



ACI Infocom Ltd.

Off No. 512, 5th Floor, Hubtown Solaris, N.S. Phadke Road, Saiwadi, Near Flyover
Bridge, Andheri East, Mumbai – 400069, Maharashtra, India

CIN: [L72200MH1982PLC175476](#)

Email: compliance@acirealty.co.in Mobile number: 75038 54646

Website: www.acirealty.co.in

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code – 517356

Subject: Annual Report along with the Annual General Meeting (“AGM”) Notice of the Company for the Financial Year 2025-26 pursuant to Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”)

Dear Sir/Madam,

We are pleased to inform that, the 44th Annual General Meeting (“AGM”) of ACI Infocom Limited (“the Company”) will be held on Wednesday, September 30, 2026 at 3.30 P.M. IST at the Registered Office of the Company at Off No. 512, 5th Floor, Hubtown Solaris, NS Phadake Road, Saiwadi, NR Flyover Bridge, Andheri East, Mumbai - 400069 through Video Conference (VC)/ Other Audio-Visual Means (OAVM) to transact the businesses as stated in the notice. The meeting is in compliance with all the applicable provisions of the Companies Act, 2013 and the rules made thereunder, along with the Circular issued by Ministry of Corporate affair and Securities and Exchange Board of India Circulars to transact the businesses that will be set forth in the Notice convening the AGM.

In terms of the provisions of Regulation 30 and Regulation 34(1) of the Listing Regulations, the Annual Report of the Company along with the Notice of the 44th AGM together with the explanatory statement and other Statutory Reports for the Financial Year 2025-26 is enclosed herewith.

Further, in accordance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report is sent only by electronic mode to those Shareholders whose email addresses are registered with the Company/ Depository Participants. The Annual Report together with the Notice of the AGM is being dispatched to the Shareholders today, i.e September 07, 2026

In terms of Regulation 46 of the Listing Regulations, the said Annual Report is also available on the website of the Company, i.e., <https://www.acirealty.co.in/investor-relations.php>.

Further, in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, the Company is providing the facility to its Members to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice convening the 49th AGM of the Company, through remote e-Voting services of MUFG Intime India Pvt. Ltd “RTA” as well as e-Voting during the AGM. The e-Voting instructions and the process to join meeting through VC/ OAVM is set out in the AGM Notice.

The Annual Report contains the information to be given and disclosures required to be made in terms of Regulation 34(2) and 34(3) of the SEBI Listing Regulations.

We request you to take the same on your records.

Thanking you,

For ACI INFO COM LIMITED

SANJAY NATVARLAL
MANDAVIA

Digitally signed by SANJAY
NATVARLAL MANDAVIA
Date: 2026.09.07 20:57:12
+05'30'

Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814

Date: September 07, 2026
Place: Mumbai



ACI INFOCOM LIMITED
(CIN: L72200MH1982PLC175476)

44TH
ANNUAL REPORT (2025-2026)

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CORPORATE INFORMATION

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
Mr. Sanjay Natvarlal Mandavia	Whole Time Director (w.e.f. February 21, 2026)
Mrs. Nidhi Dhanuka	Non-Executive - Non-Independent Director (w.e.f. July 18, 2025)
Mr. Amit Kumar	Non-Executive Independent Director
Mr. Navneet Kumar	Non-Executive - Independent Director (w.e.f. April 24, 2026)
Mrs. Krishna Vyas	Non-Executive Independent Director (Resignation w.e.f. August 14, 2026)
Mr. Hemantkumar S Jain	Non-Executive Independent Director (Resignation w.e.f. August 14, 2026)
Mr. Pradeep Dhanuka	Managing Director & Chief Financial Officer (Resignation w.e.f. May 18, 2026)
Mr. Kushal Chand Jain	Executive Director (Resignation w.e.f. September 05, 2025)
Mr. Dilip Kumar Dhariwal	Chief Financial Officer (Resignation w.e.f. September 05, 2025)
REGISTERED OFFICE	STATUTORY AUDITORS
Off No. 512, 5 th Floor, Hubtown Solaris, NS Phadake Road, Saiwadi, NR Flyover Bridge, Andheri East, Mumbai 400069	M/s. Mittal & Associates., Chartered Accountants (ICAI Firm Registration No. 106456W) (FY 2025-26 TO FY 2029-30)
BANKERS	REGISTRAR & TRANSFER AGENT
HDFC Bank Limited Thakur Complex Kandivali East Branch, Mumbai	M/s. MUFG Intime India Pvt. Ltd. C 101/247 Park L.B.S. Marg Vikhroli (W), Mumbai.
COMPANY SECRETARY & COMPLIANCE OFFICER	CHIEF FINANCIAL OFFICER
Ms. Sarika Mehta Company Secretary & Compliance Officer	Mr. Mukesh Kumar (Appointment w.e.f. August 14, 2026) Mr. Pradeep Dhanuka (Appointment w.e.f. September 5, 2025 and resigned w.e.f. May 18, 2026)
SECRETARIAL AUDITOR	INTERNAL AUDITOR
M/s. Nishant Bajaj & Associates Practicing Company Secretaries	Ms. Divya Sarraf, Company Secretary (FY 25-26)
OTHER INFORMATION	CORPORATE IDENTIFICATION NO.
Listed On- BSE Limited Website- https://www.acirealty.co.in/ Email: aciinfocomltd@gmail.com ISIN- INE167B01025 Scrip Code- 517356	L72200MH1982PLC175476

NOTICE

NOTICE is hereby given that the Forty-Forth (44th) Annual General Meeting ("AGM") of the Members of **ACI INFOCOM LIMITED** (CIN: L72200MH1982PLC175476) will be held on Wednesday, September 30, 2026 at 3.30 P.M. IST at the Registered Office of the Company at Off No. 512, 5th Floor, Hubtown Solaris, NS Phadake Road, Saiwadi, NR Flyover Bridge, Andheri East, Mumbai - 400069 through Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility to transact the businesses mentioned below.

ORDINARY BUSINESS:

1. **To receive, consider, approve and adopt the Audited Financial statements of the Company comprising of Balance Sheet as at March 31, 2026, Profit and Loss Accounts for the year ended on that date, Cash Flow Statement and the Notes together with the Reports of the Board of Directors and Auditors thereon and in this connection to pass the following resolution as an Ordinary Resolution:**

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

2. **To consider and approve the re-appointment of Mrs. Nidhi Pradeep Dhanuka (DIN: 00326545) as a Non-Executive Non-Independent of the Company who retires by rotation under the applicable provisions of the Companies Act 2013 and being eligible offers herself for re-appointment and in this connection to pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT Mrs. Nidhi Pradeep Dhanuka (DIN: 00326545), who retires by rotation be and is here by re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **To appoint M/s. D Maurya and Associates, Practicing Company Secretaries, as Secretarial Auditor of the company for a term of 5 years from FY 2026-27 till FY 2030-31:**

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

"RESOLVED THAT pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 for the time being in force, (including any statutory reenactment(s) or modification(s) thereof), read with Regulation 24A(1) of the SEBI (LODR) Regulations, 2015 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 and pursuant to the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, M/s. D Maurya and Associates, Practicing Company Secretaries, Mumbai, (Peer Review No. 2544/2022) be and are hereby appointed as Secretarial Auditor of the Company for a term of 5 consecutive Financial Years from FY 2026-27 till FY 2030-31 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor, subject to a remuneration of Rs. 70,000/- (Rupees Seventy Thousand only) per annum plus applicable taxes and reimbursement of reasonable out-of-pocket expenses, as may be approved by the Board of Directors from time to time.

RESOLVED FURTHER THAT any additional services, assignments or other professional services provided by the Secretarial Auditor beyond the scope of the Secretarial Audit shall be subject to payment of additional fees, as may be mutually agreed between the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT any of the Board of Directors is hereby empowered and authorized to take such steps, in relation to the above, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-

forms with the Registrar of Companies.

4. Approval for revision in remuneration payable to Mr. Sanjay Natvarlal Mandavia (DIN: 03606814), Whole Time Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, consent of the members, be and is hereby accorded for revision in remuneration payable to Mr. Sanjay Natvarlal Mandavia (DIN: 03606814), Whole-time Director of the Company, from the existing remuneration of Rs. 11,00,000/- (Rupees Eleven Lakhs only) per annum to such remuneration as may be determined and approved by the Board of Directors from time to time, provided that the maximum remuneration payable to him shall not exceed Rs. 50,00,000/- (Rupees Fifty Lakhs only) per annum, inclusive of salary, perquisites, benefits and allowances, on such terms and conditions as may be determined by the Board of Directors, for the remaining tenure of his appointment, subject to the applicable provisions of Sections 197 and 198 read with Schedule V to the Act and other applicable provisions of law and on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT all other terms and conditions relating to the appointment and remuneration of Mr. Sanjay Natvarlal Mandavia, as approved by the Board of Directors and the Members earlier, shall remain unchanged and continue to be in full force and effect, except to the extent modified by this resolution.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the remuneration payable to Mr. Sanjay Natvarlal Mandavia shall be paid as minimum remuneration, subject to and in accordance with the applicable provisions and conditions prescribed under Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorised to take all necessary steps, including making the requisite filings with the Registrar of Companies, issuing notices and explanatory statements, obtaining the approval of the Members of the Company and seeking such other approvals as may be necessary, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.”

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

Sd/-

**Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

Sd/-

**Nidhi Dhanuka
Director
DIN: 00326545**

NOTES

1. The Ministry of Corporate Affairs ("MCA") has vide its Circular No. 14/2020 dated April 08, 2020; Circular No.17/2020 dated April 13, 2020; Circular No. 20/2020 dated May 05, 2020; Circular No. 02/2021 dated January 13, 2021; Circular No. 19/2021 dated December 08, 2021; Circular No. 20/2021 dated December 12, 2021; Circular No. 21/2021 dated December 14, 2021; Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated October 28, 2022, Circular No.09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/ 2025 dated September 22, 2025; (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, Circular SEBI/ HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/ HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, followed by Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024 and Circular no. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025 (collectively referred to as "SEBI Circulars") permitted holding of the Annual General Meeting of companies through Video Conferencing or Other Audio- Visual Means ("VC / OAVM"), without physical presence of the Members at a common venue.
2. In compliance with applicable provisions of the Companies Act, 2013 ("the Act") read with the MCA Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 44th Annual General Meeting of the Company is being conducted through Video Conferencing ("VC") (hereinafter referred to as "AGM" or "e-AGM"). In accordance with the Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with.
3. Members may note that the notice and Annual Report 2025-26 will also be available on the Company's website www.acirealty.co.in and website of the stock exchange i.e. BSE Limited viz. www.bseindia.com and on the website of RTA viz. <https://in.mpms.mufg.com/>.
4. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to certain ordinary business and the special businesses to be transacted at the 44th AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically.
5. Members can contact the Company or Company's Registrars and Transfer Agents MUFG Intime India Pvt. Ltd. for assistance in this regard. Members may also refer to Frequently Asked Questions ("FAQs") on Company's website www.acirealty.co.in
6. The Members are requested to:
 - 1) Intimate any change in their address to the Registrars and Transfer Agents MUFG Intime India Private Limited, C-101, 1st Floor 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai-400083.
 - 2) Quote their Folio No. /Client ID No. in their correspondence with the Company /Registrar and Share Transfer Agents.
 - 3) Send their queries at least 10 days in advance so that the required information can be made available at the meeting.
 - 4) Intimate Registrar and Share Transfer Agents M/s. MUFG Intime India Private Limited for consolidation of their folios in case they are having more than one folio.
7. To support the "Green Initiative for Paperless Communications" Members who have not yet registered their email ids are requested to register the same with their DPs in case the shares are held in electronic form and with Company's RTA incase the shares are held in physical form.
8. In case of joint holders, the Members whose name appears as the first holder in the order of name as per the Register of Members of the Company will be entitled to vote at the AGM.

9. The Company has engaged the services of the Registrars and Transfer Agents i.e. MUFG Intime India Private Limited for facilitating remote e-voting for the said meeting to be held on September 30, 2026. The members are requested to follow the instructions mentioned in Note below.
10. The voting by members through the remote e-voting shall commence at 9.00 a.m. on Sunday, September 27, 2026 and shall close at 5.00 p.m. on September 29, 2026. During this period Members holding shares either in physical form or in dematerialized form as on September 23, 2026 i.e. cut-off date may cast their vote electronically. The remote e-voting module shall be disabled by MUFG Intime India Pvt. Ltd for voting thereafter. Those Members who will be present at the Meeting and have not cast their vote on the Resolution through remote e-voting and are otherwise not barred from doing so shall be eligible to vote through e-voting system during the Meeting.
11. The members of the Company attending the Meeting who have not cast their vote shall be entitled to exercise their vote during the Meeting. Equity shareholders who have cast their votes through remote e-voting may attend the Meeting but shall not be entitled to cast their vote during the Meeting.
12. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the e-AGM on its behalf and to vote either through remote e-voting or during the e-AGM. The said Resolution/Authorization should be sent electronically through their registered email address to the Scrutinizer at maurya.dhirendra@gmail.com with a copy marked to aciinfocomltd@gmail.com
13. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/beneficial owner as on the cut-off date i.e. September 23, 2026.
14. The Members whose names appear in the Register of Members / list of beneficial owners as on the cut-off date i.e. September 23, 2026 only shall be entitled to vote on the resolutions set out in this Notice. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
15. Any person who acquires shares of the Company and become member of the Company after emailing of the notice and holding shares as of the cut-off date i.e. September 23, 2026 may obtain the login ID and password by sending a request at email ID of RTA email ID insta.vote@linkintime.co.in.
16. However, if you are already registered with RTA for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password you can reset your password by using "Forgot User Details /Password" option available on <https://in.mpms.mufg.com/> or contact at the following to free no.: 022 – 4918 6000
17. Any queries/ grievances in relation to the voting by e-voting may be addressed to the Company Secretary of the Company through email at: aciinfocomltd@gmail.com or may be addressed to RTA at enotices@in.mpms.mufg.com
18. The Board of Directors has appointed M/s. D Maurya and Associates, Practicing Company Secretaries, Mumbai, (Peer Review No. 2544/2022) as the Scrutinizer to scrutinize the voting during the AGM and remote -voting process in affair and transparent manner.
19. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf who may or may not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. Further, as per the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not

annexed to this Notice.

20. As per the MCA Circular No. 14/2020 dated April 08, 2020, up to 1000 members will be able to join the e-AGM on a first-come-first-served basis. However, this restriction shall not apply to large Shareholders (i.e., Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
21. A member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for recording of attendance of such member for the e-AGM and such members attending the meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
22. Remote e-Voting: Pursuant to the provisions of Section 108 of the Act; Rule 20 of the Companies (Management and Administration) Rules, 2014; Regulation 44 of Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through Company's RTA. By following the procedure mentioned in the Notice.
23. Voting during the AGM: Members who are present at the e-AGM through VC and have not cast their vote on resolutions through remote e-voting may cast their vote during the e-AGM through the e-voting system provided by RTA in the Video Conferencing platform during the e-AGM. By following the procedure mentioned in the Notice.
24. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice.
25. Instructions for e-Voting and joining the AGM are as follows:

A. REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- Enter the last 4 digits of your bank account / generate ‘OTP’
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**METHOD 3 - NSDL e-voting website**

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the “Login” tab available under ‘Shareholder/Member’ section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>.
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
- Enter existing username, Password & click on “Login”.

- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
 b) Proceed with updating the required fields for registration.
 c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
 b) After Successful login, user shall navigate through “e-voting” option.
 c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
 d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
 b) Enter details as under:
1. User ID: Enter User ID
 2. Password: Enter existing Password
 3. Enter Image Verification (CAPTCHA) Code
 4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.JN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Share held as physical form	User ID is Event No + Folio no, registered with the Company

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.JN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Share held as physical form	User ID is Event No + Folio no, registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufig.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered_email_address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered_email_address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Further Click on “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Further Click on “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

B. INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- b) Visit URL: <https://instameet.in.mpms.mufig.com> & click on “Login”.
- c) Select the “Company Name” and register with your following details:
- d) Select Check Box - **Demat Account No. / Folio No. / PAN**
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.
- e) Click “Go to Meeting”
You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company at company’s registered email address.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on link "Cast your vote".
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufig.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING.

Item No. 3

Appointment of M/s. D Maurya and Associates, Practicing Company Secretaries, as Secretarial Auditor of the company for a term of 5 years from FY 2026-27 till FY 2030-31.

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company is required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Pursuant to amendments with respect to Listing Regulations dated December 12, 2024, shareholders' approval is required for appointment of Secretarial Auditors. Further, such Secretarial Auditor must be a peer reviewed Company Secretary from Institute of Company Secretaries of India (ICSI) and should not have incurred any of the disqualifications as specified by SEBI.

At the Annual General Meeting of the Company held on September 30, 2025, M/s. Nishant Bajaj & Associates, Practicing Company Secretaries (COP: 21538), were appointed as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from FY 2025-26 to FY 2029-30. However, M/s. Nishant Bajaj & Associates, Practicing Company Secretaries, have resigned from the office of Secretarial Auditor of the Company with effect from close of business hours on August 27, 2026 .

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, and after considering the experience, market standing, efficiency of the audit teams and independence, in its meeting held on August 27, 2026, subject to approval of members at the ensuing Annual General Meeting, approved the appointment of M/s. D Maurya and Associates, Practicing Company Secretaries, Mumbai, (Peer Review No. 2544/2022), Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of 5 years from FY 2026-27 till FY 2030-31 at such audit fees as mentioned below and on the following terms and conditions:

Particulars	Details
Terms of appointment of the Secretarial Auditors	The terms and conditions of M/s. D Maurya and Associates for a term of 5 consecutive Financial Years from FY 2026-27 till FY 2030-31 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor. The detailed terms of appointment, as outlined in the Letter of Appointment, will be finalized by the Company's Board of Directors.
Proposed fees payable to the Secretarial Auditors	The proposed remuneration to be paid to the Auditor is Rs. 70,000/- (Rupees Seventy Thousand only) per annum plus applicable taxes and other out-of-pocket costs incurred in connection with the audit.
Basis of recommendation and auditor credentials	The recommendation for appointment of M/s. D Maurya and Associates, has been evaluated by Board and the Audit Committee, including the firm's eligibility criteria and qualification prescribed under the Act, Rules and Listing Regulations, the experience, independent assessment & expertise in providing secretarial audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

The Company has also received a consent letter in the form of an engagement letter from the proposed Secretarial Auditor to the effect that their appointment, if made, shall be in accordance with the prescribed conditions and that they are eligible to hold the office of Secretarial Auditor of the Company.

In addition to the Secretarial Audit Report, the Secretarial Auditor may also render such other services or provide such certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the Applicable Laws.

Accordingly, approval of the members is being sought by passing the Ordinary Resolution for the proposal contained in the Resolution set out at Item No. 3 of the Notice.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their respective relatives are concerned or interested in the Resolution at Item No. 3 of the accompanying Notice.

Item No. 4

Approval for revision in remuneration payable to Mr. Sanjay Natvarlal Mandavia (DIN: 03606814), Whole Time Director of the Company:

Mr. Sanjay Natvarlal Mandavia (DIN: 03606814) was appointed as additional Executive Director with effect from February 21, 2026, and thereafter designated as Whole-time Director of the Company at the meeting of the Board of Directors held on April 24, 2026, for a period of 5 (five) consecutive years commencing from April 24, 2026 up to April 23, 2031. His appointment was subsequently approved by the Members of the Company at their meeting held on May 20, 2026.

The terms and conditions of his appointment, including payment of remuneration of Rs. 11,00,000/- (Rupees Eleven Lakhs only) per annum as minimum remuneration in the event of absence or inadequacy of profits, were approved by the Members by way of Special Resolution in accordance with the applicable provisions of Section 197 read with Schedule V to the Companies Act, 2013 (the "Act").

