



TECHINDIA NIRMAN LIMITED
46th ANNUAL REPORT
2025-26

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COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Satish Kagliwal, Director

Mr. Hitesh Purohit- Independent Director

CHIEF FINANCIAL OFFICER

Mr. Sunil Dixit

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Rajshree Jain

STATUTORY AUDITORS

K .P SAHASRABUDHE & CO.

Chartered Accountants

Block #18, Wing B-1, 1st floor,

opp Sagar Menza, Jindal Market

Jalna-431203

REGISTERED OFFICE

Nath House,

Nath Road,

Chh. Sambhajinagar

(Aurangabad)-431005

0240-6645555

ADMINISTRATIVE OFFICE

1, Chateau Windsor,

86, Veer Nariman Road, Churchgate,

Mumbai-400020

REGISTRAR & TRANSFER AGENTS

Big Share Services Private Limited,

Office No S-62, 6th Floor, Pinnacle Business Park,

Next to Ahura Centre,

Mahakali Caves Road,

Andheri East, Mumbai-400 093

022-62638200

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 46th Annual General Meeting of Techindia Nirman Limited will be held on Tuesday, 22nd September 2026 at 11:00 A.M. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and Statutory Auditors thereon.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and Statutory Auditors thereon, be and are hereby received, considered and adopted.”

SPECIAL BUSINESS

2. RE-APPOINTMENT OF MR. HITESH RAJNIKANT PUROHIT (DIN: 02340858) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Hitesh Rajnikant Purohit (DIN: 02340858), who is currently serving as an Independent Director of the Company and whose first term of office as an Independent Director is due to expire on 29th March 2027, be and is hereby re-appointed as an Independent Director of the Company for a second consecutive term of five years with effect from 30th March 2027 up to 29th March 2032, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution.”

3. RE-APPOINTMENT OF MR. VADLA NAGABHUSHANAM (DIN: 08863512) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable

provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Vadla Nagabhushanam (DIN: 08863512), who was appointed as an Independent Director of the Company and whose first term of office expired on 29th October 2025, and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 30th October 2025 up to 29th October 2030.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

4. RE-APPOINTMENT OF MR. MADHUKAR DESHPANDE (DIN: 07630081) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Madhukar Deshpande (DIN: 07630081), who was appointed as an Independent Director of the Company and whose first term of office expired on 12th February 2026, and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 13th February 2026 up to 12th February 2031.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

5. APPOINTMENT OF STATUTORY AUDITORS FOR A TERM OF FIVE CONSECUTIVE YEARS

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 140, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. KP Sahasrabudhe & Co., Chartered Accountants (Firm Registration No. 117298W), who have conveyed their consent to act as Statutory Auditors of the Company and have confirmed their eligibility and fulfilment of the criteria prescribed under the Act and the rules made thereunder, be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years, commencing from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2031, to audit the financial statements of the Company for the financial years commencing from 1st April 2026 to 31st March

2031, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be determined by the Board of Directors in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to fix and determine the remuneration of M/s. KP Sahasrabudhe & Co., Chartered Accountants, for each financial year during their term of appointment, in consultation with the Statutory Auditors and in accordance with the applicable provisions of the Act.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to digitally sign and file the necessary e-forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

6. APPOINTMENT OF SECRETARIAL AUDITOR.

Appointment of Secretarial Auditor of the Company for a period of 5 (Five) consecutive years, from the FY 2025-26 to FY 2029-30.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), other applicable laws/statutory provisions, if any, as amended from time to time, Neha P Agrawal, Practicing Company Secretaries (1304/2021) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.”

Date: 23rd April 2026
Registered Office:
Nath House, Nath Road,
Chhatrapati Sambhajnagar,
Aurangabad – 431005
CIN: L45200MH1980PLC023364

by order of the Board of Directors

Satish Kagliwal
Director
DIN: 00119601

NOTES:

1. The Annual General Meeting ("AGM") of the Members of Techindia Nirman Limited ("the Company") will be held on Tuesday, 22nd September 2026 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") from time to time. Accordingly, Members can attend and participate in the ensuing AGM through VC/OAVM only.
2. Since the AGM is being conducted through VC/OAVM, the facility for appointment of proxy to attend and cast vote on behalf of the Members is not available for this AGM. Accordingly, the Proxy Form and Attendance Slip are not annexed to this Notice. However, Body Corporates are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM, participate therein and cast their votes through e-voting, subject to submission of the requisite authorisation documents within the prescribed time.
3. Members can join the AGM through the VC/OAVM facility 15 minutes before the scheduled time of commencement of the Meeting, i.e., from 10:45 A.M. by following the procedure mentioned in this Notice. The facility for participation at the AGM through VC/OAVM shall be made available in accordance with the applicable provisions and the capacity of the platform arranged by the Company.
4. The attendance of Members attending the AGM through VC/OAVM shall 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 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI Listing Regulations, as amended, the Company is providing its Members with the facility to exercise their right to vote on the businesses proposed to be transacted at the AGM by electronic means. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means. The facility of casting votes by a member using the remote e-voting system as well as e-voting during the AGM will be provided by NSDL.
6. In compliance with the applicable provisions and circulars issued by the MCA and SEBI, the Notice of the AGM along with the Annual Report for the Financial Year **2025-26** is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice of the AGM and the Annual Report for the Financial Year 2025-26 will also be available on the website of the Company at www.techindianirman.com, on the websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, at www.bseindia.com and www.nseindia.com, respectively, and on the website of NSDL at www.evoting.nsdl.com.
7. Pursuant to Regulation 40 of the SEBI Listing Regulations, transfer of securities of listed companies shall be effected only in dematerialised form, except in cases permitted under applicable laws. Members holding shares in physical form are therefore advised to consider dematerialising their shareholding. Members may contact the Company or its Registrar and Transfer Agent, Bigshare Services Private Limited, for assistance in this regard.

8. In order to support the “Green Initiative”, Members who have not yet registered their e-mail addresses are requested to register the same with their respective Depository Participants (“DPs”) in case their shares are held in electronic form and with Bigshare Services Private Limited, the Registrar and Transfer Agent (“RTA”), in case their shares are held in physical form.
9. Members are requested to intimate any changes pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (“PAN”), mandates, nominations, power of attorney, bank details such as name of the bank and branch, bank account number, MICR code, IFSC code, etc., to their respective DPs in case their shares are held in electronic form and to Bigshare Services Private Limited, the RTA, in case their shares are held in physical form.
10. The cut-off date for determining the eligibility of Members to vote through remote e-voting and e-voting during the AGM shall be Friday, 11th September 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting and e-voting during the AGM. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
11. The remote e-voting facility shall commence on Saturday, 19th September 2026 at 9:00 A.M. and shall end on Monday, 21st September 2026 at 5:00 P.M. The remote e-voting facility shall be disabled by NSDL thereafter. Members are requested to carefully read the instructions relating to remote e-voting forming part of this Notice.
12. A Member who has cast his/her vote by remote e-voting prior to the AGM may attend and participate in the AGM through VC/OAVM but shall not be entitled to cast his/her vote again during the AGM. However, a Member who has not cast his/her vote through remote e-voting shall be entitled to vote through e-voting during the AGM.
13. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the AGM is annexed to this Notice.
14. The Securities and Exchange Board of India (“SEBI”) has mandated the submission of PAN and other requisite KYC details by investors. Members holding shares in electronic form are requested to ensure that their PAN and other relevant KYC details are updated with their respective Depository Participants. Members holding shares in physical form are requested to ensure that their PAN and other applicable KYC details are updated with the Company/Bigshare Services Private Limited, as applicable.
15. The Company has appointed Ms. Neha P. Agrawal, Practising Company Secretary, Membership No. 7350, as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to submit her report in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.
16. Members who wish to speak or raise questions during the AGM may register themselves as speakers in advance in accordance with the procedure and timelines specified in the instructions forming part of this Notice. The Company reserves the right to restrict the number of speakers and the time allotted to each speaker, depending upon the availability of time.

17. Members attending the AGM through VC/OAVM are requested to ensure that they have a stable internet connection and comply with the technical requirements and instructions provided for joining and participating in the AGM.
18. Institutional/Corporate Members intending to authorise their representatives to attend and vote at the AGM are requested to send the requisite authorisation/resolution and other supporting documents to the Company / NSDL / RTA, as applicable, within the prescribed timeline mentioned in this Notice.
19. In case of joint holders, the Member whose name appears first in the Register of Members / list of Beneficial Owners shall be entitled to vote at the AGM, subject to the applicable provisions.
20. The results of the voting on the resolutions proposed at the AGM shall be declared within the prescribed time and shall be placed on the Company's website and communicated to the Stock Exchanges in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.
21. The Scrutinizer's Report shall be placed on the Company's website and the voting results shall be submitted to the Stock Exchanges and made available on the website of NSDL, as applicable, in accordance with the applicable regulatory requirements.
22. Since the AGM is being held through VC/OAVM, the Route Map and Attendance Slip are not annexed to this Notice.
23. Instructions for remote e-voting, e-voting during the AGM and joining the AGM through VC/OAVM are provided separately in this Notice. Members are requested to carefully read and follow the instructions contained therein for participating in the AGM and exercising their voting rights.

EVOTING INSTRUCTIONS

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Saturday, 19th September 2026 at 09:00 A.M. and ends on Monday, 21st September 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 11th September 2026, may cast their vote electronically. The voting rights 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 Friday, 11th September 2026.

The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 18th September 2026 to Tuesday, 22nd September 2026 (both days inclusive) for the purpose of the Annual General Meeting.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and 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. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a

	mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play 
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

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

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

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

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

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

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

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

4. Your User ID details are given below:

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

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i.) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii.) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password?”** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.
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 nath.scrutinizer@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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at 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 <https://www.bigshareonline.com//InvestorRegistration.aspx>
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 (investor@techindianirman.com). If you are an Individual shareholder 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 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: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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.
3. 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the 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 EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password

for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions during 14th September 2026 to 19th September 2026 in advance mentioning their name demat account number/folio number, email id, mobile number at investor@techindianirman.com. The same will be replied by the company suitably.

**Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)**

ITEM NO. 2:

RE-APPOINTMENT OF MR. HITESH RAJNIKANT PUROHIT (DIN: 02340858) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

The Members of the Company had appointed Mr. Hitesh Rajnikant Purohit (DIN: 02340858) as an Independent Director of the Company for a term of five consecutive years, which is due to expire on 29th March 2027.

Taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, the Company has concluded that the qualifications and rich experience of Mr. Hitesh Rajnikant Purohit meet the skills and capabilities required for the role of Independent Director of the Company.

The Board of Directors is of the opinion that Mr. Hitesh Rajnikant Purohit continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and that his continued association would be of immense benefit to the Company. Accordingly, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has recommended the re-appointment of Mr. Hitesh Rajnikant Purohit as an Independent Director of the Company for a second consecutive term of five years commencing from 30th March 2027 up to 29th March 2032, subject to the approval of the Members by way of a Special Resolution.

The Company has received a declaration from Mr. Hitesh Rajnikant Purohit confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 ("the Act"), read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Hitesh Rajnikant Purohit has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

Mr. Hitesh Rajnikant Purohit has also confirmed that he is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India ("SEBI") or any other such authority, pursuant to the applicable circulars issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies.

Further, Mr. Hitesh Rajnikant Purohit has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to continue to act as a Director in terms of Section 152 of the Act, subject to his re-appointment by the Members.

Mr. Hitesh Rajnikant Purohit has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the Data Bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ("IICA"). The Company has received all requisite disclosures and declarations from Mr. Hitesh Rajnikant Purohit as required under the applicable provisions of the Act and the SEBI Listing Regulations.

Mr. Hitesh Rajnikant Purohit would be entitled to receive sitting fees for attending the Meetings of the Board of Directors and Committees thereof, reimbursement of expenses incurred in connection with attending

Board/Committee Meetings and such other remuneration as may be approved by the Company and the Board from time to time, within the limits permitted under applicable laws.

In the opinion of the Board, Mr. Hitesh Rajnikant Purohit fulfils the conditions specified in the Act and the rules made thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and is independent of the management of the Company.

The Board considers that the continued association of Mr. Hitesh Rajnikant Purohit would be beneficial to the Company and recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members.

The re-appointment of Mr. Hitesh Rajnikant Purohit as an Independent Director for a second term requires the approval of the Members by way of a Special Resolution pursuant to the applicable provisions of the Act and the SEBI Listing Regulations.

Except Mr. Hitesh Rajnikant Purohit, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice.

ITEM NO. 3

RE-APPOINTMENT OF MR. VADLA NAGABHUSHANAM (DIN: 08863512) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

The Members of the Company had appointed Mr. Vadla Nagabhushanam (DIN: 08863512) as an Independent Director of the Company for a term of five consecutive years, which expired on 29th October 2025.

Taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, the Company has concluded that the qualifications and rich experience of Mr. Vadla Nagabhushanam meet the skills and capabilities required for the role of Independent Director of the Company.

The Board of Directors is of the opinion that Mr. Vadla Nagabhushanam continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and that his continued association would be of immense benefit to the Company. The Company has, in terms of Section 160(1) of the Companies Act, 2013 ("the Act"), received a notice from a Member proposing the candidature of Mr. Vadla Nagabhushanam for the office of Director.

The Company has received a declaration from Mr. Vadla Nagabhushanam confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Vadla Nagabhushanam has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

Mr. Vadla Nagabhushanam has also confirmed that he is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India ("SEBI") or any other such authority, pursuant to the applicable circulars issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies.

Further, Mr. Vadla Nagabhushanam has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director in terms of Section 152 of the Act, subject to his re-appointment by the Members.

Mr. Vadla Nagabhushanam has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the Data Bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ("IICA").

The Company has received all requisite disclosures and declarations from Mr. Vadla Nagabhushanam as required under the applicable provisions of the Act and the SEBI Listing Regulations.

Mr. Vadla Nagabhushanam would be entitled to receive sitting fees for attending the Meetings of the Board of Directors and Committees thereof, reimbursement of expenses incurred in connection with attending Board/Committee Meetings and such other remuneration as may be approved by the Company and the Board from time to time, within the limits permitted under applicable laws.

In the opinion of the Board, Mr. Vadla Nagabhushanam fulfils the conditions specified in the Act and the rules made thereunder and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

The Board considers that the continued association of Mr. Vadla Nagabhushanam would be beneficial to the Company and recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

The re-appointment of Mr. Vadla Nagabhushanam as an Independent Director for a second term requires the approval of the Members by way of a Special Resolution pursuant to the applicable provisions of the Act and the SEBI Listing Regulations.

Except Mr. Vadla Nagabhushanam, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

ITEM NO. 4

RE-APPOINTMENT OF MR. MADHUKAR DESHPANDE (DIN: 07630081) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

The Members of the Company had appointed Mr. Madhukar Deshpande (DIN: 07630081) as an Independent Director of the Company for a term of five consecutive years, which expired on 12th February 2026.

Taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, the Company has concluded that the qualifications and rich experience of Mr. Madhukar Deshpande meet the skills and capabilities required for the role of Independent Director of the Company.

The Board of Directors is of the opinion that Mr. Madhukar Deshpande continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and that his continued association would be of immense benefit to the Company. The Company has, in terms of Section 160(1) of the Companies Act, 2013 ("the Act"), received a notice from a Member proposing the candidature of Mr. Madhukar Deshpande for the office of Director.

The Company has received a declaration from Mr. Madhukar Deshpande confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Madhukar Deshpande has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

Mr. Madhukar Deshpande has also confirmed that he is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India ("SEBI") or any other such authority, pursuant to the applicable circulars issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies.

Further, Mr. Madhukar Deshpande has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director in terms of Section 152 of the Act, subject to his re-appointment by the Members.

Mr. Madhukar Deshpande has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the Data Bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ("IICA").

The Company has received all requisite disclosures and declarations from Mr. Madhukar Deshpande as required under the applicable provisions of the Act and the SEBI Listing Regulations.

Mr. Madhukar Deshpande would be entitled to receive sitting fees for attending the Meetings of the Board of Directors and Committees thereof, reimbursement of expenses incurred in connection with attending Board/Committee Meetings and such other remuneration as may be approved by the Company and the Board from time to time, within the limits permitted under applicable laws.

In the opinion of the Board, Mr. Madhukar Deshpande fulfils the conditions specified in the Act and the rules made thereunder and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

The Board considers that the continued association of Mr. Madhukar Deshpande would be beneficial to the Company and recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

The re-appointment of Mr. Madhukar Deshpande as an Independent Director for a second term requires the approval of the Members by way of a Special Resolution pursuant to the applicable provisions of the Act and the SEBI Listing Regulations.

