

PFL INFOTECH LIMITED

**39th ANNUAL REPORT
2025-2026**



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2025-2026

BOARD OF DIRECTORS

Sri Parmanand Chand	Managing Director & CFO
Smt Kirti Chand	Director
Sri Pankaj Jain	Independent Director
Sri Vipin Shantilal Champawat	Independent Director
Ms Anmol Sunil Agarwal	Whole-time Company Secretary

Company Identification No.
L72200TG1993PLC007005

BANKERS

HDFC Bank
Begumpet Branch
Hyderabad - 500 016.

AUDITORS

Bhavani & Co
Chartered Accountants
Plot No.48, Flar No.201, 2nd Floor,
MICASA,Phase -I, Kavuri Hills,
Hyderabad -500033

SECRETARIAL AUDITORS

Marthi & Co
Company Secretaries
205 Parkview Apartments
Adikmet, Vidyanagar
Hyderabad – 500 044

REGISTERED OFFICE

318, 3rd Floor, Mittal Chambers,
2-2-51, M.G. Road, Secunderabad, –500003
Telangana, India.

CORPORATE OFFICE

318, 3rd Floor, Mittal Chambers,
2-2-51, M.G. Road, Secunderabad, –500003
Telangana, India.

PFL INFOTECH LIMITED
318, 3rd Floor, Mittal Chambers,
2-2-51, M.G. Road, Secunderabad, –500003
Telangana, India.

NOTICE

Notice is hereby given that the 39th Annual General Meeting of the Members of M/s. PFL Infotech Limited will be held on Saturday 26th September 2026 at 4.00 P.M through Video Conference ('VC') / Other Audio Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS

1. ADOPTION OF AUDITED ACCOUNTS AND REPORTS

To receive, consider and adopt the Balance Sheet as at 31st March, 2026 and Profit and Loss a/c for the year ended, as on that date and the Directors' Report and Auditors' Report thereon.

2. REAPPOINTMENT OF DIRECTOR

To appoint a Director in place of Smt Kirti Chand (DIN: 01569854), who retires by rotation and is eligible for reappointment

3. APPOINTMENT OF STATUTORY AUDITORS

To appoint Statutory Auditors and fix their remuneration and for this purpose 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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Bhavani & Co, Chartered Accountants (Firm Registration No.012139S), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this 39th Annual General Meeting until the conclusion of the 44th Annual General Meeting of the Company to be held in the year 2031, at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors, in addition to applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit of the accounts of the Company."

SPECIAL BUSINESS

4. APPOINTMENT OF MR. PARMA NAND CHAND (DIN No:00066973) AS MANAGING 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 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Parma Nand Chand (DIN: 00066973) as the Managing Director of the Company for a period of five (5) consecutive years, commencing from **14th November, 2025** and ending **13th November, 2030**, upon the terms and conditions, including remuneration, perquisites and other benefits, as approved by the Board of Directors and as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (including any Committee thereof) to alter and vary the terms and conditions of the said appointment and remuneration from time to time, provided that such variation is within the limits prescribed under the Companies Act, 2013, Schedule V thereto and other applicable laws.

RESOLVED FURTHER THAT where, in any financial year during the tenure of his appointment, the Company has no profits or its profits are inadequate, Mr. Parma Nand Chand shall be paid remuneration in accordance with the limits prescribed under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT any of the director for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc., if any) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

5. REDUCTION OF SHARE CAPITAL

To consider the Reduction of Share Capital of the Company, and if thought fit, to pass, with or without modification(s), the following resolutions as **Special Resolution**:

"RESOLVED THAT pursuant to Section 66 read with Sections 52 and 55, The National Company Law Tribunal (Procedure for Reduction of Share Capital of Company) Rules, 2016 and any other applicable provisions, if any, of the Companies Act, 2013 including any statutory amendment(s) or enactments thereto, Articles of Association of the Company, SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 December 31, 2024 (and amendments thereto) & Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and

subject to confirmation / approval by the NCLT having appropriate Jurisdiction and subject to such other approvals, consents, permissions or sanctions of any other authority, body or institution, Stock Exchange, Government, Registrar, the Securities and Exchange Board of India (hereinafter collectively referred to as “the concerned authorities”) as may be required, and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any of the concerned authorities, from time to time, while granting such approvals, consents, permissions or sanctions, and creditors, if any, as may be required, the consent of the members be and is hereby accorded to reduce the subscribed, issued and paid up equity share capital of the company with effect from the appointed date i.e 1st April 2026 on the following terms and conditions :

- a) Set off Rs. 7,40,33,190/- (Rupees Seven Crores Forty Lakhs Thirty Three Thousand and One Hundred Ninety Only) of the fully paid up capital of the company out of total accumulated Losses of Rs. 7,84,55,000 (Rupees Seven Crores Eighty Four Lakhs Fifty Five Thousand only) against the paid up capital of the Company of Rs. 7,47,81,000/- (Rupees Seven Crores Forty Seven Lakhs Eighty One Thousand only) consisting of 74,78,100 fully paid up Equity Shares of Rs.10/- (Rupees Ten Only).
- b) Accordingly, the reduction of capital will amount to 99% of the Paid up equity share capital of the Company.
- c) The Issued, Subscribed and Fully Paid-up Share Capital of the Company shall stand reduced from Rs.7,47,81,000/- (Rupees Seven Crores Forty Seven Lakhs Eighty One Thousand Only) consisting of 74,78,100 fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only), to Rs. 7,47,810/- (Seven Lakhs Forty Seven Thousand Eight Hundred Ten only) divided into 74,781 (Seventy Four Thousand Seven Hundred Eighty One) Equity Shares of Rs. 10/- (Ten only) each; and
- d) Consequently, every shareholder of the Company, whose name appears on the Register of Members as on the Record Date, shall receive 1 Equity Share of Rs.10/- (Rupees Ten each Only) in lieu of every 100 (Hundred) Equity Shares of Rs.10/- (Rupees Ten Only) each, held earlier in the Company;

RESOLVED FURTHER THAT the reconstruction/restructuring of capital shall not cause any shareholder to hold any fractional shares in the Company and in respect of the fractional shares, if any, caused by the reconstruction/restructuring of capital, the same shall be rounded off to the nearest whole number.

RESOLVED FURTHER THAT the balance fractional shares entitlements which could not be rounded off shall be combined and rounded off to the nearest whole number and the said shares be kept in a separate demat account under control of the Chairman of the Audit committee and within 3 months post trading approval of the same be sold in the open market and the sale proceeds of the fractional shares be distributed to the entitled shareholders by the chairman of the Audit Committee.

RESOLVED FURTHER THAT post reduction of capital of the Company, the new paid-up capital of the company will not exceed Rs.7,47,810/- (Seven Lakhs Forty Seven Thousand Eight Hundred Ten only) divided into 74,781 (Seventy Four Thousand Seven Hundred Eighty One) Equity Shares of Rs. 10/- (Ten only) each.

RESOLVED FURTHER THAT the Board be and is hereby authorized to file the company petition for reduction of capital, implement, modify, amend and alter the scheme of reduction of capital of the company in accordance with the Order of the Hon'ble NCLT having appropriate jurisdiction and such other authorities, Stock Exchange, Government, Registrar, the Securities and Exchange Board of India.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / appoint authorized representative(s) / advocates, to sign petitions, documents, vakalatnamas, affidavits, do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF TELANGANA TO THE STATE OF MAHARASHTRA:

To consider and if thought fit, to pass with or without modifications, the following Resolution as a **Special Resolution**:

“ **RESOLVED THAT** pursuant to the provisions of Section 12 and 13 of the Companies Act, 2013 read with the rules framed thereunder (including any amendments thereto or re-enactment thereof) and other applicable provisions, if any, subject to the approval of the Regional Director or any other statutory authorities, if any, the consent of the Members be and is hereby accorded to shift the registered office of the Company from the State of Telangana to the State of Maharashtra i.e., from Hyderabad to Mumbai.

RESOLVED FURTHER THAT the Clause No. II of the Memorandum of Association of the Company be and is hereby substituted by the following:

II. The Registered Office of the Company shall be situated in the State of Maharashtra.

RESOLVED FURTHER THAT after the approval of the shifting of the Registered office from the State of Telangana to the State of Maharashtra, the Registered Office of the company be shifted from #318, 3rd Floor, Mittal Chambers, 2-2-51, M G ROAD, SECUNDERABAD -500 003, Telangana, India to Flat No.402, 4th floor, Chandra House, 90, Perin Nariman Street, Fort, Mumbai- 400001, Maharashtra, India.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorised severally to sign, submit, alter, change, edit, verify and provide declarations, file petition, application, affidavits, undertakings, and such other documents as may be necessary in relation to the shifting of Registered Office of the company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to file necessary e forms with MCA and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable for and on behalf of the Company.

FURTHER RESOLVED THAT Sri Soma Sekhar Marthi, Company Secretary in Practice, (M. No. 1989 and C.P.No.1937), Proprietor, Marthi & Co., Company Secretaries, be and is hereby authorized to represent the Company before the Hon'ble Regional Director, South East Region, Hyderabad, Telangana, Registrar of Companies, Telangana and Registrar of Companies, Mumbai, for seeking approval of shifting of Registered Office from the State of Telangana to the State of Maharashtra, to sign necessary documents, affirm, execute and file affidavits, applications or any other documents or paper in connection therewith and to do all such acts, deeds or things as may be considered necessary for the purposes of filing the aforesaid petition and disposal thereof, including making corrections and alterations in the petitions and applications.

RESOLVED FURTHER THAT a copy of this resolution duly certified as true by any Director of the company be furnished to the relevant authorities for their records.”

7. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

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

" **RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities Contracts (Regulation) Act, 1956, and subject to such approvals, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to adopt a new set of Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the new set of Articles of Association, as placed before the Members and initialled by the Chairman for the purpose of identification, be and is hereby approved and adopted as the Articles of Association of the Company in substitution for the existing Articles of Association with effect from the date of approval of this Special Resolution.

RESOLVED FURTHER THAT any one of the Directors of the Company and/or the Company Secretary be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this Resolution, including filing of the necessary e-forms, returns, applications and other documents with the Registrar of Companies, Stock Exchange(s), and other statutory or regulatory authorities, and to settle any question, difficulty or doubt that may arise in this regard."

**BY THE ORDER OF THE BOARD
For PFL INFOTECH LIMITED**

Sd/-

**Parma Nand Chand
Managing Director
(DIN: 00066973)**

PLACE: HYDERABAD

DATE: 14-08-2026

PARTICULARS OF DIRECTORS SEEKING RE-APPOINTMENT AS REQUIRED TO BE FURNISHED UNDER THE SECRETARIAL STANDARD ON GENERAL MEETINGS / REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

ITEM No.2

Name	Smt Kirti Chand
Date of Birth	15-12-1972
DIN	01569854
Qualification	Masters in Art (M.A.).
Experience	25 years of experience in the field of marketing and commerce
Current remuneration (last drawn remuneration)	NIL
Date of first appointment on the Board	16th April 2025
Shareholding in the Company	NIL
Other Directorship	1) PRIYAMBADA INDUSTRIES PVT LTD 2) P C INDIA CARRIER AND FORWARDERS PVT LTD 3) P C INDIA RESORTS PVT LTD
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Wife of Smt Parma Nand Chand
Number of meetings of the Board attended during the year	NIL

ITEM No.4

Name	Sri Parma Nand Chand
Date of Birth	01-07-1967
DIN	00066973
Qualification	Graduate in Sciences and Law
Experience	28 years of rich experience in manufacturing, commercial and administrative areas
Current remuneration (last drawn remuneration)	NIL
Date of first appointment on the Board	16th April 2025
Shareholding in the Company	485740
Other Directorship	1. PRIYAMBADA INDUSTRIES PRIVATE LIMITED 2.BUDHA FINANCIAL SERVICES PRIVATE LIMITED 3.P C INDIA CARRIER AND FORWARDERS PRIVATE LIMITED 4.P C INDIA RESORTS PRIVATE LIMITED 5.BLUE OCEAN LINE PRIVATE LIMITED
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Husband of Smt Kirti Chand, Director
Number of meetings of the Board attended during the year	Six

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO.4**

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has appointed Mr. Parma Nand Chand (DIN: 00066973) as the Managing Director of the Company, subject to the approval of the Members.

Mr. Parma Nand Chand possesses extensive experience in corporate management, business strategy and administration. The Board is of the opinion that his knowledge, expertise and leadership will significantly contribute to the growth and overall management of the Company.