Mr. Sanjay Mandavia is an Indian aviation entrepreneur and former Senior Pilot and DGCA-approved Check Pilot at Kingfisher Airlines. Following the closure of Kingfisher Airlines in 2012, he founded Flight Simulation Techniques Centre (FSTC), with the objective of developing pilot simulation and training capabilities in India. Subsequently, he founded FlyBig in 2021 with a focus on enhancing regional air connectivity across tier-2 and tier-3 cities. He possesses significant experience in the aviation sector and has been associated with the Company's operations, strategic initiatives and business development.

During the financial year 2025-26, the Company has inadequate profits and, accordingly, the remuneration payable to Mr. Sanjay Natvarlal Mandavia is subject to the applicable provisions of Schedule V to the Act. In determining the proposed remuneration, the Company has considered, inter alia, the complexity of its business, the responsibilities associated with its listing, its future expansion plans and the continued contribution of Mr. Sanjay Natvarlal Mandavia towards the growth, strategic direction and operations of the Company.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on August 27, 2026, considered and recommended revision in the remuneration payable to Mr. Sanjay Natvarlal Mandavia for the remaining period of his tenure.

Accordingly, it is proposed to revise the remuneration payable to Mr. Sanjay Natvarlal Mandavia from the existing remuneration of Rs. 11,00,000/- (Rupees Eleven Lakhs only) per annum to such amount as may be determined and approved by the Board of Directors from time to time, provided that the maximum remuneration shall not exceed Rs. 50,00,000/- (Rupees Fifty Lakhs only) per annum, inclusive of salary, perquisites, benefits, allowances and other components of remuneration, for the remaining tenure of his appointment, i.e. up to April 23, 2031.

The proposed remuneration shall remain subject to the applicable provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, read with Schedule V thereto and the rules made thereunder, as

amended from time to time, and such other statutory and regulatory approvals as may be required.

The effective capital of the Company as at March 31, 2026 is above Rs. 5 crore but below Rs. 100 crore. Accordingly, the proposed remuneration is within the limits applicable under Schedule V to the Act for a managerial person in a company having no profits or inadequate profits, subject to fulfilment of the conditions prescribed thereunder and the continued applicability of the relevant statutory provisions.

Mr. Sanjay Natvarlal Mandavia satisfies the applicable conditions prescribed under Part-I of Schedule V and Section 196(3) of the Act for holding the office of Whole-time Director. He is not disqualified from being appointed as a director under Section 164 of the Act and is not debarred from holding the office of director pursuant to any order issued by the Securities and Exchange Board of India ("SEBI") or any other statutory authority.

Approval of the Members by way of Special Resolution is being sought for the proposed revision in remuneration payable to Mr. Sanjay Natvarlal Mandavia from the date of approval of the Members up to April 23, 2031, in accordance with the applicable provisions of the Act and Schedule V thereto.

All other terms and conditions relating to the appointment of Mr. Sanjay Natvarlal Mandavia as Whole-time Director, as approved by the Members at their meeting held on May 20, 2026, shall remain unchanged and shall continue to be in full force and effect.

The disclosures required pursuant to Secretarial Standard-2 on General Meetings ("SS-2") are provided in Annexure II to this Notice. The information required under Section II of Part II of Schedule V to the Act is provided in Annexure III to this Notice.

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

Except Mr. Sanjay Natvarlal Mandavia and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ANNEXURE -I

The disclosures under Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard-2 are provided herein below:

Name of the Director	Mrs. Nidhi Pradeep Dhanuka
Director Identification Number (DIN)	00326545
Category	Non-Executive Non-Independent Director
Date of Birth	14-09-1967
Age	58 years
Nationality	Indian
Brief Profile	She is a graduate having more than 10 years of experience in the Industry.
Date of First Appointment on the Board	July 18, 2025
Relationship with other Directors / Key Managerial Personnel	None of the Directors and KMPs of the Company inter-se are related to each other.
Qualification	Graduate
Expertise in specific functional area	10 years of experience in the Industry
Details of Board Meetings attended by the Directors during the year	Five (05)
Terms and Conditions of Appointment or reappointment	In terms of Section 152(6) of the Companies Act, 2013, Mrs. Nidhi Pradeep Dhanuka who was appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any) (FY 2025-26)	NIL
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	NIL
Membership/Chairmanship of Committees across other Public Companies	NIL
Number of shares held in the Company	NIL
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24 dated 20 th June, 2018	Mrs. Nidhi Pradeep Dhanuka is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority

ANNEXURE -II**Details of the Directors as per Clause 1.2.5 of Secretarial Standard - 2 on General Meetings**

Name	Mr. Sanjay Mandavia
DIN	03606814
Date of Birth / Age	December 13, 1972, 53 years
Qualifications	Professional Senior Pilot and DGCA-approved Check Pilot at Kingfisher Airlines
Date of Appointment on the Board	February 21, 2026
Experience and expertise in Specific Functional Areas	Sanjay Mandavia is an Indian aviation entrepreneur and former Senior Pilot and DGCA approved Check Pilot at Kingfisher Airlines. After its closure in 2012, he founded Flight Simulation Techniques Centre (FSTC) to pioneer pilot simulation training in India and later launched FlyBig in 2021
Directorship held in other Companies	Nutana Aviation Capital IFSC Private Limited- Director Big Charter Private Limited- Managing Director Journemile Digital Services Limited- Director
Memberships / Chairmanships of committees of Companies other than the company	Not Applicable
Number of shares held in the Company	NIL
Terms and Conditions of Appointment/re-appointment	Appointment for a term of five consecutive years commencing from April 24, 2026 till April 23, 2031
Details of Remuneration sought to be paid	The details of the remuneration proposed to be paid to Mr. Sanjay Mandavia have been set out in the resolution, which provides for such amount as may be determined and approved by the Board of Directors from time to time, subject to a maximum of Rs. 50,00,000/- (Rupees Fifty Lakhs only) per annum, inclusive of salary, perquisites, benefits, allowances and other components of remuneration, for the remaining tenure of his appointment up to April 23, 2031.
Remuneration last drawn	Rs. 11,00,000/- (Rupees Eleven Lakhs only) per annum
Number of Board meetings attended during the year	0
Disclosure of relationship between Directors, Key Managerial Personnel inter-se	Sanjay Mandavia is not related with other Directors / KMPs in terms of provision of Section 2(77) of the Companies Act, 2013 read with rules thereunder
Listed companies from which the Director has resigned in the past 3 (three) years	Not Applicable

ANNEXURE - III**Information required under Section II, Part II of Schedule V of the Companies Act, 2013**

General Information:			
Nature of Industry	The Company is presently engaged in the business activities relating to Construction and Information Technology (IT). With a view to expanding and diversifying its business operations, the Company proposes to undertake activities in the aviation, aerospace, defence, infrastructure, engineering, procurement and construction (EPC), logistics, technology and allied sectors. The proposed activities include aviation and airline services, aviation training and skill development, development and operation of airports and aviation infrastructure, research, development, manufacturing and commercialisation of aircraft, drones, unmanned aerial vehicles (UAVs) and aerospace technologies, defence equipment and systems, scientific and technological research and development, infrastructure development, EPC, logistics and other activities incidental or ancillary thereto, subject to applicable laws, approvals and regulatory requirements. Accordingly, the Company proposes to alter its Main Object Clause of the Memorandum of Association to enable it to undertake the aforesaid business activities subject to approval of members in the General Meeting.		
Date or expected date of commencement of commercial production	The Company was incorporated on December 21, 1982, as a Private Limited Company and later converted into public company, w.e.f. April 8, 1993. The Company has been operational since last forty-three years. Date of Commencement of Activities is Not Applicable, since the Company has already commenced its business activities.		
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:	Not Applicable		
Financial performance	(₹ in Lakhs)		
	PARTICULARS	2025-26	2024-25
	Revenue from operations	-	51.98
	Other Income	54.38	86.80
	Earnings before Depreciation & Tax	(185.41)	(46.31)
	Depreciation	-	-
	Profit before Tax	(185.41)	(46.31)
	Corporate Tax	-	6.84
Profit after Tax	(185.41)	(53.16)	
Foreign investments or collaborations, if any.	As on date, the Company had nil investments. The Company had no foreign collaborations as on March 31, 2026.		
Information about the Directors:			
Background details, Recognition or awards, Job profile and his	Refer as stated above.		

suitability	
Past remuneration	Rs. 11,00,000/- (Rupees Eleven Lakhs only) per annum
Recognition or awards	• Top 10 CEOs of the year 2021-22 • Wings India Awards 2022 • CWBTA Award – Bengal Global Trade Expo 2022 • Certificate of Appreciation from Union Ministry of Civil Aviation.
Job Profile and his suitability	Considering the leadership qualities, industry knowledge, strategic thinking, corporate governance, internal control systems and experience in overall general management including strategic and financial planning of the Company and taking into consideration his vast experience he is best suited for the assigned role.
Proposed Remuneration	The details of the remuneration proposed to be paid to Mr. Sanjay Mandavia have been set out in the resolution, which provides for such amount as may be determined and approved by the Board of Directors from time to time, subject to a maximum of Rs. 50,00,000/- (Rupees Fifty Lakhs only) per annum, inclusive of salary, perquisites, benefits, allowances and other components of remuneration, for the remaining tenure of his appointment up to April 23, 2031.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed is as per Section 197 and 198 read with Schedule V of the Companies Act, 2013 and is comparable to the remuneration levels of similar sized companies in similar Industry. Taking into consideration the size of the Company, his academic background, rich experience, the remuneration proposed for Mr. Sanjay Mandavia, is reasonable and appropriate in line with the industry standards.
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides the remuneration proposed to be paid to Mr. Sanjay Mandavia, the Director does not have any other pecuniary relationship with the Company or relationship with any other Director / Key Managerial Personnel of the Company.
Other Information:	
Reasons of loss or inadequate profits	Due to the absence of revenue from operations during the year, while the Company continued to incur administrative, operational and other expenses in connection with maintaining its business operations.
Steps taken or proposed to be taken for improvement	The Company continues to focus on operational efficiency, expansion of its product portfolio, strengthening markets, cost optimization, and sustainable growth initiatives.
Expected increase in productivity and profits in measurable terms	Not Applicable
Disclosures	The information and Disclosures of the remuneration package of the Executive Director will be mentioned in the Annual Report in the Report on Corporate Governance and other annexures for the year ended March 31, 2026

BOARD REPORT

To,
The Members,

Your Directors are pleased to present the 44th Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended March 31, 2026.

1. FINANCIAL PERFORMANCE:

The Audited Financial Statements of your Company as on March 31, 2026, are prepared in accordance with the relevant applicable Indian Accounting Standards ("Ind AS") and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act"). The summarized financial highlights are depicted below:

(Amount in Lakhs)

Particulars	Standalone	
	Year ended 31.03.2026	Year ended 31.03.2025
Revenue From Operations	-	51.98
Other Income	54.38	86.80
Total Income	54.38	138.77
Total Expenses	239.79	185.08
Profit/(Loss) Before Tax	(185.41)	(46.31)
Taxation		
- Current Tax	-	7.88
- Previous Tax	-	-
- Deferred Tax Asset	-	(1.03)
- MAT Credit Entitlement	-	-
Profit/(Loss) After Tax	(185.41)	(53.16)
Other Comprehensive Income (net of tax)	-	-
Total Comprehensive Income for the year	(185.41)	(53.16)

APPROPRIATION:

Interim Dividend	Nil	Nil
Final Dividend	Nil	Nil
Tax on distribution of dividend	Nil	Nil
Transfer of General Reserve	Nil	Nil

The Financial Statements for the financial year ended March 31, 2026, forms part of the Annual Report. As per the provisions of Section 136 of the Companies Act, 2013, the Company has placed separate Audited accounts of the Company on its website: <https://www.acirealty.co.in/>

2. FINANCIAL HIGHLIGHTS:

During the year ended March 31, 2026, Operational Revenue including other income was Rs. 54.38/- Lakhs as compared Rs. 138.77/- Lakhs in the previous year and Profit / (Loss) Before Tax was Rs. (185.41)/- Lakhs as compared to Rs. (46.31)/- in previous year while Net Profit / (Loss) After Tax for the financial year ended March 31, 2026 was Rs. (185.41)/- Lakhs as compared to Rs. (53.16)/- Lakhs in previous year.

A detailed analysis on the operations of the Company during the year under review and outlook for the current year is included in the Management Discussion and Analysis Report forming an integral part of this Annual Report.

3. BUSINESS OPERATIONS AND CHANGE IN NATURE OF BUSINESS:

During the financial year 2025-26, there was no change in nature of business. The Company continued to be engaged in the business of real estate development, construction, contracting, building, town planning, infrastructure development and estate development, including residential layout schemes, slum rehabilitation and redevelopment projects (SRA) in Mumbai and other allied real estate development activities.

In order to enable the Company to undertake new business activities, it is proposed to alter the Main Object Clause of the Memorandum of Association (MOA) by replacing the existing Main Object Clause with new clauses of the MOA. The proposed new Main Objects encompass activities relating to aviation and airline services, aviation training and skill development, development and operation of airports and other aviation infrastructure, research, development, manufacturing and commercialisation of aircraft, drones, UAVs and aerospace technologies, defence equipment and systems, scientific and technological research and development, and infrastructure, EPC, logistics and allied activities. The Board of Directors, at its meeting held on August 10, 2026, approved the proposed alteration of the Main Object Clause, which is subject to the approval of the members of the Company at the Extra-Ordinary General Meeting (EGM) proposed to be held on September 9, 2026, and such other statutory and regulatory approvals as may be required under applicable laws.

4. DIVIDEND:

Considering the loss incurred in the current financial year, your Directors have not recommended any dividend for the financial year under review.

5. UNPAID DIVIDEND & IEPF:

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF; established by the Government of India, after completion of seven years. Further, according to the IEPF Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority.

However, your Company did not have any funds lying unpaid or unclaimed for a period of seven years in an Unpaid Dividend Account. Therefore, there were no funds or shares which were required to be transferred to the Investor Education and Protection fund (IEPF) and no amount is lying in Unpaid Dividend A/c of the Company.

6. TRANSFER TO RESERVE:

During the financial year under review, the Company has incurred a loss. Accordingly, no amount has been transferred to the General Reserve or any other Reserve of the Company.

7. DEPOSITS:

There were no outstanding deposits within the meaning of Section 73 and 74 of the Act read with rules made thereunder at the end of FY 2025-26 or the previous financial years.

Your Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

8. LOANS FROM DIRECTORS:

During the financial year under review, the Company has not taken any loan from the Directors. However, the Board of Directors, at its meeting held on May 29, 2026, passed a resolution approving the acceptance of an unsecured loan of up to ₹2 Crores, in one or more tranches from Mr. Sanjay Mandavia.

Mr. Sanjay Mandavia has furnished a declaration in writing to the Company confirming that the amount has not been given out of funds acquired by him by way of borrowing or accepting loans or deposits from any other person.

Accordingly, the said amount falls within the exclusion provided under Rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014, and hence is not considered as a Deposit for the purposes of the said Rules.

9. SHARE CAPITAL:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	Amount	Number of Shares	Amount
Authorised Capital: Equity Shares of Rs 10/- each	13,50,00,000	13,50,00,000	13,50,00,000	13,50,00,000
Issued, Subscribed & Paid-Up Capital: Equity Shares of Rs 10/- each	11,04,90,900	11,04,90,900	11,04,90,900	11,04,90,900

However, subsequent to the closure of the financial year, the Board of Directors at its meeting held on August 10, 2026, subject to the approval of the Members of the Company, approved the proposal for increase in the Authorised Share Capital of the Company from Rs. 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs Only), comprising 13,50,00,000 (Thirteen Crores Fifty Lakhs) Equity Shares of ₹1/- (Rupee One Only) each, to Rs. 50,00,00,000/- (Rupees Fifty Crores Only), comprising 50,00,00,000 (Fifty Crores) Equity Shares of ₹1/- (Rupee One Only) each.

During FY 2025-26, there was no change in the issued, subscribed and paid-up share capital of the Company, and no corporate action such as rights issue, preferential allotment, bonus issue, stock split, buy-back or other alteration in the capital structure was undertaken.

Subsequent to the close of the financial year, the Board of Directors, at its meeting held on August 10, 2026, approved, subject to the approval of the members at the EGM proposed to be held on September 9, 2026, the issuance and allotment on a preferential basis of up to 3,20,00,000 fully paid-up Equity Shares of Re. 1/- each at an issue price of Rs. 1.53/- per Equity Share, aggregating up to Rs. 4,89,60,000/-.

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans, guarantee and investments made during the year under review, are given in the notes forming part of the financial statements.

11. DETAILS AND REPORT ON PERFORMANCE OF SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

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

12. CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the financial year 2025-26, the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility ("CSR") were not applicable to the Company, as the Company did not meet the prescribed eligibility criteria/thresholds specified under the Act and the rules made thereunder for applicability of CSR provisions. Accordingly, the Company was not required to constitute a Corporate Social Responsibility Committee, formulate or implement a CSR Policy, undertake CSR activities or incur any expenditure towards CSR during the financial year under review. Consequently, the disclosures prescribed under Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, including disclosures relating to CSR expenditure, are not applicable to the Company for the financial year 2025-26.

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

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read along with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are as mentioned below:

(A) Conservation of energy:

Steps taken or impact on conservation of energy.	The operations of the Company do not involve high energy consumption. However, the Company has for many years been laying great emphasis on the Conservation of Energy and has taken several measures including regular monitoring of consumption, implementation of viable energy saving proposals, improved maintenance of systems etc.
Steps taken by the company for utilizing alternate sources of energy.	None
Capital investment in energy conservation equipment	Nil

(B) Technology absorption:

Efforts made towards technology absorption	None
Benefits derived like product improvement, cost reduction, product development or import substitution	
In the case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	

Details of technology imported	None
Year of import	Not Applicable
Whether the technology has been fully absorbed	Not Applicable
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
Expenditure incurred on Research and Development	Nil

(C) Foreign exchange earnings and Outgo-

Further, the details pertaining to Foreign Exchange Earnings and Outgo are tabled below:

Particulars	April 01, 2025, to March 31, 2026	April 01, 2024, to March 31, 2025
Actual Foreign Exchange earnings	NIL	NIL
Actual Foreign Exchange outgo	NIL	NIL

14. DISCLOSURE UNDER SECTION 134(3)(I) OF THE COMPANIES ACT, 2013:

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position, have occurred between the end of the financial year of the Company and date of this report.

15. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has its internal financial control systems commensurate with the size and complexity of its operations, to ensure proper recording of financials and monitoring of operational effectiveness and compliance of various regulatory and statutory requirements. The management regularly monitors the safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records including timely preparation of reliable financial information.

The internal auditor consults and reviews the effectiveness and efficiency of the internal financial control systems and procedure to ensure that all the assets are protected against loss and that the financial and operational information is accurate and complete in all respects. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Company.

Adequate internal controls systems and checks are in place commensurate with the size of the Company and the nature of its business. The management exercises financial control on the operations through a well-defined budget monitoring process and other standard operating procedures.

16. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD-1 AND SECRETARIAL STANDARD- 2:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Meetings of the Board of Directors and General Meetings.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As of March 31, 2026, the Company's Board had six members. The details of Board and Committee composition, tenure of directors, and other details are available in the Corporate Governance Report, which forms part of this Annual Report. In terms of the requirement of the SEBI Listing Regulations, the Board has identified core skills, expertise, and competencies of the Directors in the context of your Company's business for effective functioning. The key skills, expertise and core competencies of the Board of Directors are detailed in the Corporate Governance Report, which forms part of this Annual Report.

Below are the changes in the composition of the Board during F.Y. 2025-2026,

i) Appointment:

Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544) was appointed as Executive Director and Chief Financial Officer during the period of F.Y. 2025-2026 with effect from July 18, 2025.

