Date: 04th September, 2026

To,
Listing Department
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai- 400001

Scrip Code: 531677

ISIN: INE588E01026

Subject: Submission of Annual Report along with Notice of 31st Annual General Meeting.

Dear Sir/Madam,

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the Financial Year 2025-26, including the Notice convening the 31st Annual General Meeting of the Company.

You are requested to kindly take the above information on record.

Thanking you,
Yours Faithfully,
For **Aris International Limited**

Digitally signed by DINESH PARMESWAR DHANGARE

Mr. Dinesh Dhangare
Director
DIN: 11418438

ARIS INTERNATIONAL LIMITED

ANNUAL REPORT

2025-2026

BOARD AND MANAGEMENT

- Dinesh Parmeswar Dhangare (Executive Director)
- Santosh Babarao Hambare (Non-Executive Non-Independent Director)
- Eknath Ramkrushna Bade (Independent Director)
- Gauri Agarwal (Company Secretary and Compliance Officer)

STATUTORY AUDITORS

M/s BM Gattani & Associates,
Chartered Accountants,

SECRETARIAL AUDITORS

M/s. HRU & Associates,
Practicing Company Secretaries

REGISTRAR & SHARE TRANSFER AGENTS

Maheshwari Datamatics Private Limited
23, R N Mukherjee Road, 5th Floor, Kolkata – 700001
Phone: 033 22435029 / 22482248
Email : contact@mdplcorporate.com

REGISTERED OFFICE

Wework Oberoi Commerz II, 20th Floor,
Cts No. 95, 4b, 3 & 4, 590,
Off W. E. Highway, Oberoi Garden City,
Goregaon East (D2), Mumbai – 400063

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Aris International Limited
CIN No. L29130MH1995PLC249667
www.arisinternational.in info@arisintl.com ✆ 91 92234 00434
Office No: WeWork Oberoi Commerz II, 20th Floor, CTS No. 95, 4B, 3 & 4, 590, Off W. E. Highway, Oberoi Garden City, Goregaon East (D2), Mumbai – 400063, Maharashtra

Notice is hereby given that the 31st Annual General Meeting ("AGM") of the Members of the Company will be held on Tuesday, 29th September, 2026 at 01.00 P.M. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2026 together with the Reports of the Board of Directors and the Statutory 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 Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. **To appoint a Director in place of Mr. Dinesh Dhangare (DIN: 11418438), who retires by rotation 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, if any, of the Companies Act, 2013, Mr. Dinesh Dhangare (DIN: 11418438), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **Appointment of Mr. Dinesh Dhangare (DIN: 11418438) as 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, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Dinesh Dhangare (DIN: 11418438), who was appointed as an Additional Director of the Company with effect from 15th December, 2025 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority."

4. **Appointment and Change in Designation of Mr. Dinesh Dhangare (DIN: 11418438) from Director to Managing Director of the Company;**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded for the appointment and change in designation of Mr. Dinesh Dhangare (DIN: 11418438**)** from Director to Managing Director of the Company with effect from 15th December, 2025 for a period of five (5) years up to 14th December, 2030, liable to retire by rotation, on such terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority."

5. **Appointment of Mr. Santosh Hambare (DIN: 11523270) as 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, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Santosh Hambare (DIN: 11523270)**,** who was appointed as an Additional Director of the Company with effect from 5th February, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority."

6. **Appointment of Mr. Eknath Bade (DIN: 11523239) as Non-Executive Independent Director of the Company;**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Eknath Bade (DIN: 11523239)**,** who was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 5th February, 2026 and who holds office up to the date of this Annual General Meeting, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment, be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from 5th February, 2026 up to 4th February, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority."

On behalf of the Board of Directors
For Aris International Limited

Sd/-

Dinesh Dhangare
Chairman & Director
DIN: 11418438

Date: 18-08-2026
Place: Mumbai

NOTES

1. The AGM is being held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in accordance with the applicable MCA and SEBI Circulars. Members attending the AGM through VC/OAVM shall be counted for the purpose of quorum under Section 103 of the Companies Act, 2013. Proxy Form, Attendance Slip and Route Map are therefore not annexed to this Notice.

2. Institutional/Corporate Shareholders are required to send a scanned copy of the Board Resolution/Authorisation authorising their representative to attend and vote at the AGM to the Scrutinizer at csajassociates74@gmail.com.

3. The Notice of AGM and Annual Report for FY 2025-26 are being sent electronically to Members whose email addresses are registered with the Company/RTA/Depositories. The same will also be available on the Company's website at www.arisinternational.in and on www.bseindia.com. A web-link letter shall be sent to Members whose email IDs are not registered.

4. Pursuant to Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI Listing Regulations, the Company is providing remote e-voting and e-voting during the AGM through Central Depository Services (India) Limited ("CDSL").

5. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off Date, Tuesday, 22nd September, 2026.

6. The remote e-voting period shall commence on Saturday, 26th September, 2026 at 9:30 A.M. (IST) and end on Monday, 28th September, 2026 at 5:00 P.M. (IST). Thereafter, the e-voting module shall be disabled by CDSL.

7. Members who have already cast their vote through remote e-voting may attend the AGM through VC/OAVM but shall not be entitled to vote again during the AGM.

8. Members who are present at the AGM through VC/OAVM and have not cast their vote through remote e-voting shall be eligible to vote through the e-voting facility available during the AGM.

9. Members may join the AGM through VC/OAVM 15 minutes before and after the scheduled time of commencement of the AGM by following the instructions provided in this Notice.

10. The Board of Directors of the Company has appointed M/s. Ajay Yadav & Associates, Practising Company Secretaries, represented by Mr. Ajay Yadav (Membership No. A75958 and Certificate of Practice No. 27919), as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

11. Members who wish to express their views or ask questions may register themselves as speakers by sending their request to info@arisintl.com within the timeline specified by the Company.

12. All documents referred to in this Notice shall be available for electronic inspection by Members up to the date of the AGM.

13. Members holding shares in physical form are requested to update their PAN, KYC, bank details and nomination with the RTA in accordance with applicable SEBI requirements.

For any queries relating to e-voting or participation in the AGM, Members may contact CDSL at helpdesk.evoting@cdslindia.com or Toll-Free No. 1800 21 09911.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

(i) The voting period begins on Saturday, 26th September, 2026 at 9:30 A.M. (IST) and ends on Monday, 28th September, 2026 at 5:00 P.M. (IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the Cut-off Date of Tuesday, 22nd September, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL.

(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 shareholder's/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

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

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

(ix) Click on the EVSN for the relevant Aris International Limited on which you choose to vote.

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

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

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

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

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

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

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

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

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

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

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

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

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

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

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

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

7. Shareholders who wish to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, along with their name, demat account number/folio number, email ID and mobile number, to info@arisintl.com on or before Friday, 11th September, 2026. Shareholders who do not wish to speak but have queries may send the same to the above email ID by the said date. The Company will suitably respond to such queries by email.

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

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

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE

As required under Section 102(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider for approval of the Resolution Nos. 3 to 6.

Item No. 3: Appointment of Mr. Dinesh Dhangare (DIN: 11418438) as Director of the Company;

Mr. Dinesh Dhangare (DIN: 11418438) was appointed as an Additional Director of the Company with effect from 15th December, 2025 pursuant to the provisions of the Companies Act, 2013 and holds office up to the date of the ensuing Annual General Meeting.

Considering his experience and contribution towards the affairs of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, approved his appointment as Director of the Company, subject to approval of the Members.

The Company has received necessary declarations, consents and confirmations including confirmation regarding non-disqualification under the Companies Act, 2013.

Except Mr. Dinesh Dhangare and/or his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4: Appointment and Change in Designation of Mr. Dinesh Dhangare (DIN: 11418438) from Director to Managing Director of the Company;

Mr. Dinesh Dhangare (DIN: 11418438) was appointed as an Additional Director of the Company with effect from 15th December, 2025 pursuant to the provisions of the Companies Act, 2013 and holds office up to the date of the ensuing Annual General Meeting.

Considering his experience, knowledge and contribution towards the affairs of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, approved his appointment as Director and change in designation as Managing Director of the Company for a period of five consecutive years commencing from 15th December, 2025 up to 14th December, 2030, subject to approval of the Members.

The appointment shall be on such terms and conditions as approved by the Board of Directors and as may be permissible under the provisions of the Companies Act, 2013 and Schedule V thereto.

The Company has received necessary declarations, consents and confirmations from Mr. Dinesh Dhangare including confirmation regarding non-disqualification under the Companies Act, 2013.

Except Mr. Dinesh Dhangare and/or his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

Item No. 5: Appointment of Mr. Santosh Hambare (DIN: 11523270) as Director of the Company

Mr. Santosh Hambare (DIN: 11523270) was appointed as an Additional Director in the category of Non-Executive Non-Independent Director of the Company with effect from 5th February, 2026 pursuant to the provisions of the Companies Act, 2013 and holds office up to the date of the ensuing Annual General Meeting.

Mr. Santosh Hambare has experience in accounting functions and possesses working knowledge of financial records, compliance requirements and basic corporate procedures.

Considering his experience and knowledge, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, approved his appointment as Non-Executive Non-Independent Director of the Company, subject to approval of the Members.

