Notices of meetings, Annual Reports and other shareholder communication to their shareholders electronically as part of its Green Initiatives in corporate governance.

32. Shareholders intending to require information about accounts to be explained in the meeting are requested to inform the Company at following email id opchainscompany@gmail.com at least seven days in advance of the Annual General Meeting. Also, Members who require e-communication and in case of any queries regarding the Annual Report, Members may write to opchainscompany@gmail.com.

33. Shareholders are requested to bring their copy of Annual Report to the Meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the green initiative and environmental cause.

34. Members may also note that the Annual Report for the financial year 2025-26 together with the Notice of 25thAnnual General Meeting, Attendance Slip, Proxy Form, Ballot Paper and Route Map will also be available on the website of the Company viz. http://www.opchainsltd.com for their download.

35. Attendance Slip (Annexure-B), Proxy Form (Annexure-C), Ballot Paper (Annexure-D) have been enclosed herein. Route Map giving directions to the venue of the meeting is also annexed to the Annual Report.

36. The Annual Listing Fees for the year 2026-2027 have been paid by the Company to the BSE Limited where the shares of the Company are listed.

37. Electronic copy of the Annual Report for 2026 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.

38. Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for 2026 will also be available on the Company's website www.opchainsltd.com, and website of Bigshare Services Private Limited www.bigshareonline.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office located in Agra for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id:opchainscompany@gmail.com.

39. As per the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020; SEBI Circular No. SEBI/ HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022; and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, ("SEBI Circulars"), the Annual Report will be sent through electronic mode to those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository participant and shareholders may submit request to send full annual report to the company on the email id opchainscompany@gmail.com.

40. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Monday 21st September, 2026, the date of the Annual General Meeting of the Company.

41. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.

42. The facility for voting through Ballot / Polling Paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

43. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in Form no. SH-13.

44. The Company entered into agreements with Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL") to offer depository services to the Shareholders. Shareholders can open account with any of the depository participant registered with CDSL and NSDL.

45. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company Secretary of the company by 14th September, 2026.

OTHER INFORMATION

46. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Shares Transfer Agents, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrars and Share Transfer Agents, members are requested to quote their account/folio numbers or DP ID and Client ID for physical or electronic holdings respectively.

47. The Securities and Exchange Board of India vide its circular no. CIR/CFD/DIL/10/2010 dated 16 December 2010, amended clause 5A of the Equity Listing Agreement for dealing with unclaimed shares in physical form. In compliance with this amendment, the Company has sent all three reminders to such shareholders whose share certificates are in undelivered form and requesting them to update their correct details viz. postal addresses, PAN details etc. registered with the Company. The Company has transferred all the shares into the folio in the name of "Unclaimed Suspense Account.", if applicable.

48. As a part of "Green initiative in the Corporate Governance", The Ministry of Corporate Affairs vide its circular nos. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditor's Report, Director's Report, etc., to the members through e-mail.

49. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the Annual General Meeting has been uploaded on the website of the Company at www.opchainsltd.com.The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com. The 25th AnnualGeneral Meeting Notice is also disseminated on the website of Bigshare Services Private Limited www.bigshareonline.com

50. Pursuant to Section 91 of the Companies Act, 2013, The Register of Members and Share Transfer Books of the company will remain closed **from Tuesday, 15th of September,2026 to Monday ,21st of September, 2026** (both days inclusive).

By Order of the Board
FOR **O. P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on 18.09.2026 at 9:00 A.M. and ends on 20.09.2026 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14.09.2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

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

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

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

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

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

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

Type of shareholders	**Login Method**

Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use 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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal

	Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period. 4) 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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details

Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID'** (User id description is given below) and '**PASSWORD'** which is shared separately on you register email id.
    - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
    - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
    - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
  (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address)
  .

Voting method for shareholders on i-Vote E-voting portal:

- After successful login **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right-hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.
  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.
  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".
    Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote, select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder 's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND UNDER REGULATION 36(5) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, and under regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 set out all material facts relating to the business under Item Nos. 3, 4, 5, 6 and 7 of the accompanying Notice.

ITEM NO. 3 REGULARIZATION OF MR. MOON GOYAL (DIN: 06831411) AS EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Moon Goyal (DIN: 06831411) was appointed as an Additional Director of the Company in the meeting of the Board of Directors held on 12th August, 2026 in the Executive Category. In terms of Section 161 of the Companies Act, 2013, he holds office up to the date of this Annual General Meeting. The Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director. The Nomination and Remuneration Committee has recommended his appointment as an Executive Non-Independent Director of the Company. Accordingly, the Board of Directors proposes the resolution set out at Item No. 3 of the Notice for approval of the members as an Ordinary Resolution.

Mr. Moon Goyal is liable to retire by rotation under Section 152(6) of the Act.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Moon Goyal and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board recommends the resolution for approval of the members.

ITEM NO. 4. REGULARIZATION OF MRS. SWAPNLA GUPTA (DIN: 08213774) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mrs. Swapnla Gupta (DIN: 08213774), who was appointed as an Additional Independent Director of the Company in the Board meeting held on 27th November, 2025. A notice under section 160 of the Companies Act, 2013 has been received proposing her appointment as an Independent Director.

Mrs. Swapnla Gupta (DIN: 08213774), is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given her consent to act as a Director and She has not been debarred from holding the office of director or continuing as a director of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad.

She has also submitted a declaration of Independence under section 149 (7) of the Companies Act, 2013 read with regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) to the effect that She meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board, she fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder and also under the SEBI Listing Regulations for appointment as an Independent Director of the Company and Mrs. Swapnla Gupta (DIN: 08213774), is independent of the management. The outcome of performance evaluation of Mrs. Swapnla Gupta is positive. She taken unbiased decisions and provide independent guidance in several crucial matters to the Board of the company. She performed his roles and responsibilities in effective manner. She ensures integrity of the company's accounting and financial reporting system. She acted on fully informed basis, in good faith with due diligence and care.

Hence, it is proposed to regularize the appointment of Mrs. Swapnla Gupta as an Independent Director of the Company with effect from November 27, 2025.

The Board recommends the resolution at item no. 4 for the approval of the members of the Company as a Ordinary Resolution. Save and except Mrs. Swapnla Gupta, Additional Independent Director, and her relatives, None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the above resolution.

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	Swapnla Gupta
DIN	08213774
Nationality	Indian
Date of Appointment on Board	27/11/2025
Qualification	Qualified Company Secretary
Date of Birth	18/11/1989
No. of Shares Held and Shareholding (%) in company	NIL
List of Directorships held in other Companies	NIL
Chairman/Member of the committee of the other Companies	N.A.
Chairman/Member of the committee of the Board of Directors of this Company	She does not hold the position of Chairperson in any Committee of the Board of Directors; however, she actively serves as a member of the Audit Committee as well as the Nomination and Remuneration Committee.

Remuneration paid or sought to be paid	She is entitled only to sitting fees for attending meetings of the Board and its Committees, along with reimbursement of expenses incurred for participation in such meetings. No remuneration is paid or sought to be paid other than the aforesaid
Relationship with another Directors/KMP/Manager	Not applicable, as she does not have any inter-se relationship with other Directors, Key Managerial Personnel, or the Manager, being appointed in the capacity of an Independent Director.
Nature of Expertise in specific functional areas	Swapnla Gupta is an accomplished Company Secretary with over 13 years of diversified experience in corporate governance, SEBI/LODR compliance, IPO readiness, legal advisory, CSR implementation, FEMA/RBI matters, and capital-market operations across listed and unlisted entities
Brief Resume	Swapnla Gupta is an accomplished Company Secretary with over 13 years of diversified experience in corporate governance, SEBI/LODR compliance, IPO readiness, legal advisory, CSR implementation, FEMA/RBI matters, and capital-market operations across listed and unlisted entities. Her prior roles span major corporates such as Vacmet India Limited and Oyster Infraestate, where she strengthened compliance systems, automated governance processes, managed overseas and ECB compliances, and executed critical legal documentation. Known for her strong administrative capability, stakeholder coordination, and hands-on approach to complex regulatory matters, she is committed to driving robust governance and organizational growth.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	Independent director should work with integrity and take unbiased decision and should maintain overall governance in the company. She is professional and have good interpersonal and communication skills and ability required to lead as a director and having vast experience in the relevant field. She is having a skill to work with utmost integrity and take unbiased decisions.
Companies from which the director has resigned in the past three years	1. PNC Raebareli Highways Private Limited-resigned from the position of company secretary with effect from -01/02/2025

	2. SVM Infraestate Limited- resigned from the position of company secretary with effect from -27/05/2026
Terms and conditions for appointment/re-appointment	Non-Executive Director not liable to retire by rotation
Number of meetings of the Board attended during the year	NIL

ITEM NO. 5. REGULARIZATION OF MRS. PRANEETA VARSHNEY (DIN: 10347536) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mrs. Praneeta Varshney (DIN: 10347536), who was appointed as an Additional Independent Director of the Company in the Board meeting held on 27th November, 2025. A notice under section 160 of the Companies Act, 2013 has been received proposing her appointment as an Independent Director.

Mrs. Praneeta Varshney (DIN: 10347536) is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given her consent to act as a Director and She has not been debarred from holding the office of director or continuing as a director of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad.
She has also submitted a declaration of Independence under section 149 (7) of the Companies Act, 2013 read with regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) to the effect that She meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board, she fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder and also under the SEBI Listing Regulations for appointment as an Independent Director of the Company and Mrs. Praneeta Varshney (DIN: 10347536 is independent of the management. The outcome of performance evaluation of Mrs. Praneeta Varshney is positive. She taken unbiased decisions and provide independent guidance in several crucial matters to the Board of the company. She performed his roles and responsibilities in effective manner. She ensures integrity of the company's accounting and financial reporting system. She acted on fully informed basis, in good faith with due diligence and care.
Hence, it is proposed to regularize the appointment of Mrs. Praneeta Varshney as an Independent Director of the Company with effect from November 27, 2025.

The Board recommends the resolution at item no. 5 for the approval of the members of the Company as a Ordinary Resolution. Save and except Mrs. Praneeta Varshney, Additional Independent Director, and her relatives, None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the above resolution.

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	Praneeta Varshney
DIN	10347536
Nationality	Indian
Date of Appointment on Board	27/11/2025
Qualification	Qualified Company Secretary
Date of Birth	16/12/1990
No. of Shares Held and Shareholding (%) in company	NIL
List of Directorships held in other Companies	NIL
Chairman/Member of the committee of the other Companies	N.A.
Chairman/Member of the committee of the Board of Directors of this Company	She does not hold the position of Chairperson in any Committee of the Board of Directors; however, she actively serves as a member of the Stakeholder Relationship Committee as well as the in the Nomination and Remuneration Committee.
Remuneration paid or sought to be paid	She is entitled only to sitting fees for attending meetings of the Board and its Committees, along with reimbursement of expenses incurred for participation in such meetings. No remuneration is paid or sought to be paid other than the aforesaid
Relationship with another Directors/KMP/Manager	Not applicable, as she does not have any inter-se relationship with other Directors, Key Managerial Personnel, or the Manager, being appointed in the capacity of an Independent Director.
Nature of Expertise in specific functional areas	Praneeta Varshney is a Practising Company Secretary and Law Graduate with strong expertise in corporate governance, Companies Act compliance, SEBI regulations, FEMA matters, and legal drafting. Registered with ICSI and holding a Certificate of Practice, she advises corporates on board processes, statutory filings, secretarial audits, legal documentation, and regulatory representation before ROC, RD, and NCLT (as applicable)
Brief Resume	Praneeta Varshney is a Practising Company Secretary and Law Graduate with strong expertise in corporate governance, Companies

	Act compliance, SEBI regulations, FEMA matters, and legal drafting. Registered with ICSI and holding a Certificate of Practice, she advises corporates on board processes, statutory filings, secretarial audits, legal documentation, and regulatory representation before ROC, RD, and NCLT (as applicable). With a solid academic background including B.A. LL. B (Hons.) and successful completion of the Independent Directors Proficiency Test, she is also eligible to serve as an Independent/Woman Director under Section 149 of the Companies Act, 2013. Known for her governance insight, stakeholder communication, and commitment to ethical and effective compliance, she brings strategic value to both corporate advisory and board leadership roles.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	Independent director should work with integrity and take unbiased decision and should maintain overall governance in the company. She is professional and have good interpersonal and communication skills and ability required to lead as a director and having vast experience in the relevant field. She is having a skill to work with utmost integrity and take unbiased decisions.
Companies from which the director has resigned in the past three years	1. Inesa Home Couture Private Limited-resigned from the position of Director with effect from 07/12/2024
Terms and conditions for appointment/re-appointment	Non-Executive Director not liable to retire by rotation
Number of meetings of the Board attended during the year	**NIL**

ITEM NO. 6

Mr. Moon Goyal (**DIN:** 06831411) appointed as Whole-time Director for the period of 5 (Five) years by the Board of Directors at their Meeting held on 12th day of August, 2026 considered and approved subject to the approval of the members at the forthcoming 25th Annual General Meeting **("AGM")**, the reappointment of Mr. Moon Goyal (**DIN:** 06831411) as the Whole-time Director of the Company for a term of five years.

Mr. Moon Goyal (**DIN:** 06831411) is not disqualified from being appointed as Whole-time Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Whole-time Director and he has not been debarred from holding the office of director or continuing as a director

of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad.

Mr. Moon Goyal (**DIN:** 06831411) has experience and expertise in the field of Capital Market, and having ample knowledge of more than 21 years in the field of accounts, finance and managing the business.

The appointment and remuneration of the Whole-time Director approved by the Nomination and Remuneration Committee.

The terms and conditions and remuneration for appointment of Mr. Moon Goyal (**DIN:** 06831411) are as under:

Salary: Rs. 1,32,000/- (Rupees One Lakh Thirty Thousand Only) per annum, with an increment to be determined by the Board of Directors, including Committee thereof, effective from the 1st day of April each year.

Fixed pay: Rs. 1,32,000/- (Rupees One Lakh Thirty Thousand Only) per annum.

Variable Remuneration: Performance linked incentives shall be payable based on performance, reviewed and approved by the Nomination and Remuneration Committee, and will be paid if the employee is on the rolls of the Company on the payment date.

Stock Options: No Options are proposed to be granted under this resolution and any future ESOP grants will be subject to approval of Members, as may be required under applicable laws.

Perquisites: As per Company's policy and shall be within the remuneration as stated above.

