



Dated: 07th September, 2026

The Manager- Listing
The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001

The Head-Listing & Compliance
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No. C 62,
G- Block, Opp Trident Hotel, Bandra Kurla
Complex, Bandra(E)
Mumbai- 400098

Ref.: BSE Scrip Code: 522289 & MSEI Code: NMSGLOBAL

Subject: Submission of Annual Report for the Financial Year 2025-26.

Dear Sir,

This is with reference to captioned subject and pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosures requirements) Regulations, 2015, we hereby enclosed herewith Annual Report for the financial year 2025-26.

Kindly take the aforesaid information in your records.

Thanking You,

For NMS Global Limited

DHANAN
JAI
GUPTA

Digitally signed
by DHANANJAI
GUPTA
Date: 2026.09.07
21:19:41 +05'30'

Mr. Dhananjai Gupta
Managing Director
DIN:- 09313878

NMS GLOBAL LIMITED

CIN No.: L74110DL1986PLC025457

Registered Office: UG-9, Plot No., Hasanpur, I.P. Extn., Patparganj, Delhi-110092

Ph.: 011-45261214 | **Email:** Info@nmslimited.in | **Web.:** www.nmslimited.in

40TH

YEARS
OF TRUST

ANNUAL REPORT

— 2025-26 —

Four Decades of Resilience – The Next Chapter of Growth

Driving sustainable growth through innovation,
people and partnerships across diverse
businesses for a better tomorrow.



— 1986 – 2026 —

A JOURNEY OF GROWTH.
A FUTURE OF ENDLESS POSSIBILITIES.



CONSULTANCY



SKILL
DEVELOPMENT



INFRASTRUCTURE



PAYROLL
SERVICES



LOGISTICS

NEW BUSINESS AVENUE



INTEGRITY
We do what is
right, always.



COMMITMENT
We are committed
to our stakeholders.



EXCELLENCE
We strive for excellence
in everything we do.



SUSTAINABILITY
We build responsibly
for a better tomorrow.

NMS GLOBAL LIMITED
40th ANNUAL GENERAL MEETING
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BOARD OF DIRECTORS AS ON 31.03.2026

MR. DHANANJAI GUPTA	-MANAGING DIRECTOR
MR. PANKAJ CHANDER	NON-EXECUTIVE DIRECTOR
MR. UJJWAL NARAYAN	INDEPENDENT DIRECTOR
MR. BIJENDRA MISHRA	INDEPENDENT DIRECTOR
MR. SUGAN CHAUDHAY	NON-EXECUTIVE DIRECTOR
MS. MEENAKSHI GUPTA	WOMEN DIRECTOR

Board of Committees as on March 31, 2026

AUDIT COMMITTEE

Mr. PANKAJ CHANDER	Chairman
Mr. UJJWAL NARAYAN	Member
Mr. BIJENDRA MISHRA	Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. DHANANJAI GUPTA	Chairman
Mr. UJJWAL NARAYAN	Member
Mr. BIJENDRA MISHRA	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. PANKAJ CHANDER	Chairman
Mr. DHANANJAI GUPTA	Member
Mrs. MEENAKSHI GUPTA	Member

COMPANY SECRETARY & COMPLIANCE OFFICER AS ON 31.03.2026

(Resigned w.e.f 03.11.2025)

Mr. Mayank Kumar Rai

(Appointed w.e.f 01.05.2026)

Mr. Devendra Singh Kunwar

CORPORATE INFORMATION

CORPORATE IDENTITY NUMBER (CIN)

L74110DL1986PLC025457

BANKERS

ICICI Bank
HDFC Bank Limited

STATUTORY AUDITORS

Mukul Garg & Associates
Chartered Accountants
FRN : 019503C

INTERNAL AUDITOR

NKMR & CO.
Chartered Accountants
FRN: 028063N

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s Skyline Financial Services Private Limited
1st Floor, D-153A, Okhla Industrial Area, Phase I,
New Delhi - 110020, Tel No. 011 2681 2682,
40450193

REGISTERED OFFICE

UG-9, H.No. 48, Hasanpur, I.P. Extension,
Delhi East Delhi -110092

40th ANNUAL GENERAL MEETING

Day: Tuesday
Date: 30th September, 2026
Time: 10:00 A.M.



NMS GLOBAL LIMITED

R.O.: H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 22248139,

Email id: info@nmslimited.in,

Website: <https://nmslimited.in/>

NOTICE OF 40TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 40th Annual General Meeting of the Members of NMS Global Limited will be held on Wednesday, 30th September, 2026 at H.No 48 , HASANPUR, I.P. EXTENSION EAST DELHI -110092 at 10:00 A.M. through Audio-Visual Means (AVM) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Consolidated and Standalone Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2026 and the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2026 together with the Cash Flow Statement & other Annexure thereof and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Pankaj Chander has DIN: 00053351, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.

SPECIAL BUSINESS:

3. **Appointment of Ms. Shradha Bansal (DIN 11898993) as an Independent Director of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150 & 152 and any applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re - enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and in terms of applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and that of the Board, Ms. Shradha Bansal (DIN 11898993) in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director and who has submitted a declaration that she meets the

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criteria for Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 05 (Five) consecutive years commencing from the date of this Annual General Meeting i.e. 40th Annual General Meeting to the 45th Annual General Meeting of the Company to be held in the year 2031.

“RESOLVED FURTHER THAT the Board of Directors of the Company or Company Secretary of the Company be and are hereby sole authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

4. Appointment of Mr. Anindya Singh (DIN: 11901412) as Chief Financial Officer (CFO) of the Company.

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

RESOLVED THAT Mr. Anindya Singh (DIN: 11901412) be and is hereby appointed as the **Chief Financial Officer (CFO)** of the Company with effect from **05th Day of September, 2026**, on such terms and conditions as may be determined by the Board of Directors and in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors of the Company or Company Secretary be and is hereby authorized to make all necessary filings, intimations and disclosures with the Registrar of Companies, Stock Exchange(s) and other statutory/regulatory authorities and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

5. CESSATION OF MR. SUBHAM CHOUDHARY (PAN: BTAPC7078J) AS CHIEF FINANCIAL OFFICER

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

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, the rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, rules and regulations, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Cessation of **Mr. Subham Choudhary (PAN: BTAPC7078J)** from the position of **Chief Financial Officer (CFO)** of the Company, owing to his inability to discharge the duties and responsibilities of the office of CFO since 16/04/2026, be and is hereby noted and approved with effect from **5th September, 2026**. **Following resolution was passed in Board of Directors meeting dated 5th September, 2026 for cessation of Subham**

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Choudhary and appointment of Anindya Singh for the post of Chief Financial Officer.

6. APPROVAL OF BORROWINGS POWERS OF THE COMPANY UNDER SECTION 180(1) (C) OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT in supersession of all the earlier resolutions passed by the Members of the Company in this regard and notwithstanding anything contained therein, pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, and in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s), re-enactment(s) or substitution thereof for the time being in force, and subject to such approvals, consents, sanctions and permissions as may be necessary, and pursuant to the provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time, any sum or sums of monies, from any one or more of the Company's bankers and/or from any one or more other banks, persons, firms, companies/body corporates, financial institutions, institutional investor(s) and/or any other entity/entities or authority/authorities, whether in India or abroad, and whether by way of cash credit, advance, deposits, loans, or bill discounting, issue of debentures, commercial papers, long or short term loan(s), syndicated loans, either in rupees and/or such other foreign currencies as may be permitted by law from time to time, and/or any other instruments/securities or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets, licenses and properties (whether movable or immovable, present or future) and all or any of the undertaking of the Company, stock-in-process or debts, for the purpose of the Company's business, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company, if any, (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will or may exceed, at any time, the aggregate of the Paid-up Capital of the Company and its Free Reserves, that is to say, reserves which are not set apart for any specific purposes, and Securities Premium, provided that the total amount up to which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only).