Except Mr. Madhukar Deshpande, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

ITEM NO. 5**APPOINTMENT OF STATUTORY AUDITORS FOR A TERM OF FIVE CONSECUTIVE YEARS**

The Board of Directors had earlier proposed the appointment of M/s. KP Sahasrabudhe & Co., Chartered Accountants (Firm Registration No. 117298W) as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of the previous Statutory Auditors, M/s. Gautam N Associates, Chartered Accountants. The proposal for their appointment was placed before the Members at the previous Annual General Meeting; however, the resolution was not approved by the Members.

Accordingly, the Board of Directors, based on the recommendation of the Audit Committee and after considering the professional experience, competence, audit capabilities and other relevant factors, has recommended the appointment of M/s. KP Sahasrabudhe & Co., Chartered Accountants, as Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2031, subject to the approval of the Members.

M/s. KP Sahasrabudhe & Co., Chartered Accountants, having Firm Registration No. 117298W, have conveyed their consent to act as Statutory Auditors of the Company and have confirmed that their appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder. The Firm has also confirmed that it satisfies the eligibility criteria and is not disqualified for appointment as Statutory Auditors under the Act.

The proposed appointment is in accordance with the provisions of Sections 139, 141 and other applicable provisions of the Act, read with the Companies (Audit and Auditors) Rules, 2014.

M/s. KP Sahasrabudhe & Co. shall hold office as Statutory Auditors of the Company for a term of five consecutive years, commencing from the conclusion of this Annual General Meeting and continuing until the conclusion of the Annual General Meeting to be held in the year 2031, and shall conduct the statutory audit of the financial statements of the Company for the financial years 2026-27 to 2030-31.

The remuneration payable to the Statutory Auditors shall be such as may be determined by the Board of Directors in consultation with the Statutory Auditors, in addition to applicable taxes and reimbursement of reasonable out-of-pocket expenses incurred in connection with the audit.

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

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

ITEM NO. 6**APPOINTMENT OF SECRETARIAL AUDITOR**

The Board of Directors, based on the recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence and other relevant factors, has recommended the appointment of Ms. Neha P. Agrawal, Practising Company Secretary, a Peer Reviewed Firm (Peer Review Certificate No. 1304/2021), as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from FY 2025-26 till FY 2029-30, subject to the approval of the Members of the Company.

The proposal for appointment of Ms. Neha P. Agrawal as Secretarial Auditor for the aforesaid term was placed before the Members at the previous Annual General Meeting of the Company. However, the resolution was not approved by the Members. Accordingly, the Board of Directors has decided to place the proposal again before the Members at the ensuing Annual General Meeting for their consideration and approval.

The appointment of the Secretarial Auditor shall be in accordance with the applicable provisions of Section 204 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

Ms. Neha P. Agrawal is a reputed Practising Company Secretary with over 15 years of professional experience and has expertise in the areas of Corporate Strategic Advisory Services, Secretarial Audit, Due Diligence, Corporate Restructuring, Merger and Amalgamation, Takeover, Scrutinizer for E-voting and Postal Ballot Processes, Intellectual Property Rights Compliance Advisory and appearances before various regulatory authorities, including the Ministry of Corporate Affairs ("MCA"), National Company Law Tribunal ("NCLT") and other quasi-judicial authorities.

The firm provides professional services to various prominent companies and has experience across sectors including banking, manufacturing, pharmaceuticals and public utilities.

Ms. Neha P. Agrawal has confirmed that she is eligible and not disqualified from being appointed as the Secretarial Auditor of the Company and that her appointment is in accordance with the applicable provisions of Regulation 24A of the SEBI Listing Regulations and the Companies Act, 2013.

The services to be rendered by Ms. Neha P. Agrawal as Secretarial Auditor shall be within the scope of the applicable provisions of Regulation 24A of the SEBI Listing Regulations and applicable SEBI circulars, as amended from time to time.

The proposed fees for the Secretarial Audit for the relevant financial year shall be as mutually agreed between the Board of Directors and Ms. Neha P. Agrawal, plus applicable taxes and reimbursement of reasonable out-of-pocket expenses. The fees for the subsequent financial years during the term of her appointment shall be determined by the Board of Directors in consultation with the Secretarial Auditor and based on the recommendation of the Audit Committee.

In addition to the Secretarial Audit, Ms. Neha P. Agrawal may provide such other certifications and professional services as may be permissible under applicable laws and as approved by the Board of Directors. The remuneration for such additional services shall be determined by the Board of Directors in consultation with the Secretarial Auditor and in accordance with applicable laws.

The Board of Directors considers that the appointment of Ms. Neha P. Agrawal as Secretarial Auditor would be in the best interests of the Company and recommends the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Date: 23rd April 2026

Registered Office:

Nath House, Nath Road,
Chhatrapati Sambhajnagar,
Aurangabad – 431005
CIN: L45200MH1980PLC023364

by order of the Board of Directors

Satish Kagiwal
Director
DIN: 00119601

Annexure- I**Details of Director Seeking Appointment and re-appointment at this Annual General Meeting
(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards -2 on
General Meeting**

Name of Director	Hitesh Rajnikant Purohit
DIN	02340858
Nationality	Indian
Date of Birth and Age	25-06-1963 and 63 years old
Date of Appointment on Board	30-03-2022
Designation	Director
Qualification And Brief Profile	Mr. Hitesh Rajnikant Purohit is a Commerce Graduate having over 30 years of rich experience in Management and Finance, with extensive exposure to various industries. His experience and expertise enable him to provide valuable guidance in the areas of finance, management and business operations.
Terms of Appointment	Re-appointment as an Independent Director for a second consecutive term of five years with effect from 30 th March 2027 up to 29 th March 2032. His office shall not be liable to retire by rotation.
Directorship In Other Companies Including Listed Companies	• NATH BIO-GENES (INDIA) LIMITED • N C F S LIMITED • AGRI-TECH (INDIA) LIMITED • NATH INDUSTRIES LIMITED • NATH SECURITIES LIMITED
Committee Membership and Chairmanships in The Company and Other Companies. C- Chairman M- Member (*Only Audit and Stakeholder Relationship Committee Are Considered)	Agri- Tech (India) Ltd 1. AC-M 2. SRC- M Techindia Nirman Limited 1. AC-C 2. SRC- C Nath Industries Ltd 1. AC-M 2. SRC- M
Shareholding In the Company	Nil
Relationship With Other Directors And KMP Of the Company	Not Applicable

Annexure- II

Details of Director Seeking Appointment and re-appointment at this Annual General Meeting (In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards -2 on General Meeting).

Name of Director	Mr. Vadla Nagabhushanam
DIN	08863512
Nationality	Indian
Date of Birth and Age	03 rd July 1958 (67 Years)
Date of Appointment on Board	30/10/2020
Designation	Director
Qualification and Brief Profile	Mr. Nagabhushanam is a Commerce Graduate he has over 30 years of rich experience in the field of Agriculture, Management and finance with various industries. He is presently placed in Andhra Pradesh, the hub centre of agricultural activities
Terms of appointment	Mr. Vadla Nagabhushanam is not liable to retire by rotation.
Directorship In Other Companies Including Listed Companies	Nath Bio-Genes (India) Limited
Committee Membership and Chairmanships in The Company and Other Companies. C- Chairman M- Member (*Only Audit and Stakeholder Relationship Committee Are Considered)	Nath Bio-Genes (India) Limited 1. AC-M 2. SRC- M
Shareholding In the Company	Nil
Relationship With Other Directors And KMP Of the Company	Not Applicable

Annexure- III**Details of Director Seeking Appointment and re-appointment at this Annual General Meeting
(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards -2 on
General Meeting**

Name of Director	Mr. Madhukar Deshpande
DIN	07630081
Nationality	Indian
Date of Birth and Age	01 st April 1957 (68 years)
Date of Appointment on Board	13/02/2021
Designation	Director
Qualification And Brief Profile	Mr. Deshpande, an agriculturist, is an individual of immense potential he is Commerce Graduate. He has rich experience in the field of Agriculture, and Management with various companies in agriculture sector. He is also having Immense experience in the field of Processing, Store, Logistics, Quality Assurance and of Production Department with Various Industries
Terms of Appointment	Mr. Madhukar Deshpande is not liable to retire by rotation.
Directorship In Other Companies Including Listed Companies	1. Nath Bio-Genes (India) Limited 2. Nath Industries Limited
Committee Membership and Chairmanships in The Company and Other Companies. C- Chairman M- Member (*Only Audit and Stakeholder Relationship Committee Are Considered)	Nath Bio-Genes (India) Limited 1. AC-C 2. SRC- C
Shareholding In the Company	Nil
Relationship With Other Directors And KMP of the Company	Not Applicable

Annexure- IV**Details of Auditor Seeking Appointment in Annual General Meeting**

Particulars	Details
Name of the Auditor	M/s. KP Sahasrabudhe & Co., Chartered Accountants
Firm Registration Number	117298W
Reason for Appointment	Appointment as Statutory Auditors of the Company following the resignation of the previous Statutory Auditors, M/s. Gautam N Associates, Chartered Accountants
Date of Resignation of Previous Auditor	12th February 2026
Proposed Date of Appointment	From the conclusion of the ensuing Annual General Meeting
Term of Appointment	Five consecutive years, commencing from the conclusion of the ensuing Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2031
Eligibility	The Firm has provided its written consent and certificate confirming its eligibility and that it is not disqualified for appointment under Sections 139 and 141 of the Companies Act, 2013 and the rules made thereunder
Proposed Audit Period	Audit of the financial statements of the Company for the financial years 2026-27, 2027-28, 2028-29, 2029-30 and 2030-31
Remuneration	Such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors, plus applicable taxes and reimbursement of reasonable out-of-pocket expenses

Annexure V

**Details as required under SEBI master circular dated November 11, 2024 are enclosed
M/S NEHA P AGRAWAL., COMPANY SECRETARIES., AS THE SECRETARIAL AUDITORS OF THE COMPANY FOR
FINANCIAL YEAR 2025-26 TO 2029-30.**

Reason for Change	M/s Neha P Agrawal., Company Secretaries as the Secretarial Auditors of the Company for financial year 2025-26. To 2029-30. Subject to approval of Shareholders in the ensuing annual general meeting of the Company
Date of Appointment	11 th February 2026
Brief Profile	M/s Neha P Agrawal., A reputed firm of a Company Secretaries with 15+ years of Experience and Specialization across Corporate Strategic Advisory Services, Secretarial Audit, Due Diligence, Corporate Restructuring advisory services for Merger, Amalgamation, Take over, Scrutinizer for E-voting, Postal Ballot Process, Internal Audit, Intellectual Property Rights Compliance advisory, Appearance before various regulatory authorities viz Ministry of Corporate Affairs (MCA), National Company Law Tribunal (NCLT) & other Quasi-Judicial Authorities for various Corporate Houses and Public Sector Undertakings
Disclosure of Relationship	Not Applicable

STATUS OF STATUTORY AND REGULATORY COMPLIANCES AND STEPS TAKEN FOR REGULARISATION

At the outset, your directors wish to place before the Members the status of certain statutory and regulatory compliances and the efforts being made by the Company and its management towards the regularisation of the same.

During the relevant period and preceding periods, the Company faced certain challenges in maintaining the requisite composition of the Board of Directors and complying with certain provisions of the Companies Act, 2013, the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). The principal matters requiring regularisation are set out below:

1. **Composition of the Board of Directors:** The Company was not able to maintain the requisite composition of the Board in accordance with the applicable provisions of the Companies Act, 2013 and Regulation 17(1) of the SEBI LODR Regulations. As a result, the Board did not have the requisite balance of Executive, Non-Executive and Independent Directors, including the requisite Woman Director. As on the relevant date, the Board comprised two Directors against the applicable minimum requirement of six Directors.
2. **Appointment of Woman Director:** The Company was required to appoint a Woman Director in accordance with the applicable provisions of Section 149(1) of the Companies Act, 2013 and Regulation 17 of the SEBI LODR Regulations. The appointment could not be completed during the relevant period.
3. **Appointment of Managing Director:** The Company did not have a Managing Director during the relevant period, and the requisite appointment and regularisation of the Managing Director is being considered in accordance with the applicable provisions of the Companies Act, 2013.
4. **Constitution of Board Committees:** Owing to the non-maintenance of the requisite composition of the Board, the Company faced consequential difficulties in constituting and/or reconstituting the statutory Committees of the Board and undertaking certain corporate governance functions and regulatory compliances within the prescribed timelines.
5. **Related Party Transactions:** The requisite approvals in respect of certain Related Party Transactions, wherever applicable, could not be obtained in accordance with the applicable provisions of Section 188 of the Companies Act, 2013, Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI LODR Regulations.
6. **Inter-Corporate Loans and Advances:** Certain matters relating to inter-corporate loans and/or advances require review and regularisation with reference to the applicable provisions of Section 186 of the Companies Act, 2013.
7. **Adoption of Financial Statements:** The requisite resolutions, including resolutions relating to the consideration and adoption of the audited financial statements for the relevant financial year,

could not be passed at the relevant Annual General Meeting. The Company is taking necessary steps to address the consequential statutory and regulatory compliances.

8. **Resolution for Retirement by Rotation-** Pursuant to the provisions of Section 152(6) of the Companies Act, 2013, certain directors are liable to retire by rotation at every Annual General Meeting and, being eligible, may offer themselves for re-appointment.

The Board wishes to inform that, as on the date of this Report, the Company has only one Director on its Board with one other Independent Director. In such circumstances, the applicability of the provisions relating to retirement by rotation becomes impracticable, as non-approval of the re-appointment by the Members would result in the Company being left without any Director, thereby leading to a position of non-compliance with the provisions of the Companies Act, 2013 and inability to carry on its affairs

In view of the above and in order to ensure continuity of governance and compliance with applicable laws, the Company has, as a matter of prudence, not included the resolution for retirement by rotation and re-appointment of the existing Director in the Notice of the ensuing Annual General Meeting.

The Board is taking necessary steps to ensure appropriate constitution of the Board in compliance with applicable provisions of the Companies Act, 2013.

9. **Suspension of Trading:** The Company had received a notice from the National Stock Exchange of India Limited dated October 16, 2024, regarding suspension of trading in the securities of the Company with effect from November 18, 2024, on account of continued non-compliance with Regulation 17(1) of the SEBI LODR Regulations. The Company is taking steps to address the matters relating to restoration of compliance and regularisation with the concerned stock exchange(s).
10. **Impact of CIRP Proceedings:** The Company was subjected to Corporate Insolvency Resolution Process ("CIRP") proceedings, during which the powers of the Board of Directors stood suspended. Consequently, no meetings of the Board of Directors, Independent Directors, Nomination and Remuneration Committee and other applicable Committees could be held after January 2, 2025 during the period in which the CIRP remained in force. The CIRP proceedings were subsequently set aside by the Hon'ble National Company Law Appellate Tribunal vide its order dated December 15, 2025, and the management has thereafter been taking steps towards restoration and regularisation of the Company's statutory and corporate governance framework.

Your directors wish to place on record that the above matters did not arise due to any lack of intent or unwillingness on the part of the management to comply with the applicable laws and regulations. The Company and its management made repeated and bona fide efforts on multiple occasions to obtain the requisite approvals and support for appointment and/or regularisation of Directors and other statutory and professional functionaries. However, in certain instances, the requisite shareholder approval/support could not be obtained, resulting in delays in the regularisation of the Board and related compliances.

The Company is continuing to take all reasonable and legally permissible steps to regularise the aforesaid matters. The management is making efforts to ensure the constitution/reconstitution of a duly compliant Board of Directors and, thereafter, to constitute the applicable Board Committees, appoint the requisite statutory and professional functionaries, complete pending

statutory and regulatory compliances and strengthen the Company's overall corporate governance and compliance mechanism.

Your directors remain committed to restoring the Company to a fully compliant statutory, regulatory and corporate governance framework and seek the continued support and cooperation of the Members in achieving the same.

DIRECTORS REPORT

To the Members,

Your directors have pleasure in presenting the 46th Annual Report together with the Audited Financial Statements for the Financial Year ended March 31, 2026.

1. FINANCIAL RESULTS

(Rs in Lacs)

Sr. No	PARTICULARS	YEAR ENDED	
		31.03.2026	31.03.2025
1.	Sales	0.00	0.00
2.	Profit before Interest & Depreciation	56.82	(56.71)
3.	Interest	29.30	15.97
4.	Depreciation	4.22	4.33
5.	Profit Before Tax & Extra-ordinary items	(32.85)	(77.01)
6.	Extra-Ordinary Items	0.00	0.00
7.	Tax Provision (Net of Deferred Tax)	0.00	0.00
8.	Profit After Tax	(62.15)	(82.70)
9.	Other Comprehensive Income	(0.49)	(0.06)
10	Profit available for Appropriation	(62.64)	(82.76)

2. COMPANY'S PERFORMANCE AND OPERATION.

There was no revenue generated by the Company during the year under review. Accordingly, there were no significant business operations carried out during the financial year.