The Company has received necessary declarations, consents and confirmations including confirmation regarding non-disqualification under the Companies Act, 2013.

Except Mr. Santosh Hambare and/or his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

Item No. 6: Appointment of Mr. Eknath Bade (DIN: 11523239) as Non-Executive Independent Director of the Company;

Mr. Eknath Bade (DIN: 11523239) was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 5th February, 2026 pursuant to the provisions of the Companies Act, 2013 and holds office up to the date of the ensuing Annual General Meeting.

Mr. Eknath Bade has experience in accounting and finance, with working knowledge of basic accounting principles, statutory compliances and financial reporting.

The Company has received the requisite consent and declarations from Mr. Eknath Bade, including a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations, and that he is not disqualified from being appointed as a Director under the applicable provisions of the Act.

Considering his experience, knowledge and expertise, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that his association with the Company would be beneficial to the Company and accordingly approved his appointment as a Non-Executive Independent Director for a term of five consecutive years commencing from 5th February, 2026 up to 4th February, 2031, not liable to retire by rotation, subject to approval of the Members.

Except Mr. Eknath Bade and/or his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.
Accordingly, the Board recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.

Annexure

Details of Directors seeking appointment/re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings

Description	**Details**
Name of the Director	Mr. Dinesh Dhangare
Designation	Managing Director
Nationality	Indian
DIN	11418438
Date of Appointment	15th December, 2025
Qualification and Experience	Mr. Dinesh Dhangare is a graduate with foundational knowledge in business and corporate practices. He possesses exposure to general administration, compliance orientation, and organizational processes. With a disciplined and professional approach, he brings fresh perspective and supports the Board through constructive participation in governance matters. His academic background and practical outlook are expected to add value to the Company's decision-making and oversight functions.
Number of Board meetings attended FY:2025-26	Two (2)
List of Directorship held in all the Companies	Nil
Membership/ Chairmanship of Committees of Board of Directors in all the Companies	Aris International Limited: Member of Audit Committee, Nomination Remuneration Committee and Stakeholder Relationship Committee
Listed entities from which the person has resigned in the past 3 years	Not Applicable
Shareholding in Company	Not Applicable
Relationship between directors *inter se* and other KMP of the Company	Not Applicable
Terms and conditions of appointment with details of remuneration last drawn	Appointment as Managing Director for a period of five consecutive years commencing from 15th December, 2025 up to 14th December, 2030, liable to retire by rotation.
Remuneration sought to be paid	Nil

Description	**Details**	**Details**
Name of the Director	Mr. Santosh Babarao Hambare	Mr. Eknath Ramkrushna Bade
Designation	Additional Director – Non-Executive Non-Independent	Additional Director – Non-Executive Independent.
Nationality	Indian	Indian
DIN	11523270	11523239
Date of Appointment	5th February, 2026	5th February, 2026
Qualification and Experience	Mr. Santosh Babarao Hambare has experience in accounting functions and possesses working knowledge of financial records, compliance requirements, and basic corporate procedures	Mr. Eknath Ramkrushna Bade has experience in accounting and finance, with working knowledge of basic accounting principles, statutory compliances, and financial reporting.
Number of Board meetings attended FY:2025-26	1	1
List of Directorship held in all the Companies	Not Applicable	Not Applicable
Membership/ Chairmanship of Committees of Board of Directors in all the Companies	Aris International Limited: Member of Audit Committee and Nomination Remuneration Committee and Chairperson of Stakeholder Relationship Committee	Aris International Limited: Chairperson of Audit Committee and Nomination Remuneration Committee and Member of Stakeholder Relationship Committee
Listed entities from which the person has resigned in the past 3 years	Not Applicable	Not Applicable
Shareholding in Company	Not Applicable	Not Applicable
Relationship between directors *inter se* and other KMP of the Company	Not Applicable	Not Applicable
Terms and conditions of appointment with details ofremuneration last drawn	Appointment as Non-Executive Non-Independent Director, liable to retire by rotation.	Appointment as Non-Executive Independent Director for a term of five consecutive years commencing from 5th February, 2026 up to 4th February, 2031, not liable to retire by rotation.
Remuneration sought to be paid	Not Applicable	Not Applicable
Skills and capabilities required / Justification for appointment	Not Applicable	Experience in accounting, finance, statutory compliances and financial reporting and ability to provide independent oversight.

BOARDS' REPORT

Dear Members,

Your Directors are pleased to present the 31st Annual Report and the Company's Audited Accounts for the financial year ended 31st March, 2026.

1. **Financial Results**

Particulars	Amount (₹ in lakhs)	Amount (₹.)
	2025-26	**2024-25**
Total Income	20.43	21.58
Total Expenditure	49.39	17.18
Profit/(Loss) Before Taxation	(28.96)	4.40
Net Profit/Loss	(28.96)	4.40
Transfer to General Reserves	NIL	NIL

2. **Dividend**

The Company has not earned enough profits to recommend Dividend to the Members and therefore your Directors do not recommend any dividend on equity shares for the year under review.

3. **Transfer to Reserve**

The Company has not transferred any amount to the General Reserves during the year.

4. **Management Discussion & Analysis Reports**

The Management Discussion and Analysis Report for the financial year ended 31st March, 2026, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this Annual Report and is annexed to this Report as **Annexure-I.**

5. **Deposits**

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

6. **Borrowing From Directors**

During the year under review, the Company has not borrowed any funds from any of its Directors.

7. Particulars of Loans, Guarantees or Investments

The particulars of loans, guarantees and investments have been disclosed in the financial statement. The details of the investments made by Company, if any, are given in the notes to the financial statements.

8. Internal Control Systems and their Adequacy

The Company has an Internal Control System, commensurate with the size, scale and nature of its operations. The scope and authority of the Internal Audit function is defined by the Audit Committee. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the suggestions of internal audit function, Management undertakes corrective action in their respective areas and thereby strengthens the controls.

9. Corporate Governance

As per Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the Corporate Governance provisions as specified in regulation 17 to 27 and clause (b) to (i) [and (t)] of sub-regulation (2) of regulation 46 and Para C, D, and E of Schedule V shall not apply to the company having Paid up Equity Share Capital not exceeding Rs. 10 Crore and Net Worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year. The Company is covered under the exception given under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, therefore Company is not required to comply with the said provisions.

10. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) Conservation of energy: N.A.
(i) the steps taken or impact on conservation of energy;
(ii) the steps taken by the Company for utilizing alternate sources of energy;
(iii) the capital investment on energy conservation equipment's;

(B) Technology absorption: N.A.
(i) the efforts made towards technology absorption;
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year: -
(a) the details of technology imported;
(b) the year of import;
(c) whether the technology been fully absorbed;
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and

(iv) the expenditure incurred on Research and Development.

(C) Foreign exchange earnings and Outgo:
The Company had no foreign exchange earnings and outgo during the financial year.

11. Directors and Key Managerial Personnel

Director Retiring by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Dinesh Dhangare (DIN: 11418438) retires by rotation at the ensuing 31st Annual General Meeting and, being eligible, offers himself for re- appointment.

During the year under review, following appointments were made:

a) Mr. Dinesh Dhangare (DIN: 11418438) was appointed as an Additional Director of the Company with effect from 15th December, 2025. The Board has proposed his appointment as a Director at the ensuing 31st Annual General Meeting. Further, the approval of the Members is also being sought for his appointment and change in designation from Director to Managing Director of the Company for a period of five years commencing from 15th December, 2025 up to 14th December, 2030.

b) Mr. Eknath Bade (DIN: 11523239) was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 5th February, 2026. The Board has proposed his appointment as a Non-Executive Independent Director of the Company for a term of five consecutive years commencing from 5th February, 2026 up to 4th February, 2031, not liable to retire by rotation, at the ensuing 31st Annual General Meeting.

c) Mr. Santosh Hambare (DIN: 11523270) was appointed as an Additional Director in the category of Non-Executive Non-Independent Director of the Company with effect from 5th February, 2026. The Board has proposed his appointment as a Director of the Company, liable to retire by rotation, at the ensuing 31st Annual General Meeting.

During the financial year under review, the Board accepted the resignations of the following Directors:

a) Mr. Nitin Kumar Bhalotia (DIN: 02067326), Managing Director, resigned from the Board with effect from 14th May, 2025 due to other professional commitments.

b) Ms. Baljeet Kaur (DIN: 08430395), Executive Director, resigned from the Board with effect from 15th December, 2025 due to other professional commitments.

c) Mr. Shashi Raghavan Acharya (DIN: 09573686), Non-Executive Independent Director, resigned from the Board with effect from 13th February, 2026 due to other professional commitments.

d) Mr. Chanakya Chirag Agarwal (DIN: 05136288), Whole-Time Director, resigned from the Board with effect from 13th February, 2026 due to other professional commitments.

Key Managerial Personnel

a) Mr. Pravin Chauhan resigned from the position of Chief Financial Officer and Key Managerial Personnel of the Company with effect from 14th May, 2025 due to other professional commitments.

b) Ms. Gauri Agarwal is the Company Secretary and Compliance Officer of the Company.