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr. Pankaj Chander, Director (DIN: 00053351), be and are hereby Solely authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the

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Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and all the act done by Mr. Pankaj Chander (DIN: 00053351) in the capacity of Authorized Director shall be binding on the Company."

7. APPROVAL FOR MAKING INVESTMENTS/ EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS/ BODIES CORPORATE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution: "RESOLVED THAT in supersession of all earlier resolutions passed by the Members of the Company in this regard and notwithstanding anything contained therein, pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, and in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s), re-enactment(s) or substitution thereof for the time being in force, and subject to such approvals, consents, sanctions and permissions as may be necessary, and pursuant to the provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company to grant loans and advances or make investments in the securities of any other body corporate or provide securities or guarantees from time to time in one or more tranches, to any person or other body corporate, upon such terms and conditions as the Board may think fit, notwithstanding that the aggregate amount of such loans, guarantees, securities and investments outstanding at any time may exceed the limits prescribed under Section 186(2) of the Act, provided that the aggregate amount of all such loans, guarantees, securities and investments shall not at any time exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only).

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr. Pankaj Chander (DIN: 00053351), be and are hereby Solely authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and all the act done by Mr. Pankaj Chander (DIN: 00053351) in the capacity of Authorized Director shall be binding on the Company."

8. APPROVAL OF TRANSACTIONS UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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

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“RESOLVED THAT in supersession of all the earlier resolutions passed by the Members of the Company in this regard and notwithstanding anything contained therein, pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Rules made thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, the consent of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person or any other body corporate(s) in which any Director of the Company is interested or deemed to be interested within the meaning of Section 185 of the Act, in their absolute discretion deem beneficial and in the interest of the Company upto an aggregate sum Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only), provided that such loans are utilized by the borrowing entity for its principal business activities only.

RESOLVED FURTHER THAT the aggregate outstanding amount of such loan(s), guarantee(s) and/or security(ies) to all Eligible Entities shall not exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only) at any point in time and the exposure to any single Eligible Entity shall not exceed INR Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only) or such lower limit as may be approved by the Board from time to time.

RESOLVED FURTHER THAT the aforesaid approval shall continue to remain in force unless and until modified by the Members of the Company.

RESOLVED FURTHER THAT all such transactions shall be undertaken on an arm's length basis and, where applicable, in the ordinary course of business, carry an interest rate not lower than prevailing market benchmarks (including MCLR / external benchmark rates or such other rate as may be justified and documented) supported by appropriate documentation, including loan agreements and utilization undertakings.

RESOLVED FURTHER THAT all such transactions shall be in accordance with applicable law, compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including approval of Members for material related party transactions, wherever applicable, compliance with limits prescribed under Section 186 of the Companies Act, 2013, wherever applicable.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr. Pankaj Chander (DIN: 00053351), be and are hereby Solely authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and

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generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and all the act done by Mr. Pankaj Chander (DIN: 00053351) in the capacity of Authorised Director shall be binding on the Company."

NOTES:

1. The relevant explanatory statement pursuant to section 102 of the companies act 2013("Act") setting out material facts concerning the business under relevant items of the notice, is annexed hereto. The relevant details, pursuant to regulation 26(4) and 36(4) of SEBI, India(LORD) regulation 2015 ("SEBI Listing Regulations") and secretarial Standard on general meeting issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointments / re-appointment at this Annual General Meeting are also annexed.
2. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
3. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.
4. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy **of the Annual Report to the Meeting.**
5. Members who are holding Company's shares in dematerialized form are required to bring details of their Depository Account Number for identification.
6. The Register of Members and Share Transfer Books of the Company will remain closed from **23rd September, 2026 to 30th September, 2026(both days inclusive)** (both days inclusive) for the purpose of the AGM.
7. The members are requested to intimate changes, if any, in their registered address to the Registrar & Share Transfer Agents for shares held in physical form & to their respective Depository participants for shares held in electronic form.
8. *All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.*
9. Members are requested :
 - i) To quote their folio Nos. in all correspondence.
 - ii) To note that no gifts will be distributed at the meeting.
 - iii) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. **Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.**
11. In terms of Section 72 of the Companies Act, 2013, a Member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH

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- 13 to the Company/RTA in case shares are held in Physical form, and to their respective depository participant, if held in electronic form.
12. **Members/Promoters holding shares in demat form are requested to submit their Permanent Account Number (PAN), to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details and bank account details as well as to get their shares dematerialized to the company/ RTA, pursuant to SEBI notification number SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018. Please note that as per the aforesaid SEBI's notification, the requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialised form with a Depository. In view of the above all the shareholders holding shares in physical form are requested to open a de-mat A/c with a Depository participants and get their shares dematerialised. Necessary communication in this regard has already been sent separately to the shareholders by the Company.**
 13. **Members/Promoters holding shares, of the Company in demat form shall provide the details of Bank Account details and E-mail Id to the RTA i.e., Skyline Financial Services Private Limited having registered office is D-153A , 1st Floor, Okhla Industrial Area,Phase -I, New Delhi - 110020 and those holding shares in physical form will provide their Bank A/c details and E-mail Id to the Company.Necessary communication in this regard has already been sent separately to the shareholders by the Company.**
 14. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,:
 - a. For shares held in electronic form: to their Depository Participants (DPs)
 - b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021.
 15. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Skyline Financial Services Private Limited in case the shares are held in physical form.
 16. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly,

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Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Pursuant to Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the evoting facility to the members to exercise their right to vote by electronic means. The Company has fixed 24th September, 2026 as a cut – off date to record the entitlement of the shareholders to cast their vote electronically at the 40th Annual General Meeting (AGM) by electronic means under the Companies Act, 2013 and rules thereunder. Consequently, the same cut-off date, i.e., 24th September, 2026 would record entitlement of the shareholders, who do not cast their vote electronically, to cast their vote at the 40th AGM on 30th September, 2026.

The e-voting period will commence at 09.00 A.M. on 27th September, 2026 and will end at 05.00 P.M. on 29th September, 2026. The Company has appointed Ms. Prachi Bansal & ASSOCIATES (Membership No. A4335 & CP No. 23670) Company Secretary in Practice to act as Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given as Annexure to the Notice.

The Company has engaged the services of Central Depository Services Limited (CDSL) as the Authorised Agency to provide remote e-voting facility.

By Order of the Board of Directors

For NMS Global Limited

Place: Delhi

Date: 07.09.2026

Sd/-

Mr. Dhananjai Gupta

Managing Director

DIN: 09313878

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Voting through electronic means :

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The Company has approached CDSL for providing remote e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the AGM of the Company along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evotingindia.com or from companies website <https://nmslimited.in/>

The remote e-voting period commences on 09.00 A.M. on 27th September, 2026 and will end at 05.00 P.M. on 29th September, 2026. During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. E-voting shall not be allowed beyond the said date and time. A member may participate in the general meeting even after exercising his right to vote through e - voting but shall not be allowed to vote again in the annual general meeting.