Statutory Benefits and other Company benefits: As per the Company's policy, from time to time, including but not limited to contribution to provident fund, gratuity, leave encashment, medical insurance for self and family.

Notice Period: The notice period is 60 days for resignation from the company.

Severance fees: As per Company's policy and shall be payable based on performance, reviewed and approved by the Nomination and Remuneration Committee.

Reimbursement of Expenses:

1. Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.

2. Mr. Moon Goyal (**DIN:** 06831411) shall also be entitled to reimbursement of all legitimate expenses incurred by him in performance of his professional duties including but not limited to communication and travel expenses (including but not limited to reimbursements related to mobile bill, data card bills, internet bills, travel expenses, meal expenses etc. as per Company policy).

Notwithstanding anything to the contrary contained herein, where in any financial year during the tenure of the Whole-time Director, the Company has no profits or its profits are inadequate, the Company will pay to the Whole-time Director remuneration by way of salary, allowances and perquisites not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors of the Company, after obtaining suitable recommendation from the Remuneration Committee of the Board of Directors of the Company.

The scope and quantum of remuneration specified hereinabove, may be enhanced, enlarged, widened, altered or varied by the Board of Directors on the recommendation of the Remuneration Committee, in the light of and in conformity with any amendments to the relevant provisions of the Companies Act and/or the rules and regulations made thereunder and/or such guidelines as may be announced by the Central Government from time to time.

Members of the Nomination and Remuneration Committee of the Company have recommended Board for reappointment of Mr. Moon Goyal (**DIN:** 06831411) Whole-time Director of the Company and payment of remuneration thereof as detailed in the resolution.

The Board of Directors recommends the Ordinary resolution for approval of the Members of the Company.

None of the Directors, key Managerial Personnel and their relatives are concerned or interested, financially or otherwise.

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	Moon Goyal
DIN	06831411
Nationality	Indian
Date of Appointment on Board	12/08/2026
Qualification	Graduate
Date of Birth	21/12/1981
No. of Shares Held and Shareholding (%) in company	2,46,000 equity shares held and **3.6** % of the Paid-Up Share Capital of the company
List of Directorships held in other Companies	1. MSX Developers Private Limited
Chairman/Member of the committee of the other Companies	N.A.

Chairman/Member of the committee of the Board of Directors of this Company	NA
Remuneration paid or sought to be paid	Rs. 1,32,000/-
Relationship with other Directors/KMP/Manager	Mr. Moon is cousin brother of Mr. Satish Kumar Goyal, Managing Director of the Company and Mr. Ashok Kumar Goyal, Chairman and Whole-Time Director of the Company.
Nature of Expertise in specific functional areas	Having experience in Managing Business, leadership, organizational development.
Brief Resume	He has overall experience of more than 21 years in Bullion Trading and more than 14 years of experience in Real Estate Business. He has valuable experience in managing the issues faced by large and complex corporations and expertise in Business development and controls key strategic aspects of the business.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	N.A.
Companies from which the director has resigned in the past three years	N.A.
Terms and conditions for appointment/re-appointment	Appointed as Whole-time Director for the period of five years, eligible for retire by rotation.
Number of meetings of the Board attended during the year	**6**

ITEM NO. 6

Mr. Satish Kumar Goyal (**DIN:** 00095295) appointed as Managing Director for the further period of 5 (Five) years by the Board of Directors at their Meeting held on 24th day of August, 2026 considered and approved subject to the approval of the members at the forthcoming 25th Annual General Meeting **("AGM")**, the reappointment of Mr. Satish Kumar Goyal (**DIN:** 00095295) as the Managing Director of the Company for a term of five years.

Mr. Satish Kumar Goyal (**DIN:** 00095295) is not disqualified from being appointed as Managing Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Managing Director and he has not been debarred from holding the office of director or continuing as a director of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad.

Mr. Satish Kumar Goyal (**DIN:** 00095295) as overall experience of more than 42 years. His dynamism helps us work as a team with dedication, devotion and determination, under his guidance Company

witnessed a considerable and sustained growth. He converts the obstacles into stepping stones and moves up leaving the adversity gaping at him.

The appointment and remuneration of the Managing Director approved by the Nomination and Remuneration Committee.

The terms and conditions and remuneration for appointment of Mr. Satish Kumar Goyal (**DIN:** 00095295) are as under:

Salary: Rs. 1,32,000/- (Rupees One Lakh Thirty Thousand Only) per annum, with an increment to be determined by the Board of Directors, including Committee thereof, effective from the 1st day of April each year.

Fixed pay: Rs. 1,32,000/- (Rupees One Lakh Thirty Thousand Only) per annum.

Variable Remuneration: Performance linked incentives shall be payable based on performance, reviewed and approved by the Nomination and Remuneration Committee, and will be paid if the employee is on the rolls of the Company on the payment date.

Stock Options: No Options are proposed to be granted under this resolution and any future ESOP grants will be subject to approval of Members, as may be required under applicable laws.

Perquisites: As per Company's policy and shall be within the remuneration as stated above.

Statutory Benefits and other Company benefits: As per the Company's policy, from time to time, including but not limited to contribution to provident fund, gratuity, leave encashment, medical insurance for self and family.

Notice Period: The notice period is 60 days for resignation from the company.

Severance fees: As per Company's policy and shall be payable based on performance, reviewed and approved by the Nomination and Remuneration Committee.

Reimbursement of Expenses:

1. Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.

2. Mr. Satish Kumar Goyal (**DIN:** 00095295) shall also be entitled to reimbursement of all legitimate expenses incurred by him in performance of his professional duties including but not limited to communication and travel expenses (including but not limited to reimbursements related to mobile bill, data card bills, internet bills, travel expenses, meal expenses etc. as per Company policy).

Members of the Nomination and Remuneration Committee of the Company have recommended Board for reappointment of Mr. Satish Kumar Goyal (**DIN:** 00095295) Managing Director of the Company and payment of remuneration thereof as detailed in the resolution.

The Board of Directors recommends the Ordinary resolution for approval of the Members of the Company.

None of the Directors, key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the said resolution except Mr. Ashok Kumar Goyal, Whole-Time Director, being the relative, may be deemed to be interested in this resolution to the extent of re-appointment and remuneration which Mr. Satish Kumar Goyal (**DIN:** 00095295), is entitled to receive as Managing Director.

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	**Satish Kumar Goyal**
DIN	00095295
Nationality	Indian
Date of Appointment on Board	04/12/2001
Qualification	Graduate
Date of Birth	07/05/1966
No. of Shares Held and Shareholding (%) in company	11,80,000 equity shares held and **17.23** % of the Paid-Up Share Capital of the company
List of Directorships held in other Companies	1. YTT Foundation 2. YTT Energies Private Limited
Chairman/Member of the committee of the other Companies	N.A.
Chairman/Member of the committee of the Board of Directors of this Company	-
Remuneration paid or sought to be paid	Rs. 1,32,000/-
Relationship with other Directors/KMP/Manager	Mr Satish Kumar Goyal is brother of Mr. Ashok Kumar Goyal, Whole-time Director of the Company

Nature of Expertise in specific functional areas	Have valuable experience in managing the issues faced by large and complex corporations and expertise in Business development and controls key strategic aspects of the business.
Brief Resume	Mr. Satish Kumar Goyal **(DIN:** 00095295) aged about 60 years is a Graduate having experience of more than 42 years in managing the issues faced by large and complex corporations and is well versed in managing business. By virtue of his background and experience, he has an extraordinarily broad and deep knowledge of the objects currently pursuing the company. His experiences will enable him to provide the Board with valuable insights on a broad range of business, social and governance issues that are relevant to the Company.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	N.A.
Companies from which the director has resigned in the past three years	N.A.
Terms and conditions for appointment/re-appointment	Executive Director liable to retire by rotation
Number of meetings of the Board attended during the year	**6**

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

ANNEXURE-A

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

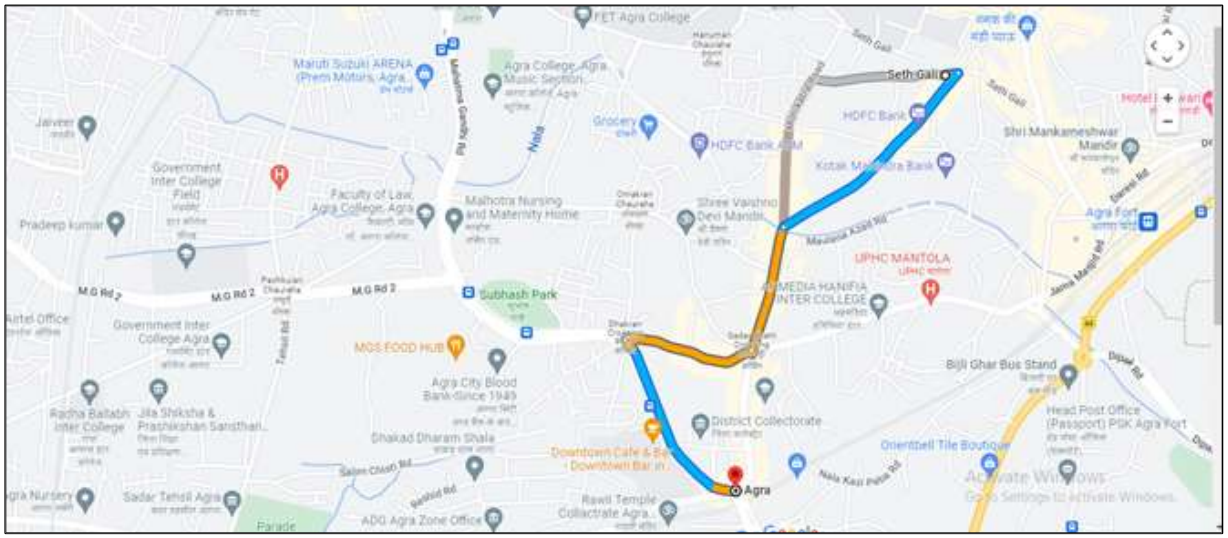
Name of the Director	**Ashok Kumar Goyal**
DIN	00095313
Nationality	Indian
Date of Appointment on Board	04/12/2001
Qualification	Graduate
Date of Birth	03/04/1963
No. of Shares Held and Shareholding (%) in company	13,82,000 equity shares held and **20.18**% of the Paid-Up Share Capital of the company
List of Directorships held in other Companies	1. Khush Infra Private Limited 2. AKG Prime Developers Private Limited
Chairman/Member of the committee of the other Companies	N.A.
Chairman/Member of the committee of the Board of Directors of this Company	N.A.
Remuneration paid or sought to be paid	-
Relationship with another Directors/KMP/Manager	Mr. Ashok Kumar Goyal is brother of Mr. Satish Kumar Goyal, Managing Director of the Company and cousin brother of Mr. Moon Goyal, Whole-Time Director of the Company.
Nature of Expertise in specific functional areas	Have valuable experience in managing the issues faced by large and complex corporations and expertise in Business development and controls key strategic aspects of the business.
Brief Resume	Mr. Ashok Kumar Goyal is Chairman and Whole Time Director of our Company. He holds a degree in Bachelor of Commerce from Agra University. He has more than 45 years of experience in the field of gold and silver bullion industry. His dynamism helps us work as a team with dedication, devotion and determination, under his guidance Company witnessed a considerable and sustained growth and Company grew multifold in last few years.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	N.A.

Companies from which the director has resigned in the past three years	N.A.
Terms and conditions for appointment/re-appointment	Executive Director liable to retire by rotation
Number of meetings of the Board attended during the year	2

ANNEXURES TO THE NOTICE

ROUTE MAP FOR VENUE OF 25th ANNUAL GENERAL MEETING

AT "8/16 A, Seth Gali Agra Uttar Pradesh-282003"



O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

ANNEXURE-B

O.P. CHAINS LIMITED
CIN: L27205UP2001PLC026372
Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

ATTENDANCE SLIP
(To be presented at the entrance)
25th Annual General Meeting on Monday on 21st September, 2026

Name of the Member attending meeting	
Registered Address	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 25th Annual General Meeting of the Company at 8/16 A, Seth Gali Agra Uttar Pradesh-282003 at 11.00 AM on Monday, 21st September, 2026.

Members' Name_____ Proxy's Name_____

Members'/Proxy Signatures_____

Note:

1) Please fill this attendance slip and hand it over at the entrance of the premises.
2) Only Member/ Proxy holder can attend the meeting.
3) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY-EIGHT HOURS before the commencement of the meeting.
4) A Proxy need not be a member of the Company.
5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
6) Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

ANNEXURE-C

O.P. CHAINS LIMITED

CIN: L27205UP2001PLC026372

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

Form No. MGT-11
Proxy form

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

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) holding _____shares of the above-named Company, hereby appoint:

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

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

3. Name:	E-mail Id:
Address:	
Signature	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company to be held on Monday, the 21st September, 2026 at 11.00 AM at 8/16 A, Seth Gali Agra Uttar Pradesh-282003 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	Vote

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Ordinary Business and Special Business		For	Against
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors ('the Board') and auditors thereon.		
2.	To appoint a Director in place of Mr. Ashok Kumar Goyal (**DIN:** 00095313), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.		
3.	Regularization Of Mr. Moon Goyal (**DIN**: 06831411) As Executive Non-Independent Director of The Company as per Sections 152, 160 and 161 of Companies Act, 2013		
4.	Regularization Of Mrs. Swapnla Gupta (**DIN**: 08213774) As an Independent Director of The Company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013		
5.	Regularization Of Mrs. Praneeta Varshney (**DIN**: 10347536) As an independent director of the company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013		
6.	Appointment Of Mr. Moon Goyal (**DIN**: 06831411) As Whole-Time Director of the Company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013		
7.	Re-Appointment of Mr. Satish Kumar Goyal (DIN: 00095295) as Managing Director of the company for a further term of 5 years pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013		

Signed this _____day of _____2026

Affix Revenue Stamp

Signature of Shareholder_____

Signature of Proxy holder(s)_____ Signature of the shareholder across Revenue Stamp

Note:

1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2) The proxy need not be a member of the company.
3) The holder/proxy may vote either for or against each resolution.