Accordingly, pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, approval of the Members is sought for the appointment of Mr. Parma Nand Chand (DIN: 00066973) as the Managing Director of the Company for a period of five (5) consecutive years commencing from 14th November, 2025 and ending on 13th November, 2030.on such terms and conditions, including remuneration, perquisites and other benefits, as approved by the Board of Directors.

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Accordingly, the Board recommends the Ordinary Resolution set out at **Item No. 4** of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Mr Parmanand Chand to the extent of his remuneration is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ITEM NO.5

The company was acquired by Sri Parmanand Chand vide SPA dated 2nd December 2024 and the open offer dated 08th July, 2025 pursuant to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. As per Clause 3.3.2 of the open offer, the acquirer has stated that the purpose of the said takeover is to expand the company's business activities or diversify the line of business. As per clause 3.3.4 of the Open Offer, the acquirer has reserved the right to streamline or restructure the company as per the requirements of the operations and business of the company.

As part of the restructuring and diversification plan of the company, the new promoters propose to raise funds. However, the present financial statements do not represent the true financial status of the company for raising the same, as the investors/financial agencies shy away from extending their support to the company. Further, the new promoters would also like to keep the listing status of the company alive, which would bestow upon them to ensure that the company performs well in terms of its turnover and profitability of the company year-on-year.

The company has accumulated losses to the extent of Rs. 7,84,55,000/- as on 31st March 2026. The reduction of share capital is proposed in order to write off the accumulated losses which are not represented by any assets of the company and thereby the true value of the company is reflected. Hence, the Board of Directors at their meeting held on 30th March 2026 have decided to reduce the issued, subscribed and paid up capital of the company.

It is proposed to write off an amount of Rs.7,40,33,190/- out of the accumulated losses of Rs.7,84,55,000/- thereby writing off 99% of the share capital. Due to the said reduction the issued, subscribed, and paid-up capital of aggregating to Rs.7,47,81,000/- consisting of 74,78,100 equity shares of Rs.10/- each shall stand reduced to Rs.7,47,810/- consisting of 74,781 Equity Shares of Rs.10/- each. Thus, a shareholder holding 100 equity shares of Rs.10/- each will get 1 Equity Share of Rs.10/- each.

The Board accordingly recommends the Special Resolution set out at **Item No. 5** of the accompanying Notice for approval of the Members. , A draft copy of the Scheme of Arrangement is placed at the Registered Office of the company for inspection of the members during the business hours of the company on all working days (except Saturdays, Sundays and public holidays).

None of the Directors / Key Managerial Personnel of the Company, are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

ITEM NO.6

The registered office of the company is proposed to be shifted from the State of Telangana to the State of Maharashtra for administrative convenience. This is because the company has been acquired by the new management as per the SEBI Takeover Code. Hence, the Board of Directors at their meeting held on 30th March 2026 have decided to shift the registered office of the company from the State of Telangana to the State of Maharashtra for administrative convenience.

Pursuant to the provisions of Section 13 of the Companies Act, 2013 read with the rules framed thereunder, any alteration in the situation Clause of the Registered Office of the Memorandum of Association of the Company shall be made only after obtaining the consent of the shareholders by passing a Special resolution and the approval of the Regional Director.

Approval of the Members is therefore sought for the Resolution proposed in **Item No. 6** of the Notice.

None of the Directors / Key Managerial Personnel of the Company, are concerned or interested, financially or otherwise, in the resolution.

ITEM NO.7

The existing Articles of Association ("AOA") of the Company were adopted under the provisions of the Companies Act, 1956 and contain several references to the erstwhile Act. Since the enactment of the Companies Act, 2013 and the amendments made thereto from time to time, as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, it has become necessary to comprehensively revise and align the Articles of Association with the current legal and regulatory framework.

Accordingly, the Board of Directors, at its meeting held on **14th August 2026**, approved the adoption of a new set of Articles of Association in substitution for the existing Articles of Association. The proposed new Articles of Association incorporate the provisions of the Companies Act, 2013, rules made thereunder, the SEBI (LODR) Regulations, 2015 and other applicable laws, while also incorporating modern governance and procedural provisions applicable to listed companies.

The proposed Articles are intended to:

- align the Articles of Association with the Companies Act, 2013 and the rules made thereunder;
- incorporate provisions applicable to listed companies under the SEBI (LODR) Regulations, 2015 and other applicable securities laws;
- remove references to provisions of the Companies Act, 1956 that are no longer in force;
- update and streamline the Company's internal governance and administrative procedures; and
- improve clarity and consistency without adversely affecting the rights of the Members.

A copy of the existing Articles of Association together with the proposed new Articles of Association is available for inspection by the Members during business hours on all working days (except Saturdays, Sundays and public holidays) at the Registered Office of the Company up to the date of the

Annual General Meeting. The same shall also be made available electronically for inspection by the Members upon request.

The Board of Directors is of the opinion that the adoption of the new Articles of Association is in the best interests of the Company and its Members and recommends the Special Resolution set out at **Item No. 7** of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2022 dated May 05, 2022, and Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at **www.w.pflinfotech.in** The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.e-voting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, and Circular No. 10/2022 dated December 28, 2022.

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

The remote e-voting facility will commence on **Wednesday, 23rd September, 2026 at 9:00 A.M. (IST) and shall end on Friday, 25th September, 2026 at 5:00 P.M. (IST).** The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Saturday, 19th September 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Saturday, 19th September 2026.**

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method

Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS users can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, the option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.
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	NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

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

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “**EVEN 141089**” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

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

General Guidelines for shareholders

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

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

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

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

The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

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

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

- 1) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- 2) Members are encouraged to join the Meeting through Laptops for better experience.
- 3) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any **kind** of aforesaid glitches.
- 5) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **pflinfotech@gmail.com**. The same will be replied by the company suitably.
- 6) Shareholders who would like to express their views / have questions may send their questions in advance by September 21, 2026 mentioning their name demat account number/folio number, email id, mobile number at **pflinfotech@gmail.com** The same will be replied by the company suitably. Those shareholders who have registered themselves as a speaker will only be allowed

to express their views / ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

- 7) Shri Soma Sekhar Marthi, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

DIRECTORS' REPORT

**To
The Members**

Your directors take pleasure in presenting before you the **39th Thirty-Nine Annual Report** of the Company together with the Audited Statements of Accounts for the year ended **31st March, 2026**.

Financial Highlights

(Rs. In Lakhs)		
Particulars	2025-26	2024-25
Net Sales / Income	0.00	0.00
Total Expenditure	48.93	34.75
Gross Operating Profit	-48.93	-34.75
Interest and Finance charges	0.00	0.00
Depreciation	0.06	0.04
Profit before Tax / loss	-48.93	-34.75
Provision for Tax	-	-
Net Profit / Loss	-34.75	-34.75
Paid-up Equity share capital	747.81	747.81
Reserves Excluding Revaluation Reserves	-788.57	-739.64
Earnings Per Share	-0.65	-0.46

OPERATIONS

The total income of the company for the year ended 31st March 2026 amounted to Rs. Nil as against Rs. Nil in the previous year. The company has incurred a loss of Rs. (48.93) Lakhs for the year against a net loss of Rs. (34.74) lakhs in the previous year.

SHARE CAPITAL

During the financial year under review there was no change in the Authorized, Issued, Subscribed, and Paid-up Capital of the company.

REDUCTION OF SHARE CAPITAL

Your Board of Directors at their meeting held on 30th March 2026 have decided to write off the accumulated losses which are not represented by any assets in the company and thereby the true value of the company is reflected. The company has accumulated losses to the extent of Rs. 7,84,55,000/- as on 31st March 2026 out of which it is proposed to write off an amount of Rs.7,40,33,190/- thereby writing off 99% of the share capital. Due to the said reduction, the issued, subscribed, and paid-up capital aggregating to Rs.7,47,81,000/- consisting of 74,78,100 equity shares of Rs.10/- each shall stand reduced to Rs.7,47,810/- consisting of 74,781 Equity Shares of Rs.10/- each. Thus, a shareholder holding 100 equity shares of Rs.10/- each will get 1 Equity Share of Rs.10/- each.

SHIFTING OF REGISTERED OFFICE OF THE COMPANY

The registered office of the company is proposed to be shifted from the State of Telangana to the State of Maharashtra. This is because the company has been acquired by the new management as per the SEBI Takeover Code. Hence, your Board of Directors at their meeting held on 30th March 2026 have decided to shift the registered office of the company from the State of Telangana to the State of Maharashtra for administrative convenience.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, corporate governance report with auditors' certificate thereon and management discussion and analysis are attached, which form part of this report “**Annexure –A**”.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION

Your Company has taken adequate steps to adhere to all the stipulations laid down under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance is included as part of this Annual Report as “**Annexure – B**”.

Certificate from the Statutory Auditors of the company **M/s. Samudrala K & Co LLP**, Chartered Accountants confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is included as part of this report as “**Annexure C**”

LISTING WITH STOCK EXCHANGES

The Company's Shares are listed on BSE Limited, Mumbai.

DEMATERIALISATION OF SHARES

99.45% of the company's paid up Equity Share Capital is in dematerialized form as on 31st March, 2026 and the balance 0.55 % is in physical form. The Company's Registrars are M/S Big Share Services Pvt Ltd, 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana -500 082.

DIRECTORS

Appointment/Re-appointment/Resignation of Directors/KMP of the Company Directors

Smt Kirti Chand (DIN: 01569854), Director of the company, retires by rotation and being eligible offers herself for reappointment as Director of the company.

Appointment of Managing Director

The Board of Directors of the Company, at its meeting held on **14th November, 2025**, appointed **Mr. Parma Nand Chand (DIN: 00066973)** as the **Managing Director** of the Company for a period of **five (5) consecutive years**, commencing from **14th November, 2025** and ending on **13th November, 2030**, subject to the approval of the Members at the ensuing Annual General Meeting.

The Board is of the opinion that Mr. Parma Nand Chand possesses the requisite qualifications, experience, expertise and integrity for the position of Managing Director. Accordingly, the Board recommends the approval of his appointment by the Members of the Company. The necessary resolution seeking Members' approval forms part of the Notice convening the ensuing Annual General Meeting.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act, 2013, Mr. Parma Nand Chand (DIN: 00066973) was appointed as the Chief Financial Officer (CFO) of the Company with effect from 14th November, 2025, in addition to his appointment as the Managing Director, subject to the applicable provisions of the Companies Act, 2013 and other applicable laws.

Accordingly, as on the date of this Report, the Key Managerial Personnel of the Company are as follows:

Mr. Parma Nand Chand (DIN: 00066973) – Managing Director & Chief Financial Officer
Ms. Anmol Sunil Agarwal – Company Secretary & Compliance Officer.

BOARD MEETING

Meetings of the Board of Directors

During the financial year 2025-26, the Board of Directors met Eight (8) times. The intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013, the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the meetings of the Board of Directors, including the attendance of the Directors at each meeting, are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 (“SEBI Listing Regulations”).

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

INDEPENDENT DIRECTORS

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.

STATUTORY AUDITORS

M/s. **Samudrala K & Co LLP**, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of the ensuing **39th Annual General Meeting**.

Based on the recommendation of the Audit Committee, the Board of Directors has recommended the appointment of **M/s. Pavaluri & Co., Chartered Accountants** (Firm Registration No. **012194S**), as the Statutory Auditors of the Company for a term of **five (5) consecutive years**, to hold office from the conclusion of the **39th Annual General Meeting** until the conclusion of the **44th Annual General Meeting** to be held in the year **2031**, subject to the approval of the Members at the ensuing Annual General Meeting.

The Company has received the written consent and a certificate from **M/s. Pavaluri & Co., Chartered Accountants**, confirming that their appointment, if made, would be in accordance with the provisions

of Sections 139, 141 and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, and that they satisfy the criteria provided therein.

The Statutory Auditors' Report on the Standalone Financial Statements for the financial year ended **31st March, 2026** does not contain any qualification, reservation, adverse remark or disclaimer. The Notes to the Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments by the Board.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) In the preparation of the annual accounts for the year ended **31st March, 2026**, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

DEPOSITS

The Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from the public was outstanding as on the date of the balance sheet.

RISK MANAGEMENT POLICY OF THE COMPANY

The Company has formulated and adopted a risk management policy at its Board Meeting. As per the policy, the management continues to review and assess the risk and also the steps for mitigating the same.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility do not apply to the company.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the directors' report.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis, which forms part of this report.

AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORT:

Auditors' Report

The Statutory Auditors in their report have opined that the schedule of repayment has not been adhered to by some of the parties to whom loans and advances have been given despite the fact that the same have been stipulated.