The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut off date, i.e., 24th September, 2026

Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e, 24th September, 2026 may obtain the login ID and password by sending a request at admin@skylinerta.com

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

- (i) The voting period begins 27th September, 2026 at 9:00 A.M. to 29th September, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 24th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

NMS GLOBAL LIMITED**CIN No.: L74110DL1986PLC025457****Registered Office:** UG-9, Plot No., Hasanpur, I.P. Extn., Patparganj, Delhi-110092**Ph.:** 011-45261214 | **Email:** info@nmslimited.in | **Web.:** www.nmslimited.in

The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut off date, i.e., 24.09.2026

- (ii) A member may participate in the general meeting even after exercising his right to vote through e – voting but shall not be allowed to vote again in the annual general meeting Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of 24.09.2026 and not casting their vote electronically, may only cast their vote at the 40th Annual General Meeting.
- (iv) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:
The “EVSN” of NMS Global Limited is “260906007”

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal

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

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Participants	during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant NMS Resources Global Limited (Formerly IFM Impex Global Limited) on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@nmsresourcesglobal.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board of Director

NMS GLOBAL LIMITED

Sd/-

Dhananjai Gupta

Managing Director

DIN: 09313878

Date : 04.09.2026

Place : Delhi

Registered Office:

48, Hasanpur, I.P. Extension, Delhi East,
Delhi, Delhi, 110092
CIN: L74110DL1986PLC025457
Phone No.: 011-45261214,
Email: info@nmslimited.in
Website: www.nmslimited.in

EXPLANATORY STATMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Company has received notices in writing under Section 160 of the Companies Act, 2013 alongwith deposit of requisite amount proposing her candidature for the office of Independent Director. **Ms. Shradha Bansal (DIN 11898993)** has also given a declaration to the Board that she meets the criteria of Independence as provided under Section 149(6) of the Act and SEBI (LODR) Regulations, 2015. In the opinion of the Board, Ms. Shradha Bansal (DIN 11898993) fulfils the

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conditions specified in the Act and the Rules framed thereunder for her appointment as an Independent Director and she is Independent of the management. In compliance with the provisions of Section 149 read with Schedule IV of the Act and SEBI (LODR) Regulations, 2015, the appointment of **Ms. Shradha Bansal (DIN 11898993)** as an Independent Director is now being placed before the members for their approval.

Ms. Shradha Bansal (DIN 11898993) hold 2(Two only) equity shares of the Company.

Ms. Shradha Bansal (DIN 11898993) does not have any relationship with any of the existing Directors and Key Managerial Personnel of the Company.

Details of listed companies in which **Ms. Shradha Bansal (DIN 11898993)** resigned in the past three years – NIL

The Board considers that her association would be of immense benefit to the Company as she is having a good technical knowledge & versatile experience in Marketing, Marketing Budget Analysis, Graphic Designing, Presentation Software, Computer Programming, etc. and she provides the ideas for administration. It is desirable to avail services of **Ms. Shradha Bansal (DIN 11898993)** as an Independent Director of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution set out in Item No. 3.

The Board of Directors recommends the resolution at Item no. 3 for approval of the Members as a Special Resolution.

Item No. 4

Mr. Anindya Singh possesses the requisite qualifications, knowledge and experience considered necessary for discharging the responsibilities of the Chief Financial Officer of the Company. The Board is of the opinion that his appointment will be beneficial to the Company and will strengthen

the Company's financial management and reporting functions.

Mr. Anindya Singh (DIN: 11901412) does not hold any equity shares of the Company.

Mr. Anindya Singh (DIN: 11901412) does not have any relationship with any of the existing Directors and Key Managerial Personnel of the Company.

Details of listed companies in which Mr. Anindya Singh (DIN: 11901412) resigned in the past three years – NIL

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The Board considers that his association would be of immense benefit to the Company as she is having a good technical knowledge & versatile experience in Marketing and he provides the ideas for administration. It is desirable to avail services of Mr. Anindya Singh (DIN: 11901412)

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the resolution set out in Item No. 4.

The terms and conditions of appointment of Mr. Anindya Singh shall be as determined by the Board of Directors in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors recommends the resolution at Item no. 4 for approval of the Members as a Special Resolution.

Item No. 5

The members are informed that **Mr. Subham Choudhary (PAN: BTAPC7078J)** was serving as the **Chief Financial Officer (CFO)** of the Company.

However, Mr. Subham Choudhary has remained unavailable since long and has been unable to discharge the duties and responsibilities entrusted to him in the capacity of Chief Financial Officer since 16th Day of April, 2026. In view of his continued unavailability and inability to perform the functions and responsibilities associated with the position of CFO, the Board of Directors considered it necessary, in the interest of the Company and its stakeholders, to terminate his appointment as Chief Financial Officer of the Company with effect from **05th September, 2026**

Consequently, the Board of Directors, at its meeting held on **05th September, 2026**, approved the cessation/termination of Mr. Subham Choudhary from the position of Chief Financial Officer and approved the appointment of **Mr. Anindya Singh (DIN: 11901412)** as the **Chief Financial Officer of the Company** with effect from **05th September, 2026**, subject to applicable statutory and regulatory requirements.

Mr. Anindya Singh possesses the requisite qualifications, knowledge and experience considered necessary for discharging the responsibilities of the Chief Financial Officer of the Company. The Board is of the opinion that his appointment will be beneficial to the Company and will strengthen the Company's financial management and reporting functions.

The Board recommends the resolution set out at **Item No. 05** of the accompanying Notice for approval of the members.

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Except **Mr. Anindya Singh**, to the extent of his appointment, and **Mr. Subham Choudhary**, to the extent of cessation of his office, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 6

APPROVAL OF BORROWINGS POWERS OF THE COMPANY UNDER SECTION 180(1) (C) OF THE COMPANIES ACT, 2013:

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company cannot, except with the consent of the members by way of a Special Resolution, borrow monies where the amount to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate of the paid-up share capital, free reserves and securities premium of the Company. Considering the Company's present and future business requirements, expansion plans, working capital needs and other funding requirements, the Company may be required to raise additional financial resources from time to time. Accordingly, the Company may avail financial assistance from banks, financial institutions, institutional investors, bodies corporate, other lending entities and/or any other persons, whether in India or abroad, through various modes including loans, cash credit facilities, overdrafts, advances, bill discounting, issue of debentures, commercial papers, syndicated loans or any other debt instruments, denominated in Indian Rupees and/or foreign currencies as may be permitted under applicable laws. In order to provide adequate financial flexibility to the Company and enable the Board of Directors to mobilize funds whenever required for the Company's business activities, it is proposed to authorize the Board to borrow monies from time to time, notwithstanding that the aggregate amount of such borrowings may exceed the aggregate of the paidup share capital, free reserves and securities premium of the Company, provided that the total outstanding borrowings at any point of time shall not exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only).

The approval sought under this resolution shall supersede all earlier approvals granted by the members in respect of borrowing powers under Section 180(1)(c) of the Companies Act, 2013, to the extent applicable.

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

The Board of Directors recommends the resolution set out in Item No. 6 for approval by the members as a Special Resolution.

ITEM NO. 7

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APPROVAL FOR MAKING INVESTMENTS/ EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS/ BODIES CORPORATE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

Pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act"), a company is permitted to make loans, provide guarantees, furnish securities and make investments in excess of the prescribed limits specified under the said section only with the prior approval of the members by way of a Special Resolution.

As part of its business strategy and financial management objectives, the Company may, from time to time, identify suitable opportunities for making strategic investments, granting inter-corporate loans, providing guarantees or securities to body corporates and other entities for business purposes. Such transactions may be undertaken to support business expansion, strategic alliances, acquisitions, investment opportunities, treasury management activities and other commercial objectives that are considered beneficial to the Company. In order to enable the Company to promptly capitalize on such opportunities and to provide operational flexibility to the Board of Directors to undertake such transactions as and when considered expedient, it is proposed to authorize the Board of Directors to make loans, give guarantees, provide securities and/or make investments in excess of the limits specified under Section 186 of the Act, provided that the aggregate amount of all such loans, guarantees, securities and investments outstanding at any point of time shall not exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only).