ANNEXURE- D

O. P. CHAINS LIMITED

CIN: L27205UP2001PLC026372

Regd Off: 8/16 A, Seth Gali, Agra-282003 Uttar Pradesh

BALLOT FORM

1) Name of the first named Shareholder (In block letters):

_____

2) Name(s) of the Joint Holder(s), if any:

_____

_

3) Postal Address:

_____

_

_____

_____

4) Registered Folio No. / Client ID No.:

_____

5) Class of Share:

_____

6) No. of Shares:

_____

I/we hereby exercise my/our vote(s) in respect of Ordinary/ Special Resolutions enumerated below to be passed through ballot form for the businesses stated in the notice of the Company dated _____by recording, my/our assent or dissent to the said resolutions by placing the tick (√) mark at the appropriate box below:

Resolution No.	Resolutions	Type of Resolution	No. of Shares Held	FOR I/We assent to the resolution	AGAINST I/We dissent to the resolution
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the reports of the	Ordinary			

	Board of Directors ('the Board') and auditors thereon.				
2.	To appoint a Director in place of Mr. Ashok Kumar Goyal (**DIN:** 00095313), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary			
3.	Regularization Of Mr. Moon Goyal (**DIN**: 06831411) As Executive Non-Independent Director of The Company as per Sections 152, 160 and 161 of Companies Act, 2013	Ordinary			
4.	Regularization Of Mrs. Swapnla Gupta (**DIN**: 08213774) As an Independent Director of The Company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013	Ordinary			
5.	Regularization Of Mrs. Praneeta Varshney (**DIN**: 10347536) As an independent director of the company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013	Ordinary			
6.	Appointment Of Mr. Moon Goyal (**DIN**: 06831411) As Whole-Time Director of the Company pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013	Ordinary			
7.	Re-Appointment of Mr. Satish Kumar Goyal (DIN: 00095295) as Managing				

	Director of the company for a further term of 5 years pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013				

Place:
Date: (Signature of the Shareholder)

Note: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form will be provided to the Members who will physically present at the 25th Annual General Meeting for the purpose of voting and who have not cast their vote through remote e-voting process.

3. Voting rights are reckoned on the basis of the shares registered in the name of the Members as on 14th September, 2026.

4. The form should be signed by the member as per the specimen signature registered with the Company/Depository.

5. A member can request for a duplicate ballot form, if so required.

6. In case the shares are held by companies, trusts, societies, etc., the duly completed Ballot form should be accompanied by a certified true copy of the relevant Board Resolution/Authority Resolution together with their specimen signatures authorizing their representative.

7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. The form will also be rejected, if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.

8. The decision of the scrutinizer on the validity of the ballot form and any other related matter shall be final.

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

UPDATION OF SHAREHOLDER INFORMATION

To,
O. P. Chains Limited
8/16 A, Seth Gali, Agra
Uttar Pradesh-282003

Updating of Shareholder Information
I / We request you to record the following information against my / our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self-attested copy of the document(s) enclosed

Bank Details:

IFSC (11 digit):	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details.

I / We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I / we would not hold the Company / RTA responsible. I / We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I / We understand that the above details shall be maintained till I / we hold the securities under the above-mentioned Folio No. / Beneficiary account.

Place:
Date:

Signature of Sole / First holder

DIRECTORS' REPORT TO THE SHAREHOLDERS

The directors take pleasure in presenting the **25th** Annual Report together with the Audited Statement of Accounts of your Company for the financial Year ended March 31, 2026.

1. FINANCIAL PERFORMANCE:

The Company's Financial Performance for the financial year ended on 31st March, 2026 under review along with previous year figures are given hereunder:

(Amount in '000)

PARTICULARS	2025-2026	2024-2025
Revenue from operation including other income	34,640.76	95,599.59
Total Expenses	20,744.70	59,740.47
Profit before tax	13,896.07	35,859.11
Profit /(Loss) after tax	10,339.10	27,145.30
Profit /Loss for the year Sub Total (A)	10,339.10	27,145.30
Transfer to General Reserve	90,000.00	90,000.00
Proposed Dividend	0	0
Tax on Dividend	0	0
Sub Total (B)	0	0
Balance carried to Balance sheet (A-B)	10,339.10	27,145.30

2. TRANSFER TO RESERVES:

The Board of Directors of your company, has decided to transfer Rs. 90,000,000 amounts to the Reserves for the year under review.

3. DIVIDEND:

Profit but not declared: The Board of Directors of your company, after considering holistically the relevant circumstances, has decided that it would be prudent, not to recommend any Dividend for the year under review.

4. WEB LINK OF ANNUAL RETURN:

The Company is having website i.e.www.opchainsltd.com and copy of annual return of Company has been published on such website. The Link of the same is given below: https://www.opchainsltd.com.

5. CAPITAL STRUCTURE:

There is no change in the Authorized and Paid-up Share Capital of the company during the year.

The Authorized Share Capital of the Company is Rs.7,25,00,000/- (Rupees Seven Crore and Twenty-Five Lakhs only) divided into 72,50,000 (Seventy-Two Lakhs and Fifty Thousand) equity shares of Rs.10/- each.

The Issued, subscribed & Paid-up share capital of the Company is Rs. 6,85,00,000/- (Rupees Six Crore and Eighty-Five Lakhs only) divided into 68,50,000 (Sixty-Eight Lakhs Fifty Thousand) equity shares of Rs. 10/- each.

6. STATE OF AFFAIRS:

i. The Company is engaged in the business of Trading of precious and non-precious metals.
ii. There has been no change in the business of the Company during the financial year ended 31st March, 2026.

7. DEPOSITORY SERVICES:

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services (India) Limited (CDSL). As a result, the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted ISIN No. INE118Q01018.

Shareholders therefore are requested to take full benefit of the same and lodge their holdings with Depository Participants [DPs] with whom they have their Demat Accounts for getting their holdings in electronic form.

8. MATERIAL CHANGES DURING THE FINANCIAL YEAR.

There have been **no** material changes and commitments which have occurred.

9. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR:

There have been **no** material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

10. APPLICATION UNDER SECURITIES AND EXCHANGE BOARD OF INDIA (SETTLEMENT PROCEEDINGS) REGULATIONS, 2018:

There has been no application under Securities and Exchange Board of India (settlement proceedings) regulations, 2018 during the financial year to which the financial statements of the Company relate and the date of the report.

11. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the year under review there has been **no** such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

12. CORPORATE SOCIAL RESPONSIBILITY:

The Company has not developed and implemented any Corporate Social Responsibility initiatives, as the provisions of Section 135 of the Companies Act, 2013 are not applicable to the company.

13. STATUTORY AUDITORS

M/s Garima & Co., Chartered Accountants, were appointed as Statutory Auditors of the company at the Annual General Meeting held on 16th Day of August, 2024, for a term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of sixth Annual General Meeting to be held in 2029, for a term of 5 (five) year.

The Report given by the Auditors on the financial statement of the Company is part of this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

The statutory auditors report is annexed to this annual report. There are no adverse remarks on disclosure by the statutory auditors in their report. They have not reported any incident of fraud to the Audit Committee of the Company during the year under review.

14. BOARD'S COMMENT ON THE AUDITORS' REPORT AND SECRETARIAL AUDIT REPORT:

The Auditors' Report for the financial year 2025-2026 given by M/s Garima and Co., to the shareholders does **not** contain any qualification. The notes to accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any comments.

The Secretarial Auditors Report for the financial year 2025-2026 given by M/s R.C. Sharma and Associates to the shareholders does **not** contain any qualification. The matters referred to in the Secretarial Auditors Report is self-explanatory and therefore do not call for any comments.

15. DETAILS OF FRAUD REPORT BY AUDITOR:

As per auditors' report, no fraud u/s 143(12) reported by the auditor.

1. DIRECTORS

As per Section 152 of the Companies Act, 2013 Mr. Ashok Kumar Goyal (DIN: 00095313), Whole Time Director and Chairman of the Company who is retiring by rotation at the ensuing Annual General Meeting, and being eligible, he offers himself for re-appointment.

DIRECTOR RETIRE BY ROTATION:

In accordance with section 152 of the Companies Act, 2013 Mr. Ashok Kumar Goyal (DIN: 00095313), Whole Time Director and Chairman, of the company shall be liable to retire by rotation at the ensuing Annual General Meeting and being eligible, he offers himself for re-appointment. The Additional information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 is annexed as Annexure-A.

2. DISCLOSURE OF REMUNERATION OF EMPLOYEES COVERED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

None of the employee of your company, who was employed throughout the financial year, was in receipt of remuneration in aggregate of one crore and two lakhs' rupees or more or if employed for the part of the financial year was in receipt of remuneration of Eight lakhs and fifty thousand rupees per month.

3. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The appointment of Key Managerial Personnel is mandatory as per Section 203 of the Companies Act, 2013 as the company fall in the limits as prescribed under section 203 of the Companies Act 2013**("Act")**.

The existing composition of the Company's board is fully in conformity with the applicable provisions of the Act 2013 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 having the following directors

and Key managerial Personnel: Non-Executive Additional Independent Directors, namely, Mrs. Swapnla Gupta (DIN: 08213774), Mrs. Praneeta Varshney (DIN: 10347536) and Mr. Abhishek Sharma (DIN: 06387076) as Non-Executive Independent Directors , Mr. Satish Kumar Goyal (DIN: 00095295) as Managing Director, Mr. Ashok Kumar Goyal (DIN: 00095313) as Chairman cum Whole time Director, Mr. Moon Goyal (DIN: 06831411) as Whole time Director and Ms. Amit Kaur Lamba as Company Secretary & Compliance Officer and Mr. Abhay Kumar Pal as Chief Financial Officer (CFO) of the company.

4. **DECLARATION BY THE INDEPEDNENT DIRECTORS:**

The Company has received declarations from all Independent Directors of the Company confirming that they continue to meet the criteria of independence as prescribed under Section 149 of the Companies Act 2013, Regulations 16 of the Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's code of conduct.

5. **CHANGES IN KEY MANAGERIAL PERSONNEL/DIRECTORS:**

There are changes in Key Managerial Personnel/Directors during the financial year 2025-2026.

During the Financial Year under review following changes in Key Managerial Personnel/Directors had occurred:

1. Re-Appointment of Mr. Moon Goyal (DIN: 06831411) as Whole time Director of the Company who retires by rotation and being eligible, offers himself for re-appointment. in the last Annual General Meeting held on 26/08/2025.

2. Appointment of Mrs. Swapnla Gupta (DIN: 08213774) as an Additional Independent Director of the Company in the Board Meeting held on 27/11/2025.

3. Appointment of Mrs. Praneeta Varshney (DIN: 10347536) as an Additional Independent Director of the Company in the Board Meeting held on 27/11/2025

4. Cessation of Mr. Nikhil Sundrani (DIN: 10710710) from the position of Non-Executive Independent director of the company w.e.f 29/08/2025.

5. Cessation of Mrs. Sohini Bansal (DIN: 09822553) from the position of Non-Executive Independent director of the company w.e.f 29/08/2025.

22. CURRENT STRUCTURE OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

S.No.	DIN/PAN	Name	Designation
1.	00095295	Mr. Satish Kumar Goyal	Managing Director
2.	06831411	Mr. Moon Goyal	Whole-time Director
3.	00095313	Mr. Ashok Kumar Goyal	Chairman and Whole-time Director
4.	08213774	Mrs. Swapnla Gupta	Non-Executive Independent Director
5.	10347536	Mrs. Praneeta Varshney	Non-Executive Independent Director
6.	06387076	Mr. Abhishek Sharma	Non-Executive Independent Director

7.	BCTPL7648K	Ms. Amit Kaur Lamba	Company Secretary cum Compliance Officer
8.	AVIPP1796K	Mr. Abhay Kumar Pal	CFO

21. LISTING OF SHARES

The Company's shares are listed on SME Platform of BSE Limited.

22. INTERNAL CONTROL SYSTEM

The Company has a well-placed, proper and adequate internal control system, which ensures that all assets are safeguarded and protected and that the transactions are authorized, recorded and reported correctly. The Company's internal control system comprises audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks. Independence of the audit and compliance is ensured by direct reporting of Internal Audit Division to the Audit Committee of the Board.

23. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

The Company does not have any Subsidiary, Joint Venture or Associate Company and no company have become or ceased to be company's subsidiary, joint venture and associate companies during the financial year 2025-2026.

HIGHLIGHTS OF PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY DURING THE PERIOD UNDER REPORT

The Company does not have any Subsidiary, Joint Venture or Associate Company and not required to report on the highlights of performance of subsidiaries, associates and joint venture companies and their contribution to the overall performance of the company during the period under report.

24. RISK MANAGEMENT POLICY:

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy

The Board of the Company has evaluated a risk management to monitor the risk management plan for the Company. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The Risk Management Policy is available on the website of the Company at http://www.opchainsltd.com.

25. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

During the year, your Company entered into related party transactions. All such transactions were in the **ordinary course of business**, conducted on an **arm's length basis**, and fully compliant according to applicable laws and regulations.
From **April 1, 2025 Regulation 23 of SEBI LODR**, applicable to SME-listed entities with paid-up equity over ₹10 crore or net worth exceeding ₹25 crore.
In accordance with Regulation 23, the Company has:

- Adopted a Board-approved policy defining material RPTs as those exceeding **₹50 crore or 10% of annual consolidated turnover** in the meeting held 27.05.2025.
- Obtained **prior approval** from the **Audit Committee** (only independent directors) for all RPTs and material amendments.
- Will secure **shareholder approval** for RPTs crossing the materiality threshold—without related parties voting. (if require)
- Utilized **annual omnibus approvals** for recurring transactions within specified limits, with quarterly reviews by the Audit Committee.
- Included robust disclosures in line with SEBI guidelines in all Audit Committee, Board, and shareholder communications.

Pursuant to Sections 188 and 134 of the Companies Act, 2013, and the Companies (Accounts) Rules, 2014, the **Form AOC-2** detailing these transactions and justifications is enclosed as **Annexure-E** to this Report.

26. POLICY ON SEXUAL HARASSMENT:

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee ("ICC") has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

a.	Number of complaints of Sexual Harassment received in the Year	NIL
b.	Number of Complaints disposed off during the year	NA
c.	Number of cases pending for more than ninety days	NA

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

There is no application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year.

28. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the period under review, there has been no one time settlement from the banks or financial institutions.

29. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND ("IEPF"):

The company does not have any dividend which remains unclaimed/unpaid for a period of seven years from the date of transfer to the unpaid dividend account and hence no amount has been transferred to the IEPF established by the Central Government.

30. DISCLOSURE OF THE ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS IN THE FINANCIAL YEAR:

Particulars under Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 do not apply to the company as the company has not issued any equity shares with differential voting rights during the financial year.

31. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company is pleased to report that during the year under reporting, the industrial relations were cordial.

32. FIXED DEPOSITS

During the year under review, the Company has not accepted any fixed deposits from the public, and as on March 31, 2026 the Company had no unclaimed deposits or interest thereon due to any depositor.

33. DEPOSITS:

The Company has not accepted any deposits from public under Chapter V of the Companies Act, 2013, during the financial year under review.

34. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTIONAND FOREIGN EXCHANGE EARNING AND OUTGO:

Information regarding Energy Conservation, Technology absorption and Foreign Exchange earnings and outgo as per Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rule 2014, are given under:

A. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Energy consumed during the year does not constitute a significant amount, thus Particulars under Rule 8(3) of the Companies (Accounts) Rules, 2014 and Section 134(3) (m) of the Companies Act, 2013

on Conservation of Energy, Technology Absorption are not applicable to the Company, hence no disclosure has been made in this report.

B. FOREIGN EXCHANGE EARNINGS & OUTGO

Value of Imports	:	NIL	Expenditure in Foreign Currency	:	NIL
Value of Imported Raw Material	:	NIL	Foreign Exchange Earning during the year	:	NIL

35. MEETINGS OF THE BOARD OF DIRECTORS:

The Board of Directors of the Company met **Six times during the year on 30.05.2025, 26.06.2025, 01.08.2025, 14.11.2025, 27.11.2025 and 31.01.2026** in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes book kept by the Company for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The details of attendance of the Director at the meetings held during the year under review is stated herewith:

S.No.	Name	Designation	No. of Entitled to Attend	No. of Meetings Attended
1.	Mr. Ashok Kumar Goyal	Chairman and Whole-time Director	6	2
2.	Mr. Satish Kumar Goyal	Managing Director	6	6
3.	Mr. Moon Goyal	Whole-time Director	6	6
4.	Mrs. Swapnla Gupta	Non-Executive Independent Director	1	0
5.	Mrs. Praneeta Varshney	Non-Executive Independent Director	1	0
6.	Mr. Abhishek Sharma	Non-Executive Independent Director	6	2

36. ANNUAL PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 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 the independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria. The Board has carried out an evaluation of its own performance, the directors individually as well as (including chairman) the evaluation of the working of its Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee of the Company.
The Board has devised questionnaire to evaluate the performances of each of Executive, Non-Executive and Independent Directors. Such questions are prepared considering the business of the

Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

1. Attendance at the Board Meetings and Committee Meetings;
2. Quality of contribution to Board deliberations;
3. Strategic perspectives or inputs regarding future growth of Company and its performance;
4. Providing perspectives and feedback going beyond information provided by the management.

37. SEPARATE MEETINGS OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under Schedule IV of the Companies, Act, 2013, a separate meeting of the Independent Directors of the Company was held to review the performance of Non- Independent Directors, the Board as whole, including the Chairman of the Company and to discuss the matters related to the quality, quantity and timeliness of flow of information between the Company management and the Board. The Independent Director Meeting for this Matter was held by the Company on Monday, 30th March, 2026 and the information regarding this matter has been preserved and kept under record by the Company Secretary of the Company.

38. COMMITTEE MEETINGS:

The Audit Committee met 4 times during the financial year ended March 31, 2026. The Stakeholders Relationship Committee met 3 times during the financial ended March 31, 2026. The nomination and remuneration committee met 4 times during the financial year ended March 31, 2026. Members of the Committees discussed the matter placed and contributed valuable inputs on the matters brought before. Additionally, during the financial year ended March 31, 2026 the Independent Directors held a separate meeting in compliance with the requirements of Schedule IV of the Companies Act, 2013 and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on 30.03.2026.

1. AUDIT COMMITTEE:

In Compliance with Section 177 of the Companies Act, 2013 and Rules 6 & 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has constituted the following Audit

Committee, with a majority of Independent Directors and at least three members:

Committee Composition

- **Mr. Abhishek Sharma** – Chairman (Non-Executive Independent Director)
- **Mrs. Swapnla Gupta** – Member (Non-Executive Independent Director)
- **Mr. Satish Kumar Goyal** – Member (Managing Director)

Transition during the year:

Prior to 29th August, 2025, the Committee included:

- **Mr. Abhishek Sharma** – Chairman (Non-Executive Independent Director)
- **Mrs. Sohini Bansal**– Member (Non-Executive Independent Director)
- **Mr. Satish Kumar Goyal** – Member (Managing Director)

Mrs. Sohini Bansal resigned from her directorship on **29th August, 2025**.

- Effective **27 November 2025**, the current Committee (with Mr. Abhishek Sharma, Mrs. Swapnla Gupta, and Mr. Satish Kumar Goyal) took over.

  During the financial year 2025-26, the Committee met 4 (Four) times on 27.05.2025, 29.07.2025, 12.11.2025, and 20.03.2026.

- **1. Audit Committee Meetings & Attendance (FY 2025–26)**

Name of the Director	Position in committee	No. of meetings attended
Mr. Abhishek Sharma	Chairman	4
Mrs. Sohini Bansal	Member	2
Mr. Satish Kumar Goyal	Member	4
Mrs. Swapnla Gupta	Member	1

2. STAKEHOLDER RELATIONSHIP COMMITTEE:

The company has duly constituted the Stakeholder Relationship Committee with Mr. Abhishek Sharma (Non-Executive Independent Director and Chairman of the committee), Mrs. Praneeta Varshney. (Non-Executive Independent Director and member of the committee) and Mr. Satish Kumar Goyal (Managing Director and member of the committee).

Transition during the year:

- Prior to 29th August, 2025, the Committee included:
- **Mr. Abhishek Sharma** – Chairman (Non-Executive Independent Director)
- **Mr. Nikhil Sundrani**– Member (Non-Executive Independent Director)
- **Mr. Satish Kumar Goyal** – Member (Managing Director)

  Mr. Nikhil Sundrani– Member (Non-Executive Independent Director) resigned from his directorship as on 29.08.2025

- Effective **29th November 2025**, the current Committee (with Mr. Abhishek Sharma, Mrs. Praneeta Varshney, and Mr. Satish Kumar Goyal) took over.

  During the financial year 2025-26, the Committee met 3 (Three) times on 25.04.2025, 02.07.2025, and 29.11.2025.

- **2. Stakeholder Relationship & Attendance (FY 2025–26)**

Name of the Director	Position in committee	No. of meetings attended
Mr. Abhishek Sharma	Chairman	3
Mr. Nikhil Sundrani	Member	2
Mr. Satish Kumar Goyal	Member	3
Mrs. Praneeta Varshney	Member	1

3. NOMINATION AND REMUNERATION COMMITTEE:

The Board has a Nomination and Remuneration policy, which is generally in line with the existing industry practice and applicable laws. The policy has been displayed on the Company's website viz.www.opchainsltd.com.

The Nomination and Remuneration Committee assist the Board in overseeing the method, criteria and quantum of compensation for directors and senior management based on their performance and defined assessment criteria. The Committee formulates the criteria for evaluation of the performance of Independent Directors & the Board of Directors; identifying the persons who are qualified to become directors, and who may be appointed in senior management and recommend to the Board their appointment and removal. The terms of the reference of Nomination and Remuneration Committee cover the areas mentioned under section 178 of the Companies Act, 2013.
The company has duly constituted the Nomination and Remuneration Committee with Mr. Abhishek Sharma (Non-Executive - Independent Director and Chairman of the Committee), Mrs. Swapnla Gupta (Non-Executive - Independent Director and Member of the Committee), and Mrs. Praneeta Varshney (Non-Executive - Independent Director and Member of the Committee).

Transition during the year:

- Prior to 29th August 2025, the Committee included:
  - **Mr. Abhishek Sharma** – Chairman (Non-Executive Independent Director)
  - **Mrs. Sohini Bansal**– Member (Non-Executive Independent Director)
  - **Mr. Nikhil Sundrani**– Member (Non-Executive Independent Director)
  - **Mr. Nikhil Sundrani** and **Mrs. Sohini Bansal** resigned from there directorship on **29th August 2025**.

Effective from **27th November 2025**, the current Committee (with Mr. Abhishek Sharma, Mrs. Swapnla Gupta, and Mrs. Praneeta Varshney took over.)

During the financial year 2025-26, the Committee met 4 (Four) times on 27.05.2025, 29.11.2025, 31.01.2025, and 26.02.2026.

The composition and Attendance of the members of the Nomination and Remuneration Committee for the financial year 2025-2026 is as follows:

- **3. Nomination And Remuneration Committee & Attendance (FY 2025–26)**

Name of the Director	Position in committee	No. of meetings attended
Mr. Abhishek Sharma	Chairman	4
Mrs. Sohini Bansal	Member	1
Mr. Nikhil Sundrani	Member	1
Mrs. Swapnla Gupta	Member	3

Mrs. Praneeta Varshney	Member	3

39. REMUNERATION POLICY

The Board has on the recommendation of the Nomination and Remuneration Committee framed a policy for selection, appointment and remuneration of Directors and KMPs and is also available in the website of the company at www.opchainsltd.com

Policy for Remuneration to Directors/Key Managerial Personnel

i. Remuneration to Managing Director/Whole-time Directors:

(a) The Remuneration/Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

(b) The Nomination & Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director/Whole-time Directors.

ii. Remuneration to Non-Executive/Independent Directors:

(a) The Non-Executive/Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of the Companies Act, 2013.

(b) All remuneration of the Non-Executive/Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

(c) An Independent Director shall not be eligible to get Stock Options and shall also not be eligible to participate in any share-based payment schemes of the Company.

(d) Any remuneration paid to Non-Executive/ Independent Directors for services rendered which are of professional nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

- The Services are rendered by such Director in his capacity as the professional; and
- In the opinion of the Nomination and Remuneration Committee, the Director possesses the requisite qualification for the practice of that profession.

iii. Remuneration to Key Managerial Personnel:

(a) The remuneration to Key Managerial Personnel shall consist of fixed pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

(b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time in accordance with the Company's Policy.

Remuneration paid to Non-Executive Directors and Executive Directors

Non-executive Directors of a company's Board of Directors add substantial value to the Company through their contribution to the Management of the Company. In addition, they also play an appropriate control role.

40. VIGIL MECHANISM

As Per Regulation 22 (1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is mandatory for every listed company to formulate a vigil mechanism for directors and employees to report genuine concern. According to section 177(10) of the Companies Act, 2013 it is mandatory for the company to disclose the establishment of such mechanism on the website of the company and in the Board's Report.

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

Vigil mechanism provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary and in case of appropriate or exceptional cases. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization.

The mechanism also provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in the exceptional cases.

We affirm that during the financial year 2025-26, no employee or director was denied access to the Audit Committee.

The Vigil mechanism / Whistle Blower Policy is available on the website of the Company at www.opchainsltd.com.

41. SECRETARIAL AUDITORS

As required under Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company is required to appoint a Secretarial Auditor for auditing the secretarial and related records of the Company and to provide a report, in this regard M/s R.C. Sharma & Associates, was appointed as the Secretarial Auditor of the company in the Board Meeting held on 30th day of May, 2025 for the financial year 2025-2026.

The Secretarial Audit Report **(FORM MR-3)** made by practicing company secretary M/s R.C. Sharma & Associates for the financial year 2025-2026 contains no qualification, reservation or adverse remark. The Secretarial Audit Report made by practicing company secretary M/s R.C. Sharma & Associates for the financial year 2025-2026 is annexed as (**ANNEXURE-F).**

The Board of Directors appointed M/s R. C. Sharma & Associates, Company Secretaries as Secretarial Auditors for the financial year 2025-2026.

42. PARTICULARSOF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The loan given or guarantee provided, or investment made by the Company during the financial year 2025-2026 as per Section 186 of the Companies Act, 2013 have been given in the Balance Sheet and Audit Report.

43. COST RECORD AND COST AUDIT:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013, are not applicable on the Company.

44. INDUSTRIAL RELATIONS:

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to maintain efficiency in the industry. It has taken various steps to improve productivity across organization.

45. COMPLIANCE WITH SECRETARIAL STANDARD:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

46. CORPORATE GOVERNANCE:

Corporate Governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company as the Company has listed its specified securities on the SME Exchange. Therefore, your Company is eligible for exemption provided under **Regulation No. 15(2)** of the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015** with regard to Regulation 27 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Declaration by the Managing Director (MD), inter alia, confirming that the Board of Directors of the company have complied with the "CODE OF CONDUCT OF THE BOARD OF DIRECTORS", is attached as **ANNEXURE-G** and forms part of Annual report.

Certificate of the MD and Chief Financial Officer ("CFO"), inter alia, confirming the correctness of the financial statements, compliance with Company's Code of Conduct, adequacy of the Internal Control measures and reporting of matters to the Audit Committee in terms of Securities and Exchange

board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached as **ANNEXURE-H** and forms part of Annual report.

47. BOARD EVALUATION:

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, development of suitable strategies and business plans at appropriate time and its effectiveness; etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness/conduct of committee meetings, process and procedures followed for discharging its functions etc.

The Board and the Nomination and Remuneration Committee ("RC") reviewed the performance of the individual directors on the basis of the criteria such as developing and managing / executing business plans, operational plans, risk management, and financial affairs of the organization and the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role like demonstration of leadership qualities, managing relationship with the members of the Board and management etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors and also assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

The performance evaluation of Independent Directors was done by the entire Board and in the evaluation the Director who was subject to evaluation did not participate. On the basis of performance evaluation done by the Board, it shall be determined whether to extend or continue their term of appointment, as and when their respective term expires

48. INTERNAL AUDITORS

The Company has appointed Mr. Aman Parashar as Internal Auditors of the company to conduct internal audit of the accounts maintained by the Company for financial year 2025-26.

There were no qualifications, reservation or adverse remark made by the Internal Auditors in their report.

49. PARTICULARS OF EMPLOYEES:

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 there is no employee drawing remuneration above the limits set under Section 197 (12) read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the disclosure as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Board's report as Annexure-I.

50. MANAGEMENT DISCUSSION AND ANALYSIS:

The 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, is given as a separate statement in Annual Report as **ANNEXURE-J.**

51. BUSINESS RESPONSIBILITY AND SUSTANABILITY REPORT

As per the provisions of Regulation 34(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Annual Report of the top 1000 listed entities based on market capitalization shall include a Business Responsibility and Sustainability Report. But, the Company, not being one of such top 1000 listed entities, is not required to annex any Business Responsibility and Sustainability Report.

52. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 ("Act"), the board of directors, to the best of their knowledge and ability, confirm that: –

i. that in the preparation of the annual accounts for the financial year ended 31st March 2026, the applicable Accounting Standards had been followed and that there were no material departures;

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

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

iv. That the directors had prepared the accounts for the financial year ended 31st March 2026 on a going concern basis; and

v. that the directors of the Company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
vi. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

53. CODE OF CONDUCT

The Board has adopted the Code of Conduct for members of the Board and Senior Management personnel of the Company. The Code lays down, in details, the standards of business conduct, ethics and governance. Code of Conduct has also been posted on the Company's Website www.opchainsltd.com.

54. NOMINATION AND REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel, employees including criteria for determining qualifications, positive attributes and Independence of Directors.

The said policy is available on the Company's Website. Website Link: www.opchainsltd.com.

55. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has clearly defined organization structure and lines of authority and sufficient Control is exercised through business review by the Management. The Company has adopted a well-defined system to ensure adequacy and efficiency of the Internal Financial Control Function and the company has adequate internal financial control with reference to financial statements.

56. INSIDER TRADING

The Company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons' ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"). The Code is applicable to promoters, member of promoter group, all Directors and such designated employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said PIT Regulations. The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations. This Code is displayed on the Company's website www.opchainsltd.com.

57. APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR.

No application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the Financial Year 2025-2026.

58. MATERNITY BENEFIT:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

58. ACKNOWLEDGMENT

We thank our customers, vendors, investors and bankers for their continued support during the year. We place on record our appreciation of the contribution made by the employees at all levels. Our consistent growth was made possible by their hard work, solidarity, co-operation, and support.

We thank the Government of India, Ministry of Commerce &Industry, Ministry of Corporate Affairs, Ministry of Finance, Department of Economic Affairs, Customs & Excise Departments, Income Tax Department, Reserve Bank of India, BSE, NSDL, CDSL and various bankers, various State Governments and other Government Agencies for their support, and look forward to their continued support in the future.

Your Directors appreciate and value the trust imposed upon them by the members of the Company.

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

[ANNEXURE-E]

AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms' length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	NIL
2.	Nature of contracts/arrangements/transaction	NIL
3.	Duration of the contracts/arrangements/transaction	NIL
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
5.	Justification for entering into such contracts or arrangements or transactions'	NIL
6.	Date of approval by the Board	NIL
7.	Amount paid as advances, if any	NIL
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Proprietorship firm in which director is concern O.P. Chains Company
2.	Nature of contracts/arrangements/transaction	Sales
3.	Duration of the contracts/arrangements/transaction	One Year
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	In the Ordinary Course of Business O.P. Chains Company: **Rs.14,209,472.00**
5.	Date of approval by the Board	30.05.2025
6.	Amount paid as advances, if any	-

4. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	**Company in which director or relative is director or member** YTT Industries Private Limited
2.	Nature of contracts/arrangements/transaction	Loans and advances outstanding
3.	Duration of the contracts/arrangements/transaction	12 Months which may be renewed on consent of both parties
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	In the Ordinary Course of Business YTT Industries Private Limited: **Rs. 231,660,294.00**
5.	Date of approval by the Board	30.05.2025
6.	Amount paid as advances, if any	-

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

ANNEXURE-F

FORM No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
O. P. Chains Limited
8/16 A, Seth Gali
Agra Uttar Pradesh-282003

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

Based on our verification of the O.P. Chains Limited Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the Financial Year ended on 31.03.2026 complied with the Statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31.03.2026 according to the provisions of: -

(i) The Companies Act, 2013 (the Act) and the rules made there under;

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the Audit Period under review);

(v)The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

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

(b) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

(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, 1992/2015;

(e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009/2018;

(f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during the Audit Period under review);

(g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period under review);

(h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable to the Company during the Audit Period under review);

(i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009/2021 (Not applicable to the Company during the Audit Period under review);

(j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998/2018 (Not applicable to the Company during the Audit Period under review); and

(vi) Other Laws specifically applicable to the industry to which the Company specifically belongs, as identified by the management are: - NIL

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India
b) The Listing Agreements entered into by the Company with BSE Limited.

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

We further report that:

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
During the Financial Year under review following changes in Key Managerial Personnel/Directors had occurred:

1. Re-Appointment of Mr. Moon Goyal (DIN: 06831411) as Whole time Director of the Company who retires by rotation and being eligible, offers himself for re-appointment. in the last Annual General Meeting held on 26/08/2025.

2. Appointment of Mrs. Swapnla Gupta (DIN: 08213774) as an Additional Independent Director of the Company in the Board Meeting held on 27/11/2025.

3.. Appointment of Mrs. Praneeta Varshney (DIN: 10347536) as an Additional Independent Director of the Company in the Board Meeting held on 27/11/2025

4. Cessation of Mr. Nikhil Sundrani (DIN: 10710710) from the position of Non-Executive Independent director of the company w.e.f 29/08/2025.

5. Cessation of Mrs. Sohini Bansal (DIN: 09822553) from the position of Non-Executive Independent director of the company w.e.f 29/08/2025.

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.

During the audit period under review all decisions at Board Meetings and Committee Meetings were carried out unanimously.

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

For R. C. Sharma & Associates
Company Secretaries
Sd/-

CS Ramesh Chandra Sharma
FCS No. 5524
C. P. No. 7957
Proprietor

Place: Agra
Date: 24/08/2026
UDIN: F005524H001195031

ANNEXURE – A
[Annexure to the Secretarial Audit Report of M/s. O. P. Chains Limited
For the Financial Year ended 31st March, 2026]

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

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

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

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

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

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

For R. C. Sharma & Associates
Company Secretaries

Sd/-

CS Ramesh Chandra Sharma
FCS No. 5524
C. P. No. 7957
Proprietor

Place: Agra
Date: 24/08/2026
UDIN: F005524H001195031

ANNEXURE-G

DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT

{As required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015}

I, Satish Kumar Goyal, Managing Director of the Company confirm that the Company has in respect of the financial year ended March 31, 2026, received from its Board members as well as senior management personnel affirmation as to compliance with the Code of Conduct of the company.

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

ANNEXURE-H

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

{As Required under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015}

We, Satish Kumar Goyal, Managing Director and Abhay Kumar Pal, Chief Financial Officer, of O.P. Chains Limited, to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet and Profit and Loss Account of the Company for the year ended 31st March, 2026 and its entire schedule and notes on accounts, as well as the Cash Flow Statement.

2. To the best of our knowledge and information:

a. These statements do not contain any materially untrue statement or omit to state a material fact or contains statement that might be misleading;
b. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

3. We also certify, that based on our knowledge and the information provided to us, there are no transactions entered into by the company, which are fraudulent, illegal or violate the company's code of conduct.

4. The company's other certifying officers and we are responsible for establishing and maintaining internal controls for financial reporting and procedures for the Company, and we have evaluated the effectiveness of the Company's internal controls and procedures.

5. The Companies have disclosed, based on our most recent evaluation, wherever applicable, to the Company's auditors and to the Audit Committee of the Company, the following:

a. All significant deficiencies in the design or operation of internal controls, which we are aware and have taken steps to rectify these deficiencies;

b. Significant changes in internal control during the year;

c. Any fraud, which we have become aware of and that involves Management or other employees who have a significant role in the Company's internal control systems; (Not Applicable)

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Abhay Kumar Pal
CFO

ANNEXURE-I

Particulars of Remuneration

Part A: Information pursuant to Section 197(12) of the Companies Act, 2013 [Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

A. Ratio of the remuneration of each Director to the median remuneration of all the employees of the Company for Financial Year ("FY") 2025-26

B. and % increase in remuneration of each Director/Key Managerial Personnel ("KMP") of the Company for FY 2025-26 are as under:

Name of Director	% increase in remuneration over previous year	Ratio of remuneration to median remuneration of all employees
Satish Kumar Goyal	NA	NA
Ashok Kumar Goyal	NA	NA
Moon Goyal	NA	NA
Abhishek Sharma	25%	1
Praneeta Varshney	NA	NA
Swapnla Gupta	NA	NA

Notes:

(1) The ratio of remuneration to median remuneration is based on remuneration paid during the period April 1, 2025 to March 31, 2026.

(2) There are no % increase in remuneration of Key Managerial Personnel ("KMP") of Chief Financial Officer, however there is 25% increase in Company Secretary of the Company for FY 2025-2026

C. The percentage increase/(decrease) in the median remuneration of employees in the FY 2025-26: Not Applicable

D. The number of permanent employees including KMPs and directors on the rolls of Company as on March 31, 2026: 8

E. Comparison of average percentile increase in salary of employees other than the managerial personnel in the last financial year and the percentile increase in the managerial remuneration: During the FY 2025-26, there are no average percentage increase / (decrease) in salary of the Company's employees

F. Affirmations: It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.

Place: Agra

FOR **O.P. CHAINS LIMITED**

Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

(ANNEXURE-J)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations 2015"), Please find Management Discussion and Analysis Report forming part of Annual Report

1. INDUSTRY STRUCTURE & DEVELOPMENTS

Company recognizes operations as an important source of competitive advantage and further believes in continually striving for higher and better levels of quality not just in its products, but also in its operations, without losing sight of its commitments towards the environment and communities where it operates. A host of initiatives are continually rolled out by the company to improve productivity while reducing its energy usage.

Company is committed to create an open and transparent organization that is focused on people and their capability and fostering an environment that enables them to deliver superior performance.

Company deals in the products which are of international standards in terms of purity. One of our strengths is that we practice fair dealings in or transactions and provide quality products. We believe that an intricacy of our quality products enables us to get better margins on the products traded by us and develop long term relations.

2. OPPORTUNITIES AND THREATS

The consumer landscape has been continuously evolving and one has to keep pace with the changing trends in order to win consumer confidence.

The Indian silver firms are reported to be going through a transition phase, upgrading their technologies to conform to international standards. The short supply of gold in the country and the rising prices of the yellow metal have in a way benefited silver jewelry manufacturers.

The economic outlook provides the most important basis for determining the prospects for global silver industrial demand, while prices are generally more of a secondary concern. In terms of the former, healthy western market growth over the past decade has been an important contributory factor to the strength in silver industrial demand.

Currency volatility, slowdown in category growth rates and unpredictable weather patterns are some of the threats to the company's prospects.

3. SEGMENT-WISE/ PRODUCT-WISE PERFORMANCE

Your Company is engaged in Bullion trading of Gold and Silver and other precious metals. Your Company deals in bullion, specializing in bars and coins of various precious metals like Gold and Silver. We are bullion dealer, offering wholesale delivery of bullion to domestic users i.e. ornament manufacturers, goldsmiths, jewelers and semi-wholesalers.

Catering to majority silver and gold requirements of Agra and having strong and established presence in wholesale bullion market of Agra.

Your Company operate as an important intermediary in bullion trading industry whereby we purchase materials such as Gold, Silver and other precious metals etc. from State Trading Corporation of India, Hindustan Zinc Limited, ICICI Bank Limited, Punjab National Bank Limited and SB Ornaments Pvt. Ltd., and supply the same to customers in the Jewelry industry to various jewelers and related business.

The Product Portfolio offers mainly Gold and Silver, etc. according to customer specifications.

In order to consolidate the presence of your company across Uttar Pradesh and replicate our business model in other states, your company intend to increase our foothold in other markets in and around Uttar Pradesh (which have huge untapped potential) and other states as well, by having our team of localized marketing personnel, for our marketing and sales operations.

4. OUTLOOK

In order to consolidate the presence of your company across Uttar Pradesh and replicate our business model in other states, your company intend to increase our foothold in other markets in and around Uttar Pradesh (which have huge untapped potential) and other states as well, by having our team of localized marketing personnel, for our marketing and sales operations.

5. RISKS AND CONCERNS

Your Company is well aware of the risks and challenges and has put in place mechanisms to ensure that they are managed and mitigated with adequate timely actions. One of the key risks faced by the Company in today's scenario is the continued inflationary trend which is not only increasing cost pressures, but may also lead to demand compression for its products. Increase of imitation/smuggled products can hamper our growth. The input Cost Pressures were managed effectively. Growth rates across quarters have been consistent and reflect your company's sound business strategies and strong execution capabilities. A slowdown in overall economic growth can lead to pressure on disposable incomes and spending power of people.

To overcome the hurdles posed by a challenging external environment, Company has been taking proactive measures in portfolio, product and channel optimization. The focus of the Company is on ensuring deeper penetration and more effective distribution of products.

Your Company increased its efforts to improve productivity by deploying various cost reduction and energy saving initiatives, resulting in a reduction in manufacturing costs to lower levels.

6. INTERNALCONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has a proper and adequate system of internal control including internal financial controls. Your Company has an Audit Committee headed by a non-executive independent director, inter-alia, to oversee your Company's financial reporting process, disclosure of financial information, and reviewing the performance of statutory and internal auditors with management. The internal control system, including internal financial controls of the Company, is monitored by an independent internal audit team, which encompasses examination/ periodic reviews to ascertain adequacy of internal controls and compliance to Company's policies. Weaknesses noted along with agreed upon action plans are shared with audit committee, which ensures orderly and efficient conduct of the business and effectiveness of the system of internal control. The audit function also looks into related party transactions, preventive controls, investigations, as well as other areas requiring mandatory review per applicable laws. The powers of the Audit Committee, inter-alia, include seeking

information from any employee, obtaining outside legal or other professional advice and investigating any activity of the Company within the committee's term of reference.

Your Company's internal audit department verifies the information of the financial statements as well as the compliance with your Company's policies to maintain accountability and ensuring controls are in place to safeguard of all its assets and correctness of accounting records. The internal audit department shares regular updates regarding the work done, coverage, weaknesses noted and other relevant issues with appropriate management levels including Audit Committee. Observations/ weaknesses noted from time to time are suitably acted upon and followed up at different levels of management. The internal control is supplemented by an extensive program of audits and periodic review by the management.

7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, the turnover of the Company is Rs. 1,93,30,100/- in comparison with the last year Rs. 8,18,42,850 /-. The profit after tax of the company is Rs. 1,03,39,100/-. Despite high inflationary and cost pressures throughout the year, company capitalized on every available opportunity and undertook strategic initiatives coupled with to exploit the full industry potential, besides making efforts towards cost reduction and improved efficiency which enable the company to grow reasonably well.