Your Directors are making several efforts in this regard and are able to recover part of the loan amount and are confident that the balance loan amount would be recovered.

SECRETARIAL AUDIT REPORT

The secretarial auditors have commented that the company has not paid arrears of Income Tax.

COST AUDITORS AND THEIR REPORT

The company is not required to comply with this requirement since the company is not engaged in any manufacturing activities.

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

- | | | |
|-----|---|-----|
| (A) | The operations of the company are not power intensive nevertheless the company continues its efforts to minimize energy wherever practicable by economizing on the use of power at the offices. | |
| (B) | Technology absorption | NIL |
| (C) | Foreign exchange earnings | NIL |
| (D) | Foreign exchange outflow | NIL |

RELATED PARTY TRANSACTIONS

There were no transactions which have been entered into with related parties of the Directors or the Key Managerial Personnel of the company.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134 (3) (a) of the Companies Act, 2013, the Annual Return as on 31st March 2026, is available on the company's website at <https://pflinfotech.in/>

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

There are no women employees in the company. However, the Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975 are not applicable since the directors are not drawing any salary from the company as the company does not have any operations. The directors are paid a sitting fee only for attending board meetings. The details of the sitting fee and other perks are mentioned in the corporate governance report.

ACKNOWLEDGEMENTS

Your directors take this opportunity to express their sincere thanks and place on record their appreciation of the continued assistance and cooperation extended to the company by its bankers, government and semi government departments, customers, marketing agents and suppliers and in particular Shareholders for the confidence reposed in the company. Your directors also thank all the employees of the company for their dedicated service.

Place: Hyderabad
Date: 14-08-2026

For and on behalf of the Board of Directors
For **PFL Infotech Limited**
Sd/-

(Parma Nand Chand)
Managing Director
(DIN: 00066973)

DETAILS OF UNCLAIMED SHARES

The Company is required to open an unclaimed suspense account with a depository participant and transfer all the unclaimed share certificates of members after giving three reminders.

All the voting rights on unclaimed shares shall remain frozen till the rightful owner of such shares claims the shares.

As on **March 31, 2026** your Company has no equity shares in the unclaimed suspense account.

Sl. No.	Particulars	Remarks
1.	Total number of shareholders and the outstanding shares in the suspense account lying as on 31.03.2026	Nil
2.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	Nil
3.	Number of shareholders to whom shares were transferred from suspense account during the year;	Nil
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31.03.2026	Nil

ANNEXURE - A

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

The financial statements are in conformity with the requirements of the Companies Act, 2013 and the Accounting Standards issued by the Central Government. The Management of the Company accepts responsibility for the integrity and objectivity of these financial statements, as well as, for estimates and judgments relating to matters not concluded by the year-end. The management believes that the financial statements reflect fairly the form and substance of transactions and reasonably presents the company's financial condition, and results of operations. To ensure this, the Company has installed a system of internal controls, which is reviewed, evaluated and updated on an ongoing basis. Our auditors have conducted audits to provide reasonable assurance that the company's established policy and procedures have been followed. However, there are inherent limitations that should be recognized in weighing the assurances provided by any system of internal controls. These financial statements have been audited by M/S Samudrala K & Co LLP , Chartered Accountants, Hyderabad, the Statutory Auditors of the Company.

OPPORTUNITIES, THREATS, RISKS & CONCERNS

Since the company is carrying on only trading operations it does not perceive any threats, risks and concerns for its business.

However, the company is still in the process of selecting a business which can contribute to the profitability of the company and add value to the stakeholders.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has an adequate system of internal financial controls.

DISCLAIMER

Some of the statements in this Management Discussion & Analysis, describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results might differ substantially from those expressed or implied. Important developments that could affect the Company's operation including changes in the industry structure, significant changes in political and economic environment in India, tax laws, import duties, litigation and labor relations.

Place: Hyderabad
Date: 14-08-2026

By the order of the board
For **PFL Infotech Limited**

Sd/-
(Parma Nand Chand)
Managing Director
(DIN: 00066973)

ANNEXURE – B**CORPORATE GOVERNANCE REPORT****1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company is always making efforts for improving the Corporate Governance practices in the company.

2. BOARD OF DIRECTORS

The constitution of the Board is given below:

NAME OF THE DIRECTOR	STATUS	NO. OF OTHER PUBLIC DIRECTORSHIPS (*)	NO. OF BOARD COMMITTEE POSITION HELD IN OTHER PUBLIC LIMITED COMPANIES
P. Amresh Kumar	Managing Director upto (14-11-2025)	0	0
Abhinandan Jain	Independent Director upto (04-09-2025)	1*	1
Ms. Sujana Kadium	Chairperson & Independent Women Director upto (04-09-2025)	1*	1
Parma Nand Chand	Non-Executive - Non-Independent Director (w.e.f 16-04-2025)	1*	0
Kirti Chand	Non-Executive - Non-Independent Director (w.e.f 16-04-2025)	0	0
Sri Pankaj Jain	Non-Executive - Independent Director (w.e.f 04-09-2025)	1*	0
Sri Vipin Shantilal Champawat	Non-Executive - Independent Director (w.e.f 04-09-2025)	1*	1

(*) This excludes Directorships in Indian Private Limited Companies, membership of Managing Committees of various Chambers / bodies.

3. AUDIT COMMITTEE

An Audit Committee of the Company was constituted in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee comprises of three Directors, namely **Mr. Parmanand Chand, Mr. Pankaj Jain and Mr. Vipin Shantilal Champawat.**

TERMS OF REFERENCE

The terms of reference of the Audit Committee include:

- To review the internal control systems
- To review Quarterly and Half-yearly results
- To review the accounting and financial policies and practices
- To review reports furnished by the internal and statutory auditors, and ensure that suitable follow-up action is taken.

During the financial year ended 31st March, 2026, the Audit Committee met four times, on 29th May, 2025, 14th August, 2025, 14th November, 2025 and 14th February, 2026

The attendance of each member of the **Audit Committee Meetings** is given below:

NAME OF THE DIRECTOR	NO. OF AUDIT COMMITTEE MEETINGS ATTENDED
P Amresh Kumar (upto 14-11-2025)	3
Sujana Kadium (upto 04-09-2025)	2
Param Nand Chand (w.e.f 16-04-2025)	4
Pankaj Jain (w.e.f. 04-09-2025)	2
Vipin Shantilal Champawat (w.e.f. 04-09-2025)	2

4. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprising of **Mr. Parmanand Chand and Mrs. Kirti Chand** have been assigned the work of redressal of investors / Shareholders complaints along with approval of share transfer, sub-division / consolidation of shares, etc. The Committee oversees the performance of Registrar and Share Transfer Agents and recommends measures for overall improvement of the quality of investor services. The Share Transfers / Transmissions approved by the committee are placed at the Board Meeting from time to time.

COMPLIANCE OFFICER

The Company has appointed Ms Anmol Sunil Agarwal as Company Secretary and Compliance Officer w.e.f. 2nd April 2025.

5. REMUNERATION OF DIRECTORS

The details of remuneration paid to Directors are given below:

NAME OF THE DIRECTOR	RELATIONSHIP WITH OTHER DIRECTORS	SITTING FEE (Rs.)	SALARY & PERK (Rs.)	TOTAL (Rs.)
P Amresh Kumar (upto 14-11-2025)	None	0/-	0/-	0/-
Abhinandan Jain (upto 04-09-2025)	None	0/--	0/--	0/--
Sujana Kadium (upto 04-09-2025)	None	Rs:35,000/--	0/-	0/--
Parmanand Chand (w.e.f 16-04-2025)	Husband of Smt Kirti Chand	0/-	0/-	0/-
Kirti Chand (w.e.f 16-04-2025)	Wife of Smt Parma Nand Chand	0/-	0/-	0/-
Sri Pankaj Jain (w.e.f 04-09-2025)	None	0/--	0/--	0/--
Sri Vipin Shantilal Champawat (w.e.f 04-09-2025)	None	0/-	0/-	0/-
Total		0/-	0/-	0/-

6. BOARD MEETINGS AND ATTENDANCE AT BOARD MEETINGS, ANNUAL GENERAL MEETINGS

The Board of Directors of the company met **Eight Times** meetings were held on 02nd April 2025, 16th April 2025, 29th May 2025, 14th August 2025, 04th September 2025, 14th November, 2025, 14th February, 2026 and 30th March, 2026.

The company placed before the Board the annual operating plans and budgets and performance of the company from time to time.

The attendance at the Board Meeting and Annual General Meetings was as under:

NAME OF THE DIRECTOR	ATTENDANCE AT ANNUAL GENERAL MEETING	ATTENDANCE AT BOARD MEETINGS
P Amresh Kumar (upto 14-11-2025)	YES	5
Abhinandan Jain (upto 04-09-2025)	NIL	4
Sujana Kadiam (upto 04-09-2025)	NIL	4
Parmanand Chand (w.e.f 16-04-2025)	YES	7
Kirti Chand (w.e.f 16-04-2025)	YES	7
Sri Pankaj Jain (w.e.f 04-09-2025)	YES	4
Sri Vipin Shantilal Champawat (w.e.f 04-09-2025)	YES	4

7. (A) GENERAL BODY MEETINGS

The Last three Annual General Meetings were held as per the details given below:

YEAR	DATE	TIME	VENUE
2022-23	28 th September 2023	11.45 A.M.	Through Video Conference (VC) Video Conference / (OAVM) Other Audio Visual Means
2023-24	28 th September 2024	4.30 P.M.	Through Video Conference (VC) Video Conference / (OAVM) Other Audio Visual Means
2024-25	30 th September 2025	4.00 P.M.	Through Video Conference (VC) Video Conference / (OAVM) Other Audio Visual Means

(B) POSTAL BALLOT

During the year ended **31st March, 2026**, no resolution was passed by the Company's shareholders requiring voting by postal ballot.

8. DISCLOSURES

Disclosures on materially significant related party transactions i.e., transactions of the Company of material nature, with its Promoters, the directors or the Management, their subsidiaries or relatives, etc., that may have potential conflict with the interests of the company at large.

During the year, there were no transactions of material nature with the Directors or the Management or the subsidiaries or relatives that had potential conflict with the interests of the company.

9. AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

A Certificate from the Auditors is enclosed along with this report.

	<u>SHAREHOLDER'S INFORMATION</u>	
A	Registered Office	PFL Infotech Ltd. # 318, 3rd Floor, Mittal Chambers, 2-2-51, M.G. Road, Secunderabad, –500003, Telangana, India
B	Annual General Meeting	
	Date & Time	26th September 2026 at 4.00 PM
	Venue	PFL Infotech Ltd. # 318, 3rd Floor, Mittal Chambers, 2-2-51, M.G. Road, Secunderabad, –500003, Telangana, India Through VC/OAVM
C	Financial Calendar	
	Financial Reporting for	
	Quarter ending June, 30 2025	Second week of August 2025
	Quarter ending September, 30 2025	Second week of November 2025
	Quarter ending December, 31 2025	Second Week of February 2026
	Quarter ending March 31, 2026	Last week of May 2026
	Annual General meeting for FY ended 31 st March 2026	26th September 2026 at 4.00 PM
D	Date of Book Closure	21-09-2026 to 25-09-2026
E	Dividend Payment Date	Not Applicable
F	Listing on Stock Exchange	BSE Limited (Bombay Stock Exchange Limited) P J Towers, Dalal Street Mumbai – 400 001.
G	BSE Stock Code	531769
H	Stock Market Data	The 52-week high low has been Rs.8.08 and Rs. 3.57 respectively.
I	Registrar and Share Transfer Agents	Bigshare Services Pvt Ltd. 306, Right Wing, Amrutha Ville, Opp. Yashoda Hospital, Somajiguda, Raj Bhavan Road, Hyderabad - 500082.
J	Share Transfer System	Generally the shares have been transferred and returned in 30 days from the date of receipt, so long as the documents have been clear in all respects.
K	Stakeholders Relationship Committee	The Committee generally meets once in a fortnight.
L	Investor Relations	The Company has good investor relations.

M) Distribution of shareholding as on 31st March 2026.