The approval sought under this resolution shall supersede all earlier approvals granted by the members in respect of making investments/ extending loans and giving guarantees or providing securities in connection with loans to persons/ bodies corporate under section 186 of the Companies Act, 2013, to the extent applicable.

Except to the extent of their interest, if any, in the entities to whom loans may be advanced or in connection with whose borrowings, guarantees or securities may be provided pursuant to this authorization, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the resolution set out in Item No. 7 for approval by the members as a Special Resolution.

ITEM NO. 8

APPROVAL OF TRANSACTIONS UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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Pursuant to the provisions of Section 185 of the Companies Act, 2013 ("the Act"), a company may, subject to the approval of the members by way of a Special Resolution and fulfilment of the prescribed conditions, advance any loan, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person or body corporate in which any director of the company is interested.

As part of its business strategy and financial management objectives, the Company may, from time to time, identify suitable opportunities for extending financial assistance by way of inter-corporate loans, guarantees and/or securities to entities in which directors of the Company may be interested, directly or indirectly, within the meaning of Section 185 of the Act. Such transactions may be undertaken to support business expansion, strategic alliances, operational requirements, investment opportunities, treasury management activities and other commercial objectives that are considered beneficial to the Company.

In order to enable the Company to promptly capitalize on such opportunities and to provide operational flexibility to the Board of Directors to undertake such transactions as and when considered expedient, it is proposed to authorize the Board of Directors to advance loans, including loans represented by book debts, and/or provide guarantees or securities in connection with loans availed by eligible persons or bodies corporate covered under Section 185 of the Act, provided that the aggregate amount of all such loans, guarantees and securities outstanding at any point of time shall not exceed Rs.5,00,00,00,000 (Rupees Five Hundred Crores Only).

All such loans, guarantees and securities shall be provided in compliance with the provisions of Section 185 and other applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws. The borrowing entities shall utilize the funds only for their principal business activities and the transactions shall be undertaken on such terms and conditions as may be determined by the Board from time to time in the best interests of the Company.

The approval sought under this resolution shall supersede all earlier approvals granted by the members in respect of loans, guarantees and securities covered under Section 185 of the Companies Act, 2013, to the extent applicable

Except to the extent of their interest, if any, in the entities to whom loans may be advanced or in connection with whose borrowings, guarantees or securities may be provided pursuant to this authorization, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board of Directors recommends the resolution set out in Item No. 8 for approval by the members as a Special Resolution.

By Order of the Board of Directors

NMS GLOBAL LIMITED

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Ph.: 011-45261214 | **Email:** info@nmslimited.in | **Web.:** www.nmslimited.in



For NMS Global Limited

Place: Delhi

Date: 07.09.2026

Sd/-

Mr. Dhananjai Gupta

Managing Director

DIN: 09313878

Registered Office:

48, Hasanpur, I.P. Extension, Delhi East,

Delhi, Delhi, 110092

CIN: L74110DL1986PLC025457

Phone No.: 011-45261214,

Email: info@nmslimited.in

Website: www.nmslimited.in

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NMS GLOBAL LIMITED

BOARD'S REPORT • MANAGEMENT DISCUSSION & ANALYSIS CORPORATE GOVERNANCE PHILOSOPHY

For the Financial Year ended 31 March 2026

DRAFT FOR BOARD / COMPANY SECRETARY REVIEW

CIN: L74110DL1986PLC025457

Registered Office: 48, Hasanpur, I.P. Extension, Delhi – 110092

Website: www.nmslimited.in

BOARD OF DIRECTORS' REPORT

To,

The Members of NMS Global Limited

Your Directors are pleased to present the Board's Report on the business and operations of NMS Global Limited ("the Company") together with the audited standalone and consolidated financial statements for the financial year ended 31 March 2026.

1. COMPANY OVERVIEW

NMS Global Limited is a public listed company engaged across consultancy, skill development, infrastructure and payroll-related services. Its business activities have also included trading and consultancy services in contractual fields such as civil construction, pre-engineered buildings, skill development, financial consultancy, engineering services, publication, manpower hiring and advertising. The Company's stated strategy is to build a diversified services platform around infrastructure, skills, consulting and emerging business opportunities.

During FY 2025-26, the Company continued to operate through a diversified business model, while strengthening the basis for participation in infrastructure-linked, skill-development, human-resource and consultancy opportunities. The Company also continues to evaluate opportunities connected with EV charging, battery-swapping and related infrastructure, subject to commercial viability, funding and execution capability.

2. FINANCIAL PERFORMANCE

The following table presents the key financial highlights based on the audited FY 2025-26 results filed with the stock exchanges. Amounts are in ₹ crore.

Particulars	Standalone FY 2025-26	Standalone FY 2024-25	Consolidated FY 2025-26	Consolidated FY 2024-25
Revenue from operations	11.21	6.67	42.72	13.66
Profit after tax	0.17	0.16	0.72	0.41
Paid-up equity share capital	3.01	3.01	3.01	3.01
EPS (₹)	0.57	0.54	2.39	1.36

The Company recorded a substantial improvement in consolidated operating scale during FY 2025-26, with consolidated revenue increasing from approximately ₹13.66 crore to ₹42.72 crore. Standalone revenue increased from approximately ₹6.67 crore to ₹11.21 crore. Profitability also improved, with consolidated profit after tax increasing from approximately ₹0.41 crore to ₹0.72 crore and standalone profit after tax increasing from approximately ₹0.16 crore to ₹0.17 crore.

The Board remains focused on converting the increase in business activity into sustainable margins, disciplined working-capital management and stronger cash generation.

3. REVIEW OF OPERATIONS

The year under review was characterised by a stronger consolidated revenue base and continued diversification of the Company's business activities. Management's priorities remain centred on disciplined project selection, timely execution, strengthening client relationships, improving receivable cycles and developing scalable business lines.

- Infrastructure and contracting opportunities: focus on civil construction, pre-engineered structures and allied infrastructure services.
- Skill development and employment services: continued emphasis on technology-enabled and market-aligned skilling and placement-oriented solutions.
- Consultancy and professional services: financial, engineering, management and project-related advisory opportunities.
- Emerging infrastructure: evaluation of EV charging, battery-swapping and related infrastructure opportunities, consistent with the Company's earlier stated strategic direction.
- Human-resource and payroll services: leveraging the Company's experience in manpower deployment and support services.
- Logistics: the Company may evaluate logistics and allied supply-chain services as an additional business avenue, subject to Board approval, regulatory requirements and commercial feasibility.

4. DIVIDEND

In view of the Company's growth requirements, cash-flow priorities and the need to conserve resources for business development, the Board does not recommend any dividend for FY 2025-26. The Board will review the dividend position periodically in accordance with the Company's profitability, cash flows, capital requirements and applicable policy.

5. TRANSFER TO RESERVES

The Board does not propose any specific transfer to reserves for the financial year ended 31 March 2026, other than such transfers as may be required under applicable accounting and statutory provisions.

6. MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report, except that subsequent to the close of the financial year, the Authorised Share Capital of the Company has been increased from ₹3,00,56,000/- (Rupees Three Crore Fifty-Six Thousand only) to ₹15,00,00,000/- (Rupees Fifteen Crore only), pursuant to the necessary approvals and filings with the Registrar of Companies.

The said increase in Authorised Share Capital was effected after the end of the financial year and, accordingly, has not been considered in the financial statements for the year ended 31 March 2026.

7. CHANGE IN NATURE OF BUSINESS

There was no fundamental change in the nature of the Company's principal business during FY 2025-26. The Company continued to operate through its diversified consultancy, infrastructure, skill-development, manpower/payroll and allied service activities.

8. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company has historically operated through a group of subsidiaries engaged in specialised business areas.

Entity	Nature	Holding %	Principal activity	Material subsidiary?
NMS ENTERPRISES LIMITED	Wholly owned	100	CONSTRUCTION , MANPOWER, SKILLING, CONSULTANCY & TRADING	YES
M S CORRIDOR MANAGEMENT PRIVATE LIMITED	Wholly owned	100	CONSTRUCTION & TRADING	YES
IDM ENTERPRISES PRIVATE LIMITED	Wholly owned	100	CONSULTANCY	YES
MSC-BVI CONSULTING PRIVATE LIMITED	Wholly owned	100	CONSULTANCY	NO
GEO IT SKILLS PRIVATE LIMITED	Wholly owned	100	SKILLING & CONSULTANCY	YES
EBONY & IVORY ADVERTISING INDIA PRIVATE LIMITED	Wholly owned	100	ADVERTISING & EVENT MANAGEMENT	NO
CREDIBLE MANAGEMENT SOLUTIONS PRIVATE LIMITED	Wholly owned	100	SKILLING & CONSULTANCY	YES
KUBERAKSHI ADVISORY SERVICES PRIVATE LIMITED	Wholly owned	100	CONSULTANCY	YES

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

No	DIN/PAN	Name	Designation
1	09313878	DHANANJAI GUPTA	Managing Director
2	00053351	PANKAJ CHANDER	Non Executive Director
3	01097661	UJJWAL NARAYAN	Independent Director
4	01261976	MEENAKSHI GUPTA	Women Director

5	08088788	BIJENDRA MISHRA	Independent Director
6	07239488	SUGAN CHAUDHARY	
7	*****5842H	DEVENDRA SINGH KUNWAR	Company Secretary

10. COMPANY SECRETARY / COMPLIANCE OFFICER

Mr. Mayank Kumar Rai ceased to be Company Secretary and Compliance Officer with effect from 3 November 2025. Mr. Devendra Singh Kunwar was appointed as Company Secretary and Compliance Officer with effect from 1 May 2026.

11. INDEPENDENT DIRECTORS

S.NO	NAME OF DIRECTOR	DIN	DESIGNATION
1.	UJJWAL NARAIN	01097661	Independent Director
2.	BIJENDRA MISHRA	08088788	Independent Director

12. BOARD MEETINGS

During the financial year ended March 31, 2026, 11(Eleven) meetings of the Board of Directors were held during the year. None of the two Board Meetings have a gap of more than 120 days between them.

The Board of Directors formulates the business policies of the company, reviews the performance and decides on the main issues concerning the company. During the year under review, Eleven Board Meetings were held on 14th April, 2025, 18th April, 2025, 30th May, 2025, 26th June, 2025, 13th August, 2025, 25th August, 2025, 07th November, 2025, 14th November, 2025, 22nd December, 2025, 29th January, 2026, 13th February, 2026 and 28th February, 2026.

The Audit Committee as on March 31, 2025 comprises of Three members Mr. UJJWAL NARAYAN (Independent Director) heading the Committee and one non-executive director viz. Mr. Pankaj Chander and other Independent director Mr. Bijender Mishra.

13. BOARD EVALUATION

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Board has undertaken an annual evaluation of the performance of the Board, its committees and individual Directors. The evaluation framework considers Board composition, quality and timeliness of information, effectiveness of Board processes, participation and preparedness of Directors, strategic oversight, risk oversight, compliance and the contribution of individual Directors.

14. INTERNAL FINANCIAL CONTROLS

The Company maintains an internal control framework designed to safeguard assets, support reliable financial reporting, ensure appropriate authorisation of transactions and promote compliance with applicable laws and internal policies. The Audit Committee, management, internal auditors and statutory auditors review the effectiveness of controls within their respective responsibilities.

15. RISK MANAGEMENT

The Company operates a diversified business model and is therefore exposed to operational, financial, regulatory, execution, working-capital, counterparty, project, technology and market risks. The Company's risk-management approach is to identify material risks early, assess their likelihood and impact, assign ownership, establish mitigation measures and periodically review residual risk.

Risk area	Potential impact	Principal mitigation approach
Project / execution risk	Cost overruns, delays, margin pressure	Project selection, milestone monitoring, contracts and client engagement
Working-capital risk	Cash-flow pressure	Receivable monitoring, payment discipline and project-wise cash-flow review
Counterparty / credit risk	Delayed collections / losses	Due diligence, credit controls and contractual protections
Regulatory / compliance risk	Penalties, reputational impact	Compliance calendar, periodic review and Board oversight
Technology / cyber risk	Business interruption / data risk	Access controls, backups, cyber hygiene and periodic review
Market / competition risk	Pricing and margin pressure	Diversification, value-added services and client relationships
Funding risk	Constraints on expansion	Prudent capital planning and phased deployment of resources

16. NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Committee assists the Board in matters relating to Board composition, succession, appointment of Directors and senior management, Board diversity, performance evaluation and remuneration. The Company's remuneration philosophy is intended to be reasonable, performance-linked and aligned with long-term business objectives and stakeholder interests.

17. RELATED PARTY TRANSACTIONS

FOLLOWING ARE THE RELATED PARTY BALANCES AS ON YEAR END- 31ST MARCH 2026

Amount in INR (In Lakhs)

Name	Amount Dr.	Amount Cr.
Gurdev Narain Foundation		80.403
Impressive Plastics Private Limited		7.100
Pankaj Chander		.508
GEO IT Skills Pvt Ltd		3.822
Kuberakshi Advisory Services Private Limited		6.343
MS Corridor Management Pvt. Ltd.		25.130
NMS Enterprises Limited		163.656
Dhananjai Gupta		.6
RMA & Associates LLP	3.571	
IDM Enterprises Pvt. Ltd.	7.036	
CREDIBLE MANAGEMENT SOLUTIONS PVT LTD	16.608	
Ebony & Ivory Advertising Pvt. Ltd.	21.605	
Total	48.820	286.967

Disclosure regarding clerical error in Related Party disclosure in Balancesheet

It is hereby informed that due to an inadvertent clerical error, an amount of ₹50,000/- disclosed in Note No. 10 and an amount of ₹20,23,000/- disclosed in Note No. 21 to the financial statements for the year ended 31 March 2026 were incorrectly classified/shown under the Related Party category. The said amounts actually pertain to non-related parties. The error is purely clerical in nature and does not have any impact on the financial position, profitability or cash flows of the Company. The

necessary correction/reclassification has been noted for appropriate rectification in the financial statements/disclosures.

18. CORPORATE SOCIAL RESPONSIBILITY

Based on the scale of the Company's FY 2025-26 financials presently available, the Company does not appear to meet the statutory thresholds under Section 135 of the Companies Act, 2013. This position should nevertheless be confirmed against the final standalone financial statements and the prescribed tests for net worth, turnover and net profit.

19. VIGIL MECHANISM / WHISTLE-BLOWER

The Company maintains a vigil mechanism intended to provide a channel for raising genuine concerns regarding unethical conduct, financial irregularities, fraud, violation of law or Company policies. The mechanism is designed to protect the confidentiality of persons raising concerns and to provide for appropriate investigation and escalation.

20. PREVENTION OF SEXUAL HARASSMENT

The Company is committed to providing a safe and respectful workplace and maintains the requisite mechanism under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, as applicable. The final Report should insert the number of complaints received, disposed of and pending as at year-end from the Internal Committee records.

21. PARTICULARS OF EMPLOYEES AND REMUNERATION

Particulars of employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are required to be annexed to the Board's Report. In accordance with the provisions of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company at the Registered Email of the Company.