3. DIVIDEND.

In view of the absence of revenue and considering the financial position of the Company, your directors do not recommend any dividend for the financial year under review.

4. DEPOSITS.

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

5. SHARE CAPITAL.

The Equity Paid-up Share Capital of the Company as on 31st March, 2026 was Rs. 14,32,60,000/-, comprising 1,43,26,000 Equity Shares of face value of Rs. 10/- each.

The Preference Share Capital of the Company as on 31st March, 2026 was Rs. 78,00,000/-, comprising 78,000 Non-Convertible Redeemable Preference Shares of face value of Rs. 100/- each.

During the year under review, there was no further issue or allotment of shares by the Company. Further, the Company has not issued any shares with differential voting rights or sweat equity shares and has not granted any stock options.

6. FINANCIAL STATEMENT.

The Financial Statements of the Company for the financial year ended 31st March, 2026, including the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, if applicable, and Notes forming part of the Financial Statements, have been prepared in accordance with the requirements of Schedule III to the Companies Act, 2013 and applicable accounting standards.

The Annual Report for the financial year 2025-26, containing the complete Financial Statements together with the Auditor's Report, Board's Report, including the Management Discussion and Analysis and Corporate Governance Report, forms an integral part of this Annual Report.

The Annual Report for the financial year 2025-26 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The complete Annual Report is also available for inspection at the Registered Office of the Company during working hours up to the date of the ensuing Annual General Meeting, subject to applicable provisions of law.

The Annual Report is also available on the Company's website at www.techindianirman.com.

7. STATUTORY AUDITORS AND AUDITORS REPORT.

M/s. Gautam N Associates, Chartered Accountants, were appointed as the Statutory Auditors of the Company at the Annual General Meeting held on 29th June, 2022, to hold office until the conclusion of the Annual General Meeting to be held in the year 2027.

During the financial year 2025-26, the said Statutory Auditors tendered their resignation with effect from 11th February, 2026, due to health reasons, thereby resulting in a casual vacancy in the office of Statutory Auditors.

To fill the said casual vacancy, the Board of Directors, based on the recommendation of the Audit Committee, appointed M/s. KP Sahasrabudhe & Co., Chartered Accountants, as the Statutory Auditors of the Company. However, the appointment of M/s. KP Sahasrabudhe & Co., Chartered Accountants, was subject to the approval of the Members of the Company, and the same was not approved/ratified by the Members.

Accordingly, the Company shall take appropriate steps for the appointment of Statutory Auditors in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Matters Reported by the Statutory Auditors

The observations/qualifications made by the Statutory Auditors in their Independent Auditor's Report on the Standalone Financial Statements for the financial year under review, along with the management's response thereto, are set out below:

1. Accrued Interest Liability on Borrowings

The Management states that the matter is intrinsically connected with the ongoing legal proceedings relating to the Corporate Insolvency Resolution Process (CIRP) of the Company, which is presently sub judice before the Hon'ble Supreme Court of India. Accordingly, the ultimate liability, including the consequential interest liability, is subject to the final outcome of the proceedings. The Company will give appropriate accounting treatment and recognize the consequential impact, if any, in the financial statements upon determination of the matter in accordance with the applicable Accounting Standards and the final outcome of the legal proceedings.

The matter has been disclosed in Note No. 13.a.1 to the Standalone Financial Statements.

2. Going Concern and CIRP Proceedings

The CIRP proceedings against the Company were admitted by the Hon'ble National Company Law Tribunal (NCLT). Subsequently, a resolution plan was submitted; however, before approval of the resolution plan, the Hon'ble National Company Law Appellate Tribunal (NCLAT) set aside the CIRP proceedings. The said order has been challenged by Agri-Tech (India) Limited before the Hon'ble Supreme Court of India. The appeal has been admitted and the matter is presently sub judice.

In view of the pendency of the proceedings before the Hon'ble Supreme Court of India, the ultimate outcome of the matter and its consequential impact on the assets, liabilities and financial position of the Company cannot presently be ascertained. The Company has, however, prepared the Standalone Financial Statements on a going concern basis, considering the facts and circumstances prevailing as at the reporting date and the Management's assessment of the Company's ability to continue its operations.

The Company will continue to monitor the proceedings and will take appropriate accounting and other consequential actions based on the final outcome of the matter. The relevant details have been disclosed in Note No. 27 to the Standalone Financial Statements.

3. Non-Compliance with SEBI LODR Regulations

The Company acknowledges the observations of the Statutory Auditors and is taking appropriate steps to ensure compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company is also taking necessary measures to strengthen its compliance framework and ensure timely compliance with the applicable regulatory requirements.

The Company is in the process of addressing the identified non-compliances and shall take such further corrective and remedial measures as may be required in accordance with the applicable laws and regulations. The financial impact, if any, arising from such non-compliances is presently not ascertainable.

4. Recoverability of Advances

The Statutory Auditors have expressed their inability to comment on the recoverability of advances amounting to ₹5,320.70 lakhs granted for real estate development and for the research and development station, as referred to in Note Nos. 5.1 and 5.2 to the Standalone Financial Statements.

The Company will continue to assess the recoverability of these advances and will make appropriate accounting adjustments/provisions, wherever considered necessary, in accordance

with the applicable Accounting Standards and based on the outcome of the recovery efforts and other relevant developments.

8. INTERNAL AUDITORS.

The Company does not have an Internal Auditor as on 31st March, 2026.

The Company shall take appropriate steps for the appointment of an Internal Auditor in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

9. SECRETARIAL AUDIT REPORT.

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the applicable rules made thereunder, the Board of Directors had proposed the appointment of M/s. Neha P. Agrawal, Practicing Company Secretaries (C.P. No. 8048) as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year ended 31st March, 2026.

However, the appointment of M/s. Neha P. Agrawal, Practicing Company Secretaries, was subject to the approval of the Members of the Company, and the same was not approved by the Members.

Accordingly, the Company does not have a duly appointed Secretarial Auditor for the financial year ended 31st March, 2026. The Company shall take appropriate steps for the appointment of a Secretarial Auditor in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

10. SUBSIDERIES.

The Company does not have any subsidiary, associate company or joint venture as on 31st March, 2026. Accordingly, the disclosure requirements relating to subsidiaries, associate companies and joint ventures are not applicable to the Company.

11. ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEM.

The Company currently does not have internal auditor

12. DIRECTORS' RESPONSIBILITY STATEMENT

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

Explanation.—For the purposes of this clause, the term “internal financial controls” means the policies and procedures adopted by the company 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;

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

13. DETAILS OF CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL.

During the year under review, Mr. Vadla Nagbhushanam ceased to be an Independent Director of the Company upon completion of his tenure on 30th October, 2025. Further, Mr. Madhukar Deshpande ceased to be an Independent Director of the Company upon completion of his tenure on 12th February, 2026.

The Company had proposed the re-appointment/appointment of the aforesaid Independent Directors; however, the requisite approval of the Members was not obtained. Consequently, they ceased to hold office as Directors of the Company.

As on 31st March, 2026, the Board of Directors of the Company comprises the following Directors:

1. Mr. Satish Kagliwal – Director
2. Mr. Hitesh Purohit – Independent Director

The Company shall take necessary steps to ensure that the composition of its Board of Directors is in compliance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

KEY MANAGERIAL PERSONNEL

As on 31st March, 2026, the Key Managerial Personnel of the Company pursuant to Sections 2(51) and 203 of the Companies Act, 2013 are as follows:

- Mr. Satish Kagliwal – Director
- Mr. Sunil Dixit – Chief Financial Officer
- Ms. Rajshree Jain – Company Secretary

Any changes in the Board composition and Key Managerial Personnel during the year under review have been disclosed in accordance with the applicable provisions of law.

14. DECLARATION OF INDEPENDENT DIRECTOR.

The Company has received the necessary declaration from Mr. Hitesh Purohit, Independent Director, confirming that he meets the criteria of independence as prescribed under Section

149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors has taken on record the declaration of independence and is of the opinion that the Independent Director fulfils the conditions of independence specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

15. NUMBER OF MEETINGS OF THE BOARD.

During the financial year 2025-26, **four (4) meetings of the Board of Directors** of the Company were held. The details of the Board Meetings are as follows:

Sr. No.	Date of Board Meeting
1.	29 th May, 2025
2.	13 th August, 2025
3.	14 th November, 2025
4.	11 th February, 2026

The intervening gap between the meetings was within the limits prescribed under the Companies Act, 2013 and applicable rules, except to the extent of any non-compliance, if applicable, disclosed elsewhere in this Report.

16. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEE AND INDIVIDUAL DIRECTORS.

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an evaluation of the performance of the Board as a whole, its committees and individual Directors for the financial year 2025-26.

During the year under review, the composition of the Board of Directors and certain Committees of the Company was not in conformity with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, due to the cessation/non-approval of the appointment/re-appointment of certain Directors by the Members. Consequently, the required composition of the Board and Committees could not be maintained during the relevant period.

Notwithstanding the above, the Board has undertaken the performance evaluation process to the extent practicable, considering the circumstances prevailing during the year. The evaluation covered the functioning of the Board and its Committees, participation and contribution of the Directors, attendance and preparedness for meetings, quality of deliberations and overall effectiveness.

The Board has taken note of the deficiencies in the composition of the Board and its Committees and shall take necessary steps to reconstitute the Board and Committees in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

17. MANAGEMENT DISCUSSION & ANALYSIS.

1. Industry Structure and Developments

The Company is engaged in its existing business activities; however, during the financial year 2025-26, the Company did not generate any revenue from operations. Consequently, there were no significant developments in the Company's business operations during the year under review.

2. Business Performance

During the financial year ended 31st March, 2026, the Company did not have any revenue from operations. The financial performance of the Company remained subdued during the year due to the absence of operating revenue.

The management is evaluating appropriate measures for revival and improvement of the Company's business operations and financial performance.

3. Opportunities and Threats

The Company's future performance will depend upon its ability to revive and strengthen its business operations and improve its financial position. The Company may explore suitable business opportunities, subject to availability of resources and prevailing market conditions.

The major challenges include the absence of operating revenue, financial constraints, prevailing market conditions and other business and regulatory factors that may affect the Company's ability to recommence or expand its operations.

4. Risks and Concerns

The Company is exposed to various business, financial, operational and regulatory risks. The absence of revenue from operations during the year remains a key concern. The management continues to monitor the Company's financial and operational position and shall take appropriate measures to mitigate the risks, as and when required.

5. Internal Control Systems and their Adequacy

The Company has internal control systems and procedures commensurate with its size and nature of operations. However, considering the limited level of business activity during the year, the operations of the Company remained restricted. The management continues to review the internal control framework and shall strengthen the same as and when the Company's business operations increase.

6. Financial Performance

During the financial year 2025-26, the Company did not generate revenue from operations. The financial performance of the Company has been affected by the absence of operating revenue during the year. The detailed financial performance is reflected in the Financial Statements forming part of this Annual Report.

7. Human Resources

During the year under review, the Company's business activities remained limited. The Company continues to recognize the importance of human resources and shall take appropriate steps for strengthening its human resource requirements in line with the future business activities of the Company.

8. Outlook

The Company's immediate focus is to revive and strengthen its business operations and improve its financial performance. The management will continue to evaluate viable business opportunities and take appropriate measures based on the prevailing economic, business and regulatory environment.

9. Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may constitute forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to various factors, including economic conditions, changes in laws and regulations, market conditions, business risks and other factors beyond the control of the Company.

18. PARTICULARS OF CONTRACT OR ARRANGEMENTS PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES.

During the financial year under review, the Company has not entered into any material contract or arrangement or transaction with related parties requiring disclosure under Section 188(1) of the Companies Act, 2013.

Accordingly, the disclosure of particulars of contracts or arrangements with related parties in **Form AOC-2**, as prescribed under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is not applicable to the Company.

All related party transactions, if any, entered into during the year were in the ordinary course of business and on an arm's length basis and were placed before the appropriate authority for review, wherever applicable.

19. PARTICULARS OF LOANS, AND GURANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

The particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013, if any, have been duly disclosed in the Financial Statements of the Company forming part of this Annual Report.

The Company has complied with the applicable provisions of Section 186 of the Companies Act, 2013, and the rules made thereunder, to the extent applicable.

20. CORPORATE SOCIAL RESPONSIBILITY (CSR).

The Company does not exceed the threshold limits mentioned in Section 135 (1) of the Companies Act, 2013. Therefore, the provisions pertaining to Corporate Social Responsibility are not applicable to the Company.

21. INSIDER TRADING CODE.

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('the PIT Regulations') on prevention of insider trading, the Company have its Code of Conduct for regulating, monitoring and reporting of trading by Designated Persons in line with the recent amendments brought by SEBI in the PIT Regulations. The said Code lays down guidelines, which advise Designated Persons on the procedures to be followed and disclosures to be made in dealing with the shares of the Company and cautions them on consequences of non-

compliances. the Company has also updated its Code of practices and procedures of fair disclosures of unpublished price sensitive information by including a policy for determination of legitimate purposes.

22. MATERIAL CHANGES AND COMMITMENTS.

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company, i.e., 31st March, 2026, and the date of this Report.

23. RISK ASSESMENT AND MANAGEMENT.

The Company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. The Company has laid down a well define risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted and no major risks were noticed, which may threaten the existence of the Company.

24. POLICY AGAINST SEXUAL HARRASMENT AT WORKPLACE.

The Company is committed to providing a safe and conducive work environment free from sexual harassment for all its employees. The Company has zero tolerance towards any form of sexual harassment at the workplace.

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in accordance with the provisions of the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**.

During the financial year under review, **no complaint of sexual harassment was received** by the Company.

The details of complaints received, disposed of and pending during the financial year are as follows:

Particulars	Number
Number of complaints received during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending as on 31st March, 2026	Nil

25. ENVIRONMENTAL SAFETY.

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.

26. COMMITTEE OF THE BOARD.

The Company has constituted various Committees of the Board in accordance with the applicable

provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the composition and meetings of the Committees are provided in the Corporate Governance Report forming part of this Annual Report.

During the year under review, changes took place in the composition of the Board and its Committees due to the cessation of certain Independent Directors upon completion of their respective tenures. Further, the requisite approval of the Members for the appointment/re-appointment of certain Directors was not obtained. Consequently, the composition of the Board and certain Committees was not in conformity with the applicable requirements for the relevant period.

The Company shall take necessary steps to reconstitute the Board and its Committees and to ensure compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committees of the Board include:

1. **Audit Committee**
2. **Nomination and Remuneration Committee**
3. **Stakeholders Relationship Committee**

A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this Annual Report. The Composition of the Committees and compliances, as per the applicable provisions of the Act and Rules are as follows:

Name of the Committee	Composition of the Committee	Highlights of Duties, responsibilities and activities
Audit Committee	Mr. Satish Kagliwal-Member	▪ All recommendations made by the Audit Committee during the year were accepted by the Board. ▪ In accordance with the requirements of the Listing Agreement, The Company has formulated policies on related party transactions.
	Mr. Hitesh Purohit-Member	
Stakeholders' Relationship Committee	Mr. Satish Kagliwal-Member	▪ The Committee reviews and ensures redressal of investor grievances. ▪ The Committee noted that all the grievances of the investors have been resolved during the year.
	Mr. Hitesh Purohit-Member	
Nomination and Remuneration Committee	Mr. Hitesh Purohit-Member	▪ To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees. ▪ To carry out evaluation of every Director's performance.

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

The information required to be disclosed pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is given below:

A. Conservation of Energy

The Company's operations are not energy-intensive. Therefore, the particulars relating to conservation of energy are not applicable to the Company. Nevertheless, the Company continues to make efforts towards efficient utilization of energy, wherever possible.

B. Technology Absorption

The Company did not undertake any significant technology absorption, research or development activities during the financial year under review. Accordingly, the disclosure relating to technology absorption is not applicable.

C. Foreign Exchange Earnings and Outgo

During the financial year ended 31st March, 2026, there were no foreign exchange earnings or outgo.

Particulars	Amount (Rs.)
Foreign Exchange Earnings	Nil
Foreign Exchange Outgo	Nil

(Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of Directors Report.

28. EXTRACT OF ANNUAL RETURN.

Is available on website of the Company at www.techindianirman.com

29. INSURANCE.

All the insurable interest of the Company, including Inventories, Buildings, Machinery etc., is adequately insured.

30. INDUSTRIAL RELATION.

The Company enjoyed cordial relations with its employees at all levels. Our directors record their appreciation of the support and co-operation of all employees and counts on them for the accelerated growth of the Company.

31. ACKNOWLEDGEMENTS.

The Board / Resolution Professional together with the Key Managerial Persons expresses their sincere thanks to all the employees, customers, suppliers, investors, lenders, regulatory and government authorities and stock exchanges for their cooperation and support and look forward to their continued support in future.