Share holding of nominal value of			Share holders		Share Amount	
Rs.	Rs.		Number	% to total	(In Rs.)	% to total
(1)			(2)	(3)	(4)	(5)
1	--	5,000	1551	68.9027	1564070	2.0915
5,001	--	10,000	225	9.9956	1948440	2.6055
10,001	--	20,000	137	6.0862	2098880	2.8067
20,001	--	30,000	58	2.5766	1465290	1.9594
30,001	--	40,000	45	1.9991	1633970	2.1850
40,001	--	50,000	28	1.2439	1336730	1.7875
50,001	--	1,00,000	82	3.6428	5977430	7.9932
1,00,001	--	And above	125	5.5531	58756190	78.5710
Total			2251	100.00	74781000	100.00

N) SHAREHOLDING PATTERN FOR THE PERIOD ENDED: 31.03.2026

Sl. No	Category	No. of Shares held	Percentage Of Shareholding
A	Promoter's Holding		
1	Promoters <u>Indian Promoters:</u> Parmanand Chand (Managing Director)	485740	6.50%
	<u>Foreign Promoters:</u>	NIL	NIL
2	Persons acting in concert		
	Sub-Total	485740	6.50 %
B	Public Share Holding – Institutions		
3	Institutional investors / Venture Capital Funds	NIL	NIL
A	Mutual Funds and UTI(Govt. Financial Institutions)	NIL	NIL
B	Banking, Financial Institutions/Insurance Companies(Central/ State Government Institutions/Non-Government Institutions)	NIL	NIL
C	Foreign Institutional Investor	NIL	NIL
	Sub-Total	0	0 %
	Public Share Holding – Non-Institutions		
4	Others		
a.	Private corporate Bodies	797256	2.27 %
b.	Indian Public	5989276	80.09%
c.	Any other (Clearing Member)	192187	2.57 %
d.	NRIs/OCBs	12241	0.16%
e.	Any other (Trusts)	1400	0.02 %
	Sub-Total	6992370	93.50 %
	Grand Total	7478100	100.00 %

O) DEMATERIALISATION OF SHARES AND LIQUIDITY AS ON 31ST MARCH 2026

Out of the total shareholding of 74,78,100 equity shares 99.45 % of equity shares are in dematerialized form.

P) OUTSTANDING GDRS/ADRS/WARRANTS OR ANY OTHER CONVERTIBLE INSTRUMENT

Company has not issued any GDRs/ ADRs/ Warrants or any other convertible instruments or any issue (public issue, right issue, preferential issue etc.) which are likely to have impact on Equity Share Capital of the Company.

Q) REGISTERED OFFICE AND ADDRESS FOR CORRESPONDENCE

PFL Infotech Limited

318, 3rd Floor, Mittal Chambers,
2-2-51, M.G. Road, Secunderabad, –500003
Telangana, India.

R) The shareholders may address their communications/ suggestions/ grievances/ queries to:

PFL INFOTECH LIMITED

318, 3rd Floor, Mittal Chambers,
2-2-51, M.G. Road, Secunderabad, –500003
Telangana, India.

ANNEXURE - C

ANNEXURE TO THE REPORT OF THE DIRECTORS
CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE

The Board of Directors of
PFL INFOTECH LIMITED

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to the compliance conditions of Corporate Governance of PFL INFOTECH LIMITED (the company) for the year ended **31-03-2026** as stipulated in Clause 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 of the said company with the stock exchanges.

The compliance of the conditions of the corporate governance is the responsibility of the management. Our examination conducted in the manner described in the guidance note on certification of corporate governance issued by the Institute of Chartered Accountants of India was limited to procedure and implementation thereof adopted by the company for ensuring compliance with the conditions of corporate governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statement of the company.

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of corporate governance as stipulated in the above-mentioned Listing Regulations.

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

For Samudrala & Co LLP,
Chartered Accountants
FRN: S200142
Sd/-

Place: Hyderabad
Date: 30.05.2026
UDIN: 26220150IDNVDK3309

Karunasree Samudrala
Partner Mem No: 220150

ANNEXURE - D

Form MR-3

SECRETARIAL AUDIT REPORT

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

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

To
The Members of
M/s. PFL Infotech Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **PFL Infotech Limited** (hereinafter called “**the Company**”).

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on our verification of the Company’s Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from **1st April, 2025** and ended on **31st March, 2026**, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. PFL Infotech Limited (“The Company”) for the financial year ended on **31st March, 2026**, according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder for specified sections notified and came into effect from 12th September, 2013 and sections and Rules notified and came into effect from 1st April, 2014;
 - 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 (FDI), Overseas Direct Investment, and External Commercial Borrowings (not applicable during the audit period);
 - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):
 - a. SEBI (Listing obligations and disclosures requirements) regulation, 2015;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- vi. Other applicable laws including the following:
- i) Income Tax Act, 1961
2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company during the audit period:
- i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - ii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - iii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - vi. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
3. We have also examined compliance with the applicable clauses of the following:
- i. Secretarial Standards issued by The Institute of Company Secretaries of India to the extent applicable under the provisions of Companies Act, 2013

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

4. We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Companies Act, 2013.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining

further information and clarifications on the agenda items before the meeting and for meaningful participation of the meeting.

- (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- 5. We further report that there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 6. We further report that:
 - i) The company has not paid the Income Tax for the financial years 2015-16, 2017-2018, and 2020-21.

Place: Hyderabad,
Date: 14-08-2026
UDIN:  F001989H001117301

For MARTHI & CO,
Company Secretaries
Sd/-
S S MARTHI
PROPRIETOR
FCS 1989, CP 1937

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral report of this report.

Annexure – A to Secretarial Audit Report of even date

**To the Members of
M/s. PFL Infotech Limited**

Our Secretarial Audit Report (Form MR-3) of even date for the financial year ended **March 31, 2026** is to be read along with this letter.

1. The Company's management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the Company after **March 31, 2026** but before the issue of this report.
4. We have considered compliance related actions taken by the Company based on independent legal / professional opinion obtained as being in compliance with law.
5. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
6. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
7. We have obtained the Management's representation about compliance of laws, rules and regulations and happening of events, wherever required.
8. Our 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.

Place: Hyderabad,

Date: 14-08-2026

For MARTHI & CO,
Company Secretaries
Sd/-
S S MARTHI
PROPRIETOR
FCS 1989, CP 1937

ANNEXURE - E

CODE OF CONDUCT DECLARATION

Pursuant to 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 entered into with the stock exchange, I hereby declare that all the Board members and senior management personnel of the company have affirmed compliance with the code of conduct for the year ended **March 31, 2026**.

FOR AND ON BEHALF OF THE BOARD

Place: Hyderabad
Date 14-08-2026

Sd/-
(PARMA NAND CHAND)
MANAGING DIRECTOR

INDEPENDENT AUDITOR'S REPORT**To the Members of PFL INFOTECH LIMITED****Report on the Audit of the Standalone Ind AS Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of **PFL INFOTECH LIMITED** (the "Company"), which comprise the standalone balance sheet as at March 31, 2026, and the standalone statement of Profit and Loss (including other comprehensive income), and the standalone statement of changes in equity and the standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financials Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with 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 **March 31, 2026**, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During the course of our audit, we have determined that there are no key audit matters to be communicated in our report except for the matters prescribed in emphasis of matter

Information other than the Financials 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 Board's Report, Business Responsibility Report,

Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the 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 Responsibilities for the Standalone Financials 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 standalone 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone 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 the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatement in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 misstatement in the Standalone 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 standalone financial statements

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

Report on Other Legal and Regulatory Requirements

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 the "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 standalone Balance Sheet, the standalone Statement of Profit and Loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - (g) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act, in our opinion, according to the information and explanation give to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V of the Act, and
 - (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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company doesn't have any pending litigation which is required to be disclosed in the report.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. The Company is not required to transfer any amounts to the Investor Education and Protection Fund during the year.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever 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 (which are material either individually or in the aggregate) have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on audit procedures that have been 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 (i) and (ii) contain any material mis-statement.

v. The Company has neither declared nor paid any dividend during the year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility 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 for the period the where audit trail (edit log) facility was enabled.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2026.

For Samudrala k & Co LLP.
Chartered Accountants
Firm Registration No: S200142
Sd/-

Karunasree Samudrala
Partner
Membership No. 220150
UDIN: 26220150IDNVDK3309
Place: Hyderabad
Date: 30TH May 2026

Annexure- A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report to the members of PFL INFOTECH 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 accounts and record examined by us in the normal course of audit, we state that:

- i.
 - a. A.) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right -to- use assets.

B.) The Company has maintained proper records showing full particulars of intangible assets.
 - b. All the property, plant and equipment were physically verified during the year by the management in accordance with a regular programme of verification at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c. The Company does not have immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i) (c) of the Order is not applicable.
 - d. The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year.
 - e. No proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. The Company doesn't have inventory during the year accordingly the clause is not applicable.
- iii. The Company has not made investments in the companies and granted unsecured loan to other parties, accordingly this clause is not applicable to the Company.

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnership or any other partnership.
- iv. The Company has complied with the provisions of section 185 and 186 of the Act, in respect of the loan granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, reporting under clause 3(v) of the Order is not applicable.
- vi. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

- vii. a. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it.
- b. There were no undisputed amount payable in respect of provident fund, Employee State Insurance, Income Tax, Goods & Service Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, cess and any other material, statutory dues in arrears, as at 31st March 2026 for a period more than six month from the date they became payable, except the following:

Name of the statue	Nature of the Dues	Amount (Rs. In lakhs)	Period to which amount Relates	Due Date	Date of Payment
Income Tax Act, 1961	Outstanding Demand	7.32	2015-16	Various Dates	Unpaid till Date
Income Tax Act, 1961	Outstanding Demand	13.58	2017-18	Various Dates	Unpaid till Date
Income Tax Act, 1961	Outstanding Demand	4.03	2020-21	Various Dates	Unpaid till Date

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year, in the tax assessment under the Income Tax Act, 1961(43 of 1961).
- ix. a. The Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to the lenders during the year.
- b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c. The Company has not obtained any term loans from Banks or Financial Institutions during the year. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable.
- d. On an overall examination of the financial statements of the Company, we report that, prima-facie, no funds raised on short-term basis have been used for long-term purposes by the Company.
- e. We report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f. We report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

Accordingly, reporting under clause 3(x) (a) of the Order is not applicable.

- b. 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.
- xi.
 - a. We report that no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
 - b. No report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.
 - c. There are no whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the transactions entered with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and details have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
- xiv.
 - a. In our opinion, 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 date, for the year under audit.
- xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 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. Hence reporting under clause 3 (xvi)(a) (b) and (c) of the order is not applicable.
 - b. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3 (xvi) (d) of the order is not applicable.
- xvii. On an overall examination of the financial statements of the Company, the Company has incurred cash losses in the current financial year and in the immediately preceding financial year to the extent of Rs. -48.91 lakhs and Rs. -34.70 lakhs respectively.
- xviii. On the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the

Company is not capable of meeting its liabilities existing at the date of 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.

- xix. The requirements as stipulated by the provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company. Accordingly, reporting under clause 3(xx)(a) and (b) of the Order are not applicable.

For Samudrala k & Co LLP.

Chartered Accountants

Firm Registration No: S200142

Karunasree Samudrala

Partner

Membership No. 220150

UDIN: 26220150IDNVDK3309

Place: **Hyderabad**

Date: 30TH May 2026

Annexure- B TO THE INDEPENDENT AUDITOR'S REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of PFL INFOTECH LIMITED (the "Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For Samudrala k & Co LLP.
Chartered Accountants
Firm Registration No: S200142

Karunasree Samudrala
Partner
Membership No. 220150
UDIN: 26220150IDNVDK3309
Place: Hyderabad
Date: 30TH May 2026

PFL INFOTECH LIMITED
Standalone Balance Sheet as at 31st March 2026

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

Particulars	Note No	As at 31 March 2026	As at 31 March 2025
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4 (a)	0.04	0.09
(b) Right -to-use assets	4 (b)	0	0
(c) Capital work-in-progress	4 (c)	0	0
(d) Other intangible assets	4 (d)	0	0
(e) Financial assets			
(i) Investments	5(i)	0	0
(ii) Loans	5(ii)	0	0
(f) Other non-current assets	6	0.42	34.42
		0.46	34.51
2 Current assets			
(a) Inventories	7	0	0
(b) Financial assets			
(i) Trade receivables	8	0	0
(ii) Cash and cash equivalents	9	0.13	4.00
(iii) Other bank balances	10	0	0
(iv) Loans	11	0.00	0.00
(c) Other current assets	12		
		0.13	4.00
TOTAL ASSETS		0.59	38.51
EQUITY AND LIABILITIES			
1 EQUITY			
(i) Equity share capital	13	747.81	747.81
(ii) Other equity	14	-788.57	(739.64)
Total equity		-40.76	8.17
2 LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	0	0
(ii) Lease liabilities	16	0	0
(b) Deferred tax liabilities (net)	17	0	0
(c) Provisions	18	0	0
		0	0
3 Current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	7.51	0
(ii) Lease liabilities	16	0	0
(iii) Trade payables	19	0.36	0
- Dues of micro enterprises and small enterprises		0	0
- Dues of creditors other than micro and small enterprises		0	0
(iv) Other financial liabilities	20	0	0
(b) Other current liabilities	21	33.48	30.34
(c) Current tax liabilities (net)	22	0.00	0
(d) Provisions	18		
		41.35	30.34
TOTAL LIABILITIES		41.35	30.34
TOTAL EQUITY AND LIABILITIES		0.59	38.51
Corporate information & significant accounting policies	1 to 3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Samudrala k & Co LLP,