Mrs. Nidhi Pradeep Dhanuka (DIN: 00326545) was appointed as Non-Executive - Non-Independent Director during the period of F.Y. 2025-2026 with effect from July 18, 2025.

Mr. Sanjay Natvarlal Mandavia (DIN: 03606814) was appointed as Executive Director with effect from February 21, 2026.

Mr. Navneet Kumar (DIN: 10725183) was appointed as Non-Executive Independent Director with effect from April 24, 2026.

ii) Cessation:

Mr. Kushal Chand Jain (DIN: 03545081) has resigned from the position of Managing Director of the company with effect from September 05, 2025.

Mr. Pradeep Natvarlal Dhanuka has resigned from the position of Managing Director and Chief Financial Officer of the company with effect from May 18, 2026.

Mrs. Krishna Vyas and Mr. Hemantkumar S Jain have resigned from the position of Non-Executive Independent Director of the Company with effect from August 14, 2026

The composition of the Board of Directors is in due compliance with the Companies Act, 2013 (the 'Act') and SEBI Listing Regulations.

As of March 31, 2026, the Board of the Company comprises Six Directors out of which two Executive Directors, three Independent Directors and one Non-Executive Non-Independent Director including one Woman Director.

None of the directors of the company are disqualified under the provisions of the Act.

iii) Retirement by rotation:

In accordance with the provisions of the Act, Mrs. Nidhi Dhanuka (DIN: 00326545) Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment. Your Directors recommend her approval.

The said Director is not disqualified from being re-appointed as a Director of a Company as per the disclosure received from her pursuant to Section 164 (1) and (2) of the Companies Act, 2013.

18. KEY MANAGERIAL PERSONNEL:

During the period under review, the following are Key Managerial Personnel (“KMPs”) of the Company as per Sections 2(51) and 203 of the Act:

- Mr. Dilip Kumar Dhariwal, Chief Financial Officer, resigned with effect from September 5, 2025
- Mr. Pradeep Dhanuka, appointed as Managing Director and Chief Financial Officer, with effect from September 5, 2025
- Mr. Kushal Chand Jain, Managing Director, resigned with effect from September 5, 2025
- Ms. Sarika Mehta, Company Secretary & Compliance officer
- Mr. Sanjay Mandavia, Executive Director, with effect from April 24, 2026

19. DECLARATION FROM INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act, read along with Schedule IV to the Companies Act, 2013 i.e., Code of Independent Directors and Regulation 16(1) (b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and there has been no change in the circumstances which may affect their status as an Independent Director. The Independent Directors have also given declaration of compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to their name appearing in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Independent Directors have also confirmed that they have complied with the Company’s code of conduct for Board and Senior Management as per Regulation 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Independent Directors affirmed that none of them were aware of any circumstance or situation which could impair their ability to discharge their duties in an independent manner.

20. INDEPENDENT DIRECTORS’ MEETING:

Pursuant to the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors of the Company met separately on March 6, 2026, without the presence of the Non-Independent Directors and members of the management.

The Independent Directors, inter alia, deliberated upon and reviewed the following matters:

- a. Performance of the Non-Independent Directors and the Board as a whole;
- b. Performance of the Chairperson of the Company, taking into account the views of the Executive Directors and Non-Executive Directors;
- c. Quality, quantity and timeliness of the flow of information between the Company’s management and the Board, which is necessary for the Board to effectively and reasonably perform its duties; and
- d. Compliance with the applicable provisions of Schedule IV to the Companies Act, 2013, relating to the Code for Independent Directors.

All Independent Directors were present at the meeting. The Independent Directors expressed their satisfaction with the overall performance of the Board, its Committees and the Chairperson, and also

with the quality, quantity and timeliness of the information provided by the management to the Board.

21. DISQUALIFICATION OF DIRECTORS:

During the financial year 2025-2026 under review, the Company has received Form DIR-8 from all Directors as required under the provisions of Section 164(2) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014.

Further, the Company has also taken a certificate of non-disqualification of directors pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) which is enclosed with the annual report.

22. NUMBER OF MEETINGS OF THE BOARD:

The Board met 07 (Seven) times during the year under review. The intervening gap between the meetings did not exceed 120 days, as prescribed under the Act and SEBI Listing Regulations. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report, which forms part of this Annual Report.

23. COMMITTEES OF BOARD:

As required under the Act and the SEBI Listing Regulations, the Company has constituted various Statutory Committees. As on March 31, 2026, the Board has constituted the following committees:

a) Audit Committee:

The Audit Committee of Board of Directors is constituted pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of Securities Exchange and Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition of the Audit Committee as on the year ended March 31, 2026, forms part of the Corporate Governance Report forming part of the Annual Report.

All members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The Company Secretary of the Company acts as a secretary to the Committee.

The details of the meetings of the Audit Committee held during the year under review and the attendance of the members thereof forms part of the Corporate Governance Report forming part of the annual report.

During the financial year under review, the Board of Directors of the Company accepted all the recommendations of the Audit Committee.

b) Nomination & Remuneration Committee:

The Nomination and Remuneration Committee of the Board of Directors is constituted pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of Securities Exchange and Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition of the Nomination and Remuneration Committee as on the year ended March 31, 2026, forms part of the Corporate Governance Report forming part of the annual report.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive

attributes, independence of a Director, and policy relating to selection and remuneration for Directors, Key Managerial Personnel and Senior Management Employees.

Minimum Qualification, Positive Attributes, Independence, and Experience are the major criteria defined in the policy framed for appointment of and payment of remuneration to the Directors of the Company.

The Nomination and Remuneration Policy of the Company pursuant to provisions of Section 178 (3) and (4) of the Companies Act, 2013 is published on the website of the Company at <https://www.acirealty.co.in/>

The details of the meetings of the Nomination & Remuneration Committee held during the year under review and attendance of each member thereof forms part of the Corporate Governance Report forming a part of the annual report.

c) Stakeholder Relationship Committee:

The Stakeholder & Relationship Committee of the Board of Directors was constituted pursuant to the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of Securities Exchange and Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition of the Stakeholder Relationship Committee as on the year ended March 31, 2026, forms part of the Corporate Governance Report forming part of the annual report.

The Company Secretary of the Company acts as the Secretary of the Stakeholders' Relationship Committee.

The details of the meetings of the Stakeholders' Relationship Committee held during the year under review and attendance of each member thereof forms part of the Corporate Governance Report forming part of the annual report.

24. BOARD EVALUATION:

Pursuant to the provisions of the Section 134(3)(p) of the Companies Act, 2013 read with Rule 8(5) (iiia) of Companies (Accounts) Rules, 2014, the Board has carried out the formal annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committees and the working of the Board as whole. The evaluation exercise was carried out on various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of the duties and obligations, governance issues, etc.

The Board adopted a formal mechanism for evaluating its performance and as well as that of its committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board and committees, experience and competencies, performance of specific duties and obligations, contribution at the meetings and otherwise, independent judgment, governance issues etc.

The manner in which the evaluation was carried out has been explained below:

- Performance Evaluation criteria: Separate exercise was carried out to evaluate the performance of individual Directors including the Chairman by the Nomination and Remuneration committee as per the structured mechanism who were evaluated on following parameters / criteria:
- Participation and contribution by a director,
- Commitment (including guidance provided to senior management outside of Board / Committee meetings),

- Effective deployment of knowledge and expertise,
- Effective management of relationship with stakeholders,
- Integrity and maintenance of confidentiality,
- Independence of behavior and judgment,
- Observance of Code of Conduct, and
- Impact and influence

In the opinion of the Board, Independent Directors of the Company possess the necessary expertise, integrity, experience, and proficiency in their respective fields. Further, all Independent Directors have confirmed that they have registered with the data bank of Independent Directors maintained by; and are either exempt or have completed the online proficiency self -assessment test conducted by; the Indian Institute of Corporate Affairs the in accordance with the provisions of Section 150 of the Act.

At the Board meeting that followed the above-mentioned meeting of the Independent Directors, the performance of the Board, its Committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

25. BOARD FAMILIARISATION AND TRAINING PROGRAMME:

The Members of the Board of the Company are afforded many opportunities to familiarize themselves with the Company its Management and its operations. The Directors are provided with all the documents to enable them to have a better understanding of the Company its various operations and the industry in which it operates in addition to regular presentation on technical operations marketing and exports and financial statements. In addition to the above Directors are periodically advised about the changes effected in the Corporate Law Listing Regulations with regard to their role's rights and responsibilities as Directors of the company. The same is available on the website of the company.

All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment which also stipulates various terms and conditions of their engagement.

Executive Directors provide an overview of the operations and familiarize the new Independent and Non-Executive Directors on matters related to the Company's values and commitments. They are also introduced to the organization structure constitution of various committee's board procedures risk management strategies etc.

26. DIRECTORS' RESPONSIBILITY STATEMENT:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2025-26.

Accordingly, pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that-

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of

- affairs of the Company at the end of financial year and of the profit/loss of the Company for the year;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - iv. they have prepared the annual accounts on a going concern basis;
 - v. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
 - vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

27. MANAGEMENT DISCUSSION & ANALYSIS REPORT:

The Management Discussion and Analysis of financial condition, including the results of operations of the Company for the year under review as required under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as “Annexure 4” to this report.

28. CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under provisions of Regulation 15 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 forms an integral part of this report and is provided as “Annexure 5” to this report.

A certificate from M/s. Nishant Bajaj & Associates, Practicing Company Secretary regarding compliance on conditions of corporate governance as stipulated in the Listing Regulations is also appended to the report on Corporate Governance and is provided as “Annexure 6” to this report.

Your Company is committed to maintaining the highest standards of corporate governance. We believe sound corporate governance is critical to enhance and retain investor trust. Our disclosures seek to attain the best practices in corporate governance. The Board considers itself a trustee of its shareholders and acknowledges its responsibilities towards them for the creation and safeguarding of their wealth. In order to conduct business with these principles, the company has created a corporate structure based on business needs and maintains a great degree of transparency through regular disclosures with a focus on adequate control systems.

29. SEBI COMPLAINTS REDRESSAL SYSTEM (SCORES):

The investor complaints are processed in a centralized web-based complaints redressal system. The salient features of this system are a centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies, and online viewing by investors of actions taken on the complaint and its status. Your Company is registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint.

The Company received no complaints on SCORES during the financial year 2025–26.

30. ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, a copy of the Annual Return as on March 31, 2026 is available on the Company’s website <http://www.acirealty.co.in/investor-relations.php>

31. RELATED PARTY TRANSACTIONS:

In accordance with the relevant provisions of the Act and rules framed thereunder and Regulation 23 of

the SEBI Listing Regulations, the Company has in place a Related Party Transaction ("RPT") Policy. All related party transactions ("RPT") entered into during the financial year 2025-26 were in accordance with the Company's RPT Policy and on an arms' length basis and in the ordinary course of business.

All RPTs are placed before the Audit Committee and the Board for approvals. Pursuant to the provisions of Regulation 23 of the SEBI Listing Regulations, company has filed half yearly reports to the stock exchanges, for the related party transactions.

32. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

All transactions/contracts/arrangements entered into by the Company with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act, 2013, during the financial year under review were in ordinary course of business and on an arm's length basis.

Further, none of these contracts / arrangements / transactions with related parties could be considered material in nature as per the thresholds given in Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and hence no disclosure is required to be given in this regard.

33. STATUTORY AUDITORS & AUDITORS' REPORT:

M/s. Mittal & Associates, Chartered Accountants (Firm Registration No.: 106456W), Mumbai, were appointed as the Statutory Auditors of the Company for a period of five years commencing from the financial year 2025–26 and continuing up to the conclusion of the Annual General Meeting to be held for the financial year 2029–30.

The Auditors have issued their Report on the Financial Statements of the Company for the financial year ended March 31, 2026, which forms part of this Annual Report. And the Notes to the financial statements referred in the Auditors' Report are self-explanatory.

34. SECRETARIAL AUDITORS & AUDITORS' REPORT:

Pursuant to the amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the applicable provisions of the Companies Act, 2013 ("Act"), M/s. Nishant Bajaj & Associates, Practicing Company Secretaries (C.P. No. 21538; Peer Review No. 2582/2022) were appointed as the Secretarial Auditors of the Company for the first term of five consecutive financial years commencing from FY 2025–26 to FY 2029–30, at the Annual General Meeting of the Company held on September 30, 2025. However, M/s. Nishant Bajaj & Associates, Practicing Company Secretaries, resigned from the office of Secretarial Auditor of the Company with effect from close of business hours of August 27, 2026.

Consequent to the resignation, the Board of Directors, based on the recommendation of the Audit Committee and after considering the experience, professional expertise, market standing, efficiency of the audit team and independence of the proposed auditor, at its meeting held on August 27, 2026, approved the appointment of M/s. D Maurya and Associates, Practicing Company Secretaries, Mumbai (Peer Review No. 2544/2022) as the Secretarial Auditor of the Company, subject to the approval of the Members at the ensuing Annual General Meeting, for a term of five consecutive financial years commencing from FY 2026–27 to FY 2030–31.

M/s. D Maurya and Associates, Practicing Company Secretaries, have confirmed their eligibility and consent to act as the Secretarial Auditors of the Company and have further confirmed that they are not disqualified from being appointed as Secretarial Auditors under the applicable provisions of the Act and the SEBI Listing Regulations.

In accordance with the provisions of Section 204 and Section 134(3) of the Act, read with Regulation 24A

of the SEBI Listing Regulations, the Company is required to obtain a Secretarial Audit Report from a Practicing Company Secretary. The Secretarial Audit Report issued by M/s. Nishant Bajaj & Associates, Practicing Company Secretaries, in Form MR-3 for the financial year ended March 31, 2026, forms part of this Directors' Report and is annexed hereto as **"Annexure 1"**.

The Secretarial Auditors' Report for the financial year ended March 31, 2026, does not contain any qualification, reservation, adverse remark or disclaimer requiring any explanation or comment from the Board. The observations, if any, made by the Auditors in their report for the financial year ended March 31, 2026 are self-explanatory and, therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

35. INTERNAL AUDITORS & AUDITORS' REPORT:

The Board, upon the recommendation of the Audit Committee, has appointed Ms. Divya Sarraf, as the Internal Auditor of the Company for financial year 2025-26.

The observations made in the Internal Auditors' Report, if any are self-explanatory and therefore do not call for any further comments.

The Board, upon the recommendation of the Audit Committee at their meeting held on August 27, 2026, has appointed M/s. JVJ & Co., Chartered Accountants, as the Internal Auditor of the Company for the financial year 2026-27.

36. COST AUDITORS:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications/Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is not required to appoint a Cost Auditor.

37. MAINTENANCE OF COST RECORDS:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain Cost Records under said Rules.

38. PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION:

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in the Annual Report and is marked as **"Annexure 2"** to this Report.

39. SEXUAL HARASSMENT POLICY:

In accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013, the Company has established an Internal Complaints Committee as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company is committed to create and maintain an atmosphere in which employees can work together without fear of sexual harassment and exploitation. Every employee is made aware that the Company is strongly opposed to sexual harassment and that such behavior is prohibited both by law and the Company.

The following is the summary of Sexual Harassment complaints received and disposed of during the year 2025-2026.

No. of Complaints pending at the beginning of the financial year	NIL
No. of Complaints Received	NIL
No. of Complaints Disposed off	NIL
No. of cases pending for more than 90 days	NIL

40. MATERNITY BENEFITS COMPLIANCES:

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961 and the rules made thereunder. The Company has ensured that all eligible women employees are provided with maternity benefits and other entitlements as prescribed under the Act. The Company remains committed to providing a safe, supportive, and inclusive work environment for its women employees.

41. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

Your Company has in place a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of your Company's Code of Conduct. Under the vigil mechanism of the Company, which also incorporates a Whistle Blower Policy in terms of Regulation 22 of the SEBI Listing Regulations, protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Chairman of the Audit Committee. Adequate safeguards are provided against victimization to those who avail of the vigil mechanism.

The Board of Directors of the Company have, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on the raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation financial statements and reports, etc.

The employees of the Company have the right/option to report their concerns/grievances to the Chairman of the Board of Directors and it also provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary. The Company ensures that genuine whistle-blowers are accorded with complete protection from any kind of unfair treatment or victimization.

The Company is committed to adhering to the highest standards of ethical, moral, and legal conduct of business operations.

The said policy is also available on the website of the Company at www.acirealty.co.in.

42. LISTING ON STOCK EXCHANGE:

The equity shares of the Company are listed on BSE Ltd having Nation-wide terminals.

43. DEPOSITORY SYSTEM:

Your Company's equity shares are in Demat form. The Company has appointed National Securities Depository Limited (NSDL) as the designated depository to the Company.

44. RISK MANAGEMENT POLICY:

The Company has in place a Risk Management Policy for the identification and management of risks, including the identification, assessment, monitoring, and mitigation of key business risks. Major risks

identified across business and functional areas are systematically addressed through appropriate mitigation measures on a continuous basis, commensurate with the nature, size, and complexity of the Company's operations and risk profile. The Policy has been formulated in accordance with the guidelines issued by SEBI and the Stock Exchanges in this regard.

45. CYBER SECURITY:

In view of increased cyber-attack scenarios, the cyber security maturity is reviewed periodically and the processes, technology controls are being enhanced in-line with the threat scenarios. Your Company's technology environment is enabled with real time security monitoring with requisite controls at various layers starting from end user machines to network, application and the data. During the year under review, your Company did not face any incidents or breaches or data breach or loss of data in cyber security.

46. CODE OF CONDUCT:

The Company has adopted a Code of Conduct ("Code") to regulate, monitor and report trading in Company's shares by Company's designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/ dealing in Company's shares and sharing Unpublished Price Sensitive Information ("UPSI").

The Code covers Company's obligation to maintain a digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI. Further, it also includes code for practices and procedures for fair disclosure of unpublished price sensitive information. The employees undergo a mandatory training/ certification on this Code to sensitize themselves and strengthen their awareness.

47. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

The Company does not have any of its securities lying in demat/unclaimed suspense account arising out of public/bonus/right issues as at March 31, 2026. Hence, the particulars relating to aggregate number of shareholders and the outstanding securities in suspense account and other related matters does not arise.

48. RAISING OF FUNDS BY ISSUANCE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS:

During the period under review, company does not raise any funds by issuing convertible warrants on preferential basis.

49. MATERIAL CHANGES AND COMMITMENTS:

During the year under review, the Promoter, Pujya Guruwar Textiles India Private Limited, sold an aggregate of 2,52,79,116 equity shares of the Company through market transactions on various dates.

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position, have occurred between the end of the financial year of the Company and date of this report.

50. CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS:

Pursuant to Regulation 46(2)(f) of the SEBI (LODR), Regulation, 2015, the Board has framed the policy containing the criteria for making the payments to non-executive directors.

The policy is available on the website at <https://www.acirealty.co.in/>

51. INSIDER TRADING:

The Board, in consultation with the Stakeholder's Relationship Committee, has laid down the policy to regulate and monitor Insider Trading in the Company. The Committee regularly analyses the transactions and monitors them to prevent Insider Trading.

The Company has also adopted a Prohibition of Insider Trading Policy. The policy is available on the website at <https://www.acirealty.co.in/>.

52. MEANS OF COMMUNICATION:

The Board believes that effective communication of information is an essential component of Corporate Governance. The Company regularly interacts with its shareholders through multiple channels of communication such as the Company's Website and stipulated communications to the Stock Exchange where the Company's shares are listed for the announcement of Financial Results, Annual Report, Notices, Outcome of Meetings, and Company's Policies etc.

53. HUMAN RESOURCES:

Your Company treats its "Human Resources" as one of its most important assets. Your Company continuously invests in attraction, retention, and development of talent on an ongoing basis. A number of programs that focus on people's attention are currently underway. Your Company's thrust is on the promotion of talent internally through job rotation and job enlargement.