In continuation of its efforts towards maintain right inventory of different jewelries and accessories. Out-of-stock or overstock is a problem for business. Any delay or in ordering or negligence of the required items in the stock can result in losses. Focusing on real-time status of the inventory in the store and having information of stock levels can give an edge to the retailers as, if the stock in one store is not moving forward, it can be transferred to other stores for better sales. The optimization can be done with the help of analytics and data about trends and demand and supply scenarios.

8. HUMAN RESOURCES

'Humankind is the Greatest Resource'

The Company's endeavor has always been to build an organization where its people are always engaged and empowered to do their best. The Company's culture is focused on customer-centricity collaborative team work, result orientation, entrepreneurial mindset and developing people.
Owing to the competitiveness and diversity of Indian markets, the Company strives to ensure adequate succession planning of its leadership talent pool. In line with the Company's focus on employee empowerment, it has also designed new 'Ways of Working' to deliver high operational excellence and governance.

The Company recognizes and appreciates the contribution of all its employees in its growth path. Our Company strives to retain talent by facilitating career growth through job enrichment and empowerment, as it believes that the pool of the human resource is the biggest asset of the organization. Your Company maintains a cordial relationship with its employees through a constructive work environment in support of productive gains.

9. ACCOUNTING RATIOS

Following are important ratios comparing performance of financial year ended on 31.03.2026 and financial year ended on 31.03.2025:

Key Ratios

Sr. No	Ratio	Numerator	Denominator	2026	2025	Variance	Reason for variance
a	Current Ratio	Total Current Assets	Total Current Liabilities	39.22	17.25	127.36%	Due to Decrease in Current Liabilities
b	Debt-Equity Ratio	Total Borrowings	Total Equity	0.00	0.00		Due to Zero Borrowings
c	Debt Service Coverage Ratio	Earning for Debt Service = Net Profit after taxes + Non-cash expenses + Interest on debt	Debt service = Interest + Principal repayments	0.00	0.00		Due to Zero Borrowings
d	Return on Equity Ratio	Profit after tax	Average Total Equity	15.09%	39.63%	-61.91%	Due to Decrease in Revenue from Operation
e	Inventory Turnover Ratio	Purchases of stock in Trade + Change in Inventory	Average Stock	-	2.00	-100.00%	Due to Zero Opening and Closing Inventory
f	Trade Receivable Turnover	Revenue from Operations	Average Trade Receivables	0.13	0.53		Due to Decrease in Revenue from Operation
g	Trade Payables Turnover Ratio	Net purchase = Purchase of Stock in trade + Purchase of Raw Material	Trade Payables	0.00	0.00		Due to Zero Trade Payables
h	Net Capital Turnover Ratio	Revenue from Operations	Working Capital = Total Current Asset - Total Current Liabilities	0.13	0.54	-76.04%	Due to Decrease in Revenue from Operation
i	Net Profit Ratio	Profit after tax	Turnover	53.49%	33.17%	61.26%	Decrease in Turnover
j	Return on Capital Employed	Earning before finance cost and tax	Capital employed = Total Equity + Debt	3.66%	9.70%	-62.30%	Due to decrease in earnings.
k	Return on Investment	Interest Income + Dividend Income + Profit on sale of Mutual Fund & Shares	Average Investments	NA	NA		NA

10. CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the O.P. Chains Limited objectives, projections, estimates and expectations might be construed as 'forward looking statements' within the meaning of applicable laws and regulations.

Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downward trend in the industry, rise in input costs, exchange rate fluctuations and significant changes in political and economic environment, environment standards, tax laws, litigation and labor relations.

To ensure our long-term corporate success, company implements risk management system which includes recording, monitoring and controlling internal enterprise business risks and addressing them through informed and objective strategies.

NON-APPLICABILITY REPORT ON CORPORATE GOVERNANCE

Your Company has listed its specified securities on the SME Exchange. Therefore, Company is eligible for exemption provided under **Regulation No. 15(2)** of the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015** with regard to Regulations 17,17A, 18,19,20,21,22,23 [except Regulation 23(9)] ,24,24A,25,26,27, and clauses (b)to(i) and (t) of Regulation 46(2) and para C,D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 to comply.

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

NON-APPLICABILITY OF DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT OR UNCLAIMED SUSPENSE ACCOUNT

There are no shares in the Demat Suspense Account or Unclaimed Suspense Account, no suspension of trading during the financial year under review and during any of the previous financial years, the securities of the Company were never suspended from trading on any of the Stock Exchange(s), therefore the disclosures with respect to Demat Suspense Account or Unclaimed Suspense Account are not applicable on the Company.

By Order of the Board
FOR **O.P. CHAINS LIMITED**

Place: Agra
Dated: 24th August, 2026

Sd/-
Satish Kumar Goyal
Managing Director
DIN: 00095295

Sd/-
Moon Goyal
Additional Whole-time director
DIN: 06831411

Share Transfer System & Transfer Agent:

Your Company has appointed M/s Bigshare Services Private Limited as its Registrar & Share Transfer Agent w.e.f. 27th of January 2014. Shareholder/ Investors are requested to forward Share Transfer Documents and other related correspondence directly to M/s Bigshare Services Private Limited at their address at Pinnacle Business Park, Office No. S6-2,6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093.

No Suspension of Trading

During the financial year under report and during any of the previous financial years, the securities of the Company were never suspended from trading on any of the Stock Exchange(s).

INDEPENDENT AUDITOR'S REPORT

To the Members of O.P. Chains Limited.

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone Financial Statements of **O.P. Chains Limited** (the "company"), which comprises of Balance Sheet as at 31st March 2026, and the statement of Profit and Loss including statement of Other Comprehensive Income, statement of Cash flows and Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, and notes to standalone financial statement, summary of Significant Accounting Policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act'2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31 2026, and its standalone financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Information Other than the standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including annexures to Director's Report but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. Based on the records, information and explanation provided, we have nothing to report in this regard.

Management's Responsibility for the standalone Financial Statements

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

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for Audit of Standalone Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the companies (Auditor's Report) Order ,2020("the Order") issued by the central Government of India in terms of the sub section (11) of the section 143 of the Act, we give in the **Annexure A,** a statement on the matters specified in paragraph 3 and 4 of the order.

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

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

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

c) The Balance Sheet, and the statement of Profit and Loss including statement of Other Comprehensive Income, and statement of cash flows and Statement of changes in Equity for the year then ended, and notes to the Standalone Financial Statements summary of significant accounting policies and other explanatory information dealt with in this report are in agreement with the books of accounts.

d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B.**

g) With respect to the other matters to be included in Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i) The Company has no pending litigations having effects on its financial position as on 31st March 2026.

ii) the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses

iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v) The company has not declared or paid any dividend during the year.

vi) As per information and explanations given and based on our examination, which include test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all the transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

(B) With respect to the other matters to be included in the Auditor's Report under section 197(16):

The Company has provided remuneration to the directors within the limit prescribed u/s 197(16).

Place: Agra
Date: 20.05.2026
UDIN: 26072223HFALJN8457

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Financial Statements of the Company for the year ended 31st March,2026:

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant & equipment.

   (b) It is reported that the Property, plant & equipment have been physically verified by the management and no material discrepancies have been noticed in respect of assets physically verified during the year.

   (c) There is no immovable property (other than property where company is lessee and lease agreement is duly executed in favor of lessee) whose title deed is not held in the name of the company. Therefore, reporting under clause 3(i)(c) of the order is not applicable to the company.

   (d) The Company has not revalued its Property, Plant and Equipment (including Right-of-use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

   (e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 and Rules made there under.

2. As informed by the management the inventories have been physically verified by the management during the year at reasonable intervals. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories, when compared with the books of account.

3. (i) The company has provided loans or advances in the nature of loans during the year and detail of which are given as follows:

Particulars	Loans	Guarantees
A. Aggregate amount granted / provided during the year:	0.00	NIL
B. Balance outstanding as at balance sheet date	23,16,60,294.00	NIL

The Company has not provided any guarantee or security to any other entity during the year.

(b) The terms and conditions of the grant of all the above-mentioned loans, during the year are,

in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The Company has not granted loans or provided advances in the nature of loan that are payable on demand.

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

5. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

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

7. a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, CSS and any other statutory dues with the appropriate authorities and there are no arrears of outstanding statutory dues on the last day of the financial year concerned (31.03.2026) for a period of more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no tax dues outstanding on account of dispute.

8. No transactions have been recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. In our opinion and according to the information and explanations given to us, the Company has not availed any loans or other borrowings from banks or financial institutions; hence this clause 3 (ix) (a) to (ix) (f) is not applicable on it.

10. (a) Based on the audit procedures performed and information and explanations given to us by the management, the company has not raised moneys raised by way of initial public offer or further public offer (including debt instruments) term loans Hence the provisions of clause 3(x) (a) of the Order are not applicable to the company

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

11. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers

or employees has been noticed or reported during the year. Hence the provisions of clause 3(xi) of the Order are not applicable to the company.

12. The Company is not a Nidhi Company. Hence this clause 3 (xii) of the order are not applicable on it to the company.

13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards. The same is shown in notes to accounts.

14. (a) The company has an internal audit system commensurate with the size and nature of its Business.

(b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor.

15. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him.

16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

17. The company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

18. There has not been resignation of the statutory auditors during the year.

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

20. a) The company has not any unspent amount according to the compliances with second proviso to sub-section (5) of section 135 of the said Act and accordingly the provisions of clause 3(xx)(a) of the Order are not applicable to the Company.

(c) The provisions of clause 3(xx)(b) of the Order are not applicable to the Company.

Place: Agra
Date: 20.05.2026
UDIN: 26072223HFALJN8457

"**ANNEXURE B**" to the Independent Auditor's Report of even date on the Standalone Financial Statements of **O. P. Chains Limited.**

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

We have audited the internal financial controls over financial reporting of **O. P. Chains Limited** as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

Place: Agra
Date: 20.05.2026
UDIN: 26072223HFALJN8457

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

M/s O.P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

BALANCE SHEET AS at 31st MARCH, 2026

Particulars	Note No.	As on 31.03.2026	As on 31.03.2025
I. Equity and Liabilities			
(1) Shareholders' funds			
(a) Share capital	2	6,85,00,000.00	6,85,00,000.00
(b) Reserves and surplus	3	31,16,91,584.05	30,13,52,486.59
		38,01,91,584.05	36,98,52,486.59
(2) Non-current liabilities			
(b) Defered Tax Liabilities (net)	4	27,131.10	14,659.86
		27,131.10	14,659.86
(3) Current liabilities			
(c) Other Current Liabilities	5	92,170.00	76,950.00
(d) Short-term provisions	6	37,84,165.96	91,67,870.00
		38,76,335.96	92,44,820.00
TOTAL RS.		**38,40,95,051.11**	**37,91,11,966.45**
II. Assets			
(1) Non Current Assets			
(a) Property Plant & Equiqment and intangible assets	7	1,20,793.50	1,20,793.50
(b) Long Term Loans & Advances	8	23,19,05,494.00	21,94,25,900.00
(c) Other Non Current Assets	9	58,001.00	58,001.00
		23,20,84,288.50	21,96,04,694.50
(2) Current Assets			
(a) Inventories	10	-	-
(b) Trade Receivables	11	14,99,75,000.00	15,04,75,000.00
(d) Cash and Cash Equivalents	12	4,03,129.04	69,915.95
(e) Short Term Loans and Advances	13	-	1,435.00
(f) Other Current Assets	14	16,32,633.57	89,60,921.00
		15,20,10,762.61	15,95,07,271.95
TOTAL RS.		**38,40,95,051.11**	**37,91,11,966.45**

Summary of Significant Accounting Policies 1

The Notes referred to above form an integral part of the Balance Sheet

For and on Behalf of Board of Directors of
M/S O.P. Chains Limited

Sd/-
Satish Kumar Goyal
DIN:00095295
Managing Director

Sd/-
Moon Goyal
DIN:06831411
Whole Time Director

Date: 20.05.2026

Place : Agra

Sd/-
Amit Kaur Lamba
MRN- A74425
Company Secretary

Sd/-
Abhay Kumar Pal
CFO

M/s O.P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	Note No.	As on 31.03.2026	As on 31.03.2025
Continuing Operations			
I. Income			
Revenue from operations	15	1,93,30,103.99	8,18,42,852.80
Other Income	16	1,53,10,660.00	1,37,56,732.96
Total Income		3,46,40,763.99	9,55,99,585.76
II. Expenses:			
Purchase of stock in trade	17	1,91,90,289.70	-
Change in Inventories	18	-	5,81,37,200.37
Employee Benefits Expenses	19	8,60,000.00	11,14,065.00
Finance Cost	20	550.00	600.00
Other Expenses	21	6,93,858.59	4,88,607.57
Total Expenses		2,07,44,698.29	5,97,40,472.94
III. Profit / (loss) before exceptional and extraordinary items and tax (I-II)		1,38,96,065.70	3,58,59,112.82
IV. Exceptional item			-
V. Profit / (loss) before extraordinary items and tax (III-IV)		1,38,96,065.70	3,58,59,112.82
VI. Extraordinary Items			
VII. Profit / (loss) before tax (V-VI)			
VIII. Tax Expense:			
Current tax		34,84,928.00	90,14,870.00
Current Tax expense relating to prior years	22A	59,569.00	(2,97,911.00)
Deferred Tax	4	12,471.25	(3,143.64)
IX. Profit (Loss) from Continuing Operation (VII-VIII)		1,03,39,097.45	2,71,45,297.46
Profit / Loss for the year		1,03,39,097.45	2,71,45,297.46
Earnings per equity share:(Rs. 10/- each)		-	
Basic & Diluted Earning/ (Loss) per Share	22	1.51	3.96

The Notes referred to above form an integral part of the Statement of Profit & Loss