12. Declaration by an Independent Director(s)

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

13. Change in the Registered Address of the Company

During the year under review and subsequent period, the Board of Directors approved the shifting of the Registered Office of the Company on two occasions. Firstly, the Registered Office was shifted from INS Tower, 7th Floor, Office No. 707, A Wing, Bandra Kurla Complex, Bandra East, Mumbai – 400051 to Office No. 03B124, WeWork Enam Sambhav, C-20, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051, within the same city, State and jurisdiction of the Registrar of Companies, with effect from 14th May, 2025.

Thereafter, the Registered Office of the Company was further shifted from WeWork Enam Sambhav, C-20, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051 to WeWork Oberoi Commerz II, 20th Floor, CTS No. 95, 4B, 3 & 4, 590, Off Western Express Highway, Oberoi Garden City, Goregaon East (D2), Mumbai – 400063, within the same city, State and jurisdiction of the Registrar of Companies, with effect from 17th June, 2026.

14. Board Evaluation

Pursuant to the provisions of the Schedule IV, clause VIII of the Companies Act, 2013, the Board has carried out an evaluation of its own performance as well as performance of Independent Directors and Board as a whole.

15. Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company is in place and is posted on the website of the Company under Investors Relation Section.

16. Meetings of the Board

During the financial year 2025-26, the Board of Directors of the Company met Seven (7) times. The intervening gap between any two consecutive meetings was within the period prescribed under the Companies Act, 2013 and applicable Secretarial Standards.

The dates on which the Board Meetings were held are as under:

S. No	Date of Meeting
1.	03-04-2025
2.	29-05-2025
3.	14-08-2025
4.	09-10-2025
5.	15-12-2025
6.	05-02-2026
7.	13-02-2026

17. <u>Committees of the Board:</u>

In accordance with the Companies Act, 2013, there are currently 3 Committees of the Board, as follows:

A. Audit Committee;
B. Nomination and Remuneration Committee and
C. Stakeholders’ Relationship Committee

A. <u>AUDIT COMMITTEE:</u>

The Audit Committee has been constituted pursuant to the applicable provisions of Section 177 of the Companies Act, 2013 and the Rules made thereunder.

During the financial year under review, the Audit Committee met Four (4) times on 29th May, 2025, 14th August, 2025, 9th October, 2025 and 13th February, 2026.

As on 31st March, 2026 the Audit Committee comprises of;

Sr. No.	Name of the Members	Designation
1.	Eknath Bade	Chairperson
2.	Santosh Hambare	Member
3.	Dinesh Dhangare	Member

All the recommendations made by the Audit Committee were accepted by the Board of Directors of the Company.

B. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee has been constituted pursuant to the applicable provisions of Section 178 of the Companies Act, 2013 and the Rules made thereunder.

During the financial year under review, the Nomination and Remuneration Committee met Three (3) times on 3rd April, 2025, 15th December, 2025 and 5th February, 2026.

As on 31st March, 2026, the Nomination and Remuneration Committee comprises of;

Sr. No.	Name of the Members	Designation
1.	Eknath Bade	Chairperson
2.	Santosh Hambare	Member
3.	Dinesh Dhangare	Member

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee has been constituted pursuant to the applicable provisions of Section 178 of the Companies Act, 2013 and the Rules made thereunder.

During the year under review, one [1] Meeting of the Stakeholders' Relationship Committee was held on 13th February, 2026.

As on 31st March, 2026 the Stakeholders' Relationship Committee comprises of;

Sr. No.	Name of the Members	Designation
1.	Santosh Hambare	Chairperson
2.	Eknath Bade	Member
3.	Dinesh Dhangare	Member

18. Directors' Responsibility Statement as Required Under Section 134(3)(C) of the Companies Act, 2013.

The Directors state that: -

a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation by way of notes to accounts relating to material departures;

b. The selected accounting policies were applied consistently and the judgments and estimates made by them are reasonable and prudent so as to give true and fair view of the state of affairs of the Company as at 31st March 2026 and of the loss for the year ended on that date;

c. The proper and sufficient care has been taken 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;
d. The annual accounts have been prepared on a going concern basis;
e. The Directors had laid down internal financial controls to be followed by the Company and that such internal controls are adequate and were operating effectively;

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

19. Material Changes & Commitments

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

20. Maternity Benefit

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961 and the rules made thereunder, wherever applicable. The Company is committed to providing a safe, supportive and non-discriminatory work environment to its employees and extends maternity-related benefits in accordance with the applicable statutory requirements.

During the financial year under review, the Company continued to ensure compliance with the applicable provisions relating to maternity leave and other benefits prescribed under the said Act.

21. Change in nature of business:

There was no change in nature of business during the year under review.

22. Policy of Directors' Appointment and Remuneration

In terms of Section 178 of the Companies Act, 2013 the policy on Nomination and Remuneration of Directors, Key Managerial Personnel (KMP), Senior Management and other employees of the Company has been formulated by the Nomination and Remuneration Committee of the Company and approved by the Board of Directors. This policy acts as a guideline for determining, inter-alia, qualifications, positive attributes and independence of a Directors, matter relating to the remunerations, appointment, removal and evaluation of performance of the Directors, Key Managerial Personnel, Senior Management and other employees.

23. Extract of Annual Return

A copy of the annual return for the year ended 31st March 2026 is uploaded on the website of the Company at https://www.arisinternational.in/ in terms of sub-section (3) of section 92 of the Companies Act, 2013.

24. Related Party Transactions

There were no related party transactions that were required to be entered into during the financial year. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

The Policy on Related party Transactions has been published on the Company's website under the Investors Section at https://www.arisinternational.in/.

25. Subsidiary Companies, Joint Venture or Associate Companies

The Company does not have any Subsidiary Company, Joint Venture or Associate Companies during the year under review.

26. Code of Conduct

The Code has been prepared and is posted on the website of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts.

27. Vigil Mechanism / Whistle Blower Policy (WBP)

The WBP is in place and is posted on the website of the Company at https://www.arisinternational.in/.

28. Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Compliance Officer is responsible for implementation of the Code.

The code of prevention of Insider Trading and fair disclosures is there on the website of the Company.

All Board Directors and the designated employees have confirmed compliance with the Code

29. Auditors and Auditors Report

a) Statutory Auditor

Pursuant to provisions of Section 139, M/s B.M. Gattani & Co., Chartered Accountants, (Firm Registration No. – 113635W), were appointed as Statutory Auditors of your Company at the 29th Annual General Meeting of the Company, for a term of five consecutive years and that they hold office until the conclusion of 34th Annual General Meeting of the Company.

The Notes on financial statements referred to in the Auditors Report are self–explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

b) Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company appointed M/s. HRU & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company for the financial year 2025-26.

The Secretarial Audit Report is annexed to this Report as "Annexure-B"

c) Internal Auditor

The Board of Directors appointed M/s. C. C. Patil & Co. as the Internal Auditor of the Company for the financial year 2025-26 to carry out the internal audit of the Company in accordance with the applicable provisions of the Companies Act, 2013.

30. Listing of Equity Shares

The Equity Shares of the Company are listed on BSE Limited.

31. Corporate Social Responsibility

Social Welfare Activities has been an integral part of the Company since inception. The Company is committed to fulfill its social responsibility as a good corporate citizen. However, the Company is not covered by the provisions of Section 135 of the Companies Act, 2013, as it does not satisfy the conditions of Net Worth and Net profit as laid down therein.

32. Confirmation of Compliance of Secretarial Standards

The Company has complied with applicable Secretarial Standards during the year under review.

33. Details in Respect of Frauds Reported by Auditors Pursuant to Section 143(12) of the Companies Act, 2013

During the year under report there were no incidences of fraud against the Company reported by Auditors.

34. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016

During the year under report there was no application made or any proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016.

35. Particulars of Employees

During the financial year under review, no employee of the Company was in receipt of remuneration exceeding the limits prescribed under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, the disclosure under the said provisions is not applicable to the Company.

36. Disclosure on establishment of a Risk Management Policy

Pursuant to section 134(n) of the Companies Act, 2013 and Regulation 17(9) of SEBI Listing Regulations, 2015, your company has a Risk Management framework to identify, evaluate business risk and opportunities. Risk management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/ control the probability and / or impact of unfortunate events or to maximize the realization of opportunities.

Your Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. Your Company's management systems, organizational structures, processes, standards, code of conduct and behaviours governs how the Group conducts the business of the Company and manages associated risks.

37. The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has in place a policy for prevention of Sexual Harassment at the Workplace in line with the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The policy on Prevention of Sexual Harassment at Workplace aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behaviour. During the year ended 31st March, 2026:

- Number of complaints of sexual harassment received in a year –Nil
- Number of complaints disposed of during the year – Nil
- Number of cases pending for more than 90 days – Nil

The Company is not required to form an internal complaint committee under section 4 of the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year no complaint was filed in the Company.

38. Details of Designated Person:

As per the provisions of Rule 9(4) of the Companies (Management and administrative), Rules 2014, Mr. Dinesh Dhangare has been appointed as the designated person who shall be responsible for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the company. However, during the year under review no beneficial interest was created in the shares of the Company and the necessary details of the designated person will be furnished in the Annual return filed by the Company for the financial year 2025-2026, if applicable.