The Company has all the required policies under the Indian laws for the time being in force and as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 to protect and safeguard the interest of the employees.

54. WEBSITE:

The Company maintains a website at <https://www.acirealty.co.in/>, which provides basic information about the Company, including details of its business, financial information, shareholding pattern, contact details of the Designated Official responsible for assisting investors and handling investor grievances, and such other information as may be required under Regulation 46(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Company ensures that the contents of its website are updated periodically and that the information disclosed therein is maintained in accordance with the applicable provisions of the Listing Regulations.

55. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL:

There are no significant and material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

56. COMPLIANCE OF ACCOUNTING STANDARDS:

As per requirements of the SEBI Listing Regulations and applicable Accounting Standards, your Company has made proper disclosures in the Financial Statements. The applicable Accounting Standards have been duly adopted pursuant to the provisions of Sections 129 and 133 of the Act.

57. DISCLOSURE PURSUANT TO SCHEDULE V PART II SECTION II OF COMPANIES ACT, 2013:

The disclosure pursuant to Schedule V Part II Section II of Companies Act, 2013 forms part of the Corporate Governance report.

58. COMPLIANCE OF SECRETARIAL STANDARDS:

During the year under review, your Company has complied with all the applicable provisions of Secretarial Standard-1 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

59. DISCLOSURE RELATED TO FUND RECEIVED FROM DIRECTOR AND ITS RELATIVE:

The Company has not received funds from its Directors and their relatives during the financial year. Such funds, being exempted under Rule 2(viii) of the Companies (Acceptance of Deposits) Rules, 2014, do not fall within the ambit of deposits. Accordingly, the Company has not been required to obtain necessary declarations from the Directors and their relatives confirming that the funds provided are out of their own sources and not borrowed.

However, the Board of Directors, at its meeting held on May 29, 2026, passed a resolution approving the acceptance of an unsecured loan of up to ₹2 Crores, in one or more tranches from Mr. Sanjay Mandavia. Mr. Sanjay Mandavia has furnished a declaration in writing to the Company confirming that the amount has not been given out of funds acquired by him by way of borrowing or accepting loans or deposits from any other person. Accordingly, the said amount falls within the exclusion provided under Rule 2(1)(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014, and hence is not considered as a Deposit for the purposes of the said Rules.

60. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT IN ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

There has been no one time settlement of Loans taken from Banks and Financial Institutions.

61. REPORTING OF FRAUDS:

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the audit committee and/or board under Section 143(12) of Act and Rules framed thereunder.

62. AUDIT TRAIL APPLICABILITY (AUDIT AND AUDITORS) RULES 2014 – RULE 11 OF THE COMPANIES ACT, 2013:

The Company has used accounting software for maintaining its books of account for the year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility, and such feature has been duly enabled and operated throughout the year. The audit trail has been maintained and preserved in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

63. APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 READ WITH RULE 9 OF THE COMPANIES ACT, 2013:

In Accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the Company to designate a responsible individual for ensuring compliance with statutory obligations. Accordingly, the Managing Director of the company has appointed by the Board of Director as the Designated Person under this rules.

64. DISCLOSURE UNDER SECTION 43(a)(ii) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights and hence no information as per

provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

65. DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

66. DISCLOSURE UNDER SECTION 62(1)(b) OF THE COMPANIES ACT, 2013:

As per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 and other applicable Regulations, no equity shares were issued under the Employees Stock Option Scheme during the financial year.

67. DISCLOSURE UNDER RULE 8 OF COMPANIES (ACCOUNTS) RULES, 2014:

The company is in compliance with the provisions of Rule 8 Of Companies (Accounts) Rules, 2014.

68. DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

69. DISCLOSURE OF PROCEEDINGS PENDING OR APPLICATION MADE UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

No application was filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

70. APPRECIATION:

Your Directors take this opportunity to convey their deep sense of gratitude for valuable assistance and Co-operation extended to the Company by all valued customers and bankers of the Company.

Your Directors also wish to place on record their sincere appreciation for the valued contribution, unstinted efforts by the employees at all levels which contributed, in no small measure, to the progress and the high performance of the Company during the year under review.

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

**Sd/-
Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

**Sd/-
Nidhi Dhanuka
Director
DIN: 00326545**

FORM NO. MR-3**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

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

To,

The Members

ACI INFOCOM LIMITED

Off No. 512, 5th Floor, Hubtown Solaris, Ns Phadake Road,
Saiwadi, Near Flyover Bridge, Andheri East, Mumbai – 400069

We have conducted the Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ACI Infocom Limited (CIN: L72200MH1982PLC175476)** (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other amendments thereof (hereinafter collectively referred to as "**Listing Regulations**");
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – **Not Applicable to the Company during the period under review.**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not Applicable to the Company during the period under review.**

- g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – **Not Applicable to the Company during the period under review.**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable to the Company during the period under review.**
- j. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

VI. The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company as mentioned below:

- Maharashtra Ownership Flats Act, 1963
- Maharashtra Stamp Act, 1958
- Transfer of Property Act, 1882
- Registration Act, 1908
- Maharashtra Fire Prevention and Life Safety Measures Act, 2006
- Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- Development Control and Promotion Regulations- 2034 for Greater Mumbai
- Maharashtra Regional and Town Planning Act, 1966
- Mumbai Municipal Corporation Act, 1888
- Maharashtra Land Revenue Code, 1966
- Real Estate (Regulation and Development) Act, 2016

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Board and General Meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited as per Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015.

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

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings; agenda and detailed notes on agenda were sent as per the applicable provisions.
3. Further, where the notice, agenda and notes to agenda were given at a shorter period of time for meetings scheduled to transact the urgent business, the requirement of the secretarial standards were complied with and presence of atleast one independent directors was ensured.
4. All decisions at Board and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors and Committees of the Board, as the case may be.

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

We further report that during the audit period following material events were occurred:

1. The Board of Directors of the Company at their meeting held on 18th July, 2025 considered and approved-

- Appointment of Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544) as an Additional Director, Executive Category of the company.
 - Appointment of Mrs. Nidhi Pradeep Dhanuka (DIN: 00326545), as an Additional Director, Non-Executive Category of the company.
 - Appointment of Mr. Sanjay Natvarlal Mandavia (03606814), as an Additional Director, Executive Category of the company.
2. The Board of Directors of the Company at their meeting held on 05th September, 2025 considered and approved-
- Resignation of Mr. Kushal Chand Jain (DIN: 03545081), as a Managing Director of the company with effect from 05th September, 2025.
 - Resignation of Mr. Dilip Kumar Dhariwal, as a Chief Financial Officer of the company with effect from 05th September, 2025.
 - Appointment of M/s. Mittal & Associates, Chartered Accountants (Firm Registration No.:106456W), as the Secretarial Auditor of the Company for the first term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of 48th Annual General Meeting to be held in the FY 2030-31.
 - Appointment of M/s. Nishant Bajaj & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company for the first term of five consecutive years from the FY 2025-26 to the FY 2029-30.
 - Regularisation of Mr. Pradeep Dhanuka (DIN: 00326544), as the Executive Director of the company
 - Appointment of Mr. Pradeep Dhanuka (DIN: 00326544), as a Managing Director and CFO of the company.
 - Regularisation of Mrs. Nidhi Pradeep Dhanuka (DIN: 00326545), as the Non- Executive Director of the company with effect from 18th July, 2025.
 - Appointment of Ms. Divya Sarraf, as the Internal Auditors of the Company under section 138(1) of the Companies Act, 2013 for the Financial Year 2025- 2026.
3. The Board of Directors of the Company at their meeting held on 10th November, 2025 considered and approved the proposal for the Company to retire from its capacity as a Partner in M/s. Sanjog Developers with effect from 10th November, 2025.
4. The Board of Directors of the Company at their meeting held on 21st February, 2026 considered and approved the appointment of Mr. Sanjay Natvarlal Mandavia, as an Additional Director (Executive) with effect from 21st February, 2026.

During the year under review, the Promoter, Pujya Guruwar Textiles India Private Limited, sold an aggregate of 2,52,79,116 equity shares of the Company through market transactions on various dates. The necessary disclosures and compliance requirements under the applicable provisions of the SEBI Regulations are required to be complied with by the concerned promoter/entity.

We further report on the event occurred during the period under review:

We identify that the tenure of 2 independent directors has expired, and the company is in process of appointment of other persons in their place.

We further report that during the audit period there were no instance of:

- (i) Right issue of shares / debentures/ Sweat Equity.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction, etc.
- (iv) Foreign technical collaborations.

Further, our report of even dated to be read along with the following clarifications:

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

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Sd/-

Company Secretary in Practice
M. No.: 12990
CP No.: 21538
Place: Mumbai
Date: August 27, 2026
UDIN: F012990H001245201

"Annexure A To Secretarial Audit Report"

To,
The Members,
ACI Infocom Limited
Off No. 512, 5th Floor, Hubtown Solaris, Ns Phadake Road,
Saiwadi, Near Flyover Bridge, Andheri East, Mumbai – 400069

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Sd/-
Company Secretary in Practice
M.No.: 12990
COP No.: 21538
Place: Mumbai
Date: August 27, 2026
UDIN: F012990H001245201

ANNEXURE-2**DETAILS OF REMUNERATION**

PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE, 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE YEAR ENDED MARCH 31, 2026:

The percentage increase in remuneration of the Executive Directors, Chief Financial Officer and Company Secretary during the Financial Year 2025-26, the ratio of remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year and the comparison of remuneration of each Key Managerial personnel (KMP) against the performance of the Company is as under:

(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:-			
Sr. no.	Name of the Director	Designation	Remuneration of Director/KMP for the Financial year 2025-26 the median remuneration of the employees	Ratio of remuneration to the median remuneration of the employees
1	Mr. Kushal Chand Jain	Executive Director	Nil	0.77
2	Mr. Krishna Vyas	Non-Executive Independent Director	Nil	N.A.
3	Mr. Hemantkumar S Jain	Non-Executive Independent Director	Nil	N.A.
4	Mr. Amit Kumar	Non-Executive Independent Director	Nil	N.A.
(ii)	The percentage increase in remuneration of each CFO, CEO, Company Secretary or Manager, if any, in the financial year: -			
Sr. no.	Name of the CFO/Company Secretary	% Increase over last F.Y.		
1	Mr. Dilip Kumar Dhariwal	0		
2	Ms. Sarika Mehta	0		
	Comparison of the Remuneration of the KMP Against the performance of the Company	Refer Note Below		
(iii)	The percentage increase/ decrease in the median remuneration of employees in the financial year	There was no increase made in the salaries of employees and managerial personnel for the financial year i.e. 2025-26		
(iv)	The number of permanent employees on the rolls of the Company as on March 31, 2026	There were one (Including KMP) permanent employees on the rolls of the Company as on March 31, 2026.		

(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:	The was no increase made in the salaries of employees and managerial personnel for the financial year i.e. 2025-26
(vi)	The key parameters for any variable component of remuneration availed by the directors	N.A.
(vii)	Affirmation that the remuneration is as per the remuneration policy of the Company:	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of your Company.
(II) Statement showing details of Employees of the Company as per Section 197 (12) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:		
In pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Pursuant to the provisions of the first proviso to Section 136(1) of the Companies Act, 2013 the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary of the Company and the same will be furnished without any fee.		

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

**Sd/-
Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

**Sd/-
Nidhi Dhanuka
Director
DIN: 00326545**

ANNEXURE 3**NOMINATION & REMUNERATION POLICY****I. OBJECTIVE:**

The Nomination and Remuneration Committee (NRC or the Committee) has formulated the Nomination & Remuneration Policy in compliance with Section 178 of the Companies Act, 2013 read with the applicable rules there to and Regulation 19(4) read with Part D of Schedule II under the Listing Regulations, as amended from time to time. This policy is mainly focused on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management.

The objective of the policy is to ensure that:

- ❖ the Board is being guided in relation to appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management including Department head;
- ❖ the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully;
- ❖ relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- ❖ remuneration to Directors, Key Managerial Personnel and senior management involves balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

II. DEFINITIONS

Key definitions of terms used in this Policy areas follows:

1. **Act** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
2. **Listing Regulations** means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
3. **Board** means Board of Directors of the Company.
4. **Directors** mean Directors of the Company.
5. **Key Managerial Personnel** means
 - i. Chief Executive Officer or the Managing Director or the Manager;
 - ii. Whole-time director;
 - iii. Chief Financial Officer;
 - iv. Company Secretary; and
 - v. such other officer as may be prescribed.

Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

III. ROLE OF COMMITTEE

1. **Matters to be dealt with, per used and recommended to the Board by the Nomination and Remuneration Committee**

The Committee shall:

- i. Periodically reviewing the size and composition of the Board to ensure that it is structured in

- such a manner which enables to take appropriate decision in the best interest of the company as a whole;
- ii. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommending candidates to the Board as and when need arises keeping in view the Board structure and expertise/experience required;
 - iii. Establish and on regular basis review the succession plan of the Board, KMPs and Senior Executives;
 - iv. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy;
 - v. To formulate criteria for evaluation of Independent Directors and the Board;
 - vi. Recommend to the Board performance criteria for the Directors, KMPs and Senior Management;
 - vii. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel and their remuneration;
 - viii. Help the Board to formulate and ensure the Board nomination process keeping in mind the diversity of gender, expertise, experience and Board structure;
 - ix. Review and recommend to the Board:
 - a) The Remuneration Policy for all employees including KMPs and Senior Management including various components of remuneration whether fix or variable, performance reward, retirement benefits,
 - b) Remuneration of the Executive Directors and KMPs,
 - c) Remuneration of non executive Directors including Chairman, as a whole and individually and sitting fees to be paid for attending the meeting of the Board and Committee thereof, and
 - d) Equity based incentive Schemes,
 - x. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage; and
 - xi. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
 - xii. Devising a policy on diversity of the Board of Directors;
 - xiii. Aligning key executive and board remuneration with the longer term interests of the Company and its shareholders;
 - xiv. Ensuring a transparent board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board;
 - xv. To carry out any other functions as authorized by the Board from time to time or as enforced by statutory/ regulatory authorities;
 - xvi. To perform such other functions as may be necessary or appropriate for the performance of its duties;

2. Policy for appointment and removal of Director, KMP and Senior Management

i. Appointment criteria and qualifications

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment, as per Company's Policy.
- b. A person to be recommended to the Board should be a man with integrity, possess adequate qualification, expertise and experience for the position he / she is considered for appointment and industry in which Company operate. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.
- d. The Company shall not appoint or continue the employment of any person as Managing

Director and/or Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

- e. A whole-time KMP of the Company shall not hold office in more than one Company except in its Subsidiary Company at the same time. However, a whole-time KMP can be appointed as a Director in any Company with the permission of the Board of Directors of the Company.

ii. Term/Tenure

A. Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its, Managing Director and CEO or Executive/Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

B. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly

At the time of appointment of Independent Directors, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven Listed Companies as an Independent Director and three Listed Companies as an Independent Director in case such person is serving as a Whole-time Director of a Listed Company or such other number as may be prescribed under the Act

iii. Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly) or at such intervals as may be considered necessary.

iv. Removal

The Committee may recommend to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Act, rules and regulations and the policy of the Company.

v. Retirement

The Director, KMP and Senior Management Personnel shall retire as per the term of appointment, provisions of the Act, Listing Regulations and the Policies of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company subject to compliance of provisions of the Act and Listing Regulations.

3. Policy relating to the Remuneration for the Managing Director, Whole-time Director, KMP and Senior Management Personnel.

i. General:

- a. The remuneration / compensation / commission / fees etc. to be paid to the Managing Director, Whole-time Director, other Directors, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval which shall be subject to the prior/post approval of the shareholders of the Company or Central Government, wherever required.
- b. The remuneration and commission to be paid to the Managing Director, Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act.
- c. Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managing Director, Whole-time Director.
- d. Where any insurance is taken by the Company on behalf of its Managing Director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration.

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

a. Fixed pay

The Managing Director/ Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee, subject to the approval of the shareholders or Central Government, wherever required.

b. Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director, Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

c. Provisions for excess remuneration:

If any Managing Director, Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the approval of the shareholders or the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the shareholder or Central Government.

iii. Remuneration to Non- Executive / Independent Director:

a. Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof provided that the amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. However, the amount of such fees shall not exceed Rs. 1 Lac per meeting of the Board or Committee attended by Director or such other amount as may be prescribed by the Central Government from time to time.

b. Remuneration / Commission:

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

Board of Directors or shareholders, as the case may be.

c. Stock Options:

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

d. Remuneration for services of Professional Nature:

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

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

iv. Remuneration to Key Managerial Personnel and Senior Management:

- a. The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b. The Nomination and Remuneration Committee or any other Committee to be constituted by the Company for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share-based payments to be made to Key Managerial Personnel and Senior Management.
- c. The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- d. The Incentive pay/performance linked pay shall be decided based on the extent of achievement of the individual target/objective or performance of the Key Managerial Personnel and Senior Management and performance of the Company which will be decided annually or at such intervals as may be considered appropriate.

4. Policy Review:

The Policy is framed based on the provisions of the Companies Act, 2013 and rules made there under and the requirement of Regulation 19(4) and Schedule II (Part D) of the Listing Regulations. In case of any subsequent changes in the provisions of the Act or any other Regulations which makes any of the provisions of this Policy inconsistent with the Act or any such Regulation, then the provisions of the Act or such Regulation would prevail over the Policy and the provisions in the Policy would be modified in due course to make it consistent with the Act or such Regulation.

The Committee shall review the Policy as and when any changes are to be incorporated in the Policy due to changes in the Act or such Regulation or felt necessary by the Committee. Any changes in the Policy shall be recommended by the Committee to the Board and shall be effective on approval of the Board

IV. Implementation:

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

Sd/-

**Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

Sd/-

**Nidhi Dhanuka
Director
DIN: 00326545**

ANNEXURE 4**MANAGEMENT DISCUSSION AND ANALYSIS****1. Industry structure and developments, opportunities and threats:**

The real estate sector in India is comprised of 4 sub-sectors i.e. housing, retail, hospitality, and commercial. The growth of this sector is well complemented by the growth in the corporate environment and the demand for office space as well as urban and semi-urban accommodations. The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy. There is a rapid increase in Indian infrastructure and construction industry in last decade. However, the outbreak of the Coronavirus (COVID-19) pandemic and subsequent lockdown restrictions weighed on the industry's output last year. The ongoing Coronavirus pandemic, beginning its impact from November 2021, had adversely affected economic activities and home buyer sentiment on the demand side, and led to stoppages and delays in construction activities and project completions, respectively, on the supply side. Therefore, the construction industry of the country suffered a significant deal.

Though, in the recent past, the industry witnessed a slowdown. But due to speedy urbanization, softening of interest rates on home loans, Reduction in stamp duty on registration of properties in various states, favorable government policies and initiatives like development of smart cities, Real Estate (Regulation and Development) Act, 2016 (RERA) etc. growth in real estate sector is expected to be on rise due to increase in urban housing and commercial space demand. This will create a great opportunity for the construction industry in affordable housing and commercial space.

ACI Infocom Ltd is all set to target the rising demand of affordable housing and commercial space in small- medium cities of India where the size of project in terms of capital investment are relatively low as compared to medium – big cities/ metros. This will give steady and safe growth to the company. The company is also focusing on redevelopment projects, construction contracts and development projects.

The Company is having excellent team and network of contractors to support and achieve its vision.

2. Opportunities & Threats:**Opportunities:**

- a. Concentrating in one sector makes the company mature in the industry and gain efficiency in operations.
- b. Growing preference for online platform.
- c. Rural development.

Threats:

- a. Competition from low cost imported products.
- b. Manpower costs are rising as many large companies are mopping, but the availability of talent pool supply is limited. Thus, for small and mid-range companies, retaining high quality manpower is a concern

3. Internal control and their adequacy:

ACI Infocom Ltd has an effective system of accounting and administrative controls supported by an internal audit system with proper and adequate system of internal check and controls to ensure safety and proper recording of all assets of the Company and their proper and authorised utilization.