Chartered Accountants

Firm Registration Number: S200142

Sd/-
(Karunasree Samudrala)
 Partner
 Membership No.: 220150

Place: Hyderabad
 Date: 30th May 2026

32 to 50

For and on behalf of the Board of Directors

Sd/-
Parmanand Chand
 Managing Director & CFO
 DIN: 00066973

Sd/-
Kirti Chand
 Director
 DIN: 01569854

Sd/-
Anmol Sunil Agarwal
 Company Secretary

PFL INFOTECH LIMITED

Standalone Statement of Profit and Loss for the year ended 31st March 2026

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

	Particulars	Note No	Year ended 31 March 2026	Year ended 31 March 2025
I	Revenue from operations	23	-	-
II	Other income	24	-	0.01
III	Total income		-	0.01
IV	Expenses			
	Cost of materials consumed	25	-	-
	Changes in inventories and work in progress	26	-	-
	Employee benefits expense	27	5.49	1.32
	Depreciation and amortisation	28	0.06	0.04
	Finance cost	29	-	-
	Other expenses	30	43.38	33.39
	Total expenses		48.93	34.75
V	Profit before tax (III-IV)		(48.93)	(34.74)
	Exceptional item	46	-	-
	Profit before tax		(48.93)	(34.74)
VI	Tax expense			
	Current tax	31	-	-
	Deferred tax		-	-
	Total tax expense		-	-
VII	Profit for the year (V-VI)		(48.93)	(34.74)
VIII	Other comprehensive income			
	Items that will not be reclassified to profit or loss:			
	Re-measurement gains/ (losses) on defined benefit plan			
	Income-tax thereon	31	-	-
	Other comprehensive income for the year, net of tax		-	-
IX	Total comprehensive income for the year		(48.93)	(34.74)
X	Earnings per equity share	40		
	Basic (₹)		(0.65)	(0.46)
	Diluted (₹)		(0.65)	(0.46)
	Corporate information & significant accounting policies	1 to 3		

The accompanying notes are an integral part of the financial statements.

32 to 50

As per our report of even date attached

For Samudrala k & Co LLP,

Chartered Accountants

Firm Registration Number: S200142

For and on behalf of the Board of Directors

Sd/-

(Karunasree Samudrala)

Partner

Membership No.: 220150

Sd/-

Parmanand Chand

Managing Director & CFO

DIN: 00066973

Sd/-

Kirti Chand

Director

DIN: 01569854

Place: Hyderabad

Date: 30th May 2026

Sd/-

Anmol Sunil Agarwal

Company Secretary

PFL INFOTECH LIMITED

Standalone Statement of Cash Flows for the year ended 31st March 2026

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
I. Cash flows from operating activities		
Profit before tax	(48.93)	(34.74)
Adjustments		
Depreciation and amortisation	0.06	0.04
Interest income	-	(0.01)
Finance costs (including fair value change in financial instruments)	-	-
(Profit)/loss on Property, plant and equipments	-	-
Re-measurement gains on defined benefit plans	-	-
Operating profit before working capital changes	(48.87)	(34.71)
Changes in working capital:		
Adjustment for (increase)/decrease in operating assets		
-Trade receivables	-	-
-Inventories	-	-
-Loans - current	-	-
-Other assets - current	34.00	40.19
Adjustment for (increase)/decrease in operating liabilities		
-Trade payables	0.36	-
-Other financial liabilities - current	3.13	3.32
-Provisions	-	-
Cash generated from operations	(11.39)	8.80
Income taxes paid (net)	-	-
Net cash generated from/(used in) operating activities	(11.39)	8.80
II. Cash flows from investing activities		
Purchase of PPE (including capital work in progress)	-	-
Investment in subsidiaries	-	-
Acquisition of Non current investments	-	-
Increase/Decrease of Short -term loans & Advances	-	0.01
Net cash used in investing activities	-	0.01
III. Cash flows from financing activities		
Money received against share warrants	-	-
Dividend paid	-	(4.99)
(Repayment) /Proceeds from borrowings (net)	7.51	-
Interest paid	-	-
Net cash provided by financing activities	7.51	(4.99)
Net increase in cash and cash equivalents (I+II+III)	(3.88)	3.82
Cash and cash equivalents at the beginning of the year	4.00	0.18
Cash and cash equivalents at the end of the year (refer note below)	0.13	4.00
Cash and cash equivalents comprise: (Refer Note 9)		
Cash on hand	0.01	0.01
Balances with banks:		
- in current accounts	0.12	3.99
	0.13	4.00

Note:

1. The Cash Flow Statement has been prepared under the 'Indirect Method' set out in Ind AS-7 " Statement of Cash Flows.

Corporate information & significant accounting policies 1 to 3

The accompanying notes are an integral part of the financial statements. 32 to 50

As per our report of even date attached

For Samudrala k & Co LLP,

Chartered Accountants

Firm Registration Number: S200142

For and on behalf of the Board of Directors

Sd/-

(Karunasree Samudrala)

Partner

Membership No.: 220150

Sd/-

Parmanand Chand

Managing Director & CFO

DIN: 00066973

Sd/-

Kirti Chand

Director

DIN: 01569854

Sd/-

Anmol Sunil Agarwal

Company Secretary

Place: Hyderabad

Date: 30th May 2026

PFL INFOTECH LIMITED

Standalone Statement of Changes in Equity for the year ended 31st March 2026

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

a. Equity Share Capital

	No. of shares	Amount ₹
Balance as at 1 April 2024	74,78,100	747.81
Balance as at 31 March 2025	74,78,100	747.81
Balance as at 31st March 2026	74,78,100	747.81

b. Other equity

Particulars	Reserves and Surplus		Money received against share warrants	Other comprehensive income	Total equity
	Securities premium	Retained earnings			
At 1 April 2024		-	-	-	-
Profit for the year		-	-	-	-
Dividend Paid		-	-	-	-
As at 1 April 2025	488.66	(1,228.30)	-	-	(739.64)
Profit for the year		-	-	-	-
Additions during the year		-	-	-	-
Dividend paid		-	-	-	-
Balance as of 31st March 2026	488.66	(1,277.23)	-	-	(788.57)

Corporate information & significant accounting policies

1 to 3

The accompanying notes are an integral part of the financial statements.

32 to 50

As per our report of even date attached

For Samudrala k & Co LLP,

For and on behalf of the Board of Directors

Chartered Accountants

Firm Registration Number: S200142

Sd/-

(Karnasree Samudrala)

Partner

Membership No.: 220150

Sd/-

Parmanand Chand

Managing Director & CFO

DIN: 00066973

Sd/-

Kirti Chand

Director

DIN: 01569854

Sd/-

Anmol Sunil Agarwal

Company Secretary

Place: Hyderabad

Date: 30th May 2026

1. Corporate information

PFL INFOTECH LIMITED ("the Company") was incorporated on 11-12-1986. It was converted to public limited company with effect from 22 January 1993 and is listed on BSE. The Registered office of the Company is situated at # 318, 3rd Floor, Mittal Chambers, 2-2-51, M.G. Road,

2. Basis for preparation of financial statements

2.1 Statement of compliance

These financial statements are prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. These financial statements comply with Indian Accounting Standard (Ind AS), as prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there after.

All amounts are in Indian ₹ lakhs except share data, unless otherwise stated.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013.

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

Prior year comparatives

Figures have been rounded off to nearest lakhs and previous year figures have been regrouped wherever necessary, to correspond with the current period classification/disclosure and there is no impact on total income and net profit.

2.2 Basis of measurement

These financial statements have been prepared on the historical cost convention and on an accrual basis, except for the following:

- certain financial assets and liabilities are measured at fair value;
- long term borrowings are measured at amortized cost using the effective interest rate method.

2.3 Critical accounting judgements and key sources of estimation

In the application of the Company's accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Provision and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an out flow of resources will be required to settle the obligation and the amount can be readily estimated.

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

Where the likelihood of outflow of resources is remote, no provision or disclosure as specified in Ind AS 37 "Provision, Contingent liabilities and contingent assets" is made.

Useful lives of depreciable assets

Management reviews the useful lives of depreciable assets at each reporting. As at 31 March 2023 management assessed that the useful lives represent the expected utility of the assets to the Company. Further, there is no significant change in the useful lives as compared to previous year.

2.4 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

3. Significant accounting policies**3.1 Revenue recognition**

Revenue from goods and services is recognized, when the Company satisfies a performance obligation by transferring a promised good or service to its customers. The Company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and Goods & services Tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Past trends are used to estimate and provide for the discounts/right of return, using the expected value method.

3.2 Leases

As a lessee, the Company mainly has lease arrangement for buildings. The Company assesses whether a contract is or contains a lease at inception of the contract. The assessment involves the exercise of judgement about whether there is an identified asset, whether the Company has the right to direct the use of the asset and whether the Company obtains substantially all the economic benefits from use of that asset.

The Company recognise a right-of- use asset (ROU) and a corresponding lease liability at the lease commencement date. The lease liability is measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate can not be readily determined, the Company uses the incremental borrowing rate.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease initiatives. ROU assets are amortised from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying assets. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortised cost at the present value of future lease payments. The lease payments are discounted using the interest rate implicit in the lease or if nor readily determinable, using the incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustments to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

3.3 Foreign currency transactions

Transaction in foreign currency are translated in functional currency using the exchange rates prevailing at the dates of the respective transactions. Foreign currency monetary items, outstanding at the balance sheet date are restated at year end rates. Non-monetary items are measured in terms of historical cost in foreign currency are not translated again. The exchange differences on monetary items arising, if any are recognised in the statement of Profit and loss in the period in which they arise.

3.4 Taxation

Income tax expense consists of current and deferred tax. Income tax expense is recognized in the statement of Profit and loss except to the extent that it relates to items recognized in the other comprehensive income or directly in the equity, in which case the current and deferred taxes are also recognised in other comprehensive income or directly in equity.

Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax

Deferred tax is recognized using the balance sheet approach, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax assets and liabilities are recognised for deductible temporary differences arising between the tax base of the assets and liabilities and their carrying amounts, except when the deferred income tax arises from the initial recognition of an asset or liability is a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax are recognised to the extent that it is probable that taxable profit will be available, against which the deductible temporary differences can be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be resolved or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same tax authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

3.5 Earnings per share

The Company presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share.

3.6 Property, plant and equipment (PPE)

Tangible assets and intangible assets

The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning, less accumulated depreciation and accumulated impairment losses, if any. Expenditure incurred after the PPE have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the period in which the costs are incurred.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment. Expenditure during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction.

3.7 Depreciation and amortisation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a straight-line basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company

The Company has componentised its PPE and has separately assessed the life of major components. In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets.

Such classes of assets and their estimated useful lives are as under:

Particulars	Useful life (years)
Buildings	30
Plant and machinery	15
Vehicles	8
Tools and spares	15
Furniture and fixtures	10
Computers	3
Office equipment	5
Electrical equipment	10
Intangible assets	5

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition and in case of Projects from the date of commencement of commercial production. Depreciation on deductions/disposals is provided on a pro-rata basis up to the date of deduction/disposal.

3.8 Research and development

Expenditures on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognized in the statement of profit and loss when incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditures are capitalized only if development costs can be measured reliably; the product or process is technically and commercially feasible; future economic benefits are probable; and the Company intends to and has sufficient resources to complete development and to use or sell the asset.

Expenditure on research and development eligible for capitalization are carried as tangible assets under development where such assets are not yet ready for their intended use.

The expenditures to be capitalized include the cost of materials and other costs directly attributable to preparing the asset for its intended use. Other development expenditures are recognized as expense in the statement of profit and loss as incurred.

Tangible assets relating to products in development are subject to impairment testing at each reporting date. All other tangible assets are tested for impairment when there are indications that the carrying value may not be recoverable. All impairment losses are recognized immediately in the statement of profit and loss.

The amortization period and the amortization method for tangible assets with a finite useful life are reviewed at each reporting date.