In terms of our report attached to Balance Sheet

For and on Behalf of Board of Directors of M/S O.P. Chains Limited

Sd/- **Sd/-**

Satish Kumar Goyal **Moon Goyal**

DIN:00095295 **DIN:06831411**

Managing Director **Whole Time Director**

Date: 20.05.2026

Place : Agra

Sd/- **Sd/-**

Amit Kaur Lamba **Abhay Kumar Pal**

MRN- A74425 **CFO**

Company Secretary

M/S O.P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

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

PARTICULARS	2025-26	2024-25
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Extraordinary Items and Tax as per the Statement of Profit & Loss	1,38,96,065.70	3,58,59,112.82
Share of TDS / Advance Tax from Partnership Firm	-	(87,16,959.00)
Adjustments for :		
Add: Depreciation		
Less: Interest Income	(1,53,10,660.00)	(1,37,54,615.00)
Add: Finance Cost		
Operating Profit before working capital changes	(14,14,594.30)	1,33,87,538.82
Adjustments for :		
Inventories	-	5,81,37,200.37
Trade Receivables	5,00,000.00	1,01,25,000.00
Short Term Loans and Advances	1,435.00	8,329.00
Other Current Assets	73,28,287.43	(32,54,577.44)
Other Current liabilities	15,220.00	(40,800.00)
Short Term Provisions (Except Provision for Tax)	1,46,237.96	46,14,646.00
Cash generated from/ (used in) operations before taxation	65,76,586.09	8,29,77,336.75
Less : Tax paid	90,74,439.00	-
Net Cash (Used in)/ from operating activities	**(24,97,852.91)**	**8,29,77,336.75**
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Capital Expenditure on Fixed Assets including capital advances		
Proceeds from sale of Fixed Assets		
Proceeds from Investments	-	
Investments made	(1,24,79,594.00)	(9,67,29,153.00)
Income Received	1,53,10,660.00	1,37,54,615.00
Net Cash (Used in)/ from Investment activities	**28,31,066.00**	**(8,29,74,538.00)**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Finance cost	-	-
Long Term Borrowing Received	-	-
Short Term Borrowings Received	-	-
Net Cash (Used in)/ from financing activities	-	-
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	3,33,213.09	2,798.75
Cash and cash equivalents at the beginning of the year	69,915.95	67,117.20
Cash and cash equivalents at the end of the year	4,03,129.04	69,915.95

For and on behalf of directors of
M/S. O. P. Chains Limited

Sd/-
Satish Kumar Goyal
DIN:00095295
Managing Director

Sd/-
Moon Goyal
DIN:06831411
Whole Time Director

Sd/-
Amit Kaur Lamba
MRN- A74425
Company Secretary

Sd/-
Abhay Kumar Pal
CFO

M/s O.P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

Notes to Accounts

PARTICULARS	31.03.2026	31.03.2025
	Note - 2	
Share Capital		
Part (a)		
a) Authorized Share Capital		
72,50,000 Equity Shares of Rs. 10 Each with Voting rights	72,50,000.00	72,50,000.00
Total In Rs.	72,50,000.00	72,50,000.00
b) Issued Share Capital		
68,50,000 Equity Shares of Rs. 10 Each with Voting rights	68,50,000.00	68,50,000.00
Total In Rs.	68,50,000.00	68,50,000.00
c) Subscribed & Fully Paid Up Share Capital		
68,50,000 Equity Shares of Rs. 10 Each with Voting rights	68,50,000.00	68,50,000.00
Total In Rs.	68,50,000.00	68,50,000.00

Part (b)

Reconciliation of the Shares Outstanding at the beginning and at the end of the year

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy back	Other Charges (Given Details)	Closing Balance
Equity Shares Capital with Voting Rights								
Year ended 31 March, 2026								
- Number of Shares	68,50,000.00	-	-	-	-	-	-	68,50,000.00
- Amount (')	6,85,00,000.00	-	-	-	-	-	-	6,85,00,000.00
Year ended 31 March, 2025								
- Number of Shares	68,50,000.00	-	-	-	-	-	-	68,50,000.00
- Amount (')	6,85,00,000.00	-	-	-	-	-	-	6,85,00,000.00

Part (c)

Details of Shareholders holding more than 5% Shares in the Company

Name of the Shareholders	As at 31 March, 2026			As at 31 March, 2025	
	Number of Shares Held	%holding in that class of transaction	Percentage change during the Year	Number of Shares Held	%holding in that class of transaction
Mr. Ashok Kumar Agarwal	13,82,000.00	20.18%	0.00%	13,82,000.00	20.18%
Mr. Satish Kumar Goyal	11,80,000.00	17.23%	0.00%	11,80,000.00	17.23%
Kusum Agarwal	9,72,100.00	14.19%	0.00%	9,72,100.00	14.19%
Raja Ram Software Solutions LLP	14,09,900.00	20.58%	0.00%	14,09,900.00	20.58%
Shivam Goyal	5,40,000.00	7.88%	0.00%	5,40,000.00	7.88%

Details of Promoters holding in the Company

Name of Shareholders	31.03.2026 No. of Shares	31.03.2025 No. of Shares
Ashok Kumar Goyal	13,82,000.00	13,82,000.00
Satish Kumar Goyal	11,80,000.00	11,80,000.00
Kusum Agarwal	9,72,100.00	9,72,100.00
Shivam Goyal	5,40,000.00	5,40,000.00
Seema Goyal	3,35,000.00	3,35,000.00
Satish Kumar Goyal HUF	3,00,000.00	3,00,000.00
Moon Goyal	2,46,000.00	2,46,000.00
Shobhik Goyyal	1,00,000.00	1,00,000.00
Mohit Goyyal	50,000.00	50,000.00

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Note - 3		
Reserve And Surplus		
(a) Surplus/(Deficit) in Statement of Profit and Loss		
Opening Balance	9,22,57,486.59	6,51,12,189.13
Add: Profit/(Loss) for the year	1,03,39,097.45	2,71,45,297.46
	10,25,96,584.05	**9,22,57,486.59**
Security Premium Reserve	11,90,95,000.00	11,90,95,000.00
General Reserve	9,00,00,000.00	9,00,00,000.00
Closing Balance	**31,16,91,584.05**	**30,13,52,486.59**
Note - 4		
Deferred Tax Liability/ (Deferred Tax Assets)		
Tax effects of items constituting deffered tax liability		
(A) Opening Timing Difference	(58,248.00)	
(B) Depreciation as per Books	-	-
(C) Depreciation as per Income Tax Act	49,552.00	58,248.00
(D) Timing Difference **(A+B-C)**	(1,07,800.00)	(58,248.00)
Net Deferred Tax Liability @25.168% Shown in Balance Sheet	(27,131.10)	(14,659.86)
LESS: W/O LAST YEAR DTL/ (DTA)	(14,659.86)	(17,803.50)
DEFFERED TAX EXPENSE / (INCOME) OF THE YEAR	**(12,471.25)**	**3,143.64**
Note - 5		
Other Current Liabilities		
Other Paybles		
CGST Payable	18,000.00	10,800.00
SGST Payable	18,000.00	10,800.00
T.D.S. Payable	8,700.00	17,750.00
(ii) Expense Payable		
ELECTRICITY EXPENSES PAYABLE	9,500.00	9,500.00
LEGAL & PROFESSIONAL FEES PAYABLE	12,970.00	8,100.00
Internal Audit Expense Payable	25,000.00	20,000.00
Total In Rs.	**92,170.00**	**76,950.00**
Note - 6		
Short Term Provisions		
Provision for Income Tax	34,84,928.00	90,14,870.00
Independent Directors Sitting Fees Payable	1,92,500.00	1,08,000.00
Auditors Fees Payable	50,000.00	45,000.00
Other Provision	55,000.00	-
Telephone Expenses Payable	1,737.96	
Total In Rs.	**37,84,165.96**	**91,67,870.00**

Note 7-A Fixed Assest												
Tangible Assest	Gross Block											
PARTICULARS	Cost as at 1 April, 2025	Addition	Disposals	Borrowing Cost Capitalised	Effect of Fore. Curr. Exch. Diff.	Cost as at 31 March, 2026	Dep. Rate	Dep. For the year	Dep. Upto last year	Accumulated Depreciation	Balance as at 31st March,2025	Balance as at 31st March,2026
(a) Plant & Equipment												
Plant & Equipment	8,14,336.00					8,14,336.00			7,73,619.00	7,73,619.00	40,717.00	40,717.00
											-	-
(b) Furniture & Fixtures											-	-
Office Equipment	30,000.00					30,000.00			28,500.00	28,500.00	1,500.00	1,500.00
Mobile Phone	3,200.00					3,200.00			3,040.00	3,040.00	160.00	160.00
Air Conditioner	10,750.00					10,750.00			10,212.00	10,212.00	538.00	538.00
Furniture & Fixtures	21,000.00					21,000.00			19,950.00	19,950.00	1,050.00	1,050.00
						-					-	-
(c) Vehicles (Owned)						-					-	-
Car	2,19,149.00					2,19,149.00			2,08,192.00	2,08,192.00	10,957.00	10,957.00
Car	3,90,958.00					3,90,958.00			3,71,410.00	3,71,410.00	19,548.00	19,548.00
Car	3,60,757.00					3,60,757.00			3,42,719.00	3,42,719.00	18,038.00	18,038.00
Car	10,05,235.00					10,05,235.00			10,05,235.00	10,05,235.00	-	-
Car	4,09,481.00					4,09,481.00			3,89,007.00	3,89,007.00	20,474.00	20,474.00
						-					-	-
(d) Computers						-					-	-
Computer	22,000.00					22,000.00			20,900.00	20,900.00	1,100.00	1,100.00
Computer	3,90,527.00					3,90,527.00			3,83,815.50	3,83,815.50	6,711.50	6,711.50
Total	**36,77,393.00**	-	-	-	-	**36,77,393.00**	-	-	**35,56,599.50**	**35,56,599.50**	**1,20,793.50**	**1,20,793.50**
Previous Year	**36,77,393.00**	-	-	-	-	**36,77,393.00**	-	-	**35,56,599.50**	**35,56,599.50**	**1,20,793.50**	**1,20,793.50**

Note 7-B Fixed Assest (contd.)

Depreciation and Amortization relating to Continuing operation		
Particulars	For the Year ended 31 March 2026	For the Year ended 31 March 2025
Depreciation and amortization for the year on tangible assest as per Note 9 A		
Less: Utilized from revaluation Reserve		
Depreciation and Amortization relating to discontinuing operation		

M/s O.P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

DETAILS OF FIXED ASSETS AND DEPRECIATION ALLOWABLE AS PER INCOME TAX ACT 1961, FOR THE YEAR ENDED 31st MARCH 2026

Sr. No.	Description of Assets	WDV					Depreciation		Net Block
		W.D.V as on 01.04.2025	Add Upto 04.10.2025	Add After 04.10.2025	Sale / Deduction	Total as on 31.03.2026	Rate of Dep.	For the Year	W.D.V. as on 31.03.2026
1	Plant & Machinery	19182.83	-	-	-	19,182.83	15%	2,877.00	16,305.83
	Car	306115.45				3,06,115.45	15%	45,917.00	2,60,198.45
2	Computer	6.57	-	-	-	6.57	40%	3.00	3.57
3	FURNITURE	7545.65			-	7,545.65	10%	755.00	6,790.65
		3,32,850.50	-	-	-	3,32,850.50	-	49,552.00	2,83,298.50

		Note - 8	
Long Term Loans And Advances			
Security Deposits			
Secured, Considered good			
Electric Security		20,500.00	20,500.00
Telephone Security		21,200.00	21,200.00
BSE Limited Security		2,03,500.00	2,03,500.00
Unsecured, Considered good			
YTT Industries Pvt Ltd		23,16,60,294.00	21,91,80,700.00
	Total In Rs.	**23,19,05,494.00**	**21,94,25,900.00**
		Note - 9	
Other Non - Current Assets			
NSC		58,001.00	58,001.00
	Total In Rs.	**58,001.00**	**58,001.00**
* NSC lying with Rajasthan Government Vat Department			
** FDR lying with Gujarat Government VAT Department			
		Note - 10	
Inventories			
(As taken valued and certified by the management)			
(At lower of cost or net realisable value)			
Inventory held for job work		-	
	Total In Rs.	**-**	**-**
		Note - 11	
Trade Receivables			
(A) Outstanding for a period exceeding six months from the date they were due for payment			
Considered Good		14,99,75,000.00	15,04,75,000.00
(A) Outstanding for a period does not exceeding six months from the date they were due for payment			
Considered good		Nil	Nil
	Total In Rs.	**14,99,75,000.00**	**15,04,75,000.00**

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Notes forming Part of Trade Receivables

Particulars	Outstandong for the following periods from due date of payment					
	Less Than 6 months	6 months-1year	1-2 years	2-3 years	more than 3 years	Total
Undisputed Trade Receivables - Considered g	-	-	15,04,75,000.00	-	-	15,04,75,000.00
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - Considered goo	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - Credit impaired						-
Total In Rs.	-	-	15,04,75,000.00	-	-	15,04,75,000.00

Note - 12

Cash And Cash Equivalents		
(a) Cash in hand	1,46,918.00	7,492.00
(b) Balances with Banks		
(i) Current Accounts		
HDFC Bank Account (99930000009945)	1,00,000.00	-
ICICI Bank Account (628705002371)	1,24,913.41	31,126.32
Oriental Bank Of Commerce (08425011000504)	8,776.06	8,776.06
PNB Surya Nagar (0983002100027332)	10,793.50	10,793.50
Yes Bank (005081300000581)	11,728.07	11,728.07
Total In Rs.	**4,03,129.04**	**69,915.95**

Note - 13

Short Term Loans and Advances		
Prepaid Expenses - Unsecured, Considered good	-	1,435.00
Total In Rs.	**-**	**1,435.00**

Note - 14

Other Current Assets		
Prepaid Insurance	1,666.57	
GST Input Tax Credit	90,570.00	28,616.00
TDS A/c	15,40,397.00	14,47,305.00
Self Assessment Tax	-	-
TCS A/c	-	-
Advance Tax	-	74,85,000.00
Total In Rs.	**16,32,633.57**	**89,60,921.00**

Note - 15

Revenue From Operations		
Sale Of Products		
Traded Goods	1,93,30,103.99	8,18,42,852.80
Other Operating Revenues	-	
Total In Rs.	**1,93,30,103.99**	**8,18,42,852.80**

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Note - 16		
Other Income		
FDR Interest	-	-
Interest received from YTT Industries	1,53,10,660.00	1,37,54,615.00
Interest on Income tax Refund	-	2,111.00
Other Non - Operating Income (net of expenses directly attributable to such income)		
Share of profit in M/s Ashok Housing (partnership)	-	-
Round Off	-	6.96
Total In Rs.	**1,53,10,660.00**	**1,37,56,732.96**
Note - 17		
Purchase of Stock in Trade		
GST Purchase @3%	1,91,90,289.70	-
Total In Rs.	**1,91,90,289.70**	**-**
Note - 18		
Change In Inventories		
Finished goods		
At the end of the year	-	-
At the beginning of the year	-	5,81,37,200.37
Change In Inventories	**-**	**5,81,37,200.37**
Note - 19		
Employee Benefits Expenses		
A. Salary and Wages		
Salary to staff/company secretary	6,60,000.00	5,98,065.00
Director's Remuneration		
Moon Goyal	-	1,32,000.00
Ashok Kumar Agarwal	-	1,32,000.00
Satish Kumar Goyal	-	1,32,000.00
Independent Director Sitting Fees	2,00,000.00	1,20,000.00
Total In Rs.	**8,60,000.00**	**11,14,065.00**
Note - 20		
Finance Cost		
Bank Charges	550.00	600.00
Total In Rs.	**550.00**	**600.00**