23rd April 2026

Registered Office:

Nath House,

Nath Road

Chhatrapati Sambhajnagar

(Aurangabad)-431005

For and on behalf of the Board of Directors

Director

Satish Kagliwal

DIN: 00119601

ANNEXURE-1

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3) (q) AND SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- 1. The Ratio of the remuneration of each Director to the median remuneration to the employee of the Company for the financial year 2025-26:-NIL**

Note

- Independent Directors have been paid sitting fees for attending meeting of the Board or its Committees as disclosed in the Corporate Governance Report. The sitting fees paid have not been included in the details mentioned above.
- For Calculation of median remuneration, the employee count taken is 2 which comprises employees who have served for whole of the Financial Year 2025-26.

- 2. Percentage increase in remuneration of each Director, Chief financial officer, Company Secretary in Financial Year 2025-26:**

Directors/CFO/CS Name	Designation	% Increase /decrease in remuneration of 2025-26
Mr. Sunil Dixit	Chief Financial Officer	10%
Ms Rajshree Jain	Company Secretary	14%

- 3. Percentage increase in the median remuneration of employees in the financial year 2025-26 : 12%**
- 4. Number of the Permanent employees on the rolls of the company as on 31st March 2026:2**
- 5. Average percentiles increase in salaries of Employees other than Managerial personnel in the last financial year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and any exceptional circumstances for increase in the Managerial Remuneration (if any):**

There are no employees other than managerial personnel, hence not Applicable.

- 6. Affirmation of remuneration is as per the remuneration policy of the company.**
It is affirmed that the remuneration paid is as per the Nomination and Remuneration Policy adopted by the Company.

- 7. Top ten Employees in terms of remuneration drawn during the year 2025-26**

Name	Designation	Remuneration (per annum)	Qualification and Experience	Date of Commencement of employment	Age	Particulars of Last Employment
Sunil Dixit	CFO	10.41	M.Com	01.04.2016	60	NA
Rajshree Jain	CS	3.00	CS. B.com	17.12.2019	30	NA

Notes:

1. The employees have adequate experience to discharge responsibilities assigned to them
2. None of the employees are relatives of the Directors of the Company

ANNEXURE-II
Form No- AOC 2

Particulars of contracts / arrangement entered into by the Company with Related Parties																	
Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules 2014.																	
Form for Disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act 2013 including certain arm's length transaction under third proviso thereto)																	
1. Details of contract or arrangement or transactions not at arm's length basis:		All contracts / arrangements entered in to by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act 2013 are at arm's length basis.															
2. Details of contract or arrangement or transactions at arm's length basis:		<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%; text-align: center;">S. No</th> <th style="width: 60%; text-align: center;">Particulars</th> <th style="width: 30%; text-align: center;">Details</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">a)</td> <td>Name of the Related Party</td> <td>Agri-tech (India) Limited</td> </tr> <tr> <td style="text-align: center;">b)</td> <td>Nature of transaction</td> <td>Loan taken Operational</td> </tr> <tr> <td style="text-align: center;">c)</td> <td>Duration of transaction</td> <td>NA</td> </tr> <tr> <td style="text-align: center;">d)</td> <td>Salient features of transaction including the value, if any</td> <td>Operational Reasons</td> </tr> </tbody> </table>	S. No	Particulars	Details	a)	Name of the Related Party	Agri-tech (India) Limited	b)	Nature of transaction	Loan taken Operational	c)	Duration of transaction	NA	d)	Salient features of transaction including the value, if any	Operational Reasons
S. No	Particulars	Details															
a)	Name of the Related Party	Agri-tech (India) Limited															
b)	Nature of transaction	Loan taken Operational															
c)	Duration of transaction	NA															
d)	Salient features of transaction including the value, if any	Operational Reasons															
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%; text-align: center;">S. No</th> <th style="width: 60%; text-align: center;">Particulars</th> <th style="width: 30%; text-align: center;">Details</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">a)</td> <td>Name of the Related Party</td> <td>Nath Bio-technologies Limited</td> </tr> <tr> <td style="text-align: center;">b)</td> <td>Nature of transaction</td> <td>Advance Given</td> </tr> <tr> <td style="text-align: center;">c)</td> <td>Duration of transaction</td> <td>NA</td> </tr> <tr> <td style="text-align: center;">d)</td> <td>Salient features of transaction including the value, if any</td> <td>Operational Reasons</td> </tr> </tbody> </table>	S. No	Particulars	Details	a)	Name of the Related Party	Nath Bio-technologies Limited	b)	Nature of transaction	Advance Given	c)	Duration of transaction	NA	d)	Salient features of transaction including the value, if any	Operational Reasons		
S. No	Particulars	Details															
a)	Name of the Related Party	Nath Bio-technologies Limited															
b)	Nature of transaction	Advance Given															
c)	Duration of transaction	NA															
d)	Salient features of transaction including the value, if any	Operational Reasons															

CORPORATE GOVERNANCE REPORT

In accordance with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Techindia Nirman Limited is as under:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE.

Effective corporate governance practices form the foundation for building sustainable and successful enterprises. The Company's philosophy of corporate governance is founded on the principles of transparency, accountability, ethical conduct, fairness and responsible management. These principles guide the Company's business strategies and operations while ensuring due regard for the interests of all stakeholders, including regulators, employees, customers, vendors, investors and society at large.

The Company is committed to maintaining high standards of corporate governance and has consistently endeavoured to uphold a culture of integrity, transparency and ethical business practices. The Company believes that sound corporate governance is not merely a matter of compliance, but an integral part of the organizational culture and a key enabler of sustainable growth and long-term value creation.

The Company strives to create and enhance long-term value for its stakeholders through responsible decision-making, prudent management practices, effective internal controls and transparent reporting. The Company is committed to conducting its business in accordance with applicable laws, regulations and established ethical standards.

The Company follows sound corporate governance practices and reporting systems in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and other applicable laws and regulations. The Company continually endeavours to strengthen its governance framework and uphold the highest standards of integrity, accountability and transparency in all its business activities.

2. BOARD OF DIRECTORS.

As on 31st March 2026, the Board of Directors of the Company comprised two Directors, out of whom one was a Non-Executive Independent Director. The composition of the Board as on 31st March 2026 was not in conformity with the prescribed requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the composition of the Board of Directors.

The Company had taken steps to strengthen the composition of the Board and had placed a proposal before the Members for appointment of an additional Director. However, the said proposal was not approved by the Members. Consequently, the Board composition continued to remain below the prescribed requirements as on 31st March 2026.

The Company acknowledges the importance of maintaining an appropriate and effective Board structure and is taking necessary steps for reconstitution of the Board and appointment of suitable Directors, subject to the approval of the Members and compliance with the applicable

provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Independent Director

The Independent Director of the Company is a Non-Executive Director as defined under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013.

The Independent Director has furnished the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable.

Corporate Governance Compliance

The Company remains committed to maintaining high standards of corporate governance, transparency and accountability. The Company endeavours to comply with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In view of the composition of the Board as on 31st March 2026 and the non-approval by the Members of the proposed appointment of an additional Director, certain requirements relating to the composition of the Board and constitution of the Committees could not be fully complied with during the relevant period.

The Company is taking necessary steps to address the aforesaid non-compliance and strengthen its governance framework at the earliest, in accordance with the applicable statutory and regulatory requirements.

3. NUMBER OF BOARD MEETINGS.

Sr. No.	Date of Board Meeting
1	29 th May 2025
2	13 th August 2025
3	14 th November 2025
4	11 th February 2026

The interval between two consecutive Board Meetings was within the prescribed limit under the Companies Act, 2013, subject to the applicability of the relevant provisions to the Company.

4. COMPOSITION AND STATUS OF BOARD OF DIRECTORS.

Name of the Director	Category	No of Directorship as on 31-03-2026		Committee Membership/ Chairmanship		No of Board Meeting Attended this year	Attendance of Last AGM 05 th May 2026
Mr. Satish Kagliwal	Director Executive	Listed	Other	Membership	Chairmanship	4	Yes
		3	13	6	1		
Mr. Hitesh Purohit	Independent, Non-Executive	4	2	6	2	4	Yes

*Note-in committee membership and chairmanship only audit and stakeholder relationship committee are considered.

Note-

The Company is in non-Compliance under Regulation 17 of SEBI (LODR) Regulations, 2015. Details of the same areas under.

1. Provision pertaining to Board Composition (Regulation 17).
2. Number of board members is less than six.
3. No women director on Board
4. No Managing Director on Board.

The Company has tried two times to appoint directors subject to shareholders approval of the Company within the given timelines by the SEBI Listing Regulations. But we were unable to appoint because the resolutions were not passed by the shareholders.

5. DETAILS OF EQUITY SHARES HELD BY DIRECTORS.

Name of the Director	Category	No of Shares Held	% of Number of Shares Held
Mr. Satish Kagliwal	Director	0	0
Mr. Hitesh Purohit	Independent Director	0	0

6. SEPARATE MEETING OF INDEPENDENT DIRECTOR.

During the financial year 2025–26, no separate meeting of the Independent Directors was held, as the Company had only one Independent Director on its Board. Accordingly, the requirement of holding a separate meeting of the Independent Directors under Schedule IV to the Companies Act, 2013 was not applicable in the circumstances.

7. CODE OF CONDUCT.

The Company has formulated and adopted a Code of Business Conduct and Ethics, which lays down the principles and standards of ethical conduct to be followed by the Directors and Management in their dealings with colleagues, customers, business associates, government authorities, regulators, investors, communities and other stakeholders.

The Code is intended to promote integrity, transparency, accountability and responsible business practices across the organization. The Directors and members of the Senior Management have affirmed their compliance with the Code for the financial year 2025–26.

A declaration confirming compliance with the Code of Business Conduct and Ethics by the Directors and Senior Management of the Company has been duly made by the appropriate authority and forms part of the Corporate Governance Report.

8. BOARD COMMITTEE.

The board has three standing Committees namely, Audit Committee, Stakeholders Relationship Committee, and Nomination and Remuneration Committee. The board Constitute additional functional committees, from time to time, depending upon business needs.

A. Audit Committee.

The Audit Committee has been constituted by the Board of Directors in accordance with the applicable provisions of Section 177 of the Companies Act, 2013 **and** Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible for establishing and maintaining adequate internal financial controls and for the preparation and presentation of the financial statements. The Statutory Auditors are responsible for conducting an independent audit of the financial statements in accordance with the applicable auditing standards and for expressing their opinion thereon.

The Audit Committee assists the Board in overseeing the financial reporting process and internal control framework of the Company and endeavours to ensure the accuracy, transparency, integrity and reliability of financial reporting.

The composition, powers, role and functions of the Audit Committee are in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Role of Audit Committee.	
Oversight of financial reporting process.	
Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.	
Evaluation of internal financial controls and risk management Systems	
Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.	
Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same	
Review, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference	
Review and monitor the auditor's independence and performance, and effectiveness of audit process.	

Frequency of Meeting held.

SR.NO	Date of Audit meeting
1	28 TH May, 2025
2	10 th February 2026

Composition and Meetings and Attendance of Audit Committee.

Name of Director	Category	Status	No of Meetings held/attended	
Mr. Satish Kagliwal	Director	Member	2	2
Mr. Hitesh Purohit	Independent Director	Member	2	2

B. Nomination and Remuneration Committee.

The Nomination and Remuneration Committee ("NRC") is constituted by the Board of Directors in accordance with the applicable provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

However, during the financial year 2025–26, due to the changes in the composition of the Board, the NRC comprised only one Director. Consequently, the composition of the NRC was not in conformity with the prescribed requirements under Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015.

The Company had taken steps to strengthen the composition of the Board and the NRC. However, the proposal for appointment of an additional Director placed before the Members was not approved. Accordingly, the requisite composition of the NRC could not be maintained during the relevant period.

The Company acknowledges the importance of a properly constituted Nomination and Remuneration Committee and is taking necessary steps to reconstitute the Committee in accordance with the applicable statutory and regulatory requirements.

Role of Nomination and Remuneration Committee
Recommend to the board to setup and composition of the Board and its committees.
Recommend to the Board the appointment/re-appointment of Directors and Key Managerial Personnel.
Support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual Directors
Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
Oversee familiarization programs.

Composition and Meetings and Attendance of Nomination and Remuneration Committee.

Name of Director	Category	Status	No of Meetings Held/Attended	
Mr. Hitesh Purohit	Independent Director	Member	-	-

C. Stakeholders Relationship Committee

The Stakeholders Relationship Committee ("SRC") is constituted by the Board of Directors in accordance with the applicable provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Due to the limited composition of the Board during the relevant period, the Stakeholders Relationship Committee comprised two Directors. The Company acknowledges the prescribed requirements relating to the composition of the Committee and is taking necessary steps to strengthen and reconstitute the Committee in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Role and Functions of the Stakeholders Relationship Committee
Resolving the grievances and complaints of security holders, including complaints relating to transfer/transmission of securities, non-receipt of annual reports, non-receipt of declared dividends and other related matters.
Reviewing and monitoring the mechanism for redressal of security holders' grievances.
Reviewing measures taken for effective exercise of voting rights by shareholders.
Reviewing measures taken for reducing the quantum of unclaimed dividends and ensuring timely transfer of such amounts to the appropriate authorities, wherever applicable.
Replacement of lost/mutilated/stolen share certificates
Considering and addressing such other matters as may be referred to the Committee by the Board from time to time.

Composition and Meetings and Attendance of Stakeholders Relationship Committee Meeting.

Name of Director	Category	Status	No of Meetings Held/Attended	
Mr. Satish Kagliwal	Director	Member	2	2
Mr. Hitesh Purohit	Independent Director	Member	2	2

1. Complaints Received.

During the financial year 2025–26, the Company did not receive any complaints from shareholders/investors. Accordingly, there were Nil complaints received and Nil complaints pending for disposal as at 31st March 2026.

2. Name and Designation of Compliance Officer.

Ms. Rajshree Jain is Company Secretary and Compliance Officer of the Company.

9. REMUNERATION OF DIRECTORS.

The details of remuneration paid to the Directors are as follows.

1. Remuneration paid to Executive / Independent Directors for the year 2025-26.

Sr. No	Name of Director	Designation	Salary	Perquisites and allowance	Total
1.	Mr. Satish Kagliwal	Director	NIL	NIL	NIL

2. Sitting Fees Paid for Meetings

Sr No	Name of Director	Designation	Remuneration	Sitting Fees
1.	Mr. Hitesh Purohit	Independent Director	0	5000

10. PERFORMANCE EVALUATION OF DIRECTORS AND FORMULATION OF THE CRITERIA FOR EVALUATION OF INDEPENDENT DIRECTOR AND THE BOARD.

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down the criteria for evaluation of the performance of the Board, its Committees and individual Directors, including Independent Directors.

The performance evaluation framework, inter alia, takes into consideration various factors such as the composition and structure of the Board, effectiveness of Board processes, quality and timeliness of information provided to the Board, participation and contribution of Directors in the meetings, preparedness for discussions, constructive inputs and the overall functioning of the Board and its Committees.

During the financial year 2025–26, the composition of the Board underwent changes and, as on 31st March 2026, the Board comprised two Directors, out of whom one was an Independent Director. In view of the limited composition of the Board and the circumstances prevailing during the year, the Company was not in a position to undertake the evaluation process in the manner ordinarily prescribed under the applicable provisions.

Further, no separate meeting of the Independent Director was held during the financial year, considering that there was only one Independent Director on the Board. Accordingly, the evaluation of the Non-Independent Director, the Chairman and the Board as a whole by the Independent Director through a separate meeting could not be undertaken.

The Company recognises the importance of a robust and effective performance evaluation process and, upon strengthening and reconstitution of the Board and its Committees, shall endeavour to undertake the performance evaluation of the Board, its Committees and individual Directors in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

11. MANAGEMENT DISCUSSION AND ANALYSIS REPORT.

A detailed report on the Management Discussion and analysis is annexed as ANNEXURE of the Board's Report

12. DETAILS OF GENERAL BODY MEETING.

A. Annual General Meeting

The location and time where last three Annual General Meetings of the Company were held as under: -

Financial Year	Place	Date	Time
2024-25	Registered Office	05 th May 2026	11:00 AM
2023-24	Video Conferencing AGM	19 th September 2024	11:00 AM
2022-23	Video Conferencing AGM	14 th July 2023	11:00 AM

B. Extraordinary General Meeting

No Extraordinary General Meeting of the Members was held during the Year 2025-26.

C. Special Resolution passed by the Company During last 3 AGM/EOGM.

No Special Resolution passed in last 3 AGM/ EOGM

D. Details of special resolution passed through Postal Ballot

No Special Resolution passed through the Postal Ballot.