39. Acknowledgements

The Board of Directors wish to place on record their appreciation for the support extended by the bankers, business associates, clients, consultants, auditors, shareholders of the Company for their continued co-operation and support.

The Board of Directors would also like to place on record their sincere appreciation for the co-operation received from the Local Authorities, Stock Exchange and all other statutory and/or regulatory bodies.

On behalf of the Board of Directors
For Aris International Limited

Sd/-

Dinesh Dhangare
Chairman & Director
DIN: 11418438

Date: 18-08-2026
Place: Mumbai

ANNEXURE-I

Management Discussion and Analysis Report for the Financial Year ended 31st March, 2026.

LISTED ENTITY'S PHILOSOPHY

The Company believes that good Corporate Governance is essential for sustainable growth, transparency, accountability and enhancement of stakeholder value. The Company is committed to conducting its business in an ethical and responsible manner and to maintaining high standards of integrity, fairness and transparency in its dealings with all stakeholders.

The Company continuously strives to strengthen its governance practices and compliance framework in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is engaged in evaluating and undertaking business opportunities in accordance with the objects set out in its Memorandum of Association. The objects of the Company permit it to undertake activities across various sectors, including trading, information technology, real estate and other allied activities.

During the financial year under review, the Company continued to evaluate suitable business opportunities in accordance with its objects and business strategy. The management remains focused on strengthening the operations of the Company while maintaining prudent financial and regulatory discipline.

B. OPPORTUNITIES AND THREATS

Opportunities

- Opportunities arising from changing market and economic conditions.
- Growth opportunities in sectors permitted under the objects of the Company.
- Technological developments and increasing digitisation of business activities.
- Opportunities to diversify and strengthen the Company's operations.
- Continued economic and regulatory developments supporting business growth.

Threats

- Changes in economic and market conditions.
- Changes in regulatory and taxation policies.
- Increasing competition in the sectors in which the Company may operate.
- Operational and business risks.
- Adverse economic conditions affecting business opportunities and profitability.

C. SEGMENT-WISE / PRODUCT-WISE PERFORMANCE

During the financial year under review, the Company continued to evaluate business opportunities in accordance with its objects and focused on improving its operational and financial performance.

D. OUTLOOK

The business outlook of the Company remains dependent on overall economic conditions, market developments, availability of suitable business opportunities and the regulatory environment.

The Company intends to pursue suitable business opportunities in accordance with its objects while adopting a prudent approach towards risk management and compliance. The management remains focused on improving operational performance and creating sustainable long-term value for its stakeholders.

E. RISKS AND CONCERNS

The Company is exposed to various risks including business risk, operational risk, market risk, regulatory risk and risks arising from general economic conditions.

The Company continuously evaluates the risks associated with its operations and takes appropriate measures to monitor and mitigate such risks to the extent possible.

F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system commensurate with the size, nature and complexity of its operations. The internal control systems are designed to ensure proper recording of transactions, safeguarding of assets, compliance with applicable laws and preparation of reliable financial information.

The adequacy and effectiveness of the internal control systems are reviewed periodically and necessary corrective measures are taken wherever required.

G. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the financial year under review, the Company recorded Total Income of Rs. 20.43 lakhs as compared to Rs. 21.58 lakhs in the previous financial year.

The Total Expenditure of the Company stood at Rs. 49.39 lakhs as compared to Rs. 17.18 lakhs in the previous financial year.

Consequently, the Company incurred a Loss Before Tax of Rs. 28.96 lakhs and a Net Loss of Rs. 28.96 lakhs during the financial year 2025-26, as compared to a profit of Rs.4.40 lakhs in the previous financial year.

The management continues to evaluate suitable opportunities for improving the operational and financial performance of the Company.

H. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

The Company recognizes human resources as an important component of its operations. During the financial year under review, the Company continued to maintain a professional and conducive working environment and cordial employee relations.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report describing the Company's objectives, expectations, estimates, projections and outlook may constitute forward-looking statements within the meaning of applicable laws and regulations.

Actual results may differ materially from those expressed or implied due to economic conditions, regulatory changes, market conditions and other factors beyond the control of the Company.

I. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

The details of key financial ratios, including significant changes of 25% or more as compared to the immediately preceding financial year and explanations thereof, wherever applicable, are disclosed in the Notes to the Financial Statements forming part of this Annual Report.

II. CHANGE IN RETURN ON NET WORTH

The details relating to the change in Return on Net Worth as compared to the immediately preceding financial year, along with the reasons thereof, form part of the Financial Statements and Notes thereto annexed to this Annual Report.

III. DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed the applicable Accounting Standards in the preparation of its financial statements. No treatment different from that prescribed under the applicable Accounting Standards has been followed during the financial year under review.

CONCLUSION

The Company remains committed to strengthening its operations through prudent business strategies, effective risk management, regulatory compliance and operational efficiency with an objective of creating sustainable long-term value for its stakeholders.

On behalf of the Board of Directors
For Aris International Limited

Sd/-
Dinesh Dhangare
Chairman & Director
DIN: 11418438

Date: 18-08-2026
Place: Mumbai

OTHER DISCLOSURES PURSUANT TO SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

A. **DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:** During the financial year under review, there were no shares of the Company lying in the Demat Suspense Account or Unclaimed Suspense Account. Accordingly, the disclosure required under Para F of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company.

B. **DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES:** During the financial year under review, there were no agreements requiring disclosure under Para G of Schedule V read with Regulation 30A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

On behalf of the Board of Directors
For Aris International Limited

Sd/-

Dinesh Dhangare
Chairman & Director
DIN: 11418438

Date: 18-08-2026
Place: Mumbai

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
Aris International Limited
WeWork Oberoi Commerz II, 20th Floor,
CTS No. 95, 4B, 3 & 4, 590,
Off Western Express Highway, Oberoi Garden City,
Goregaon East (D2), Mumbai – 400063, Maharashtra

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Aris International Limited ("the Company"). The Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the Company's corporate conduct and statutory compliances and for expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed, and other records maintained by Aris International Limited for the financial year ended 31st March, 2026 in accordance with the provisions of:

(i). The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made thereunder;
(iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the year under review)**
   d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the financial year under review)**
   e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable during the year under review);**
   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025; **(Not applicable during the financial year under review)**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021**; (Not Applicable during the year under review)**
h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the financial year under review**)
i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**.**
j) Securities and Exchange Board of India (Depositories and Participants) Regulations 2018.

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

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

During the period under review, as per the explanations and clarifications given to me and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except for the following observations:

1. The Company had not appointed a Woman Director as required under Section 149 of the Companies Act, 2013 read with the applicable Rules made thereunder. Further, the composition of the Board of Directors and the Audit Committee was not in compliance with the applicable provisions of Sections 149 and 177 of the Companies Act, 2013 and the Rules made thereunder.

2. The Company had not appointed Key Managerial Person (KMP) as required under Section 203 of the Companies Act, 2013 read with the applicable Rules made thereunder.

3. The website of the Company was not maintained in accordance with the applicable requirements of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that:

- During the financial year under review, there were changes in the composition of the Board of Directors of the Company.
- Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and few board meetings were held on a shorter notice with the consent of all the Directors of the Company, 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.
- All decisions made at Board Meetings have unanimous consent of directors as recorded in the minutes of the meetings of the Board of Directors. There were no dissenting views by any member of the Board of Directors during the audit period.

I have not examined compliance by the Company with respect to applicable financial laws, like direct and indirect tax laws, maintenance of financial records, etc., since the same have been subject to review by statutory (financial) auditors, tax auditors and other designated professionals.

I further report that the Company has, in my opinion, adequate systems and processes commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

During the period under review, no specific events/actions having a major bearing on the affairs of the Company, in pursuance of the above referred laws, rules, regulations, guidelines and standards, were reported, except as stated elsewhere in this Report.

For HRU & Associates
Company Secretaries

Hemanshu Upadhyay
Proprietor
M. No.: 46800
C. P. No.: 20259
Peer Review No.: 3883/2023
UDIN: A046800H001148221

Place: Mumbai
Date: 18th August, 2026

Annexure-A

To,
The Members
Aris International Limited
WeWork Oberoi Commerz II, 20th Floor,
CTS No. 95, 4B, 3 & 4, 590,
Off Western Express Highway, Oberoi Garden City,
Goregaon East (D2), Mumbai – 400063, Maharashtra

My report of even date is to be read in conjunction with this Annexure:

1. The maintenance of Secretarial Records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was carried out on a test-check basis to ensure that correct facts are reflected in the Secretarial Records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of the financial records and books of account of the Company.
4. Wherever required, I have obtained the Management's representation regarding compliance with applicable laws, rules and regulations and the occurrence of events and transactions.
5. The compliance with the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the Management. My examination was limited to the verification of procedures on a test-check 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 HRU & Associates
Company Secretaries

Hemanshu Upadhyay
Proprietor
M. No.: 46800
C. P. No.: 20259
Peer Review No.: 3883/2023
UDIN: A046800H001148221

Place: Mumbai
Date: 18th August, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Aris International Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Aris International Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, its loss and total comprehensive loss, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act 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 on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

Information Other than the 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 Management Discussion and Analysis, Board's Report including Annexures to the Board's Report, Corporate Governance Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, 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 financial statements.