3.9 Intangible assets

Intangible assets including software licenses of enduring nature and contractual rights acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising upon derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is disposed.

3.10 Inventories

Inventories are valued as follows:

- Raw materials, fuel, stores & spare parts and packing materials:

Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis.

- Work-in- progress (WIP), finished goods and stock-in-trade:

Valued at lower of cost and NRV. Cost of finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

3.11 Cash and cash equivalents

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

3.12 Impairment of financial and non-financial assets

(i) Impairment of financial assets

Non-financial assets other than inventories, deferred tax asset and non-current asset classified as held for sale are reviewed at Balance sheet date to determine whether there is any indication of impairment. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset recoverable amount. The recoverable amount is higher of the asset's or Cash-Generating Unit' (CGU) fair value is less cost of disposal and its value in use. Recoverable amount is determined for individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets.

When carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

(ii) Impairment of non- financial assets:

In accordance with IND-AS 109, the Company applies expected credit loss (“ECL”) model for measurement and recognition of impairment loss on the financial assets measured at amortized cost and debt instrument measured at FVOCI.

Loss allowances on receivable from customers are measured following the ‘simplified approach’ at an amount equal to the life time ECL, at each reporting date. In respect of other financial assets such as debt securities and bank balances, the loss allowance is measured at 12 month ECL only if there is no significant deterioration in the credit risk since initial recognition of the asset or asset is determined to have a low credit risk at the reporting date.

The Company has carried out annual review of impairment of fixed assets, based on the report of the technical executives it is observed there is no necessity for any impairment.

3.13 Employee benefits**Short-term employee benefits**

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans (like contribution to provident fund, ESI)

The Company’s contributions to defined contribution plans are charged to the income statement as and when the services are received from the employees.

Defined benefit plan-Gratuity

The liability in respect of defined benefit plans and other post-employment benefits are calculated using the projected unit credit method using actuarial valuation. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related defined benefit obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used. The current service cost of the defined benefit plan, recognized in the income statement in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in income. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the income statement. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Termination benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognized as an expense if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

3.14 Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

3.15 Contingent liabilities and contingent assets

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

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

3.16 Financial instruments

a. Recognition and initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issues of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

b. Classification and Subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at amortised cost;

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a

particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

3.17 Financial instruments

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses,

including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities: Classification, Subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are

subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

c. Derecognition**Financial assets**

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit and loss statement.

3.18 Recent pronouncements

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

Ind AS 1- Presentation of financial statements: This amendment required the entities to disclosure their material accounting policies rather than thir significant accounting policies. The effective date for adoption of this amendment in annual periods beginning on or after 1 April 2023.

Ind AS 8- Accounting policies , changes in Accounting Estimates and Errors: This amendment has introduced a definition of "accounting estimates" and included amendments to Ind As 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment in annual periods beginning on or after 1 April 2023.

Ind AS 12- Income taxes: The amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences . The effective date for adoption of this amendment its annual periods beginning on or after 1 April 2023.

The Company evaluated the aforementioned amendments and there is no impact on its standalone financial statements.

PFL INFOTECH LIMITED

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Notes forming part of the Standalone Financial Statements

(All amounts in ₹ Lakhs, except share data and where otherwise stated)

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(a) Property, plant and equipment

Particulars	Free hold Land	Building	Plant & Machinery	Vehicles	Testing Tools & Instruments	Furniture & Fixtures	Computers & Software	Office Equipment	Electrical Fittings	Total
Gross carrying value										
As at 1 April 2025	0	0	0	0	0	0	0.14	0.00	0.00	0.14
Additions	0	0	0	0	0	0	0.00	0.00	0.00	0.00
Deletions	0	0	0	0	0	0	0.00	0.00	0.00	0.00
As at 1 April 2025	0	0	0	0	0	0	0.09	0.00	0.00	0.09
Additions	0	0	0	0	0	0	0.00	0.00	0.00	0.00
Deletions	0	0	0	0	0	0	0.00	0.00	0.00	0.00
As at 31st March 2026		0	0	0	0	0	0.09	0.00	0.00	0.09
								0.00	0.00	
Accumulated depreciation								0.00	0.00	
As at 1 April 2025	0	0	0	0	0	0	0.00	0.00	0.00	0.00
Charge for the year	0	0	0	0	0	0	0.00	0.00	0.00	0.00
Adjustments	0	0	0	0	0	0	0.00	0.00	0.00	0.00
As at 1 April 2025	0	0	0	0	0	0	0.00	0.00	0.00	0.00
Charge for the year		0	0	0	0	0	0.05	0.00	0.00	0.05
Adjustments	0	0	0	0	0	0	0.00	0.00	0.00	0.00
As at 31st March 2026		0	0	0	0	0	0.05	0.00	0.00	0.05
Net carrying amount As at 31 March 2026	0	0	0	0	0	0	0.09	0.00	0.00	0.09
								0.00	0.00	
								0.00	0.00	

PFL INFOTECH LIMITED

4 Right-to-use assets		Capital work-in-progress		Other intangible assets	
(b)		4 (c)		4 (d)	
As at 31st March 2026	0	0	0	0.04	0.00
Particulars	Amount ₹	Particulars	Amount ₹	Particulars	Amount ₹
Gross carrying value		Gross carrying value		Gross carrying value	
As at 1 April 2025	0	As at 1 April 2025	0	As at 1 April 2025	0
Additions	0	Additions	0	Additions	0
Deletions	0	Deletions	0	Deletions	
As at 1 April 2025	0	As at 1 April 2025	0	As at 1 April 2025	0
Additions	0	Additions	0	Additions	0
Deletions	0	Deletions	0	Deletions	0
As at 31st March 2026	0	As at 31st March 2026	0	As at 31st March 2026	0
Accumulated depreciation		Accumulated depreciation		Accumulated depreciation	
As at 1 April 2025	0	As at 1 April 2024	0	As at 1 April 2025	0
Charge for the year	0	Charge for the year	0	Charge for the year	0
Adjustments	0	Adjustments		Adjustments	0
As at 1 April 2025	0	As at 1 April 2025	0	As at 1 April 2025	0
Charge for the year	0	Charge for the year	0	Charge for the year	0
Adjustments	0	Adjustments		Adjustments	
As at 31st March 2026	0	As at 31st March 2026	0	As at 31st March 2026	0
Net carrying amount		Net carrying amount		Net carrying amount	
As at 31 March 2025	0	As at 31 March 2025	0	As at 31 March 2025	0
As at 31st March 2026	0	As at 31st March 2026	0	As at 31st March 2026	0

Refer table below for CWIP ageing.

- a) All the properties are registered in the name of Company and the titles deeds of land and buildings are held in the name of the Company.
- b) Depreciation is Calculated as per Straight Line Method based on useful life of assets as indicated in Schedule-II of The Companies Act, 2013 and Note.3.7
- c) All Properties Plant and Equipments are under charge created by the company for the loans availed.

Capital work in progress ageing

As on 31st March 2026

Particulars	<1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Projects in progress	0	0	0	0	0
Projects temporarily suspended	0	0	0	0	0

As on 31 March 2025

Particulars	<1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
Projects in progress	0	0	0	0	0
Projects temporarily suspended	0	0	0	0	0

5	Non-current assets	As at 31 March 2026	As at 31 March 2025
(i)	Investment at carrying cost		
	Investment in equity instruments:	0	0
		0	0

(ii) Loans:

Unsecured

Loan to related parties

0	0
0	0

=

6 Other non-current assets

Advance for Property (Unsecured, considered good)

Other Advances (Capital advances)

0.00
34.42
34.42

7	Inventories	As at 31-Mar-26	As at 31-Mar-25
	Raw material	0	0
	Work in progress	0	0
	Finished goods	0	0
		0	

8 Trade receivables

	As at 31-Mar-26	As at 31-Mar-25
Unsecured, considered good	0	0
	0	0

9 Cash and cash equivalents

	As at 31-Mar-26	As at 31-Mar-25
Balances with banks:		
- in current accounts	0.12	3.99
Cash on hand	0.01	0.01
	0.13	4.00

10 Other bank balances

	As at 31-Mar-26	As at 31-Mar-25
Term deposits with Banks (original maturities of more than 3 months and less than 1 year)*	0	0
Unpaid dividend account (Earmarked for dividend payment)	0	0
	0	0

*Represents margin money deposits against bank guarantees and letter of credits.

11 Loans

	As at 31-Mar-26	As at 31-Mar-25
Unsecured, considered good unless otherwise stated		
Security deposits	0.00	0.00
	0.00	0.00

12 Other current assets

	As at 31-Mar-26	As at 31-Mar-25
<i>Unsecured, considered good</i>		
Balances with Government authorities	0	0
Other advances		
-For materials	0	0
-For expenses	0	0
-Employee advances	0	0
Prepaid expenses	0	0
Accrued interest	0	0
	0	0

Trade receivable ageing

As at 31st March 2026

Particulars	Not due	< 6 month	6 month-1 Year	1-2 Years	2-3 Years	> 3year	Total
(i) Undisputed trade receivables							
-considered good							
-considered doubtful							
(ii) Disputed trade receivables							
-considered good	-	-	-	-	-	-	-
-considered doubtful	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

As at 31 March 2025

Particulars	Not due	< 6 month	6 month-1 Year	1-2 Years	2-3 Years	> 3year	Total
(i) Undisputed trade receivables							
-considered good	-						
-considered doubtful	-	-	-	-	-	-	-
(ii) Disputed trade receivables							
-considered good	-	-	-	-	-	-	-
-considered doubtful	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

Trade payables ageing

As at 31st March 2026

Particulars	Not due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
(i) Undisputed dues- MSME	-	-	-	-	-	-
(ii) - Others						
(iii) Disputed dues - MSME	-	-	-	-	-	-

(iv) - Others	-	-	-	-	-	-
Total	-	-	-	-	-	-

As at 31 March 2025

Particulars	Not due	< 1 Year	1 - 2 Years	2 - 3 Years	> 3 Years	Total
(i) Undisputed dues- MSME	-	-	-	-	-	-
(ii) - Others	-					
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) - Others	-	-	-	-	-	-
Total	-	-	-	-	-	-

13	<u>Share capital</u>	As at 31 March 2026	As at 31 March 2025
	Authorised		
	8,00,000 equity shares of ₹.10/- each	800.00	800.00
	<u>Issued, subscribed and fully paid-up</u>		
	7478100 equity shares of ₹.10/- each fully paid-up	747.81	747.81
	Total	747.81	747.81

(a) Reconciliation of shares outstanding at the beginning and end of the reporting year

Particulars	For the year ended			
	31 March 2026		31 March 2025	
	No. of equity shares	Amount ₹	No. of equity shares	Amount ₹
Beginning of the year	74,78,100	747.81	74,78,100	747.81
Issued during the year	-	-	-	-
At the end of the year	74,78,100	747.81	74,78,100	747.81

(b) Terms / rights attached to the equity shares

Rights, preferences and restrictions attached to equity shares having face value of ₹10 each. Each shareholder is eligible for one vote per share held and each share carries a right to dividend. The dividend proposed by the Board of Directors is subject to approval by the shareholders at the ensuring Annual General Meeting , except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in the proportion to their shareholding.

(c) Details of shareholders holding more than 5% shares in the Company

Particulars	As at			As at		
	31 March 2026			31 March 2025		
	No. of equity shares held		% holding in the class	No. of equity shares held		% holding in the class
Parmanad Chand	4,85,740		6.50%	-		0.00%

d) Details of Shares held by promoters

	As at 31st March 2026							
Name	No. of shares at the beginning of the year		Change during the year		No. of shares at the end of the year		% of Total Shares	% Change during the year
Parmanad Chand	-		4,85,740		4,85,740		6.50%	6.50
P Amresh Kumar	4,83,230		(4,83,230)		-		0.00%	6.46
P Srikanth	2500		(2,500)		-		0.00%	0.03
Total	4,85,730				4,85,740		6.50%	

	As at 31 March 2025						
Name	No. of shares at the beginning of the year		Change during the year		No. of shares at the end of the year	% of Total Shares	% Change during the year
P Amresh Kumar	4,83,230		-		4,83,230	6.46%	-
P Srikanth	2500				2500	0.03%	
Total	4,85,730				4,85,730	6.49%	

e) Dividend declared and paid

Particulars	31 March 2026	31 March 2025
-		
During the FY 2025-26. NO dividend was declared “		
-		
During the FY 2024-25. No dividend was declared “		

14 Other equity	As at 31 March 2026	As at 31 March 2025
Securities premium	-	
Opening balance	488.66	488.66
Add: Premium on fresh issue	-	-
Closing balance	<u>488.66</u>	<u>488.66</u>
Retained earnings		
Opening balance	(1,228.30)	(1,193.56)
Add: Profit for the year	(48.93)	(34.74)
Less: Dividend paid	-	-
Closing balance	<u>(1,277.23)</u>	<u>(1,228.30)</u>
Other comprehensive income		
Opening balance		
Add: Actuarial gain/(loss) recognised		
Closing balance		
Money received against share warrants		
Opening balance		
Add: warrants received		
Closing balance		
Total other equity	<u>(788.57)</u>	<u>(739.64)</u>
Securities premium consists of the difference between the face value of the equity shares and the		
a) consideration received in respect of shares issued.		
Retained earnings represent prior years undistributed		
b) earnings after taxes.		