13. OTHER DISCLOSURES.**a. Related party transactions-**

No transaction of material nature has been entered into by the Company with its Directors/management and their relatives, etc. that may have a potential conflict with the interests of the Company. The Register of Contracts containing transactions, in which Directors are interested, is placed before the Audit Committee and Board regularly. Transactions with related parties are disclosed in the Notes to Accounts in the Annual Report. In terms of SEBI (LODR) Regulations, 2015, the Audit Committee and Board of Directors of the Company have adopted a policy to determine Related Party Transactions.

b. Details of Non-Compliance and Penalties

The Company has been in non-compliance with the provisions of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the composition of the Board of Directors. The composition of the Board of Directors has not been in conformity with the requirements prescribed under the aforesaid Regulation. Further details regarding the composition of the Board and the related non-compliances are provided in the Directors' Report.

On account of such non-compliances, the Stock Exchanges levied penalties on the Company for certain quarters. Subsequently, trading in the securities of the Company was suspended by the Stock Exchanges.

It is further noted that the Audited Financial Statements and Audited Financial Results of the Company for the financial years ended 31st March 2024 and 31st March 2025 were placed before the Members of the Company for their consideration at the respective Annual General Meetings; however, the same were not approved/adopted by the Members.

The Company continues to take necessary steps to address the aforesaid matters, regularize the pending compliances and restore compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations.

c. Whistle Blower Policy and Vigil Mechanism.

The Board of Directors of the Company had adopted the Whistle Blower policy. The Company has established a mechanism for employees to report to the management, concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics. The employees have been appropriately communicated within the organization about

the mechanism and have been provided direct access to the Chairman of the Audit Committee. The mechanism also lays emphasis on making enquiry into whistle blower complaint received by the Company. The Audit Committee reviews periodically the functioning of whistle blower mechanism. No employee has been denied access to the Audit Committee.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements.

The Company has implemented all mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e. Subsidiary Companies

Company does not have any Subsidiary Company

f. Policy on Determination of Materiality for Disclosures.

The Company has formulated a Policy on Determination of Materiality for Disclosures in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for timely and adequate disclosure of material events and information to the Stock Exchanges.

g. The Disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 are as follows:

Regulation	Particulars	Compliance Status (Yes/No)
17	Board of Directors	No
18	Audit Committee	No
19	Nomination and Remuneration Committee	No
20	Stakeholders Relationship Committee	No
21	Vigil Mechanism	Yes
23	Related Party Transaction	No
24	Corporate Governance requirement with respect to subsidiary of Listed entity	Not Applicable
25	Obligation with respect to Independent Director	No
26	Obligation with respect to directors and Senior management	Yes
27	Other Corporate Governance requirement	No
46	Functional Website	Yes

h. Auditors Fees

Total Fees for all services paid by the Company to the Statutory Auditors and all entities in this network firm/network entity of Which the statutory Auditor is part is given Below.

Sr No	Payment to Statutory Auditors	FY 2025-26
1	Audit Fees	75,000.00
2	Limited Review & other Fees	79,000.00
	Total	1,54,000.00

14. MEANS OF COMMUNICATION.

The quarterly, half-yearly and annual financial results of the Company are published in leading newspapers in India which include Business Standard, and Pudhari. The results are also displayed on the Company's website www.techindianirman.com. Financial Results, Statutory Notices, Press Releases and Presentations, if any made to the institutional investors/ analysts after the declaration of the quarterly, half-yearly and annual results are submitted to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) as well as uploaded on the Company's website.

15. **GENERAL SHAREHOLDERS INFORMATION.**

PARTICULARS	DETAILS	
ANNUAL GENERAL MEETING		
Mode / Location	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	
Date & Time	Tuesday, 22 nd September 2026 at 11:00 A.M.	
Venue	The Company conducted the Annual General Meeting through VC/OAVM pursuant to the applicable MCA Circulars. Accordingly, there was no requirement to have a physical venue for the AGM. For further details, Members may refer to the Notice of the AGM.	
Book Closure	Friday, 18 th September 2026 to Tuesday, 22 nd September 2026 (both days inclusive).	
Financial Year	01 st April 2025 to 31 st March 2026	
Listing on Stock Exchanges and Stock Codes / Symbols		
BSE Limited	Scrip Code: 526576	
National Stock Exchange of India Limited	Trading Symbol: TECHIN	
Registered Office / Corporate Identification Number	L45200MH1980PLC023364	
Details of Stock Exchanges	BSE Limited	National Stock Exchange of India Limited
Address	25 th Floor, P. J. Towers, Dalal Street, Mumbai – 400001	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

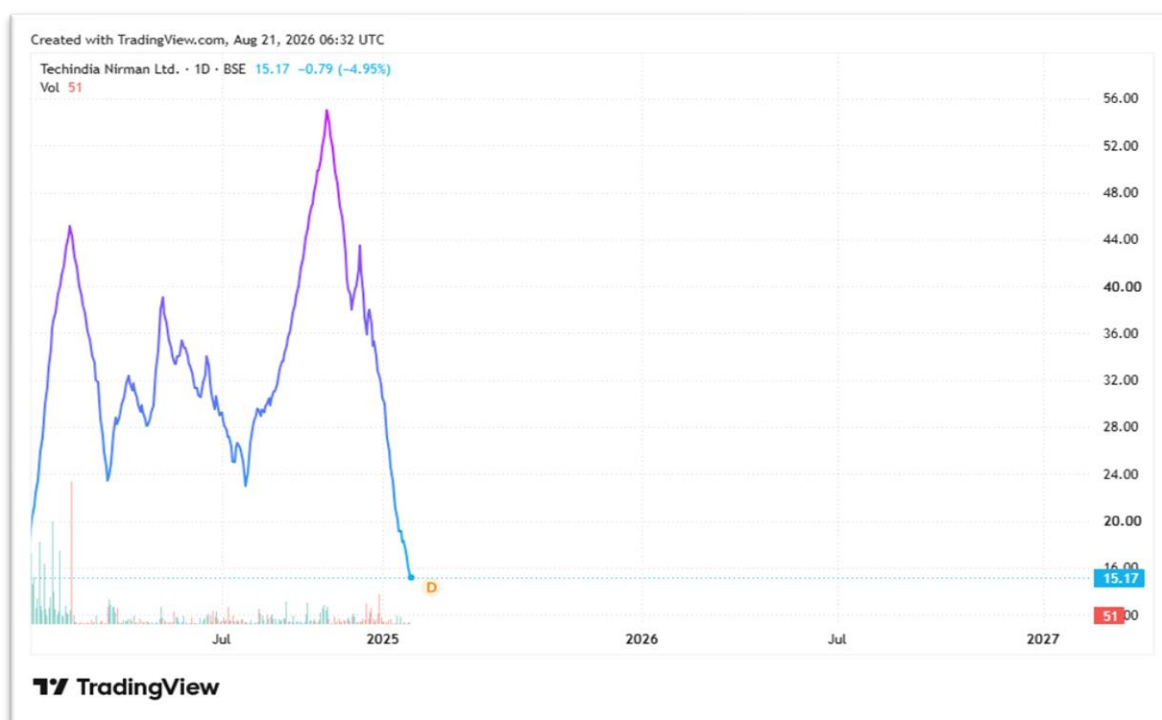
a. **Market Price Data**

High, Low (based on daily closing prices) and number of equity shares traded during each month in the year 2025-26 on BSE Limited and National Stock Exchange of India Limited.

MONTH	NSE		BSE	
	High	Low	High	Low
Apr-25	20.60	17.75	20.4	18.16
May-25	17.85	15.34	18.5	16.55
Jun-25	16.10	13.85	16.95	15.17
Jul-25	-	-	-	-
Aug-25	-	-	-	-
Sep-25	-	-	-	-
Oct-25	-	-	-	-
Nov-25	-	-	-	-
Dec-25	-	-	-	-
Jan-26	-	-	-	-
Feb-26	-	-	-	-
Mar-26	-	-	-	-

Note: Trading in the equity shares of Techindia Nirman Limited was suspended by the Stock Exchanges due to non-compliance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, no trading took place during the period of suspension and, therefore, the High and Low market price data is not available/applicable for such period.

b. Stock Performance of Techindia Nirman Limited vs nifty and Sensex.



c. Registry to an issue and Share Transfer Agents

Name	Bigshare Services Private Limited
Address	S6-6 th Floor Pinnacle Business Park Next to Ahura Centre, Mahakali Caves Road Andheri (East) Mumbai – 400093
Telephone	022-62638200
Email	info@bigshareonline.com
Website	www.bigshareonline.com

d. Share Transfer System

All share transfer and other communications regarding share certificates, change of address, dividends, etc. should be addressed to Registrar and Transfer Agents. Stakeholders Relationship Committee is authorized to approve transfer of shares in the physical segment. The Committee has delegated authority for approving transfer and transmission of shares and other related matters to the officers of the Company. Such transfers take place on weekly basis. A summary of all the transfers/ transmissions etc. so approved by officers of the Company is placed at every Committee Meeting. All share transfers are completed within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. The Company obtains from a Company Secretary in practice half yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations, and files a copy of the same with the Stock Exchanges.

e. Shareholding as on March 31st 2026.

1. Distribution of Share Holding as on 31st March 2026.

From	To	No. of Holders	% of Total Shareholders	Total Shares Amount	% of Total Share Capital
1	5,000	20,959	89.38	21,315,400	14.87
5,001	10,000	1,418	6.04	9,830,950	6.86
10,001	20,000	527	2.24	7,378,950	5.15
20,001	30,000	174	0.74	4,415,150	3.08
30,001	40,000	78	0.33	2,781,690	1.94
40,001	50,000	61	0.26	2,802,390	1.95
50,001	1,00,000	107	0.45	7,741,240	5.40
1,00,001	99,99,999	123	0.52	86,994,230	60.72
TOTAL		23,447	100.00	143,260,000	100.00

2. Categories of Shareholding as on 31st March 2026.

Category	No. of Shares	% of Capital
Indian Promoters	25,10,173	17.52
Persons acting in Concert	-	-
Sub Total	25,10,173	17.52
Non-Promoter Holding		
Mutual Funds	4,408	0.03
Banks/Financial Institutions	1566	0.01
Foreign Institutional Investors	-	-
Sub Total	5974	0.04
Others	280679	1.96
Private Corporate Bodies	17,60,979	12.29
Indian Public	9623563	67.18
NRI/OCB	1,44,632	1.01
Sub Total	11809853	82.44
Total	14326000	100

3. Top 10 Equity Shareholders as on 31st March 2026.

Sr. No.	Name	No of Shares	% of Total Shares of the Company
1.	Malpani Financial Services Pvt Ltd	1153154	8.04
2.	Sharada Sunil	365533	2.55
3.	Emerald Seeds Private Limited	331139	2.31
4.	Manisha Rajesh Daga	302768	2.11
5.	Shekhar Jeetmal Asawa	253694	1.77
6.	Jeetmal Ramkaran Asawa	207943	1.45
7.	Luxmi Kant Gupta	182546	1.27
8.	Balkishan Shrikisan Baldawa	164064	1.14
9.	Sumit Dilip Soni	163175	1.13
10.	Pooja Krishna Shinde	159811	1.11

4. Dematerialization of Shares and liquidity

The Company's shares are compulsorily traded in dematerialized form on National Stock Exchange of India Limited and BSE Limited. Equity shares of the Company representing 94.48 percent of the Company's equity share capital are dematerialized as on March 31, 2026. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE778A01021.

5. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion Date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

6. Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular date November 15, 2018 is not required to be given.

7. Address for Correspondence.

Techindia Nirman Limited
Nath House, Nath Road
Chhatrapati Sambhajnagar
(Aurangabad)-431005
Email ID-investor@techindianirman.com
Website-www.techindianirman.com

Date: 23rd April 2026

Registered Office:

Nath House,
Nath Road
Chhatrapati Sambhajnagar
(Aurangabad)-431005

by order of the Board of Directors

Satish Kagliwal
Director
DIN: 00119601

DECLARATION UNDER SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT), 2015.

I, Satish Kagliwal, Director of the Company, hereby declare that, as provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board Members and Senior Management Personnel of the Company have confirmed compliance with the Code of Conduct and Ethics of the Company for the financial year ended 31st March, 2026.

For and on behalf of the Board of Directors

Satish Kagliwal
Director

CEO/CFO CERTIFICATION

(Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We hereby certify that:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2026 and that, to the best of our knowledge and belief:
 - I. These statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 - II. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify such deficiencies.
- d. We have indicated to the Auditors and the Audit Committee that there are no:
 - I. Significant changes in internal control over financial reporting during the year;
 - II. Significant changes in accounting policies during the year and that the same have been appropriately disclosed in the notes to the financial statements; and
 - III. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For an on behalf of the Board of Directors

Place: Chhatrapati Sambhajinagar
Dated: 23rd April 2026

Chief Financial Officer
Sunil Dixit

Director
Satish Kagliwal
DIN: 00119601

Independent Auditors' Report

To,
The Members of
Techindia Nirman Limited
Chh. Sambhajinagar.

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

1. We have audited the accompanying standalone financial statements of Techindia Nirman Limited having CIN: L45200MH1980PLC023364 ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2026, the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Cash Flows and Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone financial statements, including a summary of material accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the Basis for Qualified Opinion section, 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026 and its profit (financial performance including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

3. The Company has not accounted for accrued interest liability in respect of borrowings amounting to ₹ 6434.68 lakhs from Agri-Tech (India) Limited. In absence of an approved resolution plan or appropriate accounting treatment, such non-recognition is not in accordance with applicable accounting standards. We are unable to determine the impact of the same on the financial statements. Refer Note no. 13.a.1 of the standalone financial Statements.
4. The standalone financial statements have been prepared on a going concern basis. We draw attention to the fact that the Corporate Insolvency Resolution Process (CIRP) was initiated against the Company and admitted by the Hon'ble National Company Law Tribunal (NCLT). Subsequently, a resolution plan was submitted; however, before its approval, the Hon'ble National Company Law Appellate Tribunal (NCLAT) set aside the CIRP proceedings. The said matter has been challenged by Agri-Tech (India) Limited before the Hon'ble Supreme Court of India, and the appeal has been admitted and is currently sub judice. In view of the ongoing litigation and the uncertainty regarding the ultimate outcome of the matter, the impact, if any, on the carrying value of assets and liabilities as reflected in the standalone financial statements is presently not ascertainable. Accordingly, we are unable to determine the impact of the above matter on the standalone financial statements. Refer Note No. 27 to the standalone financial statements.
5. The Company has certain non-compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including non-compliance with Board composition requirements. The financial impact of such non-compliances has not been determined.
6. We are unable to express an opinion about the recoverability of advances of Rs. 5320.70 lakhs granted for real estate development and for the research and development station. Refer Note no 5.1 and 5.2 of standalone financial Statements.

Emphasis of Matter.

7. We draw attention to Note 27 to the standalone financial statements, which describes that the Company was under Corporate Insolvency Resolution Process (CIRP) during the earlier period and that the matter relating to CIRP is currently under litigation before the Hon'ble Supreme Court of India. The ultimate outcome of this matter and its consequential impact, if any, on the financial statements is presently not ascertainable.

Key Audit Matters

8. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended March 31, 2026. 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.

Key Audit Matter	Auditor's Response
The Company has significant advances aggregating to ₹ 5,320.70 Lakhs given for real estate development and other purposes. Considering the Company's financial position, CIRP history, and delays in project execution, assessment of recoverability of such advances involves significant management judgment and estimation uncertainty.	Our audit procedures included reviewing agreements, evaluating management's assessment of recoverability, examining supporting documentation, and obtaining balance confirmations from respective parties, including instances where balance confirmations received from certain parties indicated disputes regarding the amounts recoverable. We also assessed the adequacy of disclosures made in the financial statements.
The Company has borrowings from group entities and has not recognized certain interest liabilities pending ongoing negotiations/restructuring. This involves significant judgment in determining the appropriateness of accounting treatment and compliance with applicable accounting standards.	We reviewed loan agreements, evaluated management representations, assessed the accounting treatment in accordance with applicable accounting standards, and considered the adequacy of disclosures in the financial statements.
The Company's financial statements for the previous period were audited/reviewed by another auditor who had reported modifications in respect of certain balances. Further, the Company was under CIRP during the earlier period. This required significant auditor judgment in assessing the reliability of opening balances and their impact on the current year financial statements.	We performed procedures including review of prior period financial statements, evaluation of available records, discussions with management, and obtaining balance confirmations to the extent possible.

Other Matters.

9. We draw attention to the fact that certain shareholders of the Company have, from time to time, raised concerns relating to governance matters, regulatory compliance, and accounting of certain transactions, including in communications addressed to the management and the erstwhile auditors. We have considered such representations, to the extent made available to us, as part of our audit procedures in accordance with the Standards on Auditing. However, our audit procedures are not designed to specifically investigate or adjudicate such matters, and accordingly, we do not express any opinion or conclusion thereon beyond what is stated in this report. Our opinion is not modified in respect of this matter.