The information 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

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26:

No Director has drawn any remuneration from the Company during the financial year 2025-26 therefore ratio of remuneration of each director the median remuneration of the employees of the Company is not ascertainable.

ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2025-26:

Remuneration of Chief Financial Officer and Company Secretaries has not been increased during the financial year 2025-26.

iii) The percentage increase in the median remuneration of employees in the financial year 2025-26:

No increase of remuneration of employees during the financial year 2025-26.

iv) The number of permanent employees on the rolls of company: 10(Ten)

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:

Amount in Rs.

	2025-26	2024-25	Increase/Decrease in %
Average Salary of Employee other than key Managerial Personnel (Per Annum)	N.A.	N.A.	N.A.
Managing Director/Director/CFO	Nil	Nil	Nil

(As the Company has only two permanent employee therefore average salary is not ascertainable)

vi) The key parameters for any variable component of remuneration availed by the Directors:

The key parameters for the variable component of remuneration, if any, availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Nomination & Remuneration Policy for Directors.

vii) Affirmation that the remuneration is as per the remuneration policy of the Company:

Remuneration is paid to the Key Managerial personal (i.e. CFO and Company Secretary) of the Company. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy of the Company.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The Company is primarily engaged in services, consultancy, contracting and allied activities. Accordingly, the particulars relating to conservation of energy and technology absorption are not material in the same manner as for a manufacturing company. The final report should nevertheless include the prescribed disclosures under Section 134(3)(m) and Rule 8 of the Companies (Accounts) Rules, 2014, including foreign exchange earnings and outgo, based on the audited accounts.

23. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Directors, to the best of their knowledge and belief, state that:

- in the preparation of the annual accounts for the financial year ended 31 March 2026, the applicable accounting standards have been followed and there are no material departures requiring explanation, except as specifically disclosed in the financial statements;

- the accounting policies have been selected and applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company and of the profit and loss for the financial year;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis;
- proper internal financial controls have been laid down and such controls are adequate and were operating effectively, subject to the observations, if any, contained in the auditors' report; and
- proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively, subject to any qualifications or observations specifically disclosed.

24. SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, subject to any deviations, qualifications or observations reported by the Secretarial Auditor.

25. DEPOSITS

The Company has not accepted deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 during FY 2025-26, subject to confirmation from the final accounts and statutory records.

26. SIGNIFICANT AND MATERIAL ORDERS

Except as disclosed in the financial statements and statutory filings, no significant and material orders were passed by regulators, courts or tribunals during FY 2025-26 that would impact the going-concern status of the Company or its future operations. This paragraph should be updated for any material order received before the date of the Board's Report.

27. ACKNOWLEDGEMENT

The Board places on record its appreciation for the continued support of shareholders, clients, customers, employees, consultants, vendors, bankers, regulators and other stakeholders. The Directors look forward to continued support as the Company strengthens its business platform and pursues sustainable growth opportunities.

For and on behalf of the Board of Directors
NMS GLOBAL LIMITED

Sd/-

Mr. Dhananjai Gupta
Managing Director
DIN: 09313878

Place: New Delhi
Date: 05-09-2026

MANAGEMENT DISCUSSION & ANALYSIS REPORT

This Management Discussion & Analysis (MD&A) should be read together with the audited standalone and consolidated financial statements, related notes and other disclosures forming part of the Annual Report.

1. ECONOMIC AND BUSINESS ENVIRONMENT

The Indian economy continued to provide a favourable medium-term environment for infrastructure, services, skill development and professional consulting. The Economic Survey 2025-26 identifies infrastructure investment, connectivity, services, employment and skill development as important elements of India's growth strategy. The Government's FY26 budgeted capital expenditure of ₹11.21 lakh crore, with effective capital expenditure of ₹15.48 lakh crore, underscores the continuing importance of infrastructure-led growth.

For NMS Global, this environment creates opportunities in project support, infrastructure services, professional consultancy, workforce deployment and technology-enabled skill development. At the same time, project execution, funding, receivable cycles, competition and compliance remain important constraints on profitable growth.

2. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company's operating landscape is diversified rather than dependent on a single industry. The key areas relevant to the Company are:

- Infrastructure and construction: continuing public and private investment creates demand for project execution, pre-engineered structures, civil works and allied services.
- Skill development: the policy environment increasingly favours demand-driven, technology-enabled and industry-aligned skilling, reskilling and upskilling.
- Consultancy: companies and new ventures increasingly require financial, project, engineering, management, compliance and feasibility support.
- Manpower and payroll: flexible workforce models and project-based deployment create opportunities for organised manpower services.
- EV and energy transition infrastructure: EV charging and battery-swapping infrastructure continues to receive policy support and may create project opportunities for qualified service providers.
- Logistics and supply-chain services: increasing infrastructure and manufacturing activity creates a potential adjacency for the Company, subject to disciplined entry and commercial evaluation.

3. COMPANY'S BUSINESS MODEL

NMS Global's model is based on combining business origination, consultancy, project support, skilled manpower and execution capabilities. The Company seeks to use its management experience and group capabilities to participate in projects where it can add value through planning, execution, technology, human resources and client coordination.

The Board's strategic priority is to build a more predictable and scalable revenue base while avoiding excessive concentration in low-margin or high-working-capital assignments.

4. FINANCIAL PERFORMANCE

Metric	FY 2025-26	FY 2024-25	Change / comment
Standalone revenue	₹11.21 Cr	₹6.67 Cr	Strong increase in operating scale
Standalone PAT	₹0.17 Cr	₹0.16 Cr	Moderate improvement
Consolidated revenue	₹42.72 Cr	₹13.66 Cr	Significant increase in group operating scale
Consolidated PAT	₹0.72 Cr	₹0.41 Cr	Improvement in group profitability
Standalone paid-up capital	₹3.01 Cr	₹3.01 Cr	No change based on available results

5. SEGMENT / BUSINESS-WISE PERFORMANCE

The Company's activities span several business areas and, depending on the final Ind AS segment determination, the annual financial statements may present one or more reportable segments.

Segment	Amount
Trading	26,408,250.00
Manpower	46,156,910.00
Construction Service	37,940,818.00
Consultancy Service	1,597,458.00
Total	112,103,436.00

6. OPPORTUNITIES

- India's continued infrastructure build-out and private investment revival can support demand for project and consultancy services.
- Government emphasis on skill development and employability supports demand for outcome-oriented skilling solutions.
- EV charging and battery-swapping infrastructure presents a growing project ecosystem.
- The Company's diversified group structure can support cross-selling of consultancy, manpower, infrastructure and project services.
- Logistics and supply-chain services may provide an additional avenue for revenue diversification.
- Digital delivery can improve the scalability of training, recruitment, consultancy and customer engagement.

7. THREATS AND CHALLENGES

- Intense competition from established infrastructure, consulting, staffing and skill-development providers.
- Working-capital intensity and delays in client payments can constrain growth.
- Execution delays, cost inflation and contractual disputes can reduce project margins.
- Regulatory requirements are evolving rapidly, increasing the cost of compliance and documentation.
- Technology and cyber risks are increasing as business processes become more digital.
- Geopolitical events, commodity prices, interest rates and currency movements can indirectly affect project costs and demand.

8. RISK MANAGEMENT

The Company's risk-management framework is designed around identification, assessment, mitigation and monitoring. Key risks include project execution, receivables, counterparty credit, compliance, funding, technology/cybersecurity, human resources and market competition. The Board and management periodically review material risks and the adequacy of mitigation measures.

9. INTERNAL CONTROL SYSTEMS

The Company's internal control environment is intended to provide reasonable assurance regarding the reliability of financial reporting, safeguarding of assets, proper authorisation of transactions, prevention/detection of fraud and compliance with applicable policies and laws. The Audit Committee, internal audit function and statutory auditors provide independent oversight within their respective mandates.