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

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

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. 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, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls with reference to financial statements.

g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

i. The Company does not have any pending litigation which would impact its financial position.

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, 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 neither declared nor paid any dividend (interim or final) during the year. Accordingly, reporting on compliance with section 123 of the Act is not applicable.

vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31st March 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. M. Gattani & Co
Chartered Accountants
ICAI's Firm Registration Number: 113536W

Balmukund N Gattani
Proprietor
Membership Number: 047066
UDIN: 26047066FTTABF4961

Place: Mumbai

Date: 30/05/2026

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Aris International Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i) (a) (A) The Company does not hold any Property, Plant and Equipment as at 31st March 2026 and did not hold any such assets at any time during the year. Accordingly, reporting under clause 3(i)(a)(A) of the Order is not applicable to the Company.

(B) The Company does not hold any intangible assets. Accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) Since the Company does not hold any Property, Plant and Equipment, the question of physical verification thereof does not arise. Accordingly, reporting under clause 3(i)(b) of the Order is not applicable to the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not hold any immovable property. Accordingly, 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 or both during the year. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii) (a) The Company did not hold any inventory at any point of time during the current year and the previous year. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Unsecured advances in the nature of loans aggregating Rs. 31.60 lacs granted in earlier years to parties other than subsidiaries, joint ventures and associates remain outstanding as at 31st March 2026. In respect thereof:

(a) (A) The Company does not have any subsidiary, joint venture or associate. Accordingly, reporting under clause 3(iii)(a)(A) of the Order is not applicable to the Company.

(B) The Company has not granted any loans or advances in the nature of loans during the year to parties other than subsidiaries, joint ventures and associates. The aggregate balance outstanding in respect of such advances granted in earlier years is Rs. 31.60 lacs as at 31st March 2026.

(b) In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of the aforesaid advances in the nature of loans are, prima facie, not prejudicial to the interest of the Company.

(c) The aforesaid advances in the nature of loans are repayable on demand and no specific schedule of repayment of principal has been stipulated. No demand for repayment was made by the Company during the year and, accordingly, the question of regularity of repayment does not arise. The advances are interest-free.

(d) According to the information and explanations given to us, there is no amount overdue for more than ninety days in respect of the aforesaid advances in the nature of loans.

(e) No loan or advance in the nature of loan granted by the Company has fallen due during the year and, accordingly, no such loan has been renewed or extended, nor have fresh loans been granted to settle the overdues of existing loans given to the same parties.

(f) The Company has advances in the nature of loans aggregating Rs. 31.60 lacs, being 100% of the total advances in the nature of loans outstanding as at 31st March 2026, which are repayable on demand and in respect of which no terms or period of repayment have been specified. None of these advances have been granted to promoters or to related parties as defined in clause (76) of section 2 of the Act.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of the advances in the nature of loans granted and the investments held. The Company has not provided any guarantee or security covered under the provisions of sections 185 and 186 of the Act.

v) The Company has neither accepted any deposits nor any amounts which are deemed to be deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules made thereunder, and does not have any unclaimed deposits as at 31st March 2026. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for the products dealt in / services rendered by the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii) In respect of statutory and other dues:

(a) 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 generally been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues applicable to it, with the appropriate authorities. There were no undisputed amounts payable in respect of the aforesaid dues which were outstanding as at 31st March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) above which have not been deposited as at 31st March 2026 on account of any dispute.

viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no transactions which have not been recorded in the books of account but which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the borrowings of the Company are unsecured, interest-free and repayable on demand. The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) 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 raised any term loans during the year. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.

(e) The Company does not have any subsidiary, joint venture or associate. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, joint venture or associate. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi) (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of our audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

(c) According to the information and explanations given to us, the Company has not received any whistle-blower complaints during the year.

xii) The Company is not a Nidhi Company. Accordingly, reporting under clauses 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable to the Company.

xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Act, where applicable, and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till the date of this report for the period under audit in determining the nature, timing and extent of our audit procedures.

xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them during the year. Accordingly, the provisions of section 192 of the Act are not applicable to the Company.

xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(d) According to the information and explanations provided to us during the course of our audit, the Group does not have any Core Investment Company.

xvii) The Company has incurred cash losses of Rs. 28.96 lacs during the financial year covered by our audit. The Company had not incurred cash losses in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors of the Company during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management 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 the Company is not capable of meeting its liabilities existing as at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx) In our opinion and according to the information and explanations given to us, the provisions of section 135 of the Act are not applicable to the Company. Accordingly, reporting under clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

xxi) The Company does not have any subsidiary, joint venture or associate and is not required to prepare consolidated financial statements. Accordingly, reporting under clause 3(xxi) of the Order is not applicable to the Company.

For B. M. Gattani & Co
Chartered Accountants
ICAI's Firm Registration Number: 113536W

Balmukund N Gattani
Proprietor
Membership Number: 047066
UDIN: 26047066FTTABF4961

Place: Mumbai

Date: 30/05/2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Aris International Limited of even date)

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

We have audited the internal financial controls with reference to financial statements of Aris International Limited ("the Company") as at 31st March 2026 in conjunction with our audit of the 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 with reference to financial statements 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

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

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

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. M. Gattani & Co
Chartered Accountants
ICAI's Firm Registration Number: 113536W

Balmukund N Gattani
Proprietor
Membership Number: 047066
UDIN: 26047066FTTABF4961

Place: Mumbai

Date: 30/05/2026

Particulars	Note No	31st March 2026 (₹) in lacs	31st March 2025 (₹) in lacs
Assets			
Non-current assets			
Property, Plant and Equipment		-	-
Capital work-in-progress		-	-
Investment Property		-	-
Goodwill		-	-
Other Intangible assets		-	-
Intangible assets under development		-	-
Biological Assets other than bearer plants		-	-
Financial assets		-	-
(i) Investments	2	-	-
(ii) Trade receivables		-	-
(iii) Loans		-	-
Deferred tax assets (net)		-	-
Other non-current assets		-	-
Current assets			
Inventories	3	-	-
Financial assets			
(i) Investments		-	-
(ii) Trade receivables	4	36.66	32.67
(iii) Short term loans and advances	5	31.60	31.60
(iv) Cash and cash equivalents	6	6.20	5.57
(v) Bank balances other than (iv) above		-	-
Current tax asset (net)	7	0.33	0.33
Other Current Assets	8	2.70	2.70
	Total	77.49	72.87
Equity and liabilities			
Shareholder's funds			
Equity share capital	9	150.00	150.00
Other equity	10	(116.10)	(87.15)
Non current liabilities			
Financial liabilities			
Long term borrowings	11	43.11	7.90
Trade Payables			
(a) total outstanding dues of micro enterprises and small enterprises;		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Provisions		-	-
Deferred tax liabilities (Net)		-	-
Other non-current liabilities		-	-
Current liabilities			
Financial liabilities		-	-
Borrowings		-	-
Trade payables	12		
(a) total outstanding dues of micro enterprises and small enterprises;		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		0.48	1.12
Other current liabilities	13	-	1.00
Provisions		-	-
Current Tax Liabilities (Net)		-	-
	Total	77.49	72.87

Notes on significant accounting policies and
Additional information to the financial statements 1-23

As per our report of even date
For B M Gattani & Co.
Chartered Accountants
ICAI's firm Registration Number: 113536W

For and behalf of the board
Aris International Limited
(CIN : L29130MH1995PLC249667)

Balmukund N Gattani
Proprietor
Membership number: 47066
UDIN:26047066FTTABF4961
Place : Mumbai
Date: 30/05/2026

Santosh Babarao Hambre
Director
(DIN: 11523270)

Dinesh Dhangare
Director
(DIN: 11418438)

Aris International Limited

Statement of profit and loss for the year ended 31st March 2026

Particulars	Note No	31st March 2026 (₹) in lacs	31st March 2025 (₹) in lacs
Income			
Revenue from operations	14	20.43	19.85
Other income	15	-	1.73
Total revenue		**20.43**	**21.58**
Expenditure			
Purchase Expenses	16	-	1.18
Change in Inventories	17	-	-
Employee benefit expenses	18	23.84	3.48
Finance Expenses	19	-	-
Other expenses	20	25.55	12.53
Total expenditure		**49.39**	**17.18**
Profit/(Loss) before tax	**(I - II)**	**(28.96)**	**4.40**
Tax expense			
Current tax		-	-
Deferred tax		-	-
Current tax expense relating to prior years		-	-
		-	**-**
Profit/(Loss) for the year from continuing operations		**(28.96)**	**4.40**
Other comprehensive income			
A) (i) Items that will not be reclassified to profit and loss		-	-
(ii)Income tax relating to Items that will not be reclassified to profit and loss		-	-
B) (i) Items that will be reclassified to profit and loss		-	-
(ii)Income tax relating to Items that will be reclassified to profit and loss		-	-
Other comprehensive income for the year, net of tax		**-**	**-**
Total comprehensive income/(loss) for the year		**(28.96)**	**4.40**
Earnings per share			
Basic and diluted (on the weighted average number of equity shares)			
Computed on the basis of total profit from continuing operations	22.3	(1.93)	0.29
Notes on significant accounting policies and Additional information to the financial statements	1-23		