Information other than the Standalone Financial Statements and Auditor's Report thereon

10. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon.
11. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
12. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

13. 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 Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

14. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
15. The Board of Directors (in previous year the resolution professional) is also responsible for overseeing the Company's financial reporting process.

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

16. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
17. As part of an audit in accordance with Standard on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - a. 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.
 - b. Obtain an understanding of internal financial controls 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 and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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.
 - e. 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 misstatements 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 misstatements in the standalone financial statements.

18. 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.
19. 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.
20. 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

21. 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 Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. 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, and the Standalone Statement of Cash Flow 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, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to you.
 - i. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - ii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iii. (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 person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) the Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received

by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and.

(c) Based on 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) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- iv. The company has not declared dividend including interim dividend during the year.
- v. 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 31st March 2026 which has a feature of recording audit trail (edit log) facility, and the same has been operational throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

For,
K .P SAHASRABUDHE & CO.
Chartered Accountants
FRN: 117298W

Place: Chh. Sambhajinagar
Dated: 23/04/2026

CA. Deepanshu Gulab Kawrani.
Partner
MRN: 184833
UDIN: 26184833OPSVRY4148

ANNEXURE "A" TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditors' Report to the Members of the Techindia Nirman Limited the Ind AS standalone financial statements for the year ended 31st March 2026, we report that:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The Company has maintained proper records

showing full particulars of Intangible assets.

- (b) The company has regular program of physical verification of its Property, Plant and Equipment by which Property, Plant and Equipment are verified in a phased manner over a period of three years. In accordance with this program, certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and nature of its business.
 - (c) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the title deeds of the immovable properties are held in the name of the company;
 - (d) According to the information and explanations given to us, and on the basis of our examination of the record of the company, the company has not revalued any Property, Plant & Equipment (including Right of Use assets) or intangible assets during the year.
 - (e) According to the information and explanations given to us, and on the basis of our examination of the record of the company, no proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.
2. (a) The Company does not hold any physical inventory. The inventory as reflected in the books represents work-in-progress comprising costs incurred towards real estate development activities. Accordingly, the requirements relating to physical verification of inventory are not applicable.
- (b) The company has not availed any working capital limit on the basis of security of current assets, hence, clause (ii) (b) of order is not applicable to Company.
3. (a) As per the information and explanations given to us, the Company has not granted loans, including advances in the nature of loan during the year. Further, the Company had provided securities by way of mortgage of land to secure borrowings of a related company amounting to ₹4,360.00 lakhs in favor of a bank. As per management representation, the said liability has been fully discharged and a No Objection Certificate (NOC) has been obtained from IDBI Bank (Ref. No. IDBI Bank/AWB/376/PMFPPL/25-26/16a dated 13/05/2025), and from Janakalyan Sahakari Bank Ltd (Ref JKSBL/FORT/PSA/2025-26 dated 13/05/2025), which has been taken on record. Refer Note No 26 of the financial statements.
- (b) The terms and conditions for such above loan are not prejudicial to the interest of the Company except non-accounting of interest on loans a related party.
- (c) In respect of loans and advances in the nature of loans, we are unable to comment upon the overdue loans.
4. The company has not provided any guarantee, made investments to any party covered under section 185 and 186 of the Act. Further, the loan/advances granted as mentioned in clause (3) above are after complying the provisions of section 186 except non-levy of interest where applicable. Refer note no 5.1 and 5.2 to the standalone financial statements.
5. The Company has not accepted deposits within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
6. No maintenance of cost records has been specified by the Central Government under section 148(1) of the Act for the products of the company.
7. (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no statutory dues which have not been deposited and are outstanding for a period of more than six months from the date they became payable at the close of the year.

- (b) There are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute. Refer Note No. 25 of the standalone Financial Statements.
8. According to the information and explanations given to us, there is no transaction recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, hence, clause (viii) of Order is not applicable.
9. In our opinion and according to the information and explanations given to us,
- (a) The Company has not defaulted in payment of dues to financial institution or bank.
 - (b) The company is not declared willful defaulter by any bank or financial institution or other lender.
 - (c) There is no term loan taken from bank or financial institution.
 - (d) No funds raised on short term basis have been utilized for long term investments.
 - (e) 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; hence the clause (ix) (e) of the Order is not applicable.
 - (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies; hence the clause (ix) (f) of the Order is not applicable.
10. The company has not raised any money by way of initial public offer, further public offer (including debt instruments), preferential allotment or private placement of shares during the year.
11. (a) According to the information and explanations given to us and subject to what is stated in para 5 of our main report, no fraud by the company or any fraud on the Company has been noticed or reported during the year.
- (b) None of report under Section 143 (12) of the Act 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.
- (c) We have not considered whistle-blower complaints, since, there is no complaint received during the year by the Company.
12. The company is not a Nidhi Company as such provisions of the clause (xii) are not applicable to the company.
13. All transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Ind AS standalone financial statements etc., as required by the applicable accounting standards.
14. (a) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (b) In framing our Independent Audit Reports, we have considered Internal Auditors Report for the period under audit.
15. The company has not entered into any non-cash transactions with directors or persons connected with him.
16. (a) According to the information and explanations given to us, and in our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (xvi)(a) and (xvi)(b) of the Order are not applicable.
- (b) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India, hence clause (xvi)(d) of the Order is not applicable.
17. The Company has incurred cash losses during the financial year; however, has not incurred cash losses in the immediately preceding financial year.
18. The previous statutory auditor of the Company has resigned during the year on 11th February 2026. The Company has taken note of the same in the Board Meeting held on that date and has subsequently appointed

us as a new statutory auditor in accordance with the provisions of the Companies Act, 2013.

19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, we are of the opinion, opinion that no material uncertainty exists as on the date of the audit report that company is 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.
20. The provisions related to Corporate Social Responsibility is not applicable in the preceding financial year, hence, clause (xx) of the Order is not applicable.
21. The company does not have any subsidiary, associate, joint venture, hence, the consolidation of financial statement is not applicable, hence, clause (xx) of the Order is not applicable.

For,
K .P SAHASRABUDHE & CO.
Chartered Accountants
FRN: 117298W

Place: Chh. Sambhajinagar
Dated: 23/04/2026

CA. Deepanshu Gulab Kawrani.
Partner
MRN: 184833
UDIN: 26184833OPSVRY4148

ANNEXURE "B" TO THE AUDITORS' REPORT

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

1. We have audited the internal financial controls over financial reporting of Techindia Nirman Limited ("the Company") as of 31st March, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors Responsibility

3. 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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.
4. 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 judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.
5. 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 of the company.

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS 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 Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. 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

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, subject to what is stated in 'Qualified Opinion' and 'Emphasis of the matter' paragraph in main report, 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 ICAI.

For,
K .P SAHASRABUDHE & CO.
Chartered Accountants
FRN: 117298W

Place: Chh. Sambhajinagar
Dated: 23/04/2026

CA. Deepanshu Gulab Kawrani.
Partner
MRN: 184833
UDIN:26184833OPSVRY4148

Techindia Nirman Limited
CIN: L45200MH1980PLC023364
Nath House, Nath Road, Chhatrapati Sambhajinagar (Aurangabad), Maharashtra, India, 431005
Balance Sheet as at March 31, 2026

Particulars	Note	As at March 31, 2026 Rupees	As at March 31, 2025 Rupees
Assets			
I) Non-Current Assets			
a) Property, Plant and Equipment	3	2,197.88	2,202.10
b) Capital Work in Progress		-	-
c) Financial Assets			
(i) Investment	4	0.19	0.19
(ii) Trade Receivables		-	-
(iii) Loans		-	-
(iv) Others	5	5,320.71	5,334.62
d) Deferred Tax Assets (Net)		-	-
e) Other Non-current Assets		-	-
		7,518.78	7,536.91
II) Current Assets			
a) Inventories	6	581.82	589.31
b) Financial Assets			
(i) Investment		-	-
(ii) Trade Receivables		-	-
(iii) Cash and cash equivalents	7	4.49	401.46
(v) Others	8	-	0.24
c) Current Tax Assets (Net)	9	18.55	18.55
d) Other current assets		-	-
		604.86	1,009.57
Total Assets		8,123.65	8,546.48
Equity and Liabilities			
Equity			
a) Equity Share Capital	10	1,432.60	1,432.60
b) Other Equity	11	-403.21	-340.57
		1,029.39	1,092.03
Liabilities			
I) Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings		-	-
b) Provisions	12	2.67	0.31
c) Deferred tax liabilities (Net)		-	-
d) Other non-current liabilities		-	-
		2.67	0.31
II) Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	13	7,063.30	7,010.54
(ii) Trade Payables			
(a) Dues to MSME parties	14	1.06	1.21
(b) Dues to other than MSME parties	14	1.20	0.0015
b) Other current liabilities	15	25.97	440.25
c) Provisions	16	0.05	2.12
d) Current Tax Liabilities (Net)		-	-
		7,091.58	7,454.13
Total		8,123.65	8,546.48

The accompanying Notes are an integral part of these Financial Statements.

In terms of our report of even date.

For KP Sahasrabudhe & Co.
Firm Registration No.: 117298W
Chartered Accountants

For TechIndia Nirman Limited.

Deepanshu G. Kawrani
Partner
Membership No.:184833
UDIN:26184833OPSVRY4148

Satish Kagliwal
Director
DIN No.: 00119601

Poonam Satish Kagliwal
Additional Director
DIN No: 00119723

Place: Chhatrapati Sambhajinagar
Date: 23 April 2026

Sunil Dixit
Chief Financial Officer

Ms. Rajshree Jain
Company Secretary

Techindia Nirman Limited
CIN: L45200MH1980PLC023364
Nath House, Nath Road, Chhatrapati Sambhajnagar (Aurangabad), Maharashtra, India, 431005
Statement of Profit and Loss for the year ended March 31, 2026

Particulars	Note	Year Ended March 31, 2026 Rupees	Year Ended March 31, 2025 Rupees
Revenue:-			
Other Income	17	0.34	0.03
Total Income		0.34	0.03
Expenses :-			
Land Development Expenses	18	1.23	-
Changes in Inventories of Finished Goods and WIP	19	-	-
Employee Benefits Expense	20	13.90	13.98
Finance Costs	21	29.30	15.97
Depreciation Expense	3	4.22	4.34
Other Expenses	22	13.84	42.75
Total Expenses		62.49	77.04
Profit Before Exceptional items and Tax		-62.15	-77.01
Exceptional Items		-	-
Profit before tax		-62.15	-77.01
Tax Expense			
Income Tax			
- Current year		-	-
- Earlier Years		-	5.69
Deferred Tax Charge		-	-
Profit /(Loss) for the year		-62.15	-82.70
Other Comprehensive Income			
A. (i) Items that will not be reclassified to Profit and Loss		-0.49	-0.06
(ii) Income tax relating to items that will not be reclassified to Profit and Loss		-	-
B. (i) Items that will be reclassified to Profit and Loss		-	-
(ii) Income tax relating to items that will be reclassified to Profit and Loss		-	-
		-0.49	-0.06
Total Comprehensive Income		-62.64	-82.77
Basic and Diluted Earnings Per Equity Share		-0.44	-0.58
Nominal Value Per Share: Rs. 10 (Previous Year: Rs. 10)			

The accompanying Notes are an integral part of these Financial Statements.

In terms of our report of even date.

For KP Sahasrabudhe & Co
Firm Registration No.: 117298W
Chartered Accountants

For TechIndia Nirman Limited

Deepanshu G. Kawrani
Partner
Membership No.:184833
UDIN:26184833OPSVRY4148

Satish Kagliwal
Director
DIN No.: 00119601

Poonam Satish Kagliwal
Additional Director
DIN No: 00119723

Place: Chhatrapati Sambhajnagar
Date: 23 April 2026

Sunil Dixit
Chief Financial Officer

Ms. Rajshree Jain
Company Secretary

A. Equity Share Capital

(1) For the financial year 2026-2025

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current period. Refer note 11(a)	Balance at the end of the current reporting period
1,432.60	-	-	-	1,432.60

(2) For the financial year 2025-2026

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1,432.63	-	-	-0.03	1,432.60

B. Other Equity

Statement of Changes in Equity for year ended on March 31, 2026

Particular	Reserves and Surplus			Employee benefit through other comprehensive income	Total
	Capital Reserve	Security Premium Reserve	Retained Earning		
Balances at the beginning of the period 01.04.2025	34.95	2,519.82	-2,898.30	2.96	-340.57
Changes in the accounting policies or prior period errors	-	-	-	-	-
Restated balance at the beginning of the period	-	-	-	-	-
Total Comprehensive Income for the period	-	-	-62.15	-0.49	-62.64
Deduction on account of fair value	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-
Balance at the end of the reporting period 31.03.2026	34.95	2,519.82	-2,960.45	2.46	-403.21

Statement of Changes in Equity for financial year ended on March 31, 2025

Particular	Reserves and Surplus			Employee benefit through other comprehensive income	Total
	Capital Reserve	Security Premium Reserve	Retained Earning		
Balances at the beginning of the year 01.04.2024	34.95	2,519.82	-2,815.60	3.02	-257.80
Changes in the accounting policies or prior period errors	-	-	-	-	-
Restated balance at the beginning of the year	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-82.70	-0.06	-82.77
Deduction on account of fair value of land	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-
Balance at the end of the reporting period 31.03.2025	34.95	2,519.82	-2,898.30	2.96	-340.57

For KP Sahasrabudhe & Co
Firm Registration No.: 117298W
Chartered Accountants

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Date: 23 April 2026

Sunil Dixit
Chief Financial Officer

Ms. Rajshree Jain
Company Secretary

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
	Lakhs	Lakhs	Lakhs	Lakhs
A. Cash flow from operating activities				
Net profit before tax		-62.64		-77.08
Adjustments for:				
Depreciation expense	4.22		4.34	
Provision for Gratuity	0.29		0.41	
Provision for Compensated Absences	-	4.51	0.11	4.86
Operating profit before working capital changes		-58.14		-72.21
Adjustments for changes in working capital:				
(Increase)/ Decrease in inventories	7.49		-	
(Increase)/ Decrease in other non - current financial asset	13.91		1,054.57	
(Increase)/ Decrease in loans and advances & Current assets	0.24		0.02	
Increase/ (Decrease) in trade payable	1.05		0.13	
Increase/ (Decrease) in other current liabilities	-414.28	-391.59	415.56	1,470.28
Operating profit after working capital changes		-449.73		1,398.07
Direct taxes paid (net of refund)		-		-
Net cash from operating activities (A)		-449.73		1,398.07
B. Cash flow from investing activities				
Loan (given)/ Recovered		-		6.01
Net cash used in investing activities (B)		-		6.01
C. Cash flow from financing activities				
Proceeds/ (Repayment) of Borrowings		52.75		-1,021.74
Reconciliation of Equity Share Capital		-		-0.03
Net cash used in financing activities (C)		52.75		-1,021.78
Net Decrease in Cash and Cash Equivalents (A+B+C)		-396.97		382.30
Cash and cash equivalents at the beginning of the year		401.46		19.16
Cash and cash equivalents at the end of the year		4.49		401.46
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		-396.97		382.30

Techindia Nirman Limited
Statement of Cash Flows for the year ended March 31, 2026

	March 31, 2026	March 31, 2025
	Lakhs	Lakhs
Cash and cash equivalents comprise of:		
Cash on Hand	-	-
Bank Balances:		
- In Current Accounts	4.49	401.46
Cash and cash equivalents at the end of the year	4.49	401.46

Notes:

- The above Statement of Cash Flows has been prepared under "Indirect Method" set out in Ind AS - 7 "Statement of Cash Flows"
- Figures in brackets indicate cash outgo.
- Previous years figures have been regrouped/ rearranged wherever necessary.

For KP Sahasrabudhe & Co
Firm Registration No.: 117298W
Chartered Accountants

For TechIndia Nirman Limited

Deepanshu G. Kawrani
Partner
Membership No.:184833
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Satish Kagliwal
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Additional Director
DIN No: 00119723

Place: Chhatrapati Sambhajnagar
Date: 23 April 2026

Sunil Dixit
Chief Financial Officer

Ms. Rajshree Jain
Company Secretary

1 General Information

The Company is incorporated under the Companies Act, 1956 and engaged in the business of business of infrastructure development. The registered office of the Company situated at Nath House, Paithan Road, Chhatrapati Sambhajnagar (Aurangabad) (MS).

2 MATERIAL ACCOUNTING POLICIES:

A GENERAL

i) The Financial Statements comply with in all material respects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act, as amended.

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

iii) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

B REVENUE RECONGNITION

i) All Expenses and Income to the extent considered payable and receivable respectively with reasonable certainty, unless specifically stated to be otherwise, are accounted for on accrual basis.

ii) Interest is accounted for on the accrual basis.

iii) Dividend is accounted for as and when received.