10. HUMAN RESOURCES

People remain central to the Company's skill development, consultancy, manpower and project-oriented businesses. Management's focus is on hiring appropriate capabilities, retaining experienced personnel, improving productivity, strengthening compliance and encouraging continuous learning.

The Company also recognises that the future workforce will require digital, analytical, technology and sector-specific skills. Accordingly, training and capability building will remain important components of the Company's operating model.

11. OUTLOOK

The Company's medium-term outlook remains constructive, subject to disciplined execution. Management intends to focus on profitable revenue growth rather than revenue growth alone. Key priorities for FY 2026-27 include strengthening the order pipeline, improving conversion of opportunities into executed contracts, tightening working-capital cycles, developing higher-margin consultancy and skill-development offerings, and selectively pursuing infrastructure and logistics opportunities.

The Board believes that the Company's diversified platform, management experience and group capabilities provide a foundation for sustainable growth. However, actual performance will depend on

order conversion, project execution, funding availability, customer collections, regulatory developments and broader market conditions.

12. CAUTIONARY STATEMENT

Statements in this MD&A describing the Company's objectives, expectations, estimates and predictions may constitute forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied due to economic conditions, regulatory changes, competition, project execution, customer behaviour, funding availability, interest rates, geopolitical developments and other factors beyond the Company's control. The Company undertakes no obligation to publicly update forward-looking statements except as required by law.

For and on behalf of the Board of Directors

NMS GLOBAL LIMITED

Sd/-

Mr. Dhananjai Gupta

Managing Director

DIN: 09313878

Place: New Delhi

Date: 05-09-2026

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

NMS Global Limited believes that corporate governance is not merely a compliance exercise; it is the operating framework through which the Company earns and preserves the trust of shareholders, customers, employees, lenders, vendors, regulators and society. The Company's objective is to create sustainable value while maintaining integrity, transparency, accountability, fairness and respect for the law.

1. GOVERNANCE VISION

Our governance philosophy is founded on a simple principle: responsible growth must be supported by responsible governance. The Board and management seek to balance entrepreneurial initiative with disciplined oversight, ensuring that business opportunities are evaluated with appropriate regard to risk, capital, compliance, reputation and long-term stakeholder value.

2. OUR FIVE GOVERNANCE COMMITMENTS

Commitment	What it means in practice
Integrity	Conduct business honestly, ethically and in accordance with applicable laws and Company policies.
Transparency	Provide accurate, balanced and timely information to shareholders, regulators and other stakeholders.
Accountability	Clearly allocate responsibility for decisions, controls, compliance and performance.
Fairness	Protect the legitimate interests of all shareholders and stakeholders without discrimination or preferential treatment.
Sustainable value creation	Pursue growth that is financially sound, operationally responsible and capable of creating long-term value.

3. BOARD AS THE STEWARD OF THE COMPANY

The Board is the highest governance body of the Company and provides strategic direction, oversight and accountability. The Board's responsibilities include reviewing business performance, approving strategy and major transactions, overseeing risk and internal controls, monitoring compliance, evaluating management performance and protecting stakeholder interests.

Board Committees are intended to deepen oversight in specialised areas including audit and financial reporting, nomination and remuneration, investor relations and risk management, as applicable to the Company.

4. INDEPENDENT JUDGEMENT AND CONSTRUCTIVE CHALLENGE

The Company encourages informed debate, constructive challenge and independent judgement in Board deliberations. Directors are expected to devote adequate time to preparation, understand the

Company's business and risks, ask relevant questions and act in the best interests of the Company and its stakeholders.

5. FINANCIAL INTEGRITY AND INTERNAL CONTROLS

The Company is committed to reliable financial reporting and robust internal controls. Management is responsible for maintaining appropriate processes and controls; the Audit Committee provides oversight; internal and statutory auditors provide independent assurance; and the Board retains overall accountability for the integrity of financial reporting.

6. ETHICS, CONDUCT AND ZERO TOLERANCE FOR FRAUD

The Company expects Directors, senior management and employees to act with integrity and comply with the Code of Conduct, insider-trading controls, anti-fraud measures and applicable laws. Any suspected fraud, bribery, conflict of interest, financial irregularity or unethical conduct should be escalated through the prescribed channels.

7. RELATED PARTY GOVERNANCE

Related party transactions are subject to the Company's policy and applicable statutory and SEBI requirements. The Company seeks to ensure that such transactions are entered into in the ordinary course and on arm's-length terms wherever applicable, with appropriate Audit Committee, Board and shareholder approvals.

8. PROTECTION OF MINORITY AND PUBLIC SHAREHOLDER INTERESTS

The Company recognises that a listed company is accountable not only to its promoters and management but also to public shareholders. Governance processes therefore seek to ensure equitable treatment, transparent disclosures, protection of voting rights and appropriate consideration of minority interests.

9. STAKEHOLDER ENGAGEMENT

The Company aims to maintain constructive relationships with shareholders, customers, employees, vendors, bankers, regulators and communities. Investor grievances are intended to be handled promptly and transparently through the designated channels and Registrar and Transfer Agent, wherever applicable.

10. RISK AND OPPORTUNITY GOVERNANCE

The Board recognises that risk management and opportunity management are inseparable. Strategic opportunities are evaluated with reference to expected returns, funding, execution capacity, regulatory requirements, reputation and downside risk. The Company's governance framework seeks to ensure that growth initiatives do not compromise financial discipline or compliance.

11. DIGITAL AND INFORMATION GOVERNANCE

As the Company expands technology-enabled services, it will continue to strengthen information security, access controls, data protection, business continuity, record retention and cyber-risk

awareness. Digital systems are expected to support—not replace—appropriate human oversight and accountability.

12. SUSTAINABILITY AND RESPONSIBLE BUSINESS

The Company recognises the increasing importance of environmental, social and governance considerations. Management intends to progressively strengthen responsible business practices around workforce development, ethical supply chains, resource efficiency, employee welfare, compliance and stakeholder impact.

13. GOVERNANCE AS A CONTINUOUS JOURNEY

NMS Global views good governance as a continuous process rather than a static checklist. The Company will periodically review its policies, Board processes, internal controls, risk framework and disclosure practices to align them with changes in law, market expectations and evolving best practices.

14. CORPORATE GOVERNANCE APPLICABILITY – FY 2025-26

Based on the Company's FY 2025-26 paid-up equity share capital remaining at approximately ₹3.01 crore and the scale of net worth reflected in the available financial information, the detailed corporate-governance provisions under Regulations 17 to 27 of the SEBI LODR Regulations appear to remain outside the mandatory applicability threshold under Regulation 15. This conclusion must be confirmed against the final audited FY 2025-26 balance sheet and the Company's statutory records before the Annual Report is finalised.

Notwithstanding the exemption, the Company intends to follow sound governance practices voluntarily and to maintain appropriate Board, Committee, internal control, risk, investor grievance, ethics and disclosure mechanisms.

For and on behalf of the Board of Directors
NMS GLOBAL LIMITED

Sd/-

Mr. Dhananjai Gupta
Managing Director
DIN: 09313878

Place: New Delhi
Date: 05-09-2026



**PRACHI BANSAL AND
ASSOCIATES**
COMPANY SECRETARIES
Address- House no 837, Sector 28
Faridabad, 121008
Phone no-9899563128
Mail id-Prachi.jain2805@gmail.com

ANNEXURE (1) TO BOARD OF DIRECTORS REPORT

**MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

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

To
The Members
NMS GLOBAL LIMITED
H.No. 48, Hasanpur, I.P. Extension Delhi-110092.