15 Borrowings	As at 31 March 2026	As at 31 March 2025
(a) Non-current borrowings		
Secured:		
From Related Parties	-	-
From others		

(b) Current borrowings
 Secured,
 From Banks (Repayable on demand or
 over draft from)

From others

7.51

Total current borrowings

7.51

Notes: Loans repayable on demand:

Name of the Bank

Rate of
interest

Nature

Inter corporate loans:

16 Lease liabilities

As at
31 March
2026

As at
31 March
2025

Lease liabilities:
 (a) Non-current

-

-

(b) Current

-

-

17 (a) Deferred tax liabilities
(net)

Particulars	As at 31 March 2026	As at 31 March 2025
-------------	------------------------	------------------------------

Analysis of deferred tax
asset/(liabilities)

Deferred tax liabilities

Deferred tax assets

Deferred tax liability (net)

(b) The balance comprises
temporary differences
attributable to:

Particulars	As at 1 April 2025	(Charged)/credited to statement of profit and loss	(Charged)/credited to other comprehensive income	As at 31st March 2026
Difference between tax base and books base:				
-Property, plant & equipment	-			
-Employee benefits, others	-			
Total	0.00	-	-	-

Particulars	As at 1 April 2025	(Charged)/credited to statement of profit and loss	(Charged)/credited to other comprehensive income	As at 31 March 2026
Difference between tax base and books base:				
-Property, plant & equipment				
-Employee benefits, others				
Total	0.00	-	-	-

18 Provisions	As at 31 March 2026	As at 31 March 2025
Non-current		
Provision for employee benefits		
- Gratuity (refer Note 37)		

		-	-
	Current		
	Provision for employee benefits		
	- Gratuity (refer Note 37)		
	- Compensated absences		
		-	-
19	Trade payables	As at	As at
		31 March 2026	31 March 2025
	Trade payables		
	- Dues of micro enterprises and small enterprises (refer Note 38)	0.36	-
	- Dues of other than micro and small enterprises		
		0.36	-
	Refer note 19(a) for ageing trade payables		
20	Other financial liabilities	As at	As at
		31 March 2026	31 March 2025
	Creditors for capital goods		
	Employee related payables		
	Provision for expenses		
	Unpaid dividend		
		-	-
21	Other liabilities	As at	As at
		31 March 2026	31 March 2025
	Current		

	Provision for Tax 2015-2016	7.32	7.32
	Provision for Tax 2017-2018	13.59	13.58
	Provision for Tax 2020-2021	4.04	4.04
	Audit fee payable	0.30	0.30
	Office Rent Payable	1.26	
	Conveyance Payable	-	-
	Consultancy Charges payable	4.30	4.30
	Salaries payable	2.67	0.80
		33.48	30.34
22	Current tax liabilities	As at	As at
		31 March 2026	31 March 2025
	Current		
	Provision for income tax	-	-
	Pertaining to earlier years		
		-	-
23	Revenue from operations		
		31st March 2026	31st March 2025
	Sale of products		
	Sale of services		
	Disclosures as per IndAS-115, Revenue from Contracts with customers furnished in Note No.47		
24	Other income		
		31st March 2026	31st March 2025
	Interest on Income Tax refund	-	0.01
	Profit on sale of Property, plant and equipment		
		-	0.01
25	Cost of materials consumed		

	31st March 2026	31st March 2025
Raw materials and stores		
Opening stock		
Add: Purchases		
Add: other incidental cost		
Less : Closing Stock		
Consumption		
26 Changes in inventories and Work in progress		
	31st March 2026	31st March 2025
<i>Closing stock</i>		
Finished goods	-	
Work in process	-	
Total (A)	-	
<i>Opening stock</i>		
Finished goods	-	
Work in process	-	
Total (B)	-	
(Increase) / Decrease in inventories and work in progress (B)-(A)	-	
27 Employee benefits expense		
	31st March 2026	31st March 2025
Salaries and wages	5.49	1.32
Other Expenses		
Managerial remuneration		
Staff welfare expenses		
	5.49	1.32
28 Depreciation and amortization expense		
	31st March 2026	For the year ended 31st March 2025
Depreciation (refer Note 4 (a))	0.06	0.04
Amortisation of ROU (refer Note 4 (b))	-	-
Amortisation (refer Note 4(c))	-	-

		<u>0.06</u>	<u>0.04</u>
29	Finance costs		For the year ended
		31st March	31st March
		2026	2025
	Interest on		
	Vehicle loans		
	Working capital loans		
	Bank charges and commissions		
30	Other expenses		For the year ended
		31st March	31st March
		2026	2025
	Consultancy Charges	0.05	4.30
	Audit fee & expenses	0.30	0.30
	Conveyance	-	0.00
	Bank charges	0.00	0.00
	Big share fee	0.97	0.60
	NSDL fee	0.42	0.75
	CDSL fee	0.26	0.27
	BSE Fee	39.25	26.07
	Telephone charges & Internet charges	0.03	0.04
	Sitiing Fee	0.35	0.20
	Advertising & Publicity	0.04	0.04
	Office rent	1.62	0.72
	Rates & Taxes	-	0.09
	Web Designing Charges	0.09	
		<u>43.38</u>	<u>33.39</u>

31 Tax expenses	For the year ended	
	31st March 2026	31st March 2025
Income tax expense		
Current tax on profits for the year		
Total current tax expenses (A)	-	-
Deferred tax		
Decrease/(Increase) in deferred tax assets		
(Decrease)/Increase in deferred tax liabilities		
Total deferred tax expense/(benefit) (B)	-	-
Recognised in Other comprehensive income		
Income tax expenses (A+B)		

Reconciliation of effective tax rate

The income tax expense for the year can be reconciled to the accounting profit as follows :

	For the year ended	
	31st March 2026	31st March 2025
Profit before taxes	(48.93)	(34.74)
Exceptional items	-	-
(A) Total net profit before tax	(48.93)	(34.74)
(B) Applicable tax rate under normal provisions	29.12%	29.12%
(C) Tax payable under under provisions as per applicable rate = (A*B)	(14.25)	(10.12)
(D) Increase/decrease in tax on account of :	-	-
Depreciation as per books	-	-
Depreciation as per income tax act, 1961	-	-
Others items	-	-
Tax as per normal provision under Income tax (C+D)	(14.25)	(10.12)
Effective tax rate in %	29.12	29.12

Current tax

Deferred tax:

Income tax expense recognised in the statement of profit or loss

-	-
---	---

Deferred tax related to items considered in OCI during the year

For the year ended	
31st March 2026	31st March 2025

Re-measurement gains/ (losses) on defined benefit plan

0.62	(0.14)
------	--------

Income tax charge to OCI

0.62	(0.14)
-------------	---------------

32. Contingent liabilities and commitments (to the extent not provided)

Particulars		For the year ended 31st March 2026	For the year ended 31 March 2025
i)	Contingent liabilities:		
	(a) Claims against the Company not acknowledged as debts (refer note below)	-	-
	(b) Outstanding Guarantees and counter guarantees to various Banks, in respect of the guarantees given by those banks in favour of various authorities and others	-	-
ii)	Commitments:	Nil	Nil
	(a) Estimated amount of contracts remaining to be executed and not provided for;	Nil	Nil
	(b) Liability for import duty refund for non fulfilment of Export Obligation under Zero Duty EPCG Scheme	-	-

Note:

- (a) The Income tax department raised demands on the Company in respect of past years in spite of payments already made by the Company and has submitted/submitted proof of payments made for dropping demands against the Company. Pending removal of demands, the Company has not acknowledged as amount payable.

33. Related party disclosures

As required under Ind AS 24, the following are the related parties identified, transactions with such related parties during the year ended 31 March 2026 and balance as on that date are given below:

List of related parties

Name of the Parties	Relationship
Parma Nand Chand	Managing Director & Chief financial officer

Notes:

1. Related parties with whom Company has no transactions during the year are not provide above.
2. As per clause 8 of general instructions to Division II of Schedule III to the Companies Act, the above related parties are identified as per the terms and meaning assigned in Ind AS 24 Related Party Disclosures.

a. Transactions during the year:

Name of the party	For the year ended 31st March 2026	For the year ended 31 March 2025
Parma Nand Chand	7.51	-

- a) No remuneration was paid to the directors
- b) No Diviend was paid

b. Outstanding balances:

Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
Remuneration payable to:	-	-
CFO Remuneration	0.68	0.60
Accountant Remuneration	0.63	0.42

c. Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free except loan to Subsidiary company.

34 Segment information

Ind AS 108 “Operating Segment” (“Ind AS 108”) establishes standards for the way that public business enterprises report information about operating and geographical segments and related disclosures about products and services, geographic areas, and major customers. Based on the “management approach” as defined in Ind AS 108, Operating segments and geographical segments are to be reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM evaluates the Company’s performance and allocates resources on overall basis. The Company’s sole operating segment is therefore ‘Electromechanical components and systems and allied components and services’ and the sole geographical segment is ‘India’. Accordingly, there are no additional disclosure to be provided under Ind AS 108, other than those already provided in the financial statements.

35 Payment to auditors

Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
Statutory audit fee	0.30	0.30
Tax Audit fee	0.00	0.00
Certification fee	0.00	0.00
Total	0.30	0.30

36 Disclosure related to Corporate Social Responsibility (CSR)

(a)

	Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
i	Amount required to be spent by the Company during the year	-	-
ii	Amount incurred		
	(a) CSR expenditure:		
	(i) Construction/acquisition of asset	-	-
	(ii) For purposes other than (i) above	-	-
iii	Amount excess spent	-	-
	For ongoing project:	-	-
i	Total of previous year shortfall	-	-
ii	Amount of expenditure incurred during the year	-	-
iii	Amount unspent	-	-
iv	Reason for shortfall	-	-

(b) Shortfall/(excess spent)

	Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
i	Unspent amount of earlier years (A)	-	-
ii	Amount required to be spent by the Company for the current year (B)	-	-
iii	Amount Spent by the Company for the current year (C)	-	-
	Amount unspent/(over spent) (D)=(C)-(B)-(A)	-	-
	For ongoing project:		
i	Unspent amount of earlier years (A)		
ii	Amount Spent by the Company during the current year (B)		
iii	Amount unspent/(over spent) (D)=(C)-(B)-(A)		

(c) Break up of CSR expenditure under various heads of expenses is as below:

	Nature of expenditure	For the year ended 31st March 2026	For the year ended 31 March 2025
i)	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care		
ii)	Promotion of education (ongoing project)		
	Total	-	-

37 Gratuity

Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
Opening balance	0.00	0.00
Service cost	0.00	0.00
Interest cost	0.00	0.00
Benefits paid	0.00	0.00
Actuarial loss/(gain)	0.00	0.00
Closing balance	0.00	0.00
Present value of projected benefit obligation at the end of the year	0.00	0.00
Fair value of plan assets at the end of the year	0.00	0.00
Net liability recognised in the balance sheet	0.00	0.00
	0.00	0.00
Non-current	0.00	0.00

Current	0.00	0.00
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Expenses recognised in statement of profit and loss	For the year ended 31st March 2026	For the year ended 31 March 2025
Service cost		
Interest cost		
Gratuity		
Re-measurement gains/ (losses) in OCI		
Actuarial gain / (loss) due to demographic assumption changes -		
Return on plan assets greater (less) than discount rate		
Total expenses routed through OCI		

Principal assumptions	For the year ended 31st March 2026	For the year ended 31 March 2025
Discount rate		
Escalation rate		
Attrition rate		

Sensitivity analysis

Discount Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
+ 1% change		
- 1% change		
Salary increase		
+ 1% change		
- 1% change		

The sensitivity analyses above have been determined based on a method that extrapolates the impact on projected benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

38 Disclosure as required under section 22 of the Micro, Small and Medium Enterprises Act, 2006 ('MSMED ACT')

The Company seeks information from suppliers whether they registered unit under MSMED Act, 2006 based on the information received from the creditors the following information as required are given as under

Particulars		For the year ended 31st March 2026	For the year ended 31 March 2025
a)	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	Nil	Nil
b)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end;	Nil	Nil
c)	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil	Nil
d)	Principal payment made to suppliers registered under the MSMED Act, beyond the appointed day during the year;	Nil	Nil
e)	Interest paid, other than under section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	Nil	Nil
f)	Interest due and payable for the year amount of interest accrued and remaining unpaid at the end of each year towards suppliers registered under MSMED Act, for payments already made; and	Nil	Nil
g)	Further interest remaining due and payable for even in succeeding years.	Nil	Nil

39 Leases

The Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowings rate and the ROU asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the Company's incremental borrowings rate at the date of initial application.