As part of the effort to evaluate the effectiveness of the internal control systems, our Company's

internal audit committee reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate.

4. Outlook:

To drive the virtuous cycle of infrastructure investment and job creation, the Union Government has considerably increased the capital expenditure outlay to Rs. 10 Lakh Crore, which is 33% higher than the previous year. The increase in infrastructure spending, especially in tier II and tier III cities is anticipated to have a substantial effect on the Indian economy, generating new employment opportunities and stimulating growth.

The industry's growth will also be supported by the government's focus on boosting local manufacturing sector to become self-reliant and reduce dependency on imports. In addition, the government's targets to construct 10 million affordable houses and increase the share of renewable energy in total installed power capacity to 60% by 2030 will support the industry's growth over the medium and long term. The industry's growth will also be supported by the government's plan to significantly increase the stock of affordable housing units for low and middle-income cohorts, under the 'Housing for All' program by 2022.

Overall, the demand conditions in India remain conducive to supporting economic activity. India faces the coming financial year with confidence imparted by underlying and overall macroeconomic stability, while being on the alert against geo-political and geo-economic risks.

5. Risks and Concerns:

Construction industry is highly risk prone, the industry is easily affected by various risks such as Construction risk, Design risk, Environmental risk, Financial risk, Sub-Contractors risk, Procurement risk, Legal risk etc. To overcome the challenging business environment, the Company has proactively undertaken the steps and mitigation procedures/plans are being formulated and monitored to reduce, if not totally eliminate, the risks associated with the above.

6. Discussion on financial performance with respect to operational performance, segment wise performance:

(Rs. In lakhs)

Particulars	Financial year	
	2026	2025
Net Sales/Income	54.38	51.98
Construction cost/Cost of Technical cont.	0.00	0.00
Employee Benefit	10.50	11.70
Other expenditure	216.51	123.88
Other income	54.38	86.80
Finance cost	0.00	0.00
Depreciation	0.00	0.00
Profit before tax	(185.41)	(46.31)
Tax	0.00	6.84
Profit after tax	(185.41)	(53.16)

7. Material developments in human resources / industrial relations front, including number of people employed:

Our people are our most important asset and we value their talent, integrity and dedication. Our responsibilities towards our people, who are instrumental to our success with their devotion and relentless support covers a quantum part of the company strategy. We believe that training is essential

to build skill sets in growing organization. The focus has been to create an environment where performance is rewarded, individuals are respected and associates get opportunities to realize their potential. As in the past, industrial relations continued to remain cordial in the Company. There was no strike or labour unrest during the period under review.

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

Particulars	FY 2025-2026	FY 2024-2025	% Change	Explanation for ≥25% change
Current Ratio	55.50	9.20	503.21%	Ratio higher due to decrease in loans and advances compared to previous period
Debt-Equity Ratio	NA	NA	NA	Company not having any debt.
Debt Service Coverage Ratio	NA	NA	NA	Company not having any debt.
Return on Equity Ratio	(0.12)	(0.03)	275.74%	Ratio higher due to increase in Loss during the CY .
Inventory Turnover Ratio	(0.12)	(0.03)	NA	cost of operations in PY was NIL
Trade Receivables Turnover Ratio	-	NA	NA	company not having any trade receivables in PY.
Trade Payables Turnover Ratio	-	NA	NA	company not having direct expenses in PY.
Net Capital Turnover Ratio	-	NA	NA	Revenue from operations in PY was NIL
Net Profit Ratio	(185.41)	NA	NA	Revenue from operations in PY was NIL
Return on Capital employed	(0.13)	(0.03)	351.48%	Loss in Current Year

9. Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof:

Particulars	FY 2025-2026	FY 2024-2025
Net-worth	14,51,41,160.18	16,36,82,031.28

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
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CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

**Sd/-
Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

**Sd/-
Nidhi Dhanuka
Director
DIN: 00326545**

ANNEXURE 5**CORPORATE GOVERNANCE REPORT****1. Company's Philosophy on Corporate Governance.**

The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the law coupled with total adherence to highest norms of business ethics. The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plant and facilities, transparency in decision making process and fair & ethical dealings with all, pollution-free clean environment and last but not the least, accountability to all the stakeholders. These practices are being followed since the inception and have contributed to the company's sustained growth. The ACI Infocom Limited is committed to good Corporate Governance in order to all stakeholders – Customers, suppliers, lenders, employees, the shareholders.

In accordance with Regulation 27 and 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with the stock exchanges and best practices followed internationally on Corporate Governance, the details of compliance by the Company are as under

2. Board of Directors

The Directors take active part at the Board and Committee Meetings by providing valuable guidance and expert advice to the Board and the Management on various aspects of business, policy direction, governance, compliance, etc. and play critical role on strategic issues and add value in the decision-making process of the Board of Directors. The Board's actions and decisions are aligned with the Company's best interests.

During the year under review, the Board has an optimum combination of Executive and Non-Executive Directors. The number of Non-Executive Directors comprising of three Independent Directors is more than one-half of the total number of Directors including one Women Directors.

The maximum tenure of Independent Directors is following the Companies Act, 2013 ("the Act") and the Listing Regulations. All the Independent Directors have confirmed that they meet the criteria as mentioned in Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. The Independent Directors provide an annual confirmation that they meet the criteria of independence. Based on the confirmations/ disclosures received from the Independent Directors, the Board is of the opinion that the Independent Directors fulfill the conditions specified in the Listing Regulations and are Independent of the Management.

A declaration on confirmation of compliance of the Code of Conduct, signed by the Company's Chairman and Managing Director is published in this Report.

Further, the Independent Directors have also registered their names in the Data bank maintained by the Indian Institute of Corporate Affairs as mandated in the Companies (Appointment and Qualification of Directors), Rules, 2014 as amended. They have also given the online self-assessment proficiency test and cleared the same within the timelines as prescribed by MCA, to whomsoever it was applicable. Further, based on the declarations received from the Independent Directors, in the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management.

The Board has unfettered and complete access to any information within your Company. Members of

the Board have complete freedom to express their views on agenda items and can discuss any matter at the Meeting with the permission of the Chairperson. Your Company has formulated and adopted the Nomination and Remuneration Policy to ensure that the composition of the Board is optimum, balanced and diverse to benefit the Company from fresh perspectives, new ideas and broad experience is provided as a “Annexure 3” to this report.

Thus, the composition of the Board of Directors is in conformity with the Regulation 17 of SEBI Listing Regulations read with Section 149 of the Companies Act. As per Regulation 17A of SEBI Listing Regulations, all directors meet the criteria of maximum number of directorships. Further, the Managing Director of the Company does not serve as an Independent Director in any listed entity.

The Board of the Company comprises of Six Directors out of which two are Executive Directors, three are Independent Directors and one is Non-Executive Non-Independent Director including one Woman Director. The Non-Executive Directors of the Company are highly experienced professionals in their fields and in the corporate world. The Chairman of the Board is an Executive Director.

A. The Composition of Directors on the Board of the Company as on March 31, 2026 is as under:

Category	No. of Directors	%
Executive Directors	2	25
Non- Executive Independent Directors	3	50
Non- Executive Non-Independent Directors	1	17
Total	6	100

B. Core Skills / Expertise /Competencies Available with The Board

The Board of Directors of the Company recognizes that qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its Committees.

The table below summarises the key qualifications, skills and attributes which are taken into consideration while nominating candidates to serve on the Board.

Category	Name of the Directors	Area of Expertise
Executive Directors	Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544) (Resigned w.e.f. May 18, 2026)	Finance & Stock Market
	Mr. Sanjay Natvarlal Mandavia (DIN: 03606814) (with effect from February 21, 2026)	Financial advisory and capital markets
	Mr. Kushal Chand Jain (DIN: 03545081) (Resigned w.e.f. September 05, 2025)	Finance
Non-Executive and Non-Independent Director	Ms. Nidhi Dhanuka (DIN: 00326545)	Management & Stock Market
	Mrs. Navneet Kumar (DIN: 10725183) (with effect from April 24, 2026)	Corporate law, regulatory compliance, corporate advisory, strategic advisory, capital markets, corporate governance
Non-Executive and Independent Directors	Mr. Hemant Kumar S Jain (DIN: 06778764) (Resigned w.e.f. August 14, 2026)	Financial Management
	Mr. Amit Kumar (DIN:06393899)	Financial Management & Administration

	Ms. Krishna Vyas (DIN:07444324) (Resigned w.e.f. August 14, 2026)	Financial Management
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C. The Category of Directors on the Board of the Company is as under:

Name of the Director	Category	Total Number of Directorships of companies#, Committee Chairmanships and Memberships, as on March 31, 2026		
		Directorships\$	Member+	Chairman+
Mr. Sanjay Natvarlal Mandavia (DIN: 03606814) (with effect from February 21, 2026)	Executive Director	2	NA	NA
Ms. Nidhi Dhanuka (DIN:00326545)	Non-Executive and Non-Independent Director	1	NA	NA
Mrs. Navneet Kumar (DIN: 10725183) (with effect from April 24, 2026)	Non-Executive and Independent Director	3	NA	NA
Mr. Hemant Kumar S Jain (DIN:06778764) (Resigned w.e.f. August 14, 2026)	Non-Executive and Independent Director	1	2	2
Mr. Amit Kumar (DIN:06393899)	Non-Executive and Independent Director	1	2	NA
Ms. Krishna Vyas (DIN:07444324) (Resigned w.e.f. August 14, 2026)	Non-Executive and Independent Director	2	4	4
Mr. Kushal Chand Jain (DIN: 03545081) (Resigned w.e.f. September 05, 2025)	Executive Director	1	2	0

Excludes directorship of private limited companies/ foreign companies and companies under Section 8 of the Companies Act, 2013.

\$ Includes Directorship in ACI Infocom Limited.

+ Committees considered are Audit Committee and Stakeholders Relationship Committee in all the public companies including that of ACI Infocom Irrigation Limited.

None of the Directors of the Company holds membership of more than 10 Board Committees or Chairmanships of more than 5 Board Committees.

D. Disclosure of Relationships between Directors Inter-Se

None of the other directors are related to any directors on the Board.

E. Meeting of the Board of Directors during the Year

The Board of the Company met Seven (7) times during the year ended March 31, 2026 on the following dates:

May 30, 2025, July 18, 2025, August 13, 2025, September 05, 2025, November 10, 2025, February 13, 2026, February 21, 2026.

The Board discussed the operating plans, performance of various units and various other information's, including those specified under Chapter II of Listing Regulation 4(2)(f) from time to time.

F. Attendance of Directors at Board Meetings and at the last Annual General Meeting.

Name of the Director	Board Meetings held during the tenure of the Director	Board Meeting Attended	Attendance at the last AGM held on September 30, 2025
Ms. Nidhi Dhanuka (DIN: 00326545)	5	5	Yes
Mr. Kushal Chand Jain (DIN: 03545081)	3	3	NA
Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544)	5	5	Yes
Mr. Hemant Kumar S Jain (DIN: 06778764)	7	7	Yes
Mr. Amit Kumar (DIN: 06393899)	7	7	Yes
Mrs. Krishna Kamal Kishor Vyas (DIN: 07444324)	7	7	Yes
Mr. Sanjay Natvarlal Mandavia (DIN: 03606814)	0	0	NA

During FY 2025-26, one meeting of the Independent Directors was held. The Independent Directors, inter- alia, reviewed the performance of Non-Independent Director's Board as a whole and Chairman of the Company, taking in to account the views of Executive Directors and Non-Executive Directors.

G. Board Procedure:

A detailed Agenda folder, along with necessary supporting papers are sent to each Director in advance of the Board Meetings and to the concerned members of the Committee Meetings. Video Conferencing facilities were provided to enable Director(s) who are unable to attend the Meeting(s) in person, to participate in the Meeting via Video Conferencing. To enable the Board to discharge its responsibilities effectively. The Board also inter alia reviews strategy and business plans, annual operating and capital expenditure budgets, compliance reports of all laws applicable to the Company as well as steps taken by the Company to rectify instances of non- compliances, review of major legal issues, adoption of quarterly/half yearly/annual results, risk management, significant labour issues, major accounting provisions and write-offs, minutes of meetings of the Audit and other Committees of the Board.

The Board sets annual performance objectives, oversees the actions and results of the management, evaluates its own performance, performance of its committees and individual Directors on an annual basis and monitors the effectiveness of the Company's governance practices for enhancing the stakeholders' value. The Company has well established framework for the Meetings of the Board and its Committees which seeks to systematise the decision-making process at the Meetings in an informed and efficient manner.

H. Number of shares and convertible instruments held by Non -Executive Directors

None of the Non-executive Directors during the year held any shares or convertible instruments

I. Certificate from Practicing Company Secretary

Certificate, as required under Part C of Schedule V of Listing Regulations, received from M/s. Nishant Bajaj & Associates Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified for the financial year ending on March 31, 2026 from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority, was placed before the Board of Directors at their meeting held on August 27, 2026 and is enclosed with this Report as **Annexure 7**.

J. Familiarization Programs for Directors

The details of familiarization programs imparted to independent directors is available on website of the Company at <https://www.acirealty.co.in/investor-relations.php>.

K. Role of the Company Secretary in Overall Governance Process

Functions of the Company Secretary are discharged by the Company Secretary and Compliance Officer of the Company. The Company Secretary plays a key role in ensuring that the Board (including its Committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings.

The Company Secretary is primarily responsible to assist and advice the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to the Directors and to facilitate convening of meetings.

The Company Secretary interfaces between the management and regulatory authorities for governance matters.

L. Criteria of Selection of Non-Executive Directors

The Company has framed a policy which states the criteria for selection of Non-Executive Directors of the Company. The same policy is also placed on the website of the Company <https://www.acirealty.co.in/>

M. Criteria for Selection/Appointment Of CEO, CFO & Managing Director

The Company has framed a policy which states the criteria for selection of CEO, CFO & Managing Director of the Company. The same policy is also placed on the website of the Company <https://www.acirealty.co.in/>

N. Remuneration Policy for The Senior Management Employees Including CFO

The Company has framed a nomination and remuneration policy which states Remuneration Policy for the Senior Management Employees Including CFO of the Company. The same policy is also placed on the website of the Company <https://www.acirealty.co.in/>

O. Retirement by rotation

In accordance with the provisions of the Act, Ms. Nidhi Dhanuka (DIN: 00326545) Director is liable to retire by rotation.

P. Resignation of Independent Director(s)

During the year under review, none of the Independent Directors of the Company had resigned before the expiry of their respective tenure(s).

3. Risk Management

Your Company has a well-defined risk management framework in place. The risk management framework works at various levels across the Company. These levels form the strategic defence cover of the Company's risk management. The Company has a robust organisational structure for managing

and reporting on risks. The assessment of various risks pertaining to the various aspects of business and the steps taken to mitigate risks is reviewed and monitored in the meetings of the Risk Management Committee and the Meeting of the Board of Directors. Accordingly, the Company has adopted Risk Management Policy.

4. Audit Committee

As on March 31, 2026, the Audit Committee comprises of three Non-Executive Directors and one Executive Director, majority of whom are Independent Directors, and Mr. Hemant Kumar S Jain act as the Chairman of the Committee

All the members of the Audit Committee possess accounting and financial management knowledge. The Company Secretary is the Secretary of the Audit Committee.

A. The following terms of reference stipulated by the Board of Directors to the Audit Committee cover all the matters specified under the Listing Regulations as well as the provisions of Section 177 of the Companies Act, 2013.

1. To oversee the financial reporting process.
2. To oversee the disclosures of financial information to ensure that the financial statement is correct, sufficient and credible.
3. To recommend appointment and terms of appointment and removal of statutory auditors and fixation of their fees.
4. To approval of payment to statutory auditors for any other services rendered by the statutory auditors;
5. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
6. To review the quarterly/half yearly financial results and annual financial statements with the management, internal auditor and the statutory auditor.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. To consider the reports of the internal auditors and to discuss their findings with the management and to suggest corrective actions wherever necessary.
9. To Review with the management, statutory auditors and the internal auditors the nature and scope of audits and the adequacy of internal control systems.
10. To Review major accounting policies and compliance with accounting standards and listing agreement entered into with the stock exchange and other legal requirements concerning financial statements.
11. To look into the reasons for any substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors, if any.
12. To review related party transactions of material nature, with promoters or the management and their relatives that may have potential conflict with the interests of the Company at large.
13. Approval or any subsequent modification of transactions of the listed entity with related

parties;

14.To investigate any matter covered under Section 177 of the Companies Act, 2013.

15.To Review the financial and risk management policies.

The Audit Committee also receives the report on compliance under the SEBI (Code of Conduct for Prohibition of Insider Trading) Regulations, 2015. Further, Compliance Reports under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Whistle Blower Policy are also placed before the Committee.

Generally, all items under Regulation 18(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are covered in the terms of reference and Role of the Audit Committee. The Audit Committee has been granted powers as prescribed under Regulation 18(2)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Meeting of Audit Committee During the Year

During the year ended March 31, 2026, Four Meetings of the Audit Committee were held on: May 30, 2025, August 13, 2025, November 10, 2025, February 13, 2026.

C. The Composition of Audit Committee and the details of attendance of its meetings are as under:

Name of the Director	Category	Designation	Committee Meetings held during the tenure of Director on the Committee	Committee Meetings Attended
Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544)	Executive Director	Member	4	4
Mr. Hemant Kumar S Jain (DIN: 06778764)	Non- Executive Independent Director	Chairman	4	4
Mr. Amit Kumar (DIN: 06393899)	Non- Executive Independent Director	Member	4	4
Mrs. Krishna Kamal Kishor Vyas (DIN: 07444324)	Non- Executive Independent Director	Member	4	4
Mr. Kushal Chand Jain (DIN: 03545081)	Executive Director	Member	2	2

5. Nomination and Remuneration Committee.

The powers, role and terms of Nomination and Remuneration committee covers the areas as contained in Regulation 19 of the Listing Regulations and Section 178 of the Companies Act, 2013. The Committee comprises of Three Independent Non-Executive Directors and one Executive Director.

The NRC Committee is responsible for formulating evaluation policies and reviewing all major aspects of Company's HR processes relating to hiring, training, talent management, succession planning and compensation structure of the Directors, KMPs and Senior Management. The Committee also anchored the performance evaluation of the Individual Directors.

A. The following terms of reference stipulated by the Board of Directors to the Audit Committee cover all the matters specified under the Listing Regulations as well as the provisions of Section 177 of the Companies Act, 2013.

1. Recommend to the Board the setup and composition of the Board and its Committees.
2. Recommend to the Board the appointment /re-appointment of Directors and Key Managerial Personnel.
3. Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.
4. Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
5. Oversee familiarization programs for Directors.

The Company has adopted the policy on directors and Key Managerial Personnel and other employees, appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee has further determined the criteria for evaluation of performance of Independent Directors, Chairman of the Company, Board and its Committees.

B. Meeting of Nomination & Remuneration Committee During the Year.

During the year ended March 31, 2026, three Meetings of the Nomination & Remuneration Committee were held on May 30, 2025, September 09, 2025 and February 21, 2026 during this committee meeting all the committee members were present.

C. The Composition of Nomination & Remuneration and the details of attendance of its meetings are as under:

Name of the Director	Designation	Category	Committee Meetings held during the tenure of Director on the Committee	Committee Meetings Attended
Mr. Hemant Kumar S Jain (DIN: 06778764)	Chairman	Non- Executive Independent Director	3	3
Mr. Amit Kumar (DIN: 06393899)	Member	Non- Executive Independent Director	3	3
Ms. Krishna Kamal Kishore Vyas (DIN: 07444324)	Member	Non- Executive Independent Director	3	3

D. Performance Evaluation of Independent Directors

The Board evaluates the performance of Independent Director's every year. All the Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

The Meeting was conducted in an informal and flexible manner to enable the Independent Directors to, inter alia, discuss matters pertaining to review of performance of Non-Independent Directors and the Board of Directors as a whole, review the performance of the Chairman of the Board (taking into account the views of Non- Executive Directors), assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Nomination and Remuneration Committee has laid down the evaluation criteria for Independent Directors and the evaluation has been done by the entire Board of Directors. The performance criteria includes whether a director possesses sufficient skills, experience and level of preparedness to add value to discussions and decisions, challenge views constructively, knowledge about Company's

business, the industry in which company operates and global trends etc.