C PROPERTY, PLANT AND EQUIPMENTS

i) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less accumulated depreciation. Freehold land is not depreciated.

ii) Other tangible Assets are stated at cost of acquisition inclusive of all attributable cost of bringing the same to their working condition, net off accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

iii) Expenditure related to and incurred during implementation of the project is capitalized under the appropriate heads on completion of the projects.

D CAPITAL WORK-IN-PROGRESS

Expenditure related to and incurred during the implementation of the projects is included under Capital Work-in-Progress and the same is capitalized under the appropriate heads on completion of the projects.

E DEPRECIATION / AMORTIZATION

Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life adopted for the purpose of depreciation charged as follows:

Asset	Useful life
Corporate Building	60 years
Computer	3 years

F IMPAIRMENT

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting years may no longer exist or may have decreased.

G INVENTORIES:

The inventories are valued at lower of cost and net realizable value. Cost is assigned on weighted average basis. Obsolete, defective and unserviceable stocks are provided for.

H FOREIGN CURRENCY TRANSACTIONS:

- i) Transactions in foreign currency are recorded at the rate prevailing on the date of the transaction.
- ii) Current Assets and Current Liabilities in foreign currency outstanding as at the year-end are stated at the rates of exchange prevailing at the close of the year. The resultant gains/losses of the year are recognized in the Statement of Profit and Loss.

I GOVERNMENT GRANTS

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.
- ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to Capital Reserve.
- iii) Others are credited to Statement of Profit and Loss.

J RETIREMENT BENEFITS:

Liability as at the year end in respect of retirement benefits is provided for and charged to Statement of Profit and Loss as follows:

- i) Provident Fund / Family Pensions:

At a percentage of salary/wages for eligible employees.

- ii) Retirement benefit costs and termination benefit

The Company determines the present value of the defined benefit obligation and recognizes the liability or asset in the balance sheet.

The present value of the obligation is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each year

Defined benefit costs are composed of:

(a) service cost – recognized in profit or loss; service cost comprises (i) current cost which is the increase in the present value of defined benefit obligations resulting from employee service in the current year, (ii) past service cost which is the increase in the present value of defined benefit obligations resulting from employee service in the prior years resulting from a plan amendment, and (iii) gain or loss on settlement.

(b) remeasurements of the liability or asset - recognized in other comprehensive income.

(c) remeasurements of the liability or asset essentially comprise of actuarial gains and losses (i.e. changes in the present value of defined benefit obligations resulting from experience adjustments and effects of changes in actuarial assumptions).

Short-term benefits: A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave and other short term benefits in the year the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Other long-term benefits: Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

iii) Bonus

The company recognises a liability and expense for bonus. The company recognises a provision where contractually obliged or where there is past practice that has created a constructive obligation.

K BORROWING COST

Borrowing cost directly attributable to acquisition, construction, production of qualifying assets are capitalized as a part of the cost of such assets up to the date of completion. Other borrowing costs are charged to Statement of Profit and Loss.

L TAXATION

Provision for Current Tax is made and retained in the accounts on the basis of estimated tax liability as per applicable provisions of Income Tax Act 1961.

M DEFERRED TAX

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

N EARNING PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit for the year attributable to equity share holders. The weighted average number of equity shares outstanding during the year and for all years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

O USE OF ESTIMATES

The preparation of Financial Statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of Financial Statements and the reported amounts of revenues and expenses during the reporting year. Difference between the actual results and the estimates are recognised in the year in which the results are known/ materialised.

P PROVISION AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future 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 cannot be made.

Q CASH AND CASH EQUIVALENTS

In the Cash Flow Statement, cash and cash equivalents includes cash on hand, demand and short term deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

R FINANCIAL ASSETS AT AMORTISED COST

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and 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.

S FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and a contractual terms of the financial assets give rise on the specified dates to cash flows that are solely payment of the principal and interest on the principal amount outstanding.

T FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of assets and liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

U FINANCIAL LIABILITIES

Long Term Financial liabilities are measured at amortised cost using the effective interest method.

V EQUITY INSTRUMENTS

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. The Company recognises equity instruments at proceeds received net off direct issue cost.

W RECLASSIFICATION OF FINANCIAL ASSETS

The Company determines classification of the financial assets and liabilities on initial recognitions. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when a company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting year following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains and losses) or interest.

X OFFSETTING OF FINANCIAL INSTRUMENTS

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Amount in Rupees											
SR. NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK	
		AS AT 01.04.2025	ADDITION DURING THE YEAR	DELETION DURING THE YEAR	AS AT 31.03.2026	AS AT 01.04.2025	FOR THE YEAR	DEDUCTION / ADJUSTMENT	UP TO 31.03.2026	AS AT 31.03.2026	AS AT 31.03.2025
(A)	TANGIBLE ASSETS										
1	Land	2,179.25	-	-	2,179.25	-	-	-	-	2,179.25	2179.253
2	Corporate Building	164.23	-	-	164.23	141.40	4.22	-	145.62	18.61	22.82917864
3	Computer	0.33	-	-	0.33	0.31	-	-	0.31	0.02	0.0163135
								-			
	GRAND TOTAL	2,343.81	-	-	2,343.81	141.71	4.22	-	145.93	2,197.88	2,202.10
	Previous Year	2,343.81	-	-	2,343.81	137.37	4.34	-	141.71	2,202.10	2,206.44

3.1 The Company has not revalued its Property, Plant and Equipment during the year considering the fact that there is no significant change in the value of property, plant and equipment.

3.2 There is no capital work in progress at the year end.

4 NON CURRENT INVESTMENTS

UNQUOTED; AT COST; INVESTMENT

In Equity shares (fully paid)
1000 Equity shares of The Saraswat Co-op Bank Ltd. Of Rs. 10 each, fully paid
250 Equity shares of Deogiri Nagari Sahakari Bank Ltd. of Rs. 25 each, fully paid
300 Equity shares of Jankalyan Sahkari Bank of Rs. 10 each, fully paid

As at March 31, 2026 Lakhs	As at March 31, 2025 Lakhs
0.10	0.10
0.06	0.06
0.03	0.03
0.19	0.19

5 OTHER FINANCIAL ASSET

(Unsecured: Considered Good)
Advance to Real Estate Development Contractors (Refer note no 5.1 below)
Advance against Project (Refer note no. 5.2 below)
Security Deposit with MSEB
Capital Advance

4160.00	4160.00
1160.71	1174.62
0.00	0.00
0.00	0.00
5320.71	5334.62

5.1. On 30 January 2018, Techindia Nirman Limited entered into a Joint Venture Agreement with Cosmos Builders for the development of property located in Thane. On the same date, Cosmos Prime Projects Limited issued an Allotment Letter to Techindia Nirman Limited, confirming the allotment of a shop situated in Andheri. In view of restating of the board of directors the company is hopeful of renegotiating with the concerend parties to revive the projects.

5.2. The company had entered into a Memorandum of Undertsanding (MOU) with Nath Bio-technologies Limited, a related company, for the setup of the laboratory and research & development station. The contract value is Rs. 2750 lakhs against which the company has paid advances aggregating to Rs. 1160.70 Lakhs . The project was stalled due to CIRP proceedings and the company is trying to revive the same.

CURRENT ASSETS

6 INVENTORIES

Work in Process

Project at Gut no 69/1, Ittkheda, Chh Sambhajnagar
Interest on Loan (Refer note no 6.1)

0.00	7.49
581.82	581.82
581.82	589.31

6.1 The company had taken loans for carrying of development and construction activities. However, due to unavoidable circumstances, the project was delayed. The interest so paid against the loan is accounted as inventory for this project.

7 CASH AND BANK BALANCES

Cash and Cash Equivalents

Cash in Hand
Bank Balances in Current Account
Other Bank Balance

0.00	0.00
4.49	1.46
0.00	400.00
4.49	401.46

8 OTHERS

[Unsecured, Considered Good]
Stamp Duty Receivable
GST Receivable

-	-
-	0.24
-	0.24

9 CURRENT TAX ASSETS (NET)

Deposit with Income Tax Department (Refer note no 9.1)
Income tax refund receivable

18.55	18.55
-	-
18.55	18.55

9.1 Represents the pre-deposit made by the Company with the Income tax Department in relation to an appeal filed before the Hon'ble Bombay High Court in Mumbai concerning penalty proceedings under section 271(1)(c) of the Income Tax Act for the assessment year 2001-02.

10 SHARE CAPITAL

In lakhs

In lakhs

	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of Rs.10 each	2,37,00,000	2,370.00	2,37,00,000	2,370.00
	2,37,00,000	2,370.00	2,37,00,000	2,370.00
Issued, Subscribed and Paid up				
Equity Shares of Rs.10 each	1,43,26,000	1,432.60	1,43,26,000	1,432.60
	1,43,26,000	1,432.60	1,43,26,000	1,432.60

(a) Reconciliation of Number of Shares

	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares:				
Balance as at the beginning of the year	1,43,25,664	1,432.57	1,43,26,000	1,432.60
Less: Untraced shares (refer note below)	-	-	(336)	(0.03)
Add: Bonus Shares issued during year	-	-	-	-
Balance as at the end of the year	1,43,25,664	1,432.57	1,43,25,664	1,432.57

(b) Rights, Preferences and Restrictions attached to Shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Equity shareholder is eligible for one vote per share held. They are eligible for dividend on the basis of their shareholding. In the case of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

(c) Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Shareholder Name	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	% holding	No. of Shares	% holding
Equity Shares				
a) Nath Royal Ltd	13,04,188	9.10	13,04,188	9.10
b) Malpani Financial Services Pvt Ltd	11,53,154	8.05	10,40,435	7.26

(d) Shareholding of promoters are as below

Promoter Name	As at 31st March 2026		As at 31st March 2025		% change during the year
	No of Shares	% of total shares	No of Shares	% of total shares	
Nath Securities Limited	2,32,929	1.63	2,32,929	1.63	-
Nath Biotechnologies Ltd	2,66,800	1.86	2,66,800	1.86	-
Nath Royal Ltd	13,04,188	9.10	13,04,188	9.10	-
Tingli Finvest Pvt Ltd	1,70,939	1.19	1,70,939	1.19	-
Prabha Farms Private Limited	1,44,571	1.01	1,44,571	1.01	-
Paresh Farms Private Limited	986	0.01	986	0.01	-
Ashu Farms LLP	79,855	0.56	79,855	0.56	-
Akash Farms LLP	3,08,168	2.15	3,08,168	2.15	-
Jeevan Investment & Finance Pvt Ltd	578	0.00	578	0.00	-
Nandkishor Laxminarayan Kagliwal	386	0.00	386	0.00	-
Jeevantlata Nandkishor Kagliwal	773	0.01	773	0.01	-
Total	25,10,173	17.52	25,10,173	17.52	-

11 Other Equity

	As at March 31, 2026 lakhs	As at March 31, 2025 lakhs
Capital Reserve	34.95	34.95
Share Premium	2519.82	2519.82
Retained Earning	-2960.45	-2898.30
Other Comprehensive Income - Employee Benefit	2.46	2.96
	-403.21	-340.57

	As at March 31, 2026 Lakhs	As at March 31, 2025 Lakhs
12 Long term Provisions		
Gratuity	2.67	0.31
Compensated Absences		
	2.67	0.31

13 Current Financial Liabilities - Borrowings

a UNSECURED

From Related Companies

- Agri Tech India Ltd (Refer Note 13.a.1)	6434.68	6439.18
- Ferry Fax Farms Pvt Ltd	5.87	13.36

From Other Companies (Note no 13.a.2)

- Gemag Multitrade Pvt Ltd.	204.96	180.00
- Jeen Bhavani Metals Pvt Ltd.	113.35	100.00
- Maa Pahari Mercantiles Pvt Ltd.	113.21	100.00
- Paharimata Commodities Pvt Ltd.	113.23	100.00
	6985.30	6932.54

13.a.1 Agritech India Ltd had filed a petition with the National Company Law Tribunal (NCLT), Mumbai Bench, for the recovery of a loan amounting to ₹64,39,18,480, along with the applicable interest, extended to our company. The petition is sub-judice and pending with Hon'ble Supreme Court of India and a final verdict is awaited on the same, hence interest is not been accounted for.

13.a.2 The interest payable to the lenders, as per the Loan agreement, has being credited to their respective account .

b 0% Cumulative Redeemable Preference Shares of Rs.100 each

Issued, Subscribed and Paid up	78	78
	78	78
Total (a+b)	7,063	7,011

13.1 Other disclosure related to 0% Cumulative Redeemable Preference Shares

	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	Amount in lakhs	No. of Shares	Amount in lakhs
Authorised				
Cumulative Redeemable Preference Shares of Rs.100 each	2,30,000	230.00	2,30,000	230.00
	2,30,000	230.00	2,30,000	230.00
Issued, Subscribed and Paid up				
0% Cumulative Redeemable Preference Shares of Rs.100 each	78,000	78.00	78,000	78.00
	78,000	78.00	78,000	78.00

13.2 Reconciliation of Number of Shares

	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	Amount in lakhs	No. of Shares	Amount in lakhs
0% Cumulative Preference Shares:				
Balance as at the beginning of the year	78,000	78.00	78,000	78.00
Add: Issued during the year	-	0.00	-	0.00
Add: Bonus Shares issued during year	-	0.00	-	0.00
Balance as at the end of the year	78,000	78.00	78,000	78.00

13.3 Rights, Preferences and Restrictions attached to Shares

0% 78,000 Preference shares of Rs. 100 each are redeemable at par on or before 20 years from the date of allotment viz 30.03.2021.

13.4 Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	% holding	No. of Shares	% holding
0% Cumulative Preference Shares:				
i. Ashu Farms LLP	52,000	66.67	52,000	67
ii Tingli Finvest Pvt Ltd	26,000	33.33	26,000	33
	78,000	100	78,000	100

	As at March 31, 2026 Lakhs	As at March 31, 2025 Lakhs
14 Other Current Financial Liabilities - Trade Payable		
- Dues to MSME Parties	1.06	1.21
- Dues to other than MSME Parties	1.20	0.00
	2.26	1.21

14.1 Trade Payables ageing schedule as on 31st March 2026

Partv Name	Unbilled	Outstanding				Total
i) MSME	1.06	-	-	-	-	1.06
ii) Others	-	-	-	-	-	-
iii) Disputed dues- MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	1.06	-	-	-	-	1.06

14.2 Trade Payables ageing schedule as on 31st March 2025

Party Name	Unbilled	Outstanding for following years from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	1.2100	-	-	-	-	1.2100
ii) Others	-	0.0015	-	-	-	0.0015
iii) Disputed dues- MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	1.2100	0.0015	-	-	-	1.2115

15 Other Current Financial Liabilities

Salary Payable	0.85	3.82
Director's Sitting fees	0.09	0.00
Preference shares matured proceeds payable	20.30	20.30
Statutory Liabilities	4.73	0.16
Interest accrued but not due	0.00	0.00
- Gemag Multitrade Private Limited	0.00	7.20
- Jeen Bhavani Metals Private Limited	0.00	3.12
- Maa Pahari Mercantiles Pvt Ltd.	0.00	2.81
- Paharimata Commodities Pvt Ltd.	0.00	2.84
EMD Received against EOI	0.00	400.00
	25.97	440.25

16 Short term Provisions

Gratuity	0.00	0.00
Compensated Absences	0.05	1.72
	0.05	2.12

	year Ended March 31, 2026 Lakhs	Year Ended March 31, 2025 Lakhs
17 Other Income		
Misc Income	-	0.03
Interest from FD	0.34	-
	0.34	0.03
18 Land Development Expenses		
Sanskriti Project		
Professional Expenses	0.10	-
Water charges	1.13	-
	1.23	0.00
19 Changes in Inventories of Finished Goods & WIP Work in Process		
Closing Work in Process :-		
Project at Gut no 69/1, Ittkheda, Chh Sambhajanagar	-	7.49
Interest on Loan - Refer note no 6.1 above.	581.82	581.82
	581.82	589.31
Opening Work in Process :-		
Project at Gut no 69/1, Ittkheda, Chh Sambhajanagar	7.49	7.49
Less: Recovery of Expenses	-7.49	-
Project at Gut no 62, Ittkheda, Chh Sambhajanagar	-	-
Less: Transferred to Dizziland Farms Pvt Ltd	-	-
Interest on Loan	581.82	581.82
	581.82	589.31
Decrease in Inventories of Finished Goods and WIP	-	

		year Ended March 31, 2026 Lakhs	Year Ended March 31, 2025 Lakhs
20	Employee Benefits Expense		
	Salaries, Allowances and Bonus	14.01	12.71
	Directors Sitting fees (Refer note no 33)	0.10	0.81
	Gratuity	0.20	0.34
	Compensated Absences	-0.41	0.11
		13.90	13.98
21	Finance Cost		
	Interest on unsecured loan	29.30	15.97
		29.30	15.97
22	Other Expenses		
	Administrative Expense		
	Rates and Taxes	-	0.06
	Penalty (Refer Note No 32)	-	27.24
	Travelling Expenses	0.07	0.37
	Insurance	-	0.02
	Legal & Professional Expenses	4.58	2.28
	Auditors' Remuneration	-	-
	' Statutory Audit Fee	0.75	0.75
	' Other Professional charges	0.79	0.79
	Bank Charges	0.36	0.03
	Communication expenses	-	0.09
	Advertisement Expenses	-	1.04
	Corporate Share expenses	0.94	1.23
	Listing Fees	4.91	8.48
	Interest on delayed payment of TDS	0.00	0.00
	GST receivable written off	1.30	-
	ROC Charges	0.05	-
	Office & Maintanance Charges	0.09	0.36
		13.84	42.75

23 Fair Value Measurement

The management assessed that the fair values of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction among willing parties, other than in a forced or liquidation sale.