The changes in the carrying value of ROU assets for the year ended 31 March 2026 are as follows: (₹ in lakhs)

Particulars
Balance as at 1 April 2023
Additions
Deletions
Amortisation
Balance as at 31 March 2024

The break-up of current and non-current lease liabilities as at 31 March 2025 is as follows:

Particulars
Current
Non-current
Total

The movement in lease liabilities during the year ended 31 March 2025 is as follows:

Particulars
Balance as at 1 April 2025
Lease liability recognised during the year
Finance cost during the year
Payment of lease
Balance as at 31 March 2026

40 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Computation of basic and diluted earnings per share:

Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
Net profit for the year	(49)	(35)
Shares		
Weighted average number of equity shares outstanding during the year – basic	75	75
Weighted average number of equity shares outstanding during the year – diluted		
Earnings per share		
Earnings per share of par value ₹ 10 – basic (₹)	(0.65)	(0.46)
Earnings per share of par value ₹ 10 – diluted (₹)	(0.65)	(0.46)

41 Disclosure under Section 186 (4) of the Companies Act, 2013

The Company has not made any securities or guarantees. The Company has made loan and investments in equity shares of Subsidiary as per details given below:

S No	Name of the entity to whom loan/investments was given/made	No of shares	Amount ₹
1		0	-
2		NA	-

42 **Ratio analysis**

Particulars	Numerator	Denominator	31-Mar-26	31st March 2025	% change	Reason for variance
Current ratio	Current asset	Current liabilities	0.00	0.13	(97.66)	
Debt-equity ratio	Total debt	Shareholder's Equity	(1.01)	3.71	(127.31)	
Debt service coverage ratio	Earning available for debt service	debt service	-	-	-	
Return on equity ratio	Net profit after taxes	Average shareholder's equity	300.28	(0.23)	(1,32,039.26)	
Inventory turnover ratio	Cost of goods Sold	Average inventory	-	-	-	
Trade receivable turnover ratio	Net sales	Average trade receivable	-	-	-	
Trade payable turnover ratio	Net Purchases	Average Trade Payable	-	-	-	
Net capital turnover ratio	Net sales	Average working capital	-	-	-	
Net profit ratio	Net profit after tax	Revenue from operation	0.00%	0.00%	-	
Return on capital employed ratio	Earning before interest and taxes	Average capital employed	1.20	(4.25)	(128.23)	
Return on investment ratio	Non operating income from investment	Average Investment	-	-	-	

43. Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Company's operations. The Company's principal financial assets include inventory, trade and other receivables, cash and cash equivalents and refundable deposits that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Director reviews and agrees policies for managing each of these risks, which are summarized below.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity/ real estate risk. Financial instruments affected by market risk include loans and borrowings and refundable deposits. The sensitivity analysis in the following sections relate to the position as at 31 March 2026 and 31 March 2025. The sensitivity analyses have been prepared on the basis that the amount of net debt and the ratio of fixed to floating interest rates of the debt.

The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2026 and 31 March 2025.

Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company does not enter into any interest rate swaps.

Interest rate sensitivity:

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/decrease in interest rate	Effect on profit before tax
30th June 2025		
Rupee	+1%	(0)
Rupee	-1%	0
31 March 2025		
Rupee	+1%	-

Rupee	-1%	-
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b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions and other financial instruments.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables are monitored on a continuous basis by the receivables team.

The Company establishes an allowance for credit loss that represents its estimate of expected losses in respect of trade and other receivables based on the past and the recent collection trend and based on the analysis has not provided any provision for expected credit losses on trade receivables.

Credit risk on cash and cash equivalent is limited as the Company generally transacts with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

c) Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Year ended 30th June 2025						
Borrowings	7.51	-	-	-	-	7.51
Trade payables	-	-	-	-	-	-
Year ended 31 March 2025						
Borrowings	-	-	-	-	-	-
Trade payables	-	-	-	-	-	-

44 Capital management

The Company's policy is to maintain a stable capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors capital on the basis of return on capital employed as well as the debt to total equity ratio. For the purpose of debt to total equity ratio, debt considered is long-term and short-term borrowings. Total equity comprise of issued share capital and all other equity reserves.

The capital structure as of 31 March 2026 and 31 March 2025 was as follows:

Particulars	31st March 2026	31 March 2025
Total equity attributable to the equity shareholders of the Company	-40.76	8.17
As a percentage of total capital	122.6%	100.0%
Long term borrowings including current maturities	0.00	0.00
Short term borrowings	7.51	0.00
Total borrowings	7.51	0.00
As a percentage of total capital	-22.6%	0.0%
Total capital (equity and borrowings)	-33.25	8.17

45 Disclosures as per IndAS-115, Revenue from Contracts with customers

A. Disaggregated revenue information

	Particulars	Year Ended 31st March 2026 ₹ Lakhs	Year Ended 31 March 2025 ₹ Lakhs
1	Type of goods or service		
	Product		
	Service Income		
	Total revenue from contracts with customers		
2	Geographical		
	India		
	Outside India		
	Total revenue from contracts with customers		
3	Timing of revenue recognition		
	Sale on transfer of goods to customer at a point in time		
	Service Income as and when services completed		
	Total revenue from contracts with customers		
4	Revenue		
	External customer		
	Inter-Unit		
	Total revenue from contracts with customers		
5	Contract balances		

	Trade receivables*		
	Contract Liability Advances from Customers**		

* Trade receivables are non-interest bearing and on credit allowed to certain customers. There is no significant increase in trade receivable compared to last year.

** Contract Liability represents short term advances received from customer to deliver the goods.

B. Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars		Year Ended 31st March 2026	Year Ended 31 March 2025
		₹ Lakhs	₹ Lakhs
Revenue as per contracted price			
Adjustments:			
Sales return		NIL	NIL
Variable Consideration off invoice		NIL	NIL
Revenue from contract with customers			

C. Reconciliation of the Revenue from Contracts with Customers with the amounts disclosed in the segment information:

Particulars	For the year ended 31st March 2026 ₹ Lakhs	For the year ended 31 March 2025 ₹ Lakhs
Revenue		
External Sales		
Inter Segment Revenue	NIL	NIL
Total		
Less: Inter Segment Revenue	NIL	NIL
Revenue from Operations		

C. Reconciliation of the Revenue from Contracts with Customers with the amounts disclosed in the segment information:

Particulars	For the year ended 31st March 2026 ₹ Lakhs	For the year ended 31 March 2025 ₹ Lakhs
Revenue		
External Sales		
Inter Segment Revenue	NIL	NIL
Total		
Less: Inter Segment Revenue	NIL	NIL
Revenue from Operations		

D. Information about Receivables, Contract Assets and Contract Liabilities from Contracts with Customers:

Particulars	Refer Note No.	For the year ended 31st March 2026 ₹ Lakhs	For the year ended 31 March 2025 ₹ Lakhs
Trade Receivables			
Contract Liabilities		NIL	NIL
Advance from Customers			

E. The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) as at Balance Sheet date are, as follows:

Particulars	Refer Note No	For the year ended 31st March 2026 ₹ Lakhs	For the year ended 31 March 2025 ₹ Lakhs
Advances from Customers			

Management expects that the entire transaction price allotted to the unsatisfied contract as at the end of the reporting period will be recognised as revenue during the next financial year Disclosures.

F. Information about Receivables, Contract Assets and Contract Liabilities from Contracts with Customers:

Particulars	Refer Note No.	For the year ended 31st March 2026 ₹ Lakhs	For the year ended 31 March 2025 ₹ Lakhs
Trade Receivables	8		

Contract Liabilities		NIL	NIL
Advance from Customers	21		

46 Additional Regulatory Information:

The MCA vide notification dated March 24, 2021 has amended Schedule III of Companies Act, 2013 in respect of certain disclosures. Amendments are applicable from April 1, 2021. The Company has incorporated the changes as per the said amendment in the financial statements and has also changed comparative numbers wherever applicable.

- (1) The Title Deeds of the immovable property of the company are held in the name of the company.
- (2) The property Plant and Equipment held with the company are not subjected to any revaluation during the year.
- (3) The Intangible assets held with the company are not subjected to any revaluation during the year
- (4) The Company has not granted any loans or Advances in the nature of Loans to Promoters, Directors, KMPs and other related parties excluding Subsidiary company.
- (5) The Company is not holding any Benami property and no proceeding has been initiated or pending against the company for the year ended 31 March 2026.
- (6) The Company has no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey or any relevant provisions of Income Tax Act, 1961)
- (7) (A) The Company has not advanced or loaned or invested any funds in any other person(s) or entity(ies), including foreign entities (intermediaries) with understanding that the intermediary shall be directly or indirectly lend or invest in other person or entities on behalf of the company or provide any guarantee or security or the like to or on behalf of the company.
- (B) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (funding party) with the understanding that company shall lend or invest in other person or entity identified in any manner by or on behalf of the funding party/ Ultimate beneficiary or provide any guarantee or security or the like on behalf of the funding party/ Ultimate beneficiary.
- (8) The Company has borrowings from Banks or Financial Institutions on the basis of security of Current Assets. Quarterly returns or Statement of Current Assets filed by the company with Banks or Financial Institutions are in agreement with the Books of Accounts.
- (9) The Company is not declared as willful defaulter by any Bank or Financial Institutions or RBI or other lenders.
- (10) There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- (11) The company has no transactions and no relationship with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (12) There are no Schemes of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- (13) The Company has not invested or traded in Crypto currency or Virtual Currency during the financial year.

47 Prior year comparatives

Figures have been rounded off to nearest lakhs and previous year figures have been regrouped wherever necessary, to correspond with the current period classification/disclosure and there is no impact on total income and net profit.

Approval of Standalone

48 Financial Statements

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

As per our report of even date attached

For Samudrala k & Co LLP, For and on behalf of the Board of Directors

Chartered Accountants

Firm Registration Number: S200142

Sd/-

(Karunasree Samudrala)

Partner

Membership No.: 220150

Sd/-

Parmanand Chand

Managing Director &

CFO

DIN: 00066973

Sd/-

Kirti Chand

Director

DIN: 01569854

Place: Hyderabad

Date: 30th May 2026

Sd/-

Anmol Sunil Agarwal

Company Secretary

FIXED ASSETS SCHEDULE : As per Companies Act, 2013 (Schedule II) SLM Method

											Rupees
		GROSS BLOCK (AT COST)				DEPRECIATION			NET BLOCK		Rate
SL NO	Particulars	As at 01.04.2025	Additions during the Year	Deletions during the Year	As at 31.03.2026	Up to 01.04.2025	Current period	Up to 31.03.2026	As at 31.03.2026	As at 31.03.2025	%
1	Computer	16,750			16,750	7,325	5,305	12,630	4,120	9,425	31.67%
					-						
	Total	16,750	-	-	16,750	7,325	5,305	12,630	4,120	9,425	

(Annexed to and forming part of the Balance Sheet
as at 31st March, 2026)

FIXED ASSETS SCHEDULE : As per Income Tax Act 1961

SL No.	Particulars	Rate of depreciation	WDV As at 01.04.2025	Additions upto 30.09.2025	Additions after 30.09.2025	As at 31.03.2025	Deletions during the year	Depreciation for the year	WDV as on 30.09.2025
1	COMPUTERS	40%	8,276			8,276		3,310	4,966

Calculation of Deferred Tax		
Particulars	Amount	
	in Rs.	in Rs.
<u>Adjustments for Temporary differences</u>		
1. Depreciation		
As per Companies Act 2013	5,304.73	
As per Income Tax Act 1961	3,310.40	
TOTAL		1,994.33
Income tax rates as per enacted laws		0.34
Deffered Income Tax to be taken to P&L		677.87
Adjustment due to Decrease in Tax Rates		
Opening balance		
Deferred Tax on Temporary Differences Asset/(Liability)		677.87

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