As per our report of even date

For B M Gattani & Co.
Chartered Accountants
ICAI's firm Registration Number: 113536W

For and on behalf of the Board of Directors of
Aris International Limited
(CIN : L29130MH1995PLC249667)

Balmukund N Gattani
Proprietor
Membership number: 47066
UDIN:26047066FTTABF4961
Place : Mumbai
Date: 30/05/2026

Santosh Babarao Hambre
Director
(DIN: 11523270)

Dinesh Dhangare
Director
(DIN: 11418438)

Aris International Limited

Cash flow statement for the year ended 31st March 2026

		31st March 2026 (₹) in lacs	31st March 2025 (₹) in lacs
Cash flows from operating activities			
Net profit before tax		(28.96)	4.40
Adjustments for			
Non Cash Item/Items required to be disclosed separately			
Provision for Current Tax		-	-
Current tax expense relating to prior years		-	-
Fair valuation		-	-
Operating profit before working capital changes		**(28.96)**	**4.40**
Changes in working capital:			
(Increase) / Decrease Short-term loans and advances		-	(31.60)
Income tax paid		-	-
Increase / (decrease) Trade payables		(0.64)	0.64
(Increase) / decrease Trade receivables		(3.99)	(12.94)
(Increase) / decrease Inventories		-	-
Increase / (decrease)Other current liabilities		(1.00)	1.00
Increase / (decrease)Other current assets		-	(2.70)
Profit generated from operations		(34.59)	(41.20)
Tax paid (net of refunds)		-	-
Net Cash generated from operating activities	(i)	**(34.59)**	**(41.20)**
Cash flows from investing activities			
Net cash generated from investing activities			
Repayment/(Receipt) of Advances		-	-
Increase/(Decrease) in non-current investment		-	23.87
Less: Adjustment for Net (profit)/loss arising on financial assets designated at FVTPL		-	-
	(ii)	**-**	**23.87**
Cash flows from financing activities			
Increase/(Decrease) in Share Capital		-	-
Receipt/(Repayment) of long term borrowings		35.21	(18.30)
Net cash generated from financial activities	(iii)	**35.21**	**(18.30)**
Net change in cash and cash equivalents	(i+ii+iii)	0.62	(35.63)
Cash and cash equivalents at the beginning of the year		5.57	41.20
Cash and cash equivalents at the end of the year		**6.20**	**5.57**
Notes forming part of the financial statement	1-23	**-**	**-**

As per our report on even date

For B M Gattani & Co.
Chartered Accountants
ICAI's firm Registration Number: 113536W

For and on behalf of the Board of Directors of
Aris International Limited
(CIN : L29130MH1995PLC249667)

Balmukund N Gattani
Proprietor
Membership number: 47066
UDIN:26047066FTTABF4961
Place : Mumbai
Date: 30/05/2026

Santosh Babarao Hambre
Director
(DIN: 11523270)

Dinesh Dhangare
Director
(DIN: 11418438)

ARIS INTERNATIONAL LIMITED
CIN : L29130MH1995PLC249667

Notes forming part of financial statements for the year ended March 31, 2026.
Note – 1
Significant accounting policies

1 Corporate Information

These statements comprise financial statements of ARIS INTERNATIONAL LIMITED (CIN : L29130MH1995PLC249667) for the year ended March 31, 2026. The Company is a listed company domiciled in India and is incorporated on 21st August,1995 under the provisions of the Companies Act applicable in India. The equity shares of the Company are listed on BSE Limited. The registered office of the Company is situated at WeWork Oberoi Commerz II, 20th Floor, CTS No. 95, 4B, 3 & 4, 590, Off W. E. Highway, Oberoi Garden City, Goregaon East (D2), Mumbai, Maharashtra, 400063.

The Company is principally engaged in the business of trading in merchandise. There are no other reportable business or geographical segments.

These financial statements were approved for issue by the Board of Directors at its meeting held on 30th May 2026.

2 Significant Accounting Policies

a. Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are presented in Indian Rupees, which is also the functional currency of the Company. All amounts have been rounded off to the nearest lakh, except where otherwise stated. The financial statements have been prepared on a going concern basis.

b. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification in accordance with Division II of Schedule III to the Act. An asset is classified as current when it is expected to be realised or is intended for sale or consumption in the normal operating cycle, is held primarily for the purpose of trading, is expected to be realised within twelve months after the reporting period, or is cash or a cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. A liability is classified as current when it is expected to be settled in the normal operating cycle, is held primarily for the purpose of trading, is due to be settled within twelve months after the reporting period, or the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. All other assets and liabilities are classified as non-current. Based on the nature of the activities of the Company and the time between the acquisition of assets for trading and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of the said classification.

c. Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements. The areas involving a higher degree of judgement or estimation are the recoverability of trade receivables and advances, the recognition of deferred tax assets on unabsorbed losses, and the assessment of the going concern assumption.

d. Revenue recognition

Incomes / Expenses / Revenues are accounted for on accrual basis. The Company follows Ind AS 115 ‘Revenue from Contracts with Customers’ for recognition of revenue. Revenue from the sale of merchandise is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery, at the transaction price which is the consideration to which the Company expects to be entitled in exchange for those goods, net of returns, trade discounts and volume rebates. Goods and Services Tax and other amounts collected on behalf of third parties are excluded from revenue.

Interest income is recognised on a time proportion basis using the effective interest rate method. Other items of income are recognised when the right to receive payment is established and it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

e. Cash flow and cash and cash equivalents

Cash flows are reported using the indirect method in accordance with Ind AS 7, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash and cash equivalents comprise cash on hand and balances with banks in current accounts and deposits with an original maturity of three months or less which are subject to an insignificant risk of change in value.

f. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Cost directly attributable to acquisition is capitalised until the property, plant and equipment are ready for use, as intended by the management. Depreciation is provided on the written down value method in accordance with Section 123 of the Companies Act, 2013 over the useful lives specified in Schedule II to the Companies Act, 2013, on pro–rata basis with reference to the period of use of such assets. An item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use, and the resultant gain or loss is recognised in the Statement of Profit and Loss. The Company did not own or hold any item of property, plant and equipment during the current year or the previous year.

g. Inventories

Inventories of traded goods are valued at cost or net realisable value, whichever is lower, in accordance with Ind AS 2. Cost is determined on the first-in first-out basis and comprises the purchase price and all costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale. The Company did not hold any inventory as at the end of the current year or the previous year.

h. Intangible assets and amortisation

Intangible assets as defined in Ind AS 38 'Intangible Assets' are recognised at cost where it is probable that the future economic benefits attributable to the asset will flow to the Company and the cost can be measured reliably. Intangible assets with finite useful lives are amortised on a straight line basis over their estimated useful lives and assessed for impairment whenever there is an indication that the asset may be impaired. The amortisation period and method are reviewed at each financial year end. The Company did not hold any intangible asset during the current year or the previous year.

i. Impairment of non-financial assets

The carrying amounts of cash generating units / assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount is estimated at the higher of fair value less costs of disposal and value in use. Impairment loss is recognised wherever the carrying amount exceeds the recoverable amount and is charged to the Statement of Profit and Loss. An impairment loss recognised in prior periods is reversed if, and only if, there has been a change in the estimates used to determine the recoverable amount.

j. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value; transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, other than those measured at fair value through profit or loss, are added to or deducted from the fair value on initial recognition.

Financial assets are subsequently measured at amortised cost if the asset is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest. Trade receivables, loans and advances and cash and bank balances are accordingly carried at amortised cost. Investments in equity instruments other than in subsidiaries, associates and joint ventures are measured at fair value through profit or loss, unless the Company has made an irrevocable election on initial recognition to present subsequent changes in fair value in other comprehensive income.

In accordance with Ind AS 109, the Company applies the expected credit loss model for the impairment of financial assets carried at amortised cost. For trade receivables, the Company applies the simplified approach and recognises a loss allowance based on lifetime expected credit losses at each reporting date, using a provision matrix based on historical credit loss experience adjusted for forward-looking information.