6. Remuneration of Directors:

A. All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity;
There is no pecuniary relationship or transactions of the non-executive directors with the Company.

B. Disclosures with respect to Remuneration

The remuneration of the employees consists of fixed pay i.e. Basic pay, Allowances, perquisites etc., which is related to Industry pattern, qualification, experience and responsibilities handled by the employee etc. The objectives of the remuneration policy are to motivate employees and recognize their contribution, reward merit and to attract and retain talent in the organization.

The Committee is authorized, inter alia to deal with the matters related to remuneration by way of salary, perquisites, benefits etc. for the Executive Directors of the Company and set guidelines for salary, performance pay and perquisites to other senior employees.

The details of Remuneration paid / payable to the Directors for the year ended March 31, 2026 are as follows:

Name of the Director	Position	Sitting Fees	Salary & Perquisites (Fixed)	Total
Mr. Kushal Chand Jain (DIN: 03545081)	Executive & Managing Director	NIL	1,50,000	1,50,000
Mr. Amit Kumar (DIN: 06393899)	Non- Executive Independent Director	NIL	NIL	NIL
Mrs. Krishna Kamal Kishore Vyas (DIN: 07444324)	Non- Executive Independent Director	NIL	NIL	NIL
Mr. Hemant Kumar S. Jain (DIN: 06778764)	Non- Executive Independent Director	NIL	NIL	NIL
Mr. Pradeep Dhanuka	Executive & Managing Director	NIL	NIL	NIL
Mrs. Nidhi Dhanuka	Non- Executive Non-Independent Director	NIL	NIL	NIL
Mr. Sanjay Natvarlal Mandavia (DIN: 03606814)	Executive Director	NIL	11,00,000	11,00,000
TOTAL		NIL	15,50,000	15,50,000

7. Stakeholders' Relationship Committee

The Company has Stakeholders Relationship Committee under the provisions of the Companies Act, 2013. The functions of Stakeholder's Relationship Committee include redressal of investor's complaints related to share transfers, non-receipt of Annual Reports, dividend payment, issue of duplicate share certificates etc. Mr. Hemant Kumar S. Jain is Chairman of Stakeholders Relationship Committee.

The Stakeholders Relationship Committee resolves the grievances of security holders of the Company, including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

As required by Securities and Exchange Board of India (SEBI), Ms. Sarika Mehta, Company Secretary and Compliance Officer of the Company, is the Compliance Officer and for any clarification/complaint, the shareholders may contact Ms. Sarika Mehta, Company Secretary and Compliance Officer of the Company at <https://www.acirealty.co.in/investor-relations.php>

A. Meeting of Stakeholders' Relationship Committee During the Year

During the year ended March 31, 2026, Four Meetings of the Stakeholders relationship Committee were held on May 30, 2025, August 13, 2025, November 10, 2025, February 13, 2026.

B. The composition of Stakeholders' Relationship Committee is as under:

Name of the Director	Designation	Category	Committee Meetings held during the tenure of Director on the Committee	Committee Meetings Attended
Mr. Hemant Kumar S Jain (DIN: 06778764)	Chairman	Non- Executive Independent Director	4	4
Mr. Amit Kumar (DIN: 06393899)	Member	Non- Executive Independent Director	4	4
Ms. Krishna Kamal Kishore Vyas (DIN: 07444324)	Member	Non- Executive Independent Director	4	4
Mr. Pradeep Natvarlal Dhanuka (DIN: 00326544)	Member	Executive Director	4	4
Mr. Kushal Chand Jain (DIN: 03545081)	Member	Executive Director	2	2

C. The details of the complaints and other correspondence received and attended to during the yearended on March 31, 2026 are given hereunder:

Nature of Complaints	Received	Attended to	Pending
Non-Receipt of Share Certificate(s) – Transfer	NIL	NIL	NIL
Non-Receipt of Rejected DRF	NIL	NIL	NIL
Non-Receipt of Bonus Certificate(s)	NIL	NIL	NIL
Total	NIL	NIL	NIL

The Company has received zero complaint through SEBI Complaints Redress System (SCORES) for the financial year ended as on March 31, 2026.

8. Share Transfer Committee

The Board has delegated the powers of approving the transfer / transmission of shares to the Share Transfer Committee. The Committee is vested with the requisite powers & authority to specifically look into share transfer, transmission, rematerialization and dematerialization of shares.

A. Meeting of Share Transfer Committee During the Year

During the year ended March 31, 2026, One Meetings of the Share Transfer Committee held on May 30, 2025.

The composition of Stakeholders' Relationship Committee is as under:

Name of the Director	Designation	Category	Committee Meetings held during the tenure of Director on the Committee	Committee Meetings Attended
Mr. Hemant Kumar S Jain (DIN: 06778764)	Chairman	Non- Executive Independent Director	1	1
Mr Amit Kumar (DIN: 06393899)	Member	Non- Executive Independent Director	1	1
Ms. Krishna Kamal Kishore Vyas (DIN: 07444324)	Member	Non- Executive Independent Director	1	1
Mr. Pradeep Natvarlal Dhanuka (DIN00326544)	Member	Executive Director	1	1
Mr. Kushal Chand Jain (DIN: 03545081)	Member	Executive Director	1	1

9. General Body Meetings

A. The venue and time of the Annual General Meetings held during the last three years are as follows:

Year	Date	Venue	Time	Special Resolution
2022-23	September 29, 2023	Shop No. 109, 1st Floor, Dimple Arcade Asha Nagar, Thakur Complex, Kandivali (East), Mumbai 400101	2.30 P.M	Yes
2023-24	September 27, 2024	Shop No.109, 1st Floor, Dimple Arcade Asha Nagar, Thakur Complex, Kandivali (East), Mumbai 400101	11.00 A.M.	NIL
2025-26	September 30, 2025	Shop No.109, 1st Floor, Dimple Arcade Asha Nagar, Thakur Complex, Kandivali (East), Mumbai 400101	11.00 A.M.	Yes

*The Company has also passed the special resolutions as required under the Act and according to the requirements by conducting Extraordinary General Meeting on May 20, 2026.

All the Resolutions set out in the Notices were passed by the Shareholders.

B. During the year under review, the Company has not passed any Special Resolution through postal ballot as per the provisions of the Companies Act, 2013 and the rules framed there under.

C. At this meeting also there are no ordinary or Special Resolution that require to be passed by way of Postal Ballot.

10. Procedure adopted for Postal Ballot:

No business was required to be transacted through Postal Ballot at the above meetings or during the year FY 2025-26. Since no Postal Ballot was conducted in the Financial Year under review, the procedure of the same is also not mentioned in the Annual Report.

11. Means of Communication:

Quarterly, Half yearly and Annual Financial Results of the Company are communicated to the Stock Exchange immediately after the same are considered by the Board and are published in the all India

editions of (i) Financial Express (English) (ii) Mumbai Mitra– Marathi Edition. The results and official news releases of the Company are also made available on the Company's website i.e. www.acirealty.co.in

No presentations were made to institutional investors / analysts. Members may utilise the facility extended by the Registrar and Transfer Agent for redressal of queries.

12. Auditors remuneration and fees

The total fees for all services paid by the Company to the Statutory Auditors M/s. Mittal & Associates, Chartered Accountants for the financial year 2025-26 was Rs. 2,00,000/- plus applicable Goods and Services Tax and out of pocket expenses.

The Audit Fees paid to the auditors for the financial year ended 31st March, 2026 is covered separately in the Notes to Accounts.

13. General Shareholder's Information:

A	AGM date, time and venue:	September 30, 2026 at 03.30 P.M. at Shop No.109, 1st Floor, Off No. 512, 5th Floor, Hubtown Solaris, NS Phadake Road, Saiwadi, NR Flyover Bridge, Andheri East, Mumbai 400069 through VC
B	Financial Year	April 01, 2025 to March 31, 2026
C	Listing on Stock Exchanges	BSE Limited – P.J. Towers, Dalal Street, Mumbai 400001
D	The Company has paid listing fees for the year 2025-26 stock exchanges.	
E	Stock Code:	BSE- 517356
F	Date of Book Closure	Not Applicable
G	Dividend Payment Date	No Dividend has been recommended by the Board of Directors of the Company for theyear.
I	Registrar and Transfer Agents	MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai- 400083 Tel: 022-25963838 Fax: 022-25946969 E-mail: mumbai@linkintime.co.in
J	Address of Correspondence	Off No. 512, 5th Floor, Hubtown Solaris, N.S. Phadake Road, Saiwadi, Near Flyover Bridge, Andheri East, Mumbai – 400069 Tel: 022-40166323 E-Mail: aciinfocomltd@gmail.com Web Site: www.acirealty.co.in
K	Commodity price risk or foreign exchange risk and hedging activities	Not applicable
L	Plant Locations	Not applicable
M	Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity	Not applicable

N	list of all credit ratings obtained by the entity alongwith any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad	Not applicable
O	Suspension of Securities	Your Company's Shares were not suspended during the year under review.

14. Share Transfer System

Physical shares sent for transfer are duly transferred within 15 days of receipt of the documents, if they are complete in all respects. Shares under objection are returned within 7 working days. Share transfers in physical form can be lodged with MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Registrar & Transfer Agents (RTA) at the above-mentioned address. The Stakeholders' Relationship Committee reviews the share transfers approved by the RTA, Company Secretary who have been delegated with requisite authority. All requests for dematerialization of shares are processed and confirmed to the depositories, NSDL and CDSL, within 15 days. The Members holding shares in electronic mode should address all their correspondence to their respective Depository Participant (DP) regarding change of address, change of bank mandate and nomination. The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40 of the Listing Regulations and files a copy of the said certificate with Stock Exchanges

15. Dematerialisation of Shares and Liquidity

The Company shares are traded compulsorily in dematerialized form. As on March 31, 2026 the details of the shares of the Company held in physical and demat form are given below:

Particulars	No. of Shares	% to the Capital
Shares held in Physical Form	40,95,080	3.71
Shares held in Demat Form	10,63,95,820	96.29
TOTAL	11,04,90,900	100.00

ISIN No. of the Company's Equity Shares in Demat Form: **INE167B01025**

Depository Connectivity: **NSDL and CDSL**

16. Distribution of Share Holdings:

	As on 31.03.2026				As on 31.03.2025			
No. of Equity Shares Held	No. of share holder	% of Share holders	No. of Shares	% of Share holding	No. of share holders	% of Share holders	No. of Shares	% of Share holding
1-500	59118	79.4768	5840106.00	5.2856	63839	80.3148	6427151	5.0085
501-1000	7219	9.7050	6287838.00	5.6908	7818	9.8357	6818765	6.1759
1001-2000	3541	4.7604	5462493.00	4.9438	3798	4.7782	5844225	5.4094
2001-3000	1200	1.6133	3096510.00	2.8025	1240	1.5600	3220166	2.9001
3001-4000	557	0.7488	1998339.00	1.8086	536	0.6743	1938739	1.7126

4001-5000	634	0.8523	3061995.00	2.7713	685	0.8618	3308869	3.4708
5001-10000	960	1.2906	7137684.00	6.4600	808	1.0165	6274242	6.3012
10001-and Above	1155	1.5528	77605935.00	70.2374	762	0.9587	76658743	69.0216
Total	59118	79.4768	5840106.00	5.2856	79486	100.0000	110490900	100.0000

17. Shareholding Pattern as on 31st March, 2026.

Sr. No.	Name of Shareholder	No. of Shares	% of Holding
1	Resident Individuals	8,82,58,490	79.88
2	Bodies Corporate	-	-
3	Clearing Members	-	-
4	Key Managerial Personnel	-	-
5	N.R.I.	7,06,057	0.64
6	LLP	10,00,829	0.91
7	Trust	2,67,650	0.24%
8	Hindu Undivided Family	59,62,010	5.40
9	Any Other	21,203	0.02
	Total	11,04,90,900	100%

18. CEO/CFO Certification

The Chief Executive Officer and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17 (8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Chief Executive Officer and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The annual certificate given by the Chief Executive Officer and the Chief Financial Officer is annexed as **Annexure 8** in this Report.

19. OTHER DISCLOSURES:

- A. Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in notes to accounts annexed to the financial statements.
- B. The Company has established vigil mechanism pursuant to Section 177(9) of the Companies Act, 2013 and as per under regulation 22 of SEBI Listing Regulations for Directors and Employees to report their concerns and has also taken steps to safeguard any person using this mechanism from victimization and in appropriate and exceptional cases; there is direct access to approach Mr. Hemant Kumar S. Jain, Chairman of the Audit Committee.
- C. The Company has implemented the mandatory requirements of Corporate Governance as set out in the Listing Regulations. In respect of compliance with the non-mandatory requirements, the internal auditor reports directly to the Audit Committee as well as Board.
- D. The Company has Obtained Certificate from Practicing Company Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34(3) of the Listing Regulations, is attached to this Report.
- E. The Members of Board and senior management personnel have affirmed compliance with the Code of conduct applicable to them during the year ended March 31, 2026.

- F. There are no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company which has potential conflict with the interests of the Company at large.

**By Order of The Board of Directors
For ACI INFO COM LIMITED**

Sd/-

**Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814**

Regd Office:

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026

Place: Mumbai

Sd/-

**Nidhi Dhanuka
Director
DIN: 00326545**

ANNEXURE 6**INDEPENDENT PRACTISING COMPANY SECRETARY'S CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,
ACI INFOCOM LTD
Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai, 400069

We have examined the compliance with the conditions of Corporate Governance by ACI Infocom Ltd ("the company") for the year ended 31st March 2026, as specified in Regulation 17 to 27, 46(2)(b) to (i) and Para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The Compliance with the conditions of Corporate Governance is the responsibility of the management. Our examinations have been limited to a review of the procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, and subject to the matters, if any, specifically stated in the Board's Report and/or other disclosures forming part of the Annual Report, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations for the year ended 31st March 2026.

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

Thanking you,
Yours faithfully,

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Sd/-
Nishant Bajaj
M. No.: F12990
CP No.: 21538
Date: August 27, 2026
Place: Mumbai
UDIN: F012990H001245441

ANNEXURE 7**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

ACI INFOCOM LTD

Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai, 400069

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of ACI Infocom Ltd (CIN: L72200MH1982PLC175476) having registered office at Off No. 512, 5th Floor, Hubtown Solaris, NS Phadake Road, Saiwadi, NR Flyover Bridge, Andheri East, Mumbai, 400069 (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications carried out by us, (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Sanjay Natvarlal Mandavia	03606814	21/02/2026
2	Mrs. Nidhi Pradeep Dhanuka	00326545	18/07/2025
3	Mr. Hemant Kumar S Jain	06778764	03/01/2014
4	Mr. Krishna Kamalkishore Vyas	07444324	29/06/2020
5	Mr. Amit Kumar	06393899	26/08/2023
6	Mr. Pradeep Natvarlal Dhanuka	00326544	18/07/2025

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Nishant Bajaj & Associates

Practicing Company Secretaries

Peer Reviewed Firm- 2582/2022

Sd/-

Company Secretary in Practice

M.No.: 12990

CP No.: 21538

Place: Mumbai

Date: August 27, 2026

UDIN: F012990H001245078

ANNEXURE 8**CEO / CFO CERTIFICATE UNDER PART B OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS 2015.**

To,
The Board of Directors
ACI Infocom Limited

1. I have reviewed the financial statements and the cash flow statement of ACI Infocom Limited for the period ended 31st March, 2026 and 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 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 existing accounting standards, applicable laws and regulations.
2. There are, to the best of my 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.
3. I accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. I have not come across any reportable deficiencies in the design or operation of such internal controls.
4. I have indicated to the Auditors and the Audit Committee:
 - (i) that there are no significant changes in internal control over financial reporting during the year;
 - (ii) that there are no significant changes in accounting policies during the year; and
 - (iii) that there are no instances of significant fraud of which I have become aware.

Yours sincerely

For ACI INFO COM LIMITED

Sd/-
Sanjay Natvarlal Mandavia
Whole Time Director
DIN: 03606814

Regd Office:
Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

CIN: L72200MH1982PLC175476

Date: August 27, 2026
Place: Mumbai

ANNEXURE 9**DECLARATION REGARDING CODE OF CONDUCT UNDER REGULATION 26(3) SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS 2015.**

A Code of Conduct for the Directors and Senior Management Personnel has already been approved by the Board of Directors of the Company. As stipulated under the provisions of regulations 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Directors and the designated personnel in the Senior Management of the Company have affirmed compliance with the said code for the period ended 31st March 2026.

For ACI INFO COM LIMITED

Sd/-

Sanjay Natvarlal Mandavia

Whole Time Director

DIN: 03606814

Reg Office: Off No. 512, 5th Floor, Hubtown Solaris,
NS Phadake Road, Saiwadi, NR Flyover Bridge,
Andheri East, Mumbai 400069

INDEPENDENT AUDITOR'S REPORT

To the Members of
ACI INFOCOM LIMITED

Opinion

We have audited the financial statements of **ACI INFOCOM LIMITED** ("the Company"), which comprise the balance sheet as at March 31, 2026, and the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, the Statement of Cash Flows and notes to the standalone Ind AS financial statements, for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the Companies Act, 2013("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standard prescribed under section 133 of the act read with Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2026 and its profits, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
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1.	Tax litigations—Provisions and Contingencies The Company has indirect tax litigations. The Company periodically reviews its tax positions, which include reviews by the external tax consultant and tax counsels appointed by the Company. Where the amount of tax liabilities is uncertain, the Company recognizes accruals/contingent liability that reflect Management's best estimate of the outcome based on the facts. Thus, there is a risk that accruals/contingent liability for tax is not accounted properly. How the matter was addressed in our audit in conjunction with our tax specialists, we have evaluated Management's judgments with respect to such tax matters in order to assess the adequacy of the tax provisions and contingent liability. Refer note 32 to the Ind AS Financial Statements	In conjunction with our tax specialists, we have evaluated Management's judgments with respect to such tax matters in order to assess the adequacy of the tax provisions and contingent liability.
2.	Loans & Advances, Deposits etc. The value of loans and Advances, Deposits as at 31st March 2026 is significant.	As per RBI Press Release 1998-99/1269 dated 08th April 1999 read with RBI Notification DNBS (PD) C.C. No. 81 / 03.05.002/ 2006-07 dated 19th October 2006 has prescribed: The company will be treated as a non-banking financial company (NBFC) if its financial assets are more than 50 per cent of its total assets (netted off by intangible assets) and income from financial assets is more than 50 per cent of the gross income. Both these tests are required to be satisfied as the determinant factor for principal business of a company.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements.

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the 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.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the 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.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards (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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
 - g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that 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.
- v. No dividend has been declared or paid during the year by the company.
- vi. Audit Trail

Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility. The said audit trail feature has been operated throughout the year for all relevant transactions recorded in the software's and the Company has followed the audit trail requirements in accordance with the applicable statutory provisions.