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **NMS GLOBAL LIMITED** having **CIN: L74110DL1986PLC025457** (hereinafter called the Company) Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by NMS GLOBAL LIMITED for the financial year ended on 31st March, 2026 according to the provisions of (to the extent applicable):

- (i) The Companies Act, 2013(the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under -

Not applicable to the Company during the Audit Period.

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under-
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to
The extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- **Not applicable to the Company during the Audit Period.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. **Not applicable to the Company during the Audit Period**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014. - **Not applicable to the Company during the Audit Period.**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. - **Not applicable to the Company during the Audit Period.**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.- **Not applicable to the Company during the Audit Period.**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. - **Not applicable to the Company during the Audit Period.**
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) Indian Stamp Act, 1899;
- (vii) Indian Contract Act, 1872;
- (viii) Income Tax Act, 1961 and indirect tax laws;

(x) Other applicable Laws;

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Listing agreements entered into by the Company with the Bombay Stock Exchange and Metropolitan Stock Exchange of India Limited (MSE).

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

I Further Report that compliance of applicable financial laws including Direct and Indirect Tax Laws by the Company has not been review in this audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I Further Report that: -

The Company has complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE Limited dated March 16, 2023.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. However, the same needs to be maintained in improvised and efficient manner. During the period under review it has also been observed by us that the Company has not submitted Forms with the Registrar of Companies within the stipulated time period.

Majority decision is carried through while the dissenting members 'views are captured and recorded as part of the minutes.

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

FOR PRACHI BANSAL & ASSOCIATES

SD/-

(PRACHI BANSAL)

Proprietor

Membership No: - A4335

UDIN: A043355H001377809

COP No: -23670

Place: - Faridabad

Date: 04.09.2026

This report is to be read with my letter of even date which is annexed as **Annexure 1** and forms an integral part of this report.

‘ANNEXURE 1’ TO THE SECRETARIAL AUDIT REPORT’

To
The Members
NMS GLOBAL LIMITED
H.No. 48, Hasanpur, I.P. Extension Delhi-110092.

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

1. Maintenance of secretarial record and devise proper systems to ensure compliance with the provisions of all applicable laws and regulations is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records, standards and procedure followed by the Company with respect to secretarial compliances.
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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rule and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. my examination was limited to the verification of procedures on test basis.

Disclaimer:

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

FOR PRACHI BANSAL & ASSOCIATES

SD/-

(PRACHI BANSAL)

Proprietor

Membership No: - A4335

UDIN: A043355H001377809

COP No: -23670

Place: - Faridabad

Date: 04.09.2026



**PRACHI BANSAL AND
ASSOCIATES**
COMPANY SECRETARIES
Phone no-9899563128
Mail [id-Prachi.jain2805@gmail.com](mailto:prachi.jain2805@gmail.com)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
NMS GLOBAL LIMITED
H.No. 48, Hasanpur, I.P. Extension Delhi-110092.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of NMS Global Limited (hereinafter referred to as "the Company") having CIN L74110DL1986PLC025457 and having registered office at H.No. 48, Hasanpur, I.P. Extension Delhi-110092, 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(1) 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 (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.

S.No.	Name of Director	DIN	Date of appointment in company	Date of Resignation in company
1.	Dhananjai Gupta	09313878	04/03/2022	-
2.	Ujjwal Narayan	01097661	11/11/2020	-
3.	Pankaj Chander	00053351	30/05/2023	
4.	Meenakshi Gupta	01261976	29/01/2026	
5.	Bijendra Mishra	08088788	23/09/2024	
6.	Sugan Chaudhary	07239488	13/11/2021	02/07/2026

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.



PRACHI BANSAL AND
ASSOCIATES
COMPANY SECRETARIES
Phone no-9899563128
Mail [id-Prachi.jain2805@gmail.com](mailto:prachi.jain2805@gmail.com)

FOR PRACHI BANSAL &
ASSOCIATES

Place: - Faridabad
Date: 04.09.2026

UDIN: A043355H001377765

SD/-
(PRACHI BANSAL)
Proprietor
Membership No: - A4335
COP No: -23670

**ANNEXURE [III] TO BOARD OF DIRECTORS' REPORT
MANAGEMENT DISCUSSION & ANALYSIS REPORT {MDAR}**

CHINA DOWN TREND

The Company's operations span across various business segments comprising of Trading and Consultancy Services in the field of Contractual Services like Civil Construction, Pre-Engineered Buildings, Skill Development, Financial Consultancy, Engineering Services & Publication, manpower hiring and Advertising.

The Company has significant presence across India. The vast experience of the Directors of the Company in the sector of Civil Construction, Banking, Finance, Engineering & Advertising Services is an added advantage for the Company. The management of NMS understands the frequent modulations in the field of construction industry and hence take up the projects engaging different technologies like pre-engineered buildings, monolithic, EPS and LGSF along with RCC frame structure.

The economy of the China is going through the down trend. Housing, manufacturing, automobiles, all sectors in China is going through the negative phase. On the other hand India has become the most favoured nation and attractive destination for the foreign investments and manufacturing. Now the India has become the fastest growing economy of the world and industrial revolution has just begun. We the NMS looking this as a big opportunity and ready to expand our presence PAN India basis by providing our full services and consultation to establish new industries in India.

We are committed to provide high quality work that meets International standards. At all stages of our work, we stay in close touch with our clients to ensure the work progress in accordance with their expectations.

OPPORTUNITIES

The Service sector is not only a dominant sector in India's GDP, but has also attracted significant foreign investment flows, contributing significantly to exports as well as providing large-scale employment. India needs adequate Infrastructure, Research & Development and Skill Development.

Threats

There are many players in the market providing consultancy in the field of finance, accounting as well as taxation.

Today's financial firms face unprecedented pressure to cut costs and improve capital deployment—while fighting financial crime, improving operational and cyber resilience, and meeting evolving regulations.

Costs for compliance are very high, and financial institutions should frequently restructure, to keep in compliance and future-proof the enterprise. Most institutions struggle to balance compliance and operating concerns with their need to craft a strong reputation as a desirable employer and good corporate citizen.

Initiatives Taken By the Company

After deep analyzing the present world scenario after the endemic of Covid-19, The company is giving its best efforts to flourish its business and works. It has a strong perception that the business will grow in upcoming years. The company has launch its own Online Skill Education Platform with name and style of NMSkar, NMS (Kaushal And Rozgar).

The company has successfully signed various MOU's and agreement with its well-known clients for supporting and developing the infrastructure to EV charging stations, battery Swapping business, infrastructure development and arranging the human resources. Further company is providing financial, infrastructure and development consultation to establish new entities in India.

FUTURE OUTLOOK

Presently the company has seven subsidiaries, expert in their core field of business with vast knowledge of key management. The Indian economic situation is at upward trend but due to Russia and Ukrain war prices of the commodity has been increased substantially, which is impacting the cost factor of service industry. However, the company and management is still in view that even after the high cost or inflation, development and progress will continue with high pace.

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good corporate governance is about maximizing shareholder value on a sustainable basis while ensuring fairness to all stakeholders: Customers, vendor-partners, Investors, Employees, Government and Society.

The Company believes that Corporate Governance is a set of processes, customs, policies, rules, regulation and laws for ensuring transparency, professionalism and accountability in its dealings with its customers, principal, employees, shareholders and with every individual who comes in contact with the Company. The Company's philosophy on Corporate Governance is bounded upon a rich legacy of fair ethical governance practices which has been in practice since the beginning. In fact the company has long been a staunch supporter of this code even before it became mandatory. Integrity, transparency, accountability and compliance with laws which