A financial asset is derecognised when the contractual rights to the cash flows from the asset expire or the Company transfers the asset and substantially all the risks and rewards of ownership. Financial liabilities are subsequently measured at amortised cost using the effective interest method and are derecognised when the obligation is discharged, cancelled or expires. Financial assets and financial liabilities are offset and the net amount presented in the balance sheet only when the Company has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

k. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In determining the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques – Level 1 (quoted prices in active markets for identical assets or liabilities), Level 2 (inputs other than quoted prices that are observable, either directly or indirectly) and Level 3 (unobservable inputs).

l. Employee benefits

Short term employee benefits, including salaries, bonus and other benefits expected to be settled wholly within twelve months after the end of the period in which the employees render the related service, are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the period in which the related service is rendered. Since the Company employs less than the prescribed number of employees, gratuity and leave salary are recognised as an expense on payment basis and no liability in respect thereof has been ascertained and provided in the accounts. Accordingly, the Company is not required to comply with the recognition and measurement requirements of Ind AS 19 ‘Employee Benefits’ in respect of defined benefit obligations.

m. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset until such time as the asset is ready for its intended use. All other borrowing costs are recognised as an expense in the Statement of Profit and Loss in the period in which they are incurred.

n. Leases

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease. Where the Company is a lessee, it recognises a right-of-use asset and a corresponding lease liability at the commencement date, except for leases with a term of twelve months or less and leases of low value assets, for which the lease payments are recognised as an expense on a straight line basis over the lease term. The Company’s lease arrangements during the year comprise short term leases of premises and the related lease payments have accordingly been charged to the Statement of Profit and Loss.

o. Earnings per share

Earnings per share has been computed in accordance with Ind AS 33 ‘Earnings Per Share’ by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The earnings considered for ascertaining the Company’s earnings per share is the net profit after tax. For the purpose of calculating diluted earnings per share, the net profit or loss attributable to equity shareholders and the weighted average number of shares outstanding are adjusted for the effects of all dilutive potential equity shares. The Company does not have any dilutive potential equity share and accordingly basic and diluted earnings per share are the same.

p. Income tax

Tax expense comprises current tax and deferred tax. Provision for current tax is made for the tax liability payable on taxable income after considering the allowances, deductions and exemptions and disallowances, if any, determined in accordance with the prevailing tax laws.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised, except that in respect of unabsorbed depreciation or carried forward tax losses, deferred tax assets are recognised only where there is convincing evidence that sufficient future taxable income will be available against which such losses can be set off. The carrying amount of deferred tax assets is reviewed at each reporting date. In the absence of convincing evidence that sufficient future taxable profits will be available, the Company has not recognised any deferred tax asset on its carried forward unabsorbed business losses or on any other deductible temporary difference. Minimum alternate tax credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items recognised in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity respectively. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are offset where the Company has a legally enforceable right to set off and they relate to income taxes levied by the same taxation authority.

q. Provisions, contingent liabilities and contingent assets

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. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimate.

Contingent liabilities are disclosed unless the possibility of an outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements.

r. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company is engaged in a single line of business, namely trading in merchandise, and operates in a single geographical segment within India. Accordingly, there is only one reportable business segment and one reportable geographical segment in terms of Ind AS 108 'Operating Segments'.

s. Related party transactions

Disclosures in respect of related parties and transactions with them are made in accordance with Ind AS 24 'Related Party Disclosures'. Related parties have been identified by the Management on the basis of the definitions contained in the said standard and in the Companies Act, 2013, and such identification has been relied upon by the auditors.

t. Foreign currency transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are restated at the exchange rate prevailing at the reporting date and the resultant exchange differences are recognised in the Statement of Profit and Loss. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction. The Company did not have any foreign currency transaction or any monetary item denominated in a foreign currency during the current year or the previous year.

u. Events after the reporting period

Adjusting events occurring after the balance sheet date which provide evidence of conditions that existed at the balance sheet date are reflected in the financial statements. Non-adjusting events which are indicative of conditions that arose after the balance sheet date are disclosed in the notes to the financial statements where material.

3 New accounting standards and amendments adopted by the Company

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standards) Rules as issued from time to time. The amendments applicable to the Company for the financial year ended 31st March 2026 and their impact are set out below.

1. Amendments to Ind AS 21 – Lack of Exchangeability

The MCA, through the Companies (Indian Accounting Standards) Amendment Rules, 2025, notified amendments to Ind AS 21 'The Effects of Changes in Foreign Exchange Rates' which specify how an entity should assess whether a currency is exchangeable into another currency and, where it is not, how the entity should determine the spot exchange rate to be used and the disclosures to be made. The amendments are effective for annual reporting periods beginning on or after 1st April 2025. The Company does not have any transaction or balance denominated in a foreign currency and accordingly the adoption of these amendments has not had any impact on the financial statements of the Company.

2. Amendments to Ind AS 116 – Lease Liability in a Sale and Leaseback

The MCA, through the Companies (Indian Accounting Standards) Second Amendment Rules, 2023, notified amendments to Ind AS 116 'Leases' which add subsequent measurement requirements for sale and leaseback transactions that satisfy the requirements of Ind AS 115 to be accounted for as a sale. The Company has not entered into any sale and leaseback transaction and accordingly these amendments have not had any impact on the financial statements of the Company.

3. Ind AS 117 – Insurance Contracts

The MCA, through the Companies (Indian Accounting Standards) Amendment Rules, 2024, notified Ind AS 117 'Insurance Contracts' together with consequential amendments to other standards, with effect from 1st April 2024. The Company does not issue insurance contracts and accordingly the standard is not applicable to the Company.

4. Standards notified but not yet effective

As at the date of approval of these financial statements, the MCA has not notified any new standard or amendment to the existing standards which is applicable to the Company and which is effective from 1st April 2026 but not yet adopted by the Company.

For B. M. Gattani & Co
Chartered Accountants
ICAI's Firm Registration Number: 113536W

Sd/-

Balmukund N Gattani
Proprietor
Membership Number: 047066
UDIN: 26047066FTTABF4961

Place: Mumbai

Date: 30/05/2026

Aris International Limited
Statement of changes in equity for the year ended 31st March 2026

(₹) in lacs

A. Equity share capital

Particulars			Amount
Balance as at 1 April 2024			150.00
Changes in equity share capital during 2024-25			-
Balance as at 31 March 2025			**150.00**
Changes in equity share capital during 2025-26			-
Balance as at 31 March 2026			**150.00**

B. Other equity

Particulars	Reserves and surplus		Total
	Retained earnings	Capital reserve	
Balance as at 1 April 2024	(111.75)	20.21	(91.55)
Profit / (loss) for the year	4.40	-	4.40
Other comprehensive income for the year	-	-	-
Utilised during the year	-	-	-
Balance as at 31 March 2025	**(107.36)**	**20.21**	**(87.15)**
Profit / (loss) for the year	(28.96)	-	(28.96)
Other comprehensive income for the year	-	-	-
Utilised during the year	-	-	-
Balance as at 31 March 2026	**(136.31)**	**20.21**	**(116.10)**

Cross-check to the Balance sheet

Equity share capital per Balance sheet			150.00
Difference			**-**
Other equity per Balance sheet			(116.10)
Difference			**-**

As per our report of even date
For B M Gattani & Co.
Chartered Accountants
ICAI's firm Registration Number: 113536W

For and on behalf of the Board of Directors of
Aris International Limited
(CIN : L29130MH1995PLC249667)

Balmukund N Gattani
Partner
Membership number: 47066
UDIN:26047066FTTABF4961
Place : Mumbai
Date: 30/05/2026

Santosh Babarao Hambre
Director
(DIN: 11523270)

Dinesh Dhangare
Director
(DIN: 11418438)

Note - 9 Equity share capital

Particulars	(₹) in lacs 31st March 2026	(₹) in lacs 31st March 2025
(a) Authorised		
70,00,000 equity shares of ₹ 10/- each with voting rights	700.00	700.00
	700.00	**700.00**
(b) Issued , subscribed and paid up		
15,00,000 (P.Y. 15,00,000) equity shares of ₹ 10/- each with voting rights	150.00	150.00
	150.00	**150.00**

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Issued, subscribed and paid up

Particulars	Opening balance	Fresh issue	Bonus	ESOP	Conversion	Reduction	Forfeiture	Closing balance
Equity shares with voting rights								
Year ended 31st March								
- Number of shares	1,500,000	-	-	-	0	-	-	1,500,000
- Amount (₹)	15,000,000	-	-	-	-	-	-	15,000,000
Year ended 31st March								
- Number of shares	1,500,000	-	-	-	-	-	-	1,500,000
- Amount (₹)	15,000,000	-	-	-	-	-	-	15,000,000

(ii) Details of shares held by each shareholder holding more than 5% shares: **(in lacs)**

Class of shares/Name of shareholder	31st March 2026		31st March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting				
David Castelino			80,040	5.34%
DRISHYA ADVISORY LLP	79,801	5.32%		
NIKHILESH TRADERS LLP	76,656	5.11%		
BRCCA Services Pvt Ltd			1,124,030	74.94%

(iii) Details of shareholding of promoters

Promoter name	31st March 2026		31st March 2025		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
BRCCA Services Pvt Ltd	-	0.00%	1,124,030	74.94%	-74.94%

Aris International Limited

Notes forming part of the financial statements

	(₹) in lacs	(₹) in lacs
	31st March 2026	**31st March 2025**
Note - 2 Non- current investment		
(Quoted - At Fair Value)		
Investment in equity shares		
32,000 (P.Y 32,000) Equity Shares of Rs. 10/- each fully paid up of Saboo Brothers Ltd	-	-
	-	**-**
Note - 3 Inventories		
Stock in trade	-	-
	-	**-**
Note - 4 Trade Receivables		
Considered good - Unsecured	36.66	32.67
	36.66	**32.67**
Note - 5 Short term loans and advances		
Loan & advance considered good - Unsecured		
- To related parties	-	-
- To others	31.60	31.60
	31.60	**31.60**
Note - 6 Cash and cash equivalents		
Cash on hand	2.30	1.30
Balance with banks	3.90	4.28
	6.20	**5.57**
Note - 7 Current tax asset (net)		
Income tax paid (Net of provision)	0.33	0.33
	0.33	**0.33**
Note - 8 Other Current Assets		
Advance with Parties	2.70	2.70
	2.70	**2.70**
Note - 10 Other equity		
Capital Reserve		
Balance as per last financial statement	20.21	20.21
Less: Utilised during the year	-	-
Balance as per current financial statement	**20.21**	**20.21**
Surplus/(Deficit) in statement of profit and loss		
Balance as per last financial statement	(107.36)	(111.75)
Add: Profit/(loss) for the year	(28.96)	4.40
Net surplus/(Deficit) in statement of profit and loss	**(136.31)**	**(107.36)**
	(116.10)	**(87.15)**
Note - 11 Long term borrowings		
Unsecured loans repayable on demand		
From related parties (Refer Note 21)	43.11	7.90
	43.11	**7.90**
Note - 12 Trade payables		
Sundry creditors for expenses	0.48	1.12
	0.48	**1.12**
Note - 13 Other current liabilities		
Statutory remittances	-	1.00
	-	**1.00**