O. P. CHAINS LIMITED

XXV (25TH) ANNUAL GENERAL MEETING

Note-21

Other Expenses		
Auditor'S Remuneration		
For Statutory Audit	40,000.00	40,000.00
For Tax Audit	10,000.00	10,000.00
GST Expenses	-	11,688.00
Insurance Expenses	4,342.11	16,296.00
Legal and Professional Expenses		
Professional Expenses	2,64,000.00	52,500.00
Internal Audit Expense	25,000.00	20,000.00
Misc. Exp		
Big Share service Expense	64,000.00	45,000.00
BSE Annual listing fees	25,000.00	25,000.00
CDSL Expenses	22,500.00	22,500.00
General shop expenses	3,530.00	17,580.00
NSDL Annual Fees	32,500.00	32,500.00
Web Hostling and Domain Renewal expenses	13,050.00	19,100.00
ROC Expenses	26,000.00	2,400.00
Interest on TCS /TDS	150.00	-
Round off	2.03	-
Rent	6,000.00	6,000.00
Telephone Expenses	17,202.45	19,680.57
Electricity Expenses	1,30,726.00	1,33,507.00
Advertisement Expenses	9,856.00	9,856.00
E-Voting and Other Expense	-	5,000.00
Total In Rs.	**6,93,858.59**	**4,88,607.57**

Note-22

Basic Earning per Share		
Earning per share has been computed as under:		
(i) Earnings attributable to equity shareholders	1,03,39,097.45	2,71,45,297.46
(ii) Weighted Average of outstanding Equity Shares *	68,50,000.00	68,50,000.00
(iii) Basic Earning per share	1.51	3.96
*Weighted Average of Outstanding Equity Shares		
(i) Opening no. of shares	68,50,000.00	68,50,000.00
Weights	1.00	1.00
(ii) Allotment made during the year	-	-
Weights	-	-
	-	-
Weighted Average	6,85,000.00	6,85,000.00

Note-22A

Tax expense relating to prior years		
Interest On Income Tax	59,569.00	-

O. P. CHAINS LIMITED

Corporate Identification Number: L27205UP2001PLC026372

8/16A, Seth Gali, Agra, 282003

Notes to financial statements for the year ended 31st March 2026

Note No. 1

1.1 Background and Nature of operations

The company was incorporated as a public limited company under the name and style as O.P Chains Limited with the Registrar of Companies; vide Certificate of Incorporation dated 4th Dec, 2001. The Company is engaged in trading of Silver Bullion and Jewelry.

1.2 Significant Accounting Policies:

1.2.1 (a) Basis of preparation of financial statements:

The financial statements are prepared on an accrual basis of accounting and in accordance with the generally accepted accounting principles in India. The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. and as per the guidelines issued by Securities Exchange Board of India (SEBI). The financial statements have been prepared on an accrual basis and under the historical cost convention.

(b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of asset and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.2.2 Inventories:

a) Raw materials and Finished goods have been valued at Cost or Net Realizable Value whichever is lower.

1.2.3 Significant Events occurring after the Balance Sheet date: -

Adjustments to assets and liabilities are made for events occurring after the balance sheet date that provide additional information materially affecting the determination of the amount of assets and liabilities relating to condition existing at the balance sheet date.

1.2.4 Fixed assets:

(a) Tangible Fixed Assets are stated at cost less depreciation. The cost of an asset comprises its purchase price and any directly attributable cost for bringing the asset to working condition for its intended use.

1.2.5 Depreciation and amortization:

"Depreciation on property, plant & equipment assets have been provided on written down value method using the rates arrived at based on the useful lives prescribed under the Schedule II to the Companies Act, 2013 as below:

Type of Assets	Useful Life
Plant & Machinery	15 Years
Vehicle	8 Years
Office Equipment	5 Years
Computers	3 Years
Building	60 Years
Furniture and Fittings	10 Years

Depreciation has not been evaluated for this year as all the Fixed Assets are at their scrap value which is 5% of their cost.

1.2.6 Revenue Recognition:

The entity has a policy to recognize revenue from sale of goods and other income arising from use of resources when significant risk and rewards of ownership are transferred to the buyer and as regards other claims and benefit relating thereto when there is reasonable certainty of its ultimate collection.

1.2.7 Employee Benefits: RETIREMENT BENEFITS

The entity is not registered under such Act as the number of employees in the entity is under the prescribed limit. Hence the entity is not liable to take registration under such Act.

1.2.8 Taxes on Income

(a) Income Tax: - Tax on income for the current period is determined on the basis of taxable income and tax credit computed in accordance with the provisions of the Income Tax Act, 1961 and based on the expected outcome of assessment/appeal.

(b) Deferred Tax: - Deferred tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

1.2.9 Impairment of assets:

The carrying amounts of assets are reviewed at the balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its expected recoverable amount.

1.2.10 Provisions and contingent liabilities:

Provisions and Contingent Liabilities are accounted in conformity with Accounting Standard–29- "Provisions, Contingent Liabilities and Contingent Assets", accordingly, (a)

The Company creates a provision when there is a present obligation as a result of an obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the outflow.

(b) A disclosure for a contingent liability is made when there is a possible obligation or a recent obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.3 In the opinion of the Board, the value on realization of current assets, Loans & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance sheet.

1.4 Cash Flow Statement

The Cash Flow Statements has been prepared by using Indirect method, whereby profit before tax is adjusted for the effects of transactions of non - cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

1.5 Disclosures for other Accounting Standards which are not covered above, which lay down recognition, measurement and disclosure requirements, are not applicable to the Entity as the entity does not fall within the requirement mentioned in the respective accounting standards.

1.6 Foreign Currency Transactions

Transactions in currencies other than the Company's functional currency (i.e. foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. The company's financial statements are presented in INR, which is also the company's functional currency. Therefore, there is no foreign currency transactions during the year.

23 There is no immovable property whose whole title deed is not held in the name of the company.

24 According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

25 Disclosure in respect of loans or advances in nature of loans, repayable on demand, granted to promoters, directors, KMPs and the related parties.

a) As on 31.03.2026

Type of borrower	Amount of loan or advance in the nature of the loan outstanding	% to the total Loans and Advances in the nature of the loans
Promoters	-	NA
Directors		NA
KMPs	-	NA
Related Parties	23,16,60,294.00	100%

b) As on 31.03.2025

Type of borrower	Amount of loan or advance in the nature of the loan outstanding	% to the total Loans and Advances in the nature of the loans
Promoters	-	NA
Directors	-	NA
KMPs	-	NA
Related Parties	21,91,80,700.00	100%

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26 In the opinion of Board, the current assets and loans and advances, if realized in the ordinary course of business have value on realisation at least to the amount at which these are stated in the balance sheet date. The provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.

27 The Company had not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

28 The Company has no transactions with struck off companies under section 248 of the Companie Act, 2013 or section 560 of Companies Act, 1956.

29 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

30 The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries), or"

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries"

31 The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or"

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

32 There is no Scheme of Arrangements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

33 Segment Reporting :

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108 the business activities has been classified as "Traders in Bullion and ornaments of gold and silver segments".

34 As informed from management no balances are outstanding for more than 45 days at the balance sheet date to the suppliers registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006.

35 Earning per share:

Basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equities shares outstanding during the year. The weighted average number of equities shares outstanding during the year is adjusted for treasury shares. For the purpose of calculating diluted earnings per share, net profit / (loss) after tax for the year attributable to the equity shareholders is divided by the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares and is adjusted for the treasury shares held by the Holding Company to satisfy the exercise of the share options by the employees.

PARTICULARS	2025-26	2024-25
Calculation of Basic EPS		
Net Profit attributable to equity shareholders	1,03,39,097.45	2,71,45,297.46
Weighted average of no. of equity shares	68,50,000.00	68,50,000.00
Basic EPS	1.51	3.96
Nominal Value per share	10.00	10.00

36 Related Party Disclosure

A. As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

Sr. No.	Name of party	Relation	Nature of Transaction	Volume of Transaction		Amount outstanding Receivable/(Payable)	
				31.03.2026	31.03.2025	31.03.2026	31.03.2025
1	Ashok kumar Goyal	Director	Remuneration	-	-	-	-
2	Moon Goyal	Director	Remuneration	-	-	-	-
3	Satish Kumar Goyal	Director	Remuneration	-	-	-	-
4	YTT Industries Private Ltd.	Director's Relative concern	Loans & Advances	1,24,79,594.00	-	23,16,60,294.00	21,91,80,700.00
5	O. P. Chains Company	Directors Concern	Sales	1,42,09,472.00	-	-	-

B List of enterprises in which directors exercise significant influence

Particulars	Relationship
	-

C List of Related Parties where control exists:

S.No.	Related Parties	Relation
1	Ashok kumar Goyal	Whole Time Director
2	Moon Goyal	Whole Time Director
3	Satish Kumar Goyal	Managing Director
4	Abhishek Sharma	Director
5	Nikhil Sundrani	Director
6	Swapnla Gupta	Director
7	Praneeta Varshney	Director
8	Sohini Bansal	Director

37 Addition Information as per Schedule-III

Sr. no.	Particulars	2025-26	2024-25
a)	C. I. F. value of import	-	-
b)	Expenditure in foreign currency during the financial year	-	-
c)	Earning in foreign exchange	-	-
d)	Percentage of domestic product used	100%	100%
e)	Amount remitted during the year in foreign currency on account of dividend	NIL	NIL

38 Borrowing Costs

General and specific borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of such asset till such time the asset is ready for its intended use and borrowing costs are being incurred. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred. Therefore, there is no borrowing costs during the year.

39

Sr. No	Ratio	Numerator	Denominator	2026	2025	Variance	Reason for variance
a	Current Ratio	Total Current Assets	Total Current Liabilities	39.22	17.25	127.36%	Due to Decrease in Current Liabilities
b	Debt-Equity Ratio	Total Borrowings	Total Equity	0.00	0.00		Due to Zero Borrowings
c	Debt Service Coverage Ratio	Earning for Debt Service = Net Profit after taxes + Non-cash expenses + Interest on debt	Debt service = Interest + Principal repayments	0.00	0.00		Due to Zero Borrowings
d	Return on Equity Ratio	Profit after tax	Average Total Equity	15.09%	39.63%	-61.91%	Due to Decrease in Revenue from Operation
e	Inventory Turnover Ratio	Purchases of stock in Trade + Change in Inventory	Average Stock	-	2.00	-100.00%	Due to Zero Opening and Closing Inventory
f	Trade Receivable Turnover	Revenue from Operations	Average Trade Receivables	0.13	0.53		Due to Decrease in Revenue from Operation
g	Trade Payables Turnover Ratio	Net purchase = Purchase of Stock in trade + Purchase of Raw Material	Trade Payables	0.00	0.00		Due to Zero Trade Payables
h	Net Capital Turnover Ratio	Revenue from Operations	Working Capital = Total Current Asset - Total Current Liabilities	0.13	0.54	-76.04%	Due to Decrease in Revenue from Operation
i	Net Profit Ratio	Profit after tax	Turnover	53.49%	33.17%	61.26%	Decrease in Turnover
j	Return on Capital Employed	Earning before finance cost and tax	Capital employed = Total Equity + Debt	3.66%	9.70%	-62.30%	Due to decrease in earnings.
k	Return on Investment	Interest Income + Dividend Income + Profit on sale of Mutual Fund & Shares	Average Investments	NA	NA		NA

40 DETAILS OF LOANS GIVEN, INVESTMENTS MADE AND GUARANTEE GIVEN COVERED U/S 186 (4) OF THE COMPANIES ACT, 2013

Loans given and Investments made are given under the respective heads.

41 The figures of the previous year have been regrouped/reclassified, where necessary, to conform with the current year's classification.

There has been no prior period or extra-ordinary item of income or expenditure which has been entered in the books of accounts during the year.

42 Cash and Cash equivalents

Cash and cash equivalents comprise of cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

43 Recognition of defered tax assets and liabilities

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax liability / asset that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

44 Accounting for employee benefits (INDAS-19)

a Defined Benefit Plan

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations conducted annually by an independent actuary. Re-measurements, including actuarial gains and losses, changes to the asset ceiling, and returns on plan assets (excluding net interest), are immediately reflected in the Balance Sheet with corresponding adjustments in Other Comprehensive Income (OCI). Past service costs, both vested and unvested, are recognized as expenses upon plan amendment or curtailment/settlement. Gains or losses from curtailment or settlement are recognized immediately in the Statement of Profit and Loss. The balance sheet reflects the present value of defined benefit obligations minus the fair value of plan assets. However no such expenses are recognised during current period."

b Defined Contribution Plan

Contributions to defined contribution plans are recognized as expenses when employees render services entitling them to such benefits. As there were no contributions to defined contribution plans, no expenses were recognized for the year.

For and on Behalf of Board of Directors of

Satish Kumar Goyal	**Moon Goyal**
DIN:00095295	**DIN**:06831411
Managing Director	**Additional Whole Time Director**
Amit Kaur Lamba	**Abhay Kumar Pal**
MRN- A74425	CFO
Company Secretary	

1. **For Transfer or any other query relating to Shares of the Company:**

   BIGSHARE SERVICES PRIVATE LIMITED
   Add: Office No. S6-2,6thFloor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093
   Email-Id: info@bigshareonline.com

2. **Any Query on Annual Report:**

   O.P. CHAINS LIMITED
   Add: 8/16 A Seth Gali, Agra, Uttar Pradesh- 282003
   Email Id: opchainscompany@gmail.com

Compliance with Secretarial Standards:

The Institute of Company Secretaries of India, a statutory body, has issued Secretarial Standards on various aspects of corporate law and practices. These standards are mandatory in nature; the Company has complied with each one of them. The company has complied with the SS-1 and SS-2 issued by ICSI.

NOTES