For Mittal & Associates

ICAI Registration No.: 106456W

CA Mukesh Sharma

Partner

Membership No.: 134020 UDIN:

Date: May 29, 2026

Annexure 'A to Independent Report'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- (i) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
(B) The company is maintaining proper records showing full particulars of intangible assets;
- (b) As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) As explained to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) As explained to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.
(b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets during any point of time of the year hence clause (ii)(b) is not applicable to the company.
- (iii) (a) During the year the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
(b) According to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prima facie prejudicial to the company's interest;
(c) There is no stipulation of schedule of repayment of principal and payment of interest and therefore we are unable to comment on the regularity of repayment of principal & payment of interest.
(d) Since the term of arrangement do not stipulate any repayment schedule, we are unable to comment whether the amount is overdue or not.
(e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
(f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with except non-charging of interest on the loan.
- (v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013.
- (vi) As per information & explanation given by the management, maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act is not applicable to the company.
- (vii) (a) According to the records made available to us, company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2026 for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us, there is no statutory dues referred to in

sub-clause (a) that have not been deposited on account of any dispute except following:

Name of the Statute	Nature of the Dues	Amount. (Rs.)	Period to which the amount relates	Forum where Dispute is pending
Custom Act 1962	Custom Duty	6,27,764/-	1984-85	This matter is pending before Competent Authority.
The Income Tax Act, 1961	Income Tax	24,720	2015	Income Tax Authority

- (viii)** According to the information and explanations given by the management, no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix)** **(a)** In our opinion and according to the information and explanations given by the management, we are of the opinion that the company has not taken any loans or other borrowings from any lender therefore, Clause (ix)(a) is not applicable to company.
(b) According to the information and explanations given by the management, the company is not Applicable.
(c) In our opinion and according to the information and explanations given by the management, Clause (ix)(b) is not applicable to company.
(d) In our opinion and according to the information and explanations given by the management, company has not raised short term funds therefore clause (ix) (d) not applicable to company.
(e) In our opinion and according to the information and explanations given by the management, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures,
(f) In our opinion and according to the information and explanations given by the management, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x)** **(a)** The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.
(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi)** **(a)** According to the information and explanations given by the management, no fraud by the company or any fraud on the company has been noticed or reported during the year;
(b) No report under sub-section (12) of section 143 of the Companies Act 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) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company
- (xii)** The company is not a Nidhi Company. Therefore, clause xii is not applicable on the company.
- (xiii)** According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements.
- (xiv)** In our opinion and based on our examination, the company does not have an internal audit system.
- (xv)** On the basis of the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi)** **(a)** In our Opinion and based on our examination, the Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

- (b)** In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934,
- (c)** In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d)** According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.
- (xvii)** Based on our examination, the company has incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii)** There has been change of Auditors due to completion of 5 years cycle of the firm as per the prescribed laws and appointed M/s Mittal & Associates A Chartered Accountants firm having FRN – 106456-W situated in Mumbai for the five year term from the conclusion of Annual General Meeting held For the FY 2024-25 to the Annual General Meeting to be held in the FY 2030-31. no resignation of the statutory auditors during the year.
- (xix)** On the information obtained from the management and audit procedures performed and 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, the auditor's knowledge of the Board of Directors and management plans, we are of the 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;
- (xx)** Based on our examination, the provision of section 135 are not applicable on the company. Hence this clause is not applicable on the company.
- (xxi)** The company is not required to prepare Consolidate financial statement hence clause is not applicable.

For Mittal & Associates

ICAI Registration No.: 106456W

CA Mukesh Sharma

Partner

Membership No.: 134020 UDIN:

Date: May 29, 2026

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

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

Opinion

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable

assurance regarding the reliability of financial reporting and the preparation of 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 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 financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For Mittal & Associates

ICAI Registration No.: 106456W

CA Mukesh Sharma

Partner

Membership No.: 134020 UDIN:

Date: May 29, 2026

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
Balance Sheet As At March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
A) Non-current assets			
a) Property, Plant and Equipment	2	0.20	0.20
b) Financial Assets			
i) Investments	3	9.58	1,004.25
c) Deferred Tax Assets	4	51.90	51.90
Total Non-current assets		61.68	1,056.34
B) Current assets			
i) Trade receivables	5	-	61.28
ii) Cash and cash equivalents	6	35.67	6.85
iii) Loans	7	-	-
c) Income Tax Assets (net)	8	14.82	14.77
d) Other current assets	9	1,368.15	579.84
Total Current assets		1,418.64	662.73
Total Assets		1,480.32	1,719.09
EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share Capital	10	1,104.91	1,104.91
b) Other Equity	11	346.50	531.91
Total Equity		1,451.41	1,636.82
LIABILITIES			
A) Non-current liabilities			
a) Financial Liabilities			
i) Borrowings		-	-
Total Non-current liabilities		-	-
B) Current liabilities			
a) Financial Liabilities			
i) Borrowings		-	-
ii) Trade payables			
a) Total outstanding due of micro enterprises and Small enterprises		14.78	58.73
b) Total outstanding due of other than micro enterprises and Small enterprises	12	-	2.51
iii) Other financial liabilities other than those specified in item (a)		-	-
(b) Other Current liabilities	13	1.34	5.24
(c) Provisions	14	2.00	5.01
(d) Current Tax Liabilities	15	10.78	10.78
Total Current liabilities		28.90	82.27
Total Equity and Liabilities		1,480.32	1,719.09

Significant Accounting Policies and Notes to Accounts 1 to 30.

In terms of our report of even date

For Mittal & Associates

Chartered Accountants

Firm Reg. No. : 106456W

For and on behalf of the Board of Directors

ACI INFOCOM LIMITED

Sd/-
Mukesh Kumar Sharma

Partner
M.No. 134020
UDIN: 26134020GTUMFQ2200

Place : Mumbai
Date: May 29, 2026

Sd/-
Sanjay Natvarlal Mandavia

Whole Time Director
DIN: 03606814

Sd/-
Nidhi Dhanuka
Non Executive
Non Independent Director
DIN: 00326545

Sd/-
Sarika Mehta
Company Secretary

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
Statement of Profit & Loss For the Year Ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Particulars	Note No.	Year Ended March 31, 2026	Year Ended March 31, 2025
Income			
Income From Operations	16	-	51.98
Other Income	17	54.38	86.80
Total Income		54.38	138.77
Expenditure			
Cost of Materials Consumed	18	-	49.50
Employee benefits expenses	19	10.50	11.70
Finance costs	20	12.78	-
Depreciation and amortisation expenses	2	-	-
Other expenses	21	216.51	123.88
Total expenses		239.79	185.08
Profit before tax		(185.41)	(46.31)
Tax expense:	22		
(1) Current tax		-	7.88
(2) Deferred tax		-	(1.03)
Total tax expenses		-	6.84
Profit for the year		(185.41)	(53.16)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Other Comprehensive Income for the Year		-	-
Total Comprehensive Income for the year		(185.41)	(53.16)
Earnings per equity share: (in Rs)			
Equity shares of Par value of Rs. 1/-each	23		
Basic		(0.17)	(0.05)
Diluted		(0.17)	(0.05)

Significant Accounting Policies and Notes to Accounts 1 to 30.

In terms of our report of even date

For and on behalf of the Board of Directors

For Mittal & Associates

ACI INFOCOM LIMITED

Chartered Accountants

Firm Reg. No. : 106456W

Sd/-

Mukesh Kumar Sharma

Partner

M.No. 134020

UDIN: 26134020GTUMFQ2200

Sd/-

Sanjay Natvarlal Mandavia

Whole Time Director

DIN: 03606814

Sd/-

Nidhi Dhanuka

Non Executive

Non Independent Director

DIN: 00326545

Sd/-

Sarika Mehta

Company Secretary

Place : Mumbai

Date: May 29, 2026

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
Statement of Cash flows for the year ended March 31, 2026
(All amounts are in Lakhs, unless otherwise stated)

Particulars	As at 31.03.2026	As at 31.03.2025
Operating activities		
Profit Before Tax	(185.41)	(46.31)
Adjustments to reconcile profit before tax to net cash inflow		
Depn	-	-
Interest income	22.34	29.79
Interest on IT Refund	-	-
Income on investment in partnership firm	-	4.84
Profit/ Loss of Fixed Asset	-	52.16
	(207.76)	(133.12)
Working capital adjustments :-		
Increase / (Decrease) in Trade and Other Payables	(46.47)	57.20
(Increase) / Decrease in Loan	-	92.80
Increase/(decrease) in provisions	(3.01)	5.01
Increase / (Decrease) in Other Current Liabilities	(3.89)	4.40
(Increase) / Decrease in Income Tax (Assets)	(0.05)	0.59
(Increase) / Decrease in Inventories	-	-
(Increase) / Decrease in Trade and Other Receivables	61.28	(61.28)
(Increase) / Decrease in Other Current Assets	(788.31)	12.23
Cash generated from operations	(988.20)	(22.18)
Direct taxes paid (Net of Refunds)	-	-
Net cash flow from operating activities	(988.20)	(22.18)
Investing activities		
Other Non Operating Income	-	(5)
Capital withdrawal from Partnership firm	994.67	(57.00)
Income/Loss on investment in partnership firm	-	4.84
Purchase/Sale of Fixed Assets	-	53.80
Interest received	22.34	29.79
Net cash flow used in investing activities	1,017.01	26.59
Financing activities		
Proceeds form Borrowings	-	-
Interest paid	-	-
Net cash flow from financing activities	-	-
Increase in cash and cash equivalents	28.80	4.41
Cash and cash equivalents at the beginning of the year	6.83	2.43
Cash and cash equivalents at the end of the year	35.64	6.83
Particulars	As at 31.03.2026	As at 31.03.2025
Cash in Hand	3.96	3.96
Bank Balances		
- In Current Accounts	31.71	2.89
	35.67	6.85

In terms of our report of even date

For Mittal & Associates

Chartered Accountants

Firm Reg. No. : 106456W

Sd/-

Mukesh Kumar Sharma

Partner

M.No. 134020

UDIN: 26134020GTUMFQ2200

Place : Mumbai

Date: May 29, 2025

For and on behalf of the Board of Directors

ACI INFOCOM LIMITED

Sd/-

Sanjay Natvarlal Mandavia

Whole Time Director

DIN: 03606814

Sd/-

Nidhi Dhanuka

Non Executive

Non Independent Director

DIN: 00326545

Sd/-

Sarika Mehta

Company Secretary

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
Statement of Changes in Equity for the Year ended March 31, 2026
(All amounts are in Lakhs, unless otherwise stated)

12 A. Equity Share Capital

Equity Share Capital	Balance as at March 31,2026	Changes in equity share capital during the year	Balance as at March 31,2025
Paid up Capital	11,04,90,900	-	11,04,90,900

12 B. Other Equity

Particulars	OTHER EQUITY				
	Retained Earnings	Securities premium account	General Reserve	Other Comprehensive Income	Total
Balance as at March 31,2024	(212.18)	604.34	192.91	-	585.07
Profit for the year	(53.16)	-	-	-	(53.16)
Pervious year tax impact	-	-	-	-	-
Balance as at March 31,2025	(265.34)	604.34	192.91	-	531.91
Profit for the year	(185.41)	-	-	-	(185.41)
Pervious year tax impact	-	-	-	-	-
Balance as at March 31,2026	(450.74)	604.34	192.91	-	346.50

In terms of our report of even date

For Mittal & Associates

Chartered Accountants

Firm Reg. No. : 106456W

For and on behalf of the Board of Directors

ACI INFOCOM LIMITED

Sd/-

Mukesh Kumar Sharma

Partner

M.No. 134020

UDIN: 26134020GTUMFQ2200

Sd/-

Sanjay Natvarlal Mandavia

Whole Time Director

DIN: 03606814

Sd/-

Nidhi Dhanuka

Non Executive Non Independent Director

DIN: 00326545

Sd/-

Sarika Mehta

Company Secretary

Place : Mumbai

Date: May 29, 2026

-
-
-

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476

Accompanying notes to the financial statements for the Year ended March 31, 2026

Note 1

A Corporate information

ACI INFOCOM LIMITED ('the Company') is in business of Construction and IT business Activities. The Company is a public limited company incorporated in India and has its registered office at Mumbai, Maharashtra, India. The Company has its primary listing in BSE Ltd.

B SIGNIFICANT ACCOUNTING POLICIES

1 Basis of preparation and presentation

The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared under the historical cost convention with the exception of certain financial assets and liabilities which have been measured at fair value, on an accrual basis of accounting.

All the assets and liabilities have been classified as current and non-current as per normal operating cycle of the Company and other criteria set out in as per the guidance set out in Schedule III to the Act. Based on nature of services, the Company ascertained its operating cycle as 12 months for the purpose of current and non-current classification of asset and liabilities.

The Company's financial statements are reported in Indian Rupees, which is also the Company's functional currency.

C Use of Estimates:

The preparation of the financial statements, in conformity with the Ind AS, requires the management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

i) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

ii) Deferred tax assets

In assessing the realisability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the Company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

iii) Provisions

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash flow can be reliably estimated. The timing of recognition and quantification of the liability require application of judgement to the existing facts and circumstances which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing the facts and circumstances

D Property, Plant and Equipment

i) Tangible Assets

Property, Plant and Equipment are stated at cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/ installation of the assets less accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure relating to Property, Plant and Equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss as incurred. The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the Statement of Profit and Loss.

Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

ii) Intangible Assets

Intangible assets includes software which are not integral part of the hardware are stated at cost less accumulated amortisation. Intangible assets under development represents expenditure incurred in respect of softwares under development and are carried at cost.

Assets acquired but not ready for use are classified under Capital work-in-progress or intangible assets under development, as the case may be.

E Depreciation and Amortisation:

Depreciation on all fixed assets, except Leasehold Improvements and intangible assets, is provided on Written Down value method over the useful life of Asset and in the manner as prescribed by Schedule II of the Act.

F Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial Assets

Initial Recognition

In the case of financial assets not recorded at fair value through profit or loss (FVPL), financial assets are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

Financial Assets at Amortised Cost (AC)

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

Financial Assets Measured at Fair Value

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.

G Impairment of Financial Assets:

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

H De-recognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

b) Equity Instruments and Financial Liabilities

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

I Financial Liabilities

i) Initial Recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent Measurement

The measurement of financial liabilities depends on their classification, as described below

Financial liabilities at FVPL

Financial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation. Amortisation is recognised as finance income in the Statement of Profit and Loss.

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

iii) De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

iv) Offsetting Financial Instruments

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

J Impairment of Non-Financial Assets

As at each Balance Sheet date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.

Recoverable amount is determined:

- In case of an individual asset, at the higher of the assets' fair value less cost to sell and value in use; and
- In case of cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of cash generating unit's fair value less cost to sell and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specified to the asset. In determining fair value less cost to sell, recent market transaction are taken into account. If no such transaction can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the Statement of Profit and Loss.

K Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

L Trade payables

A payable is classified as a 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms stated in the contract. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

M Earnings Per Share

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods 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.

Diluted earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company and weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares).

N Cash and Cash Equivalents

Cash and cash equivalents in the Balance Sheet comprises of cash at banks and on hand and short-term deposits with an original maturity of three month or less, which are subject to an insignificant risk of changes in value.

O Borrowing Costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Also, the EIR amortisation is included in finance costs.

Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the Statement of Profit and Loss in the period in which they occur.

P Revenue Recognition:

- i) Revenue is recognized when all significant risks and rewards of ownership of the goods are passed on to the buyer and no significant uncertainty exists as to its realization or collection.
- ii) Revenue from disposal of properties is recognized on legal completion of the contract. Where properties are under development, revenue is recognized when significant risk and rewards of ownership and effective control of the real estate have been transferred to the buyer. If the revenue recognition criteria have been met before construction is complete then obligation is recognized for the cost to complete the construction at the same time as the sale is recognized.
- iii) Rent Income is recognized on the basis of term with lessee.
- iv) Interest Income is recognized on a time proportion basis by reference to the principal outstanding and at the interest rate applicable. Share of profit/ Loss from partnership firm recognised on the basis of confirmation from partnership firm.

Q Foreign Currency Transactions:

a Initial Recognition

Foreign currency transactions are initially recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction. However, for practical reasons, the Company uses a monthly average rate if the average rate approximate the actual rate at the date of the transactions.

b Conversion

Monetary assets and liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

c Treatment of Exchange Difference

Exchange differences arising on settlement/ restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss except those arising from investment in Non Integral operations.

R Inventories

Inventories are valued at cost or net realizable value whichever is lower. Cost of property under construction held as inventory includes cost of purchases, construction cost, and other cost incurred in bringing the properties to their present location and condition

S Provisions and Contingent Liabilities and Assets:

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions (excluding gratuity and compensated absences) are determined based on management's estimate required to settle the obligation at the Balance Sheet date. In case the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

Contingent asset is not recognised unless it becomes virtually certain that an flow of economic benefits will arise.

T Employee Benefits

i) Defined Contribution Plan

Contributions to defined contribution schemes such as provident fund, employees' state insurance, labour welfare are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Schemes as the Company has no further obligations beyond the monthly contributions.

ii) Defined Benefit Plan

The Company also provides for gratuity which is a defined benefit plan, the liabilities of which is determined based on valuations, as at the balance sheet date, made by an independent actuary using the projected unit credit method. Re-measurement, comprising of actuarial gains and losses, in respect of gratuity are recognised in the OCI, in the period in which they occur. Re-measurement recognised in OCI are not reclassified to the Statement of Profit and Loss in subsequent periods. Past service cost is recognised in the Statement of Profit and Loss in the year of plan amendment or curtailment. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

iii) Leave entitlement and compensated absences

Accumulated leave which is expected to be utilised within next twelve months, is treated as short-term employee benefit. Leave entitlement, other than short term compensated absences, are provided based on a actuarial valuation, similar to that of gratuity benefit. Re-measurement, comprising of actuarial gains and losses, in respect of leave entitlement are recognised in the Statement of Profit and Loss in the period in which they occur.

iv) Short-term Benefits

Short-term employee benefits such as salaries, wages, performance incentives etc. are recognised as expenses at the undiscounted amounts in the Statement of Profit and Loss of the period in which the related service is rendered. Expenses on non-accumulating compensated absences is recognised in the period in which the absences occur.

v) Termination benefits

Termination benefits are recognised as an expense as and when incurred.

U Accounting for Taxes of Income:-

i) Current Taxes

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

ii) Deferred Taxes

Deferred tax is determined by applying the Balance Sheet approach. Deferred tax assets and liabilities are recognised for all deductible temporary differences between the financial statements' carrying amount of existing assets and liabilities and their respective tax base. Deferred tax assets and liabilities are measured using the enacted tax rates or tax rates that are substantively enacted at the Balance Sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the period that includes the enactment date. Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Such assets are reviewed at each Balance Sheet date to reassess realisation.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

iii) Minimum Alternative Tax

MAT is recognised as deferred Tax Assets in the Balance Sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with asset will be realised

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
Notes to financial statements for the Year ended March 31, 2026
(All amounts are in Lakhs, unless otherwise stated)

Note 2: Property, Plant & Equipment

(Amount in Lakhs)

Particulars	Land	Computer	Total
Year Ended March 31, 2025			
Gross Carrying Amount			
Opening Gross Carrying Amount	1.64	0.76	2.40
Additions	-	-	-
Disposals	(1.64)	-	(1.64)
Transfers	-	-	-
Closing Gross Carrying Amount	-	0.76	0.76
Accumulated Depreciation and Impairment			
Opening Accumulated Depreciation	-	0.56	0.56
Depreciation charge during the year	-	-	-
Disposals	-	-	-
Closing Accumulated Depreciation and Impairment	-	0.56	0.56
Net Carrying Amount	-	0.20	0.20
Net Carrying Amount	-	0.20	0.20
Year Ended March 31, 2026			
Gross Carrying Amount	-		
Opening Gross Carrying Amount	-	0.76	0.76
Additions	-	-	-
Disposals	-	-	-
Transfers	-	-	-
Closing Gross Carrying Amount	-	0.76	0.76
Accumulated Depreciation and Impairment			
Opening Accumulated Depreciation	-	0.56	0.56
Depreciation charge during the year	-	-	-
Disposals	-	-	-
Closing Accumulated Depreciation and Impairment	-	0.56	0.56
Net Carrying Amount	-	0.20	0.20

CIN : L72200MH1982PLC175476

Notes forming part to the Financial Statement for the Year ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Note 5: Trade Receivables

ACI INFOCOM LIMITED

CIN : L72200MH1982PLC175476

Notes forming part to the Financial Statement for the Year ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Note 6: Cash & Cash Equivalents

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Balance with Banks - Current Accounts	31.71	2.89
Cash on Hand	3.96	3.96
Total Cash & Cash Equivalents	35.67	6.85

ACI INFOCOM LIMITED

CIN : L72200MH1982PLC175476

Notes forming part to the Financial Statement for the Year ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Shares held by promoters at the end of the year 31st March 2026			
Promoter Name	No. of Shares**	% of total shares**	% Change during the year***
Prog Dye Chem Private Limited	-	0.00%	0.00%
Total	-	0.00%	0.00%

** Details shall be given separately for each class of shares

*** percentage change shall be computed with respect to the number at the beginning of the year or if issued during the year for the first time then with respect to the date of issue.]