Aris International Limited

Notes forming part of the financial statements

	(₹) in lacs 31st March 2026	(₹) in lacs 31st March 2025
Note - 14 Income from operation		
Sale of merchandise	20.43	19.85
	20.43	**19.85**
Note - 15 Other income		
Interest income	-	1.60
Foreclosure charges	-	-
Balances written back	-	-
Net profit on financial assets designated as FVTPL	-	0.13
	-	**1.73**
Note - 16 Purchase Expenses		
Purchase of Merchandise	-	1.18
	-	**1.18**
Note - 17 Changes in inventories		
Opening stock of trading goods	-	-
Closing stock of trading goods	-	-
	-	**-**
Note - 18 Employee benefit expense		
Salaries and bonus	23.84	3.48
	23.84	**3.48**
Note - 19 Finance Expenses		
Interest on loan	-	-
	-	**-**
Note - 20 Other expenses		
Advertisement expenses	0.50	0.05
Travelling and conveyance	-	0.04
Bank charges	0.06	0.07
Rent, rates and taxes	1.57	4.83
Auditors' remuneration	-	0.29
Annual Listing Fees	-	4.43
Domain charges	0.05	-
Professional fees	7.91	0.61
Director's Sitting fees	0.40	1.50
BSC Fees	3.99	-
Courier Expenses	-	0.04
R & T fees	-	-
office expenses	8.86	-
Legal Charges	1.55	-
Miscellaneous expenses	0.66	0.67
	25.55	**12.53**
Note:		
Payment to auditor		
As auditor - for statutory audit	-	0.29
Goods and Service Tax	-	-
	-	**0.29**

Note 21 Disclosures under Indian Accounting Standards

Related party transactions (Ind AS 24)

Description of relationship	**Names of related parties**
Key Management Personnel (KMP)	Dinesh Parmeshwar Dhangre (Appointed as Director from 15/12/2025)
	Santosh Babarao Hambare (Appointed as Non-Executive Independent Director from 05/02/2026)
	Eknath Ramkrushna Bade (Appointed as Non-Executive Independent Director from 05/02/2026)
	Nitin Kumar Bhalotia (Resigned as Managing Director from 14/05/2025)
	Baljeet Kaur (Resigned as Managing Director from 15/12/2025)
	Gauri Agarwal (Appointed as Company Secretary from 25/03/2025)
	Chanakya Chirag Agarwal (Resigned as Non-Executive Independent Director from 13/02/2026)
	Shashi Raghavan Acharya (Resigned as Non-Executive Independent Director from 13/02/2026)
	BRCCA Services Private Limited (Promoter up to the date of cessation during the year)

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31st March 2026 and balances outstanding as at 31st March 2026:

(₹) in lacs

Particulars	KMP		Relatives of KMP		Entities in which KMP / relatives of KMP have significant influence		Total	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Transactions during the year								
Loans taken								
Ramesh Mishra	-	15.65	-	-	-	-	-	15.65
BRCCA SERVICES PRIVATE LIMITED	-	8.65					-	8.65
Loan taken repaid								
Ramesh Mishra	-	42.60	-	-	-	-	-	42.60
Directors Sitting fees								
Ramesh Mishra	-	0.40						0.40
Avinash Tiwari	-	0.30	-	-	-	-	-	0.30
Nitin Arvind Oza	-	0.40	-	-	-	-	-	0.40
Sanghmitra Sanrangi	-	0.40	-	-	-	-	-	0.40
Rent paid								
Ira Aarna Securities Services Pvt Ltd	-	-	-	-	-	0.60	-	0.60
ROC filing fees								
Red Twigs Consultancy Pvt Ltd	-	-	-	-	-	-	-	-
Balances outstanding at the end of the year								
Loan taken								
Ramesh Mishra	-	(0.75)	-	-	-	-	-	(0.75)
BRCCA SERVICES PRIVATE LIMIT	-	8.65	-	-	-	-	-	8.65
Trade creditors								
Ira Aarna Securities Services Pvt Ltd	-	0.60	-	-	-	-	-	0.60

Note - 22 Additional information to the financial statements

Note	Particulars	31st March 2026 (₹) in lacs	31st March 2025 (₹) in lacs
22.1	**Contingent liabilities and commitments (to the extent not provided for)**		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees	Nil	Nil

22.2 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Micro, Small and Medium Enterprises in terms of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors. Since the relevant information is not readily available, no disclosures have been made in the accounts. However, in the opinion of the management, the impact of interest, if any, that may be payable in accordance with the provision of this Act is not expected to be material.

22.3 Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

		31st March 2026 (₹) in lacs	31st March 2025 (₹) in lacs
Total (continuing) operations for the year			
Profit/(loss) after tax		(28.96)	4.40
Net profit/(loss) for calculation of basic/diluted EPS	**(A)**	**(28.96)**	**4.40**
Weighted average number of equity shares in calculating basic and diluted EPS	**(B)**	1,500,000.00	1,500,000.00
Earnings per share (EPS) (basic/diluted)	**(A/B)**	**(1.93)**	**0.29**

22.4 In the opinion of the Board, assets other than fixed assets do have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

22.5

The Company has unabsorbed business losses carried forward under the Income Tax Act, 1961. As a matter of prudence, and in the absence of convincing evidence that sufficient future taxable profits will be available, no deferred tax asset has been recognised on such losses or on any other deductible temporary difference.

22.6 Since the Company has less than prescribed number of employees, it recognises gratuity and leave salary expense on payment basis and no liability for the same has been ascertained and provided in the accounts. Hence, the company is not required to comply with the provisions of IND AS–19 “Employee Benefits”.

22.7 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

Note - 23 Additional regulatory information

23.1 Trade receivables ageing schedule

1) As at 31 March 2026 (₹) in lacs

Particulars	Outstanding for the following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	36.66	-	-	-	-	36.66
(ii) Undisputed trade receivables - considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed trade receivables - considered doubtful	-	-	-	-	-	-
Total	**36.66**	**-**	**-**	**-**	**-**	**36.66**

2) As at 31 March 2025 (₹) in lacs

Particulars	Outstanding for the following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	32.67	-	-	-	-	32.67
(ii) Undisputed trade receivables - considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed trade receivables - considered doubtful	-	-	-	-	-	-
Total	**32.67**	**-**	**-**	**-**	**-**	**32.67**

23.2 Trade payables ageing schedule

1) As at 31 March 2026 (₹) in lacs

Particulars	Outstanding for the following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	0.48	-	-	-	0.48
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**0.48**	**-**	**-**	**-**	**0.48**

2) As at 31 March 2025 (₹) in lacs

Particulars	Outstanding for the following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	1.12	-	-	-	1.12
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**1.12**	**-**	**-**	**-**	**1.12**

23.3 Analytical ratios

Sr. No	Ratio	Numerator	Denominator	31st March 2026	31st March 2025	Variance	CY num	CY den	PY num	PY den
1	Current ratio	Current assets	Current liabilities	161.43	34.35	370.0%	77.49	0.48	72.87	2.12
2	Debt - equity ratio	Total borrowings	Shareholders' equity	1.27	0.13	911.9%	43.11	33.90	7.90	62.85
3	Debt service coverage ratio	Earnings available for debt service	Debt service	*Not applicable*						
4	Return on equity (ROE)	Net profit after tax	Average shareholders' equity	-0.60	0.07	-925.7%	(28.96)	48.37	4.40	60.65
5	Inventory turnover ratio	Cost of goods sold	Average inventory	*Not applicable*						
6	Trade receivables turnover ratio	Net credit sales	Average trade receivables	0.59	0.76	-22.2%	20.43	34.67	19.85	26.20
7	Trade payables turnover ratio	Net credit purchases and expenses	Average trade payables	31.90	17.12	86.4%	25.55	0.80	13.70	0.80
8	Net capital turnover ratio	Net sales	Working capital	0.27	0.28	-5.4%	20.43	77.01	19.85	70.75
9	Net profit ratio	Net profit after tax	Net sales	-1.42	0.22	-739.9%	(28.96)	20.43	4.40	19.85
10	Return on capital employed (ROCE)	Earnings before interest and tax	Capital employed	-0.38	0.06	-705.0%	(28.96)	77.01	4.40	70.75
11	Return on investment	Income from invested funds	Average invested funds	*Not applicable*						