The Company determines fair values of financial assets and financial liabilities by discounting contractual cash inflows/ outflows using prevailing interest rates of financial instruments with similar terms. The fair value of investment is determined using quoted net assets value from the fund. Further, the subsequent measurement of all financial assets and liabilities (other than investment in mutual funds) is at amortized cost, using the effective interest method.

Discount rates used in determining fair value

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of the borrower which in case of financial liabilities is the weighted average cost of borrowing of the Company and in case of financial assets is the average market rate of similar credits rated instrument.

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. In addition, the Company internally reviews valuation, including independent price validation for certain instruments.

Fair value hierarchy

All financial instruments for which fair value is recognized or disclosed are categorized within the *fair* value hierarchy described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level -1

Quoted (unadjusted) price is active market for identical assets or liabilities

Level 2:

Valuation technique for which the lowest level input that has a significant effect on the fair value measurement are observed, either directly or indirectly.

Level 3

Valuation technique for which the lowest level input has a significant effect on the fair value measurement is not based on observation market data.

24 Financial Instruments and Risk Review

i) Capital Management

The Company's capital management objectives are:-

The Board policy is to maintain a strong capital base so as to maintain inventor, creditors and market confidence and to future development of the business. The Board of Directors monitors return on capital employed.

The Company manages capital risk by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as Net debt divided by total equity. Net debt and total equity are based on the amounts stated in the financial statements.

Debt-to-equity ratio is as follows

Particular	Amount in Lakhs	
	As at 31st March 2026	As at 31st March 2025
Net Debts (A) *	7,059	7,009
Equity (B)**	1,029	1,092
Debt Ratio (A/B)	6.86	6.42

* Net Debts includes Non-Current borrowings, Current borrowings, Current Maturities of non current borrowing net off Current Investment and cash and cash equivalent

** Equity includes Paid up share capital and other equity.

ii) Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to contractual terms or obligations. Credit risk encompasses both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. Credit risk is controlled by analysing credit limit and creditworthiness of customers on a continuous basis to whom the credit has been granted offer necessary approvals for credit.

Financial instruments that are subject to concentration of credit risk principally consists of trade receivable investments, derivative financial instruments and other financial assets. None of the financial instruments of the Company results in material concentration of credit risk

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk is as under, being the total of the carrying amount of balances with trade receivables.

As on	Amount in Rs
31st March, 2026	NIL
31st March, 2025	NIL

Trade receivables

Ind AS requires expected credit losses to be measured through a loss allowance. The Company assesses at each date of financial statement whether a financial asset or group of financial assets is impaired. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 months expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

Before accenting any new customer, the Company uses an external/internal credit scoring system to asses potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customer are reviewed periodic basis

iii) Liquidity Risk

a) Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

b) Maturities of financial liabilities

The following tables detail the remaining contractual maturities for its financial liabilities with agreed repayment period. The amount disclosed in the tables have been drawn up based on the undiscounted cash flow of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

Particulars	Amount in Rs			
	31st March 2026		31st March 2025	
	Less than 1 year	More than 1 year	Less than 1 year	More than 1 year
Trade Payables	1.06	-	1.21	-
Unsecured Loan	7,063.30	-	7,010.54	-
Term Loan	-	-	-	-
Total	7,064.36	-	7,011.76	-

c) Maturities of financial assets

The expected maturity for financial assets of the company are all current.

iv) Market Risk

Market risk is risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market prices. Such changes in the value of financial instruments may result from changes in the foreign currency exchange rate, interest rate, credit, liquidity and other market changes.

		Current Year (lakhs)	Current Year (lakhs)	
25	Contingent Liabilities not provided for In respect of :-			
	a. Penalty levied by the Stock Exchanges	144.31	144.31	
	b. TDS defaults	2.20	2.19	
	c. GST under Reverse Charge Mechanism	0.16	0.15	
	d. Income tax penalty related to Assessment Year 2001-02 which is being contested before High Court	1,307.58	1,307.58	
	e. Claims against the Company not acknowledged as debts in respect of legal cases including Companies Act, 1956 / Companies Act 2013 and Securities Exchange and Board of India Act.	Amount unascertainable	Amount unascertainable	
26	The Company has provided securities by mortgage of land to secure the borrowing of a related company.	0.00	4,360.00	
27	Agritech india limited has approached to the Hon'ble Supreme Court of India against the order issued by National Company Law Appallete Tribunal on 15th dec 2025. The Hon'ble Supreme Court of India has accepted the appeal and the same is subjudice.			
28	In the opinion of the Board, Current Assets, Loans and Advances are approximately of the value stated, if realised in the ordinary course of the business.			
29	In view of huge carried forward unabsorbed depreciation, the management has, as the matter of prudence, not recognized deferred tax assets during the year.			
30	Directors sitting fee			
	Particular	Current Year (lakhs)	Current Year (lakhs)	
	Mr. Hitesh Purohit, Independent Director	0.05	0.18	
	Mr. Madhukar Deshpande, Independent Director	0.00	0.15	
	Mr. Vadla Nagamhushanam, Independent Director	0.00	0.18	
	Mrs Jeevanlata Kagliwal, non-executive Director	0.00	0.15	
	Ms Shweta Kagliwal, non-executive Director	0.00	0.00	
	Mr Satish Kagliwal, executive Director	0.05	0.15	
	Note: Since, the company was under CIRP, the Borad of directors was only partially functional.			
31	Related parties disclosure as per Indian Accounting Standard - 24:			
	a) List of related parties (Companies with whom transactions have taken place during the year.)			
	i) Related parties were common control exists: 1 Agri Tech (India) Ltd. 2 Nath Biotechnologies Limited 3 Nath Bio Genes India Ltd 4 Ferry Fax Farms Pvt Ltd 5 Dizziland Farms Pvt Ltd			
	ii) Key Management Personnel:- 1 Satish Kagliwal (Director) 2 Sunil Dixit (Chief Financial Officer) 3 Rajshree Jain (Company Secretary)			
	b) Transactions carried out with related parties as referred to in (a) above, in the ordinary course of the business:			
Sr No	List of related parties	Transaction	Current Year (lakhs)	Previous Year (lakhs)
1	Agri Tech (India) Ltd.	Transfer (Debit to Account)	4.50	0.00
		Loan repaid	0.00	0.00
		Loan taken	0.00	3.00
		Transfer (Credit to Account)	0.00	0.25
2	Nath Bio-technologies Limited	Recovery of advances	3.50	0.00
		Transfer (Credit to account)	10.41	0.00
		Advance against project	0.00	1,174.62
3	Nath Bio-Genes India Ltd	Loan repaid	0.00	3,024.81
		Transfer (Debit to account)	0.00	3.76
		Loan Taken	0.00	1,528.53
		Transfer (Credit to account)	0.00	1,500.04
5	Ferry Fax Farms Pvt Ltd	Loan given	0.00	0.00
		Transfer (Debit to Account)	7.49	0.00
		Recovery of advances	0.00	0.00
6	Dizziland Farms Pvt Ltd	Advance against project	0.00	1,355.72
		Transfer (Debit to account)	0.00	0.00
		Recovery of advances	0.00	3,301.15
		Transfer of exp and advances	0.00	80.00
7	Sunil Dixit	Remuneration Paid	10.41	9.50
8	Raishree Jain	Remuneration Paid	3.00	2.62

c) Outstanding balance of related parties					
Sr No	List of related parties	as at 31.03.2026 (lakhs)	Dr / Cr	as at 31.03.2025 (lakhs)	Dr / Cr
1	Agri Tech (India) Ltd	6,434.68	Cr	6,439.18	Cr
2	Nath Bio-technologies Limited	1,160.71	Dr	1,174.62	Dr
3	Ferry Fax Farms Pvt Ltd	5.87	Cr	13.36	Cr
Notes: 1 Related party relationship is identified by the Company and relied upon by the Auditors. 2 No amounts in respect of related parties have been written off during the year. Also, no accounts have been provided for as doubtful debts.					

32	FOREIGN CURRENCY TRANSACTIONS		For the year ended on 31.03.2026	For the year ended on 31.03.2025
			Rs	Rs
	CIF value of Imports: –		NIL	NIL
	FOB value of export		NIL	NIL
	Expenditure in Foreign Currency: -		NIL	NIL
	Earning in Foreign Currency:-		NIL	NIL

33	EARNING PER SHARE		
The following calculation of earning per share basic and diluted in terms of Indian Accounting Standard - 33 on Earning Per Share:-			
		Amount in lakhs	
	Particulars	For the year ended on 31.03.2026	For the year ended on 31.03.2025
	Net Profit (loss) as per Profit & Loss Account	-62.64	-82.77
	Numerator: Profit Available for equity share holders	-62.64	-82.77
	Denominator: Number of Equity shares outstanding (nos)	143.26	143.26
	Denominator for Diluted equity share holder	143.26	143.26
	Basic Earnings per share is arrived at by dividing Numerator by Denominator	-0.44	-0.58
	Diluted Earnings per share is arrived at by dividing Numerator for diluted equity share holder by	-0.44	-0.58
	The nominal value per equity share is Rupees	10.00	10.00

34	Disclosures as required by the Micro, Small and Medium Enterprises Development Act, 2006 are as under:-		
	Particulars	For the year ended on 31.03.2026	For the year ended on 31.03.2025
	(i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	1.06	-
	(ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
	(iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
	(iv) The amount of interest due and payable for the year of making delay payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act	-	-
	(v) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
	(vi) Interest due and payable towards suppliers registered under MSMED Act, for payment already made	-	-
	(vii) Further interest remaining due and payable for earlier years	-	-
Note:- This information has been given in respect of such vendors to the extent they could be identified as Micro and Small enterprises on the basis of information available with the Company.			

35 Employee Benefits

The company has classified the various benefits provided to employees as under

Defined Contribution Plans :

During the year, the Company has recognized the following amounts in the Profit & Loss Account

Particulars	Current year	Previous Year
Employers Contribution to Provident Fund	-	-
Employers Contribution to ESIC	-	-
Employers Contribution to Labour Welfare Fund	-	-

Defined Benefit Plans

The company has neither created fund nor contributed to Scheme framed by the Insurance Company for the defined benefit plans for the qualifying employees. The present value of the defined benefit obligation and the related current service cost were measured using the Projected Unit credit method with actuarial valuations being carried out at each balance sheet date.

In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plan of gratuity based on the following assumptions: -

Particulars	Current Year	Previous Year
Discount Rate	7.48%	6.79%
Salary escalation rate	6%	6%
Expected rate of return on Plan Assets	-	-
Expected average remaining service of employee in the number of years	-	-

Disclosures for defined benefit plans based on Actuarial Reports as at 31st March 2026**a) Change in Present Value of Defined Benefit Obligation**

Particulars	Amount in Lakhs	
	Current Year	Previous Year
Present value of obligations at the beginning of the year/year	2.03	1.62
Current Service Cost	0.06	0.23
Past Current Service Cost	-	-
Interest Cost	0.14	0.12
Actuarial (Gain) / Loss due to change in financial assumption	-0.12	0.03
Actuarial (Gain) / Loss due to experience	0.61	0.04
Benefit paid	0.00	0.00
Present value of obligations at the end of the year	2.72	2.03

b) Change in Fair value of plan assets

Particular	Current Year	Previous Year
Fair Value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Employer's contributions	-	-
Actuarial gain / (loss) on plan assets	-	-
Benefit paid	-	-
Fair value of plan assets at the end of the year	-	-

c) Percentage of each category of plan assets to total fair value of plan assets as at 31st March 2026

Particulars	Current Year	Previous Year
Obligation on the part of the Company	100%	100%

d) Reconciliation of the present value of defined benefit obligations and the fair value of plan assets

Amount in Lakhs

Particulars	Current Year	Previous Year
Present value of funded obligations as at the end of the year	2.72482	2.02995
Fair value of plan assets as at the end of the year	0	0
Funded (Assets)/liability recognized in the Balance Sheet as at the end of the year	2.72482	2.02995
Present value of unfunded (assets) / obligations as at the end of the year	2.72482	2.02995
Unrecognized past service cost	0	0
Unrecognized actuarial (gain)/loss	0	0
Unfunded net (Assets)/liability recognized in the Balance Sheet as at the end of the year	2.72482	2.02995

e) Net employee benefit expense (Recognized in employment cost) for the year ended on 31st March 2026

Particulars	Current Year	Previous Year
Current Service Cost	0.06	0.23
Interest Cost	0.14	0.12
Expected return on plan assets	0.00	0.00
Net Actuarial (Gain) / Loss recognized in the year	0.49	0.06
Past Service cost	0.00	0.00
Net Gratuity (income) / expense	0.69	0.41

f) Detail of Present value of obligation, Plan Assets and Experience Adjustments

Particulars	Current Year	Previous Year
Present value of obligation	2.72	2.03
Fair value of plan assets	-	-
(Surplus) / Deficit	2.72	2.03
Experience Adjustment	-	-
(Gain)/ Loss on plan liabilities	-	-
(Gain)/ Loss on plan assets	-	-

g) The liability for leave encashment and compensated absences as at year end is Rs. NIL (Previous year liability Rs.0.41 Lakhs)

36 The Company has prepared the Financial Statements to comply in all material respects, in accordance with the applicability of Indian Accounting Standards.

37 The Company does not have any investment property, hence related disclosure is not required.

38 Details of Benami Property held - No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

39 The Company has not made any borrowings from banks on the basis of security of current assets.

40 Wilful Defaulter - The company is not declared wilful defaulter by any bank or financial Institution or other lender during the year.

41 Relationship with Struck off Companies - During the year, the company has not carried out any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

42 Various Ratios - The details of various ratios along with the explanations are as under:

Name of Ratio	Current Year			Previous Year			Variation	Reasons for variation
	Numerator	Denominator	Ratio	Numerator	Denominator	Ratio		
Current Ratio (Times)	605	7,092	0.09	1,010	7,454	0.14	(37.02)	Reduction in current ratio, is percuent to reduction in funds received under CIRP.
Debt-Equity Ratio (Times)	7,063	1,029	6.86	7,011	1,092	6.42	6.88	Variation is not significant.
Debt Service Ratio (Times)	(33)	7,063	-0.00	(61)	7,011	-0.01	(46.58)	Variation is not significant.
Return on Equity Ratio (%)	(62)	1,433	(4.34)	(83)	1,433	(5.77)	-24.85	Improvement is persuent to the reduction in loss for the year.
Return on Capital Employed (%)	(62)	1,029	(6.04)	(83)	1,092	(7.57)	-20.28	
Return on Investment (%)	(62)	1,029	(6.04)	(83)	1,092	(7.57)	-20.28	

43 Utilisation of Borrowed funds and share premium: The company has not advanced or loaned or invested funds (either borrowed funds or share

premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the

- 44 Undisclosed income** - There is no case of search or survey of any other cases related to income surrendered or disclosed in any tax assessments under the Income Tax Act, 1961.
- 45** The provisions of Corporate Social Responsibility (CSR) as specified in Section 135 of the Companies Act, 2013 are not applicable to company.
- 46** The company has not invested in Crypto Currency or Virtual Currency during the year.
- 47** The financial statements for the financial year 2023–24 were approved by the Board of Directors at their meeting held on 23rd May 2024. However,
- 48** Previous year's figures have been regrouped / rearranged wherever necessary to conform to the current year's presentation.

Signatures to Notes "1" to "48" forming part of these Financial Statements.

For KP Sahasrabudhe & Co
Firm Registration No.: 117298W
Chartered Accountants

For TechIndia Nirman Limited

Deepanshu G. Kawrani
Partner
Membership No.:184833
UDIN:26184833OPSVRY4148

Satish Kagliwal
Director
DIN No.: 00119601

Poonam Satish Kagliwal
Additional Director
DIN No: 00119723

Place: Chhatrapati Sambhajnagar
Date: 23 April 2026

Sunil Dixit
Chief Financial Officer

Ms. Rajshree Jain
Company Secretary