Shares held by promoters at the end of the year 31st March 2025			
Promoter Name	No. of Shares**	% of total shares**	% Change during the year***
Prog Dye Chem Private Limited	2,52,79,116	22.88%	0.00%
Total	2,52,79,116	22.88%	0.00%

Note 11: Other Equity

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Retained Earnings	(450.74)	(265.34)
General Reserve	192.91	192.91
Securities Premium	604.34	604.34
Closing Balance	346.50	531.91

i) Retained Earnings

Balance as at the beginning of the year	(265.34)	(212.18)
Add- Profit for the current year	(185.41)	(53.16)
Less -Previous Year Tax impact	-	-
Net surplus in the statement of profit and loss account	<u>(450.74)</u>	<u>(265.34)</u>

ii) General Reserve

Balance as per last financial statements	192.91	192.91
Add-Addition during the year	-	-
Less-Utilized during the year	-	-
Closing Balance	<u>192.91</u>	<u>192.91</u>

iii) Security Premium

Balance as per last financial statements	604.34	604.34
Add-Addition on issue of fresh equity	-	-
Less-Utilized during the year	-	-
Closing Balance	<u>604.34</u>	<u>604.34</u>

Total	<u>346.50</u>	<u>531.91</u>
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Nature and Purpose of Reserves :

Securities Premium

Securities Premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

General Reserve

General Reserve represents appropriation of retained earnings and are available for distribution to shareholders

Retained Earnings

Retained Earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders

ACI INFOCOM LIMITED

CIN : L72200MH1982PLC175476

Notes forming part to the Financial Statement for the Year ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Note 12: Trade Payables

Particulars	Outstanding for following periods				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Current Year 2025-26					
(i) MSME	14.78				14.78
(ii) Others	-				-
(iii) Disputed Dues - MSME	-				-
(iv) Disputed Dues - Others	14.78	-	-	-	14.78

Current Year 2024-25	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	58.73				58.73
(ii) Others	2.51	-			2.51
(iii) Disputed Dues - MSME					-
(iv) Disputed Dues - Others	61.25	-	-	-	61.25

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Due to Micro, Small & Medium enterprises	14.78	58.73
Others	-	2.51
Total	14.78	61.25

Note 13: Other Current liabilities

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Other Liabilities	1.34	5.24
Statutory Dues Payable	-	-
Total	1.34	5.24

Note 14: Provisions

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Other Liabilities	2.00	5.01
Total	2.00	5.01

Note 15: Current Tax Liabilities

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Current tax provision	10.78	10.78
Total	10.78	10.78

ACI INFOCOM LIMITED
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Notes forming part to the Financial Statement for the Year ended March 31, 2026

(All amounts are in Lakhs, unless otherwise stated)

Note 16: Revenue from Operations

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Sale of products-		
Sale of Flats	0.00	51.98
Total Revenue from Operations	0.00	51.98

Note 17: Other Income and Other Gains/(Losses)

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Interest on Short-term loans and advances	22.34	29.79
Brokerage Income	31.90	
Profit on sale of land	-	52.16
Profit/loss from Partnership Firm	-	4.84
Interet on IT Refund	0.14	
Total	54.38	86.80

Note 18 : Cost of Materials Consumed

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
IT Products Purchases	-	49.50
Total-A	-	49.50
Opeining Stock	-	-
Closing Stock	-	-
Total-B	-	-
Cost of Materials Consumed	-	49.50

Note 19: Employee Benefit Expense

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Salaries and Bonus	9.00	8.70
Director's Remuneration	1.50	3.00
Total	10.50	11.70

Note 20: Finance Cost

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Interest on delay Payment of Statutory Dues	12.78	-
Total	12.78	-

Note 21: Other Expenses

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Statutory Audit Fees	2.00	0.60
News Paper Publishing Exp.	0.70	1.12
Postage		0.11
Electricity Charges	0.08	0.14
Legal and Professional fees	3.48	1.92
Listing & Custodian fees	11.25	9.18
Office Expenses	0.04	0.22
Printing And Stationary		0.79
RTA Service Charge	1.25	1.15
Donation		-
Rent	2.58	2.32
Computer Maintance Exp.	0.23	0.21
ROC Charges	0.09	0.34
Other expenses		-
Bad Debts (W/o)	181.84	92.79
Brokerage	12.76	0.98
Software Expenses	0.11	0.14
Telephone Expenses	0.04	0.07
Travelling & Conveyance	0.04	0.73
Web Site Expenses	0.01	0.06
Miscellaneous Expenses	0.00	11.00
Total	216.51	123.88

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476

(All amounts are in Lakhs, unless otherwise stated)

Notes to Financial Statements for the period ended 31 March 2026

22 Earnings Per Share (EPS)

Basic EPS amounts are calculated by dividing the profit/(loss) for the period attributable to equity holders by the weighted average number of equity shares outstanding during the Period.

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

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

Particulars	As at 31st March 2026	As at 31st March 2025
Profit/ (Loss) attributable to Equity shareholders (in Rs.)	(185.41)	(53.16)
Weighted average number of Equity shareholders for basic and diluted EPS	11,04,90,900	11,04,90,900
Basic and diluted earnings per share (in Rs.)	(0.168)	(0.048)

23 Related party transactions

Name of related parties and description of relationship with whom transactions have taken place during

(A) Related parties where control exists

1. Associates Company

Pujya Guruwar Textile India Pvt Ltd (Formally known as Prog Dychem Pvt Ltd)
Sanjog Developers

2. Other related party in which directors are interested

Shaarwii Shaarwin Tradex Private Limited
Dattraj I Dattraj Developers Private Limited
GGF Industries Private Limited
Gemme Infra Projects Private Limited
Milton Infra Projects Private Limited
Pujya Guruwar Solar India Private Limited
Swadeshi Industries And Leasing Ltd
Nutana Aviation Capital IFSC Pvt Ltd
Big Charter Pvt Ltd
Journeymile Digital Services Limited

3. Key managerial personnel

Sarika Mehta, CS
Dilip Kumar Dhariwal, CFO
Kushal Chand Jain,
Nidhi Dhanuka
Pradeep Dhanuka
Hemant Jain, Director
Krishna Kamalkishore Vyas, Director
Amit Jain, Director
Sanjay Mandavia

Details of transactions with related parties:**(Amount in Lkhs)**

Sr. No.	Particulars	As at 31st March 2026	As at 31st March 2025
1	Loan taken Puja Guruwar Solar India Pvt Ltd	0.00	16.00
2	Loan repaid/Given Puja Guruwar Solar India Pvt Ltd	0.00	16.00
3	Remuneration Kushal Chand Jain CS Sarika Mehta Dilip Kumar Dhariwal -CFO	2.01 2.00 2.52	3.00 3.00 4.80
4	Reimbursement of expenses (paid) Dilip Kumar Dhariwal	0.44	0.16
5	Net Capital Introduced in Partnership firm Sanjog Developer	-	57.00
6	Profit/(Loss) from Partnership Firm Sanjog Developer	0.00	4.84

Details of closing balances of related parties

Sr. No.	Particulars	As at 31st March 2026	As at 31st March 2025
1	<u>Closing balance</u> Inter Corporate Loans Sanjog Developers	327.44	984.67
2	Other payables CS Sarika Mehta Dilip Kumar Dhariwal Kushal Chand Jain	0.00 0.00 0.00	1.85 0.41 1.98

Note: Related party relationships as per Ind AS 24 have been identified by the management had relied upon by the auditors. All the transactions are carried at arm's length price

Closing balances are presented net of taxes.

Terms and conditions of transactions with related parties

The transactions with related parties are in the ordinary course of business and are on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the Period-end are unsecured and settlement occurs in cash. For the period ended 31 March 2026, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related parties and the market in which the related parties operate.

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476

(All amounts are in INR, unless otherwise stated)

Notes to Financial Statements for the period ended 31 March 2026

24 Details of micro enterprises and small enterprises as defined under the Micro, Small and Medium

The Company did not have any transactions with Small Scale Industrial ('SME's') Undertakings during the year

The Company has not received any information from "suppliers" regarding their status under the Micro, Small and

25 Capital Commitments

There are no capital commitments outstanding as at 31 March 2026.

26 Contingent liabilities as at 31 March 2025

Demand of Rs 6.28 lacs plus Interest under Custom Act 1962 relating to FY 1984-85. The matter is pending before

Particulars	As at March 31	
	2026	2025
Other money for which the Company is contingently liable		
Custom Duty	6.28	6.28
- Disputed income tax matters (including interest upto the date of demand, if any)		
TDS	2.80	2.80
Assessment Year 2015	0.25	0.25
Total	9.32	9.32
*Various old open charges are shown in MCA Portal still not closed.		

27 Employee Benefits - Retirement benefits

(a) Defined Contribution Plan:

An entity is not participating in any employer defined benefit plan that does not prepare plan valuations on an Ind AS

28 Financial instruments - fair value measurements

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of each

Fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is

(a) Categories of financial instruments

Particulars	Carrying value	Carrying value
	As at 31 March 2026	As at 31 March 2025
Financial assets		
Measured at amortised cost		
Trade receivables	-	61.28
Other financial assets	1,382.97	594.61
Cash and cash equivalents	35.67	6.85
Bank Balance other than Cash and Cash Equivalents	-	-
Total	1,418.64	662.73
Financial liabilities		
Measured at fair value through profit or loss	-	-
Measured at amortised cost		
Borrowings	-	-
Trade payables	14.78	61.25
Other financial liabilities	14.12	21.02
Total	28.90	82.27

The Company has assessed that trade receivables, cash and cash equivalents, other financial assets, trade

ACI INFOCOM LIMITED
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(All amounts are in INR, unless otherwise stated)
Notes to Financial Statements for the period ended 31 March 2026

29 Financial risk management objectives and policies

The Company's principal financial liabilities comprise of borrowings, trade payables, other payables and other financial liabilities. The main The Company's activities expose it to market risk, liquidity risk, credit risk and interest rate risk.

(A) Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial

The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects

The sources of risks which the Company is exposed to and their management is given below:

Risk	Exposure arising from	Measurement	Management
Market risk			
Foreign currency risk	Committed commercial transactions, financial assets	Cash flow forecasting, sensitivity analysis	Forward foreign exchange contracts
Interest rate risk	Long term borrowings at variable rates	Sensitivity analysis, interest rate movements	Interest rate swaps and loan takeover for long term borrowings diversification
Credit risk	Trade receivables, derivative financial instruments	Ageing analysis, credit rating	Credit monitoring, credit limit and credit worthiness monitoring of the counter parties
Liquidity risk	Borrowings and other financial liabilities	Rolling cash flow forecasts	Borrowing facilities diversification

Details relating to the risks are provided here below:

(i) Foreign currency risk

Foreign exchange risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to The Company regularly evaluates exchange rate exposure arising from foreign currency transactions. The Company follows the established When a derivative is entered into for the purpose of hedge, the Company negotiates the terms of those derivatives to match the terms of the

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in prevailing

(iii) Credit risk

Credit risk arises when a customer or counterparty does not meet its obligations under a customer contract or financial instrument, leading to The carrying amount of financial assets represents the maximum credit risk exposure.

a. Trade receivables

The Company has already evaluated the credit worthiness of its customers and did not find any credit risk related to trade receivables. As Total trade receivables as on 31 March 2025 is 61.28 Lacs.

b. Cash and cash equivalents and bank deposits

Credit risk on cash and cash equivalents, deposits, is generally low as the Company has transacted with reputed banks.

(C) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent The table below provides details of financial liabilities further, based on contractual undiscounted payments.

Particulars	Upto 1 year	1 to 3 years	3 to 5 years	Above 5 years	Total
Borrowings*	-	-	-	-	-
Trade payables	14.78	-	-	-	14.78
Other financial liabilities	14.12	-	-	-	14.12
Total	28.90	-	-	-	28.90

(Rs. in Lakhs)

	Upto 1 year	1 to 3 years	3 to 5 years	Above 5 years	Total
Borrowings*					
Trade payables		-			
Other financial liabilities		-			
Total	-	-	-	-	-

*The maturity profile of borrowings is as per the actual cash flows.

(D) Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide For the purposes of the Company's capital management, capital includes issued capital, securities premium and all other equity reserves The Company monitors capital using debt to equity ratio, which is net debt divided by total equity. The Company includes within net debt, **Gearing Ratio-** There is no Debts in the company as on 31.03.2026 and 31.03.2025 .Thus ,Gearing Ratio is Nil as on 31.03.2026 and

ACI INFOCOM LIMITED
CIN : L72200MH1982PLC175476
(All amounts are in INR, unless otherwise stated)

Notes to Financial Statements for the period ended 31 March 2026

30 Key Ratios

Particulars	Numerator	Denominator	Unit	31-Mar-26	MARCH 31, 2025	% Change	Reasons
Current Ratio	Current Assets	Current Liabilities	Times	55.50	9.20	503.21%	Ratio higher due to decrease in loans and advances compared to previous period
Debt-Equity Ratio	Total Debt	Shareholder's Equity	Times	NA	NA	NA	Company not having any debt.
Debt Service Coverage Ratio	Profit After Tax+Depreciation+Finance Cost- Unrealised Gain on Investment+Deferred Tax+ loss on sale of fixed assets	Total actual Interest + Principle Repayment of Long Term Borrowing + Principle Lease Payment	Times	NA	NA	NA	Company not having any debt.
Return on Equity Ratio	Profit After Tax	Shareholder's Equity Average	Times	(0.12)	(0.03)	275.74%	Ratio higher due to increase in Loss during the CY .
Inventory Turnover Ratio	Cost of Good Sold	Inventories Average	Times	(0.12)	(0.03)	NA	cost of operations in PY was NIL
Trade Receivables Turnover Ratio	Revenue from Operations	Trade Receivables (Average)	Times	-	NA	NA	company not having any trade receivables in PY.
Trade Payables Turnover Ratio	Direct expenses	Trade Payables (Average)	Times	-	NA	NA	company not having direct expenses in PY.
Net Capital Turnover Ratio	Revenue from Operations	Working Capital	Times	-	NA	NA	Revenue from operations in PY was NIL
Net Profit Ratio	Profit After Tax	Revenue from Operations	%	(185.41)	NA	NA	Revenue from operations in PY was NIL
Return on Capital employed	Earning Before Interest and Taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	%	(0.13)	(0.03)	351.48%	Loss in Current Year

31 Other statutory information

- a) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
 - b) As per the information and explanations to us The Company do not have any transactions with companies struck off.
 - c) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial Period.
 - d) The Company has not entered into any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the Period in the tax
 - e) The Company has not been declared wilful defaulter by any bank or financial institution or other lender
 - f) The Company does not have any Intangible Assets, thus, disclosures relating to revaluation of Intangible Assets is not applicable.
 - g) The Company has not revalued its property, Plant and Equipment (including Right of use Assets), thus valuation by a registered valuer as defined under rule 2 of the Companies (Registered
 - h) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the intermediary shall:
 - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
 - (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
 - i) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
 - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding Party (ultimate beneficiaries) or
 - j) Company has complied with the number of layers prescribed under clause (87) of section 2.
- k) Registration of charges or satisfaction with Registrar of Companies: Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof shall be disclosed.

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

In terms of our report c For and on behalf of the Board of Directors

For Mittal & Associates

ACI INFOCOM LIMITED

Chartered Accountants

Firm Reg. No. : 106456W

Sd/-
Mukesh Kumar Sharma

Sd/-
Sanjay Natvarlal Mandavia
Whole Time Director

Sd/-
Nidhi Dhanuka
Non Executive Non Independent Director

Partner
M.No. 134020
UDIN: 26134020GTUMFQ2200

DIN: 03606814

DIN: 00326545

Place : Mumbai
Date: May 29, 2026

Sd/-
Sarika Mehta
Company Secretary

ACI INFOCOM LIMITED										
CIN : L72200MH1982PLC175476										
(All amounts are in Lakhs, unless otherwise stated)										
Relevant Para of the CARO 2020 - 3(xix)										
Sr. No.	Ratio Analysis	Numerator	As at 31st March, 2026	As at 31st March, 2025	Denominator	As at 31st March, 2026	As at 31st March, 2025	31-Mar-26	31-Mar-25	Ratio
1	Current Ratio	Current Assets Inventories Sundry Debtors Cash and Bank balances Receivables/Accruals Loans and Advances Current Investments Any other current assets-Current tax Liabilities	- - 35.67 - - - 1,382.97	- 61.28 6.85 - - - 594.61	Current Liabilities Creditors for goods and services Short term loans Bank Overdraft Cash Credit Outstanding Expenses Provision for taxation Proposed dividend Unclaimed Dividend Any other current liabilities	14.78 - - - - - - 10.78	61.25 - - - - - - 10.78	55.50	9.20	503.21%
			1,418.64	662.73		25.56	72.03			
2	Debt Equity Ratio	Total Liabilities Total Outside Liabilities	-	-	Sharholder's Equity Total Shareholders Equity	1,451	1,637	NA	NA	NA
3	Debt Service Coverage Ratio	Net Operating Income NA	1,451	(53)	Debt Service Current Debt Obligation (Interest + Installments)	-	-	NA	NA	NA
4	Return on Equity Ratio	Profit for the period Net Profit after taxes - Preference Dividend (if any)	(185.41)	(53.16)	Avg. Shareholders Equity (Beginning shareholders' equity + Ending shareholders' equity) * 2	1,544.12	1,663.40	-0.12	-0.03	275.74%
5	Inventory Turnover Ratio	Cost of Goods sold (Opening Stock + Purchases) – Closing Stock	-	50	Average Inventory (Opening Stock + Closing Stock)/2	-	1	NA	49.50	NA
6	Trade Receivables Turnover Ratio	Net Credit Sales Credit Sales	-	52	Average Trade Receivables (Beginning Trade Receivables + Ending Trade Receivables) / 2	31	-	-	NA	NA
7	Trade Payables Turnover Ratio	Total Purchases Annual Net Credit Purchases	-	50	Average Trade Payables (Beginning Trade Payables + Ending Trade Payables) / 2	38	-	-	NA	NA
8	Net Capital Turnover Ratio	Net Sales Total Sales - Sales Return	-	52	Average Working Capital Current Assets - Current Liabilities	1,393	591	-	0.09	-1
9	Net Profit Ratio	Net Profit Profit After Tax	(185)	(53)	Net Sales Sales	1	52	-185.41	-1.02	18028.50%
10	Return on Capital employed	EBIT Profit Before Interest and Taxes and depreation	(185)	(46)	Capital Employed Total Assets - Current Liabilities	1,451	1,637	-0.13	-0.03	351.48% 0.00%
11	Return on Investment	Return/Profit/Earnings	(185)	(53)	Investment	1,105	1,105	-0.17	-0.05	248.79%

Note: - The formulas are as per Guidance Note on Division I – Non Ind AS Schedule III to the Companies Act, 2013 and Financial Management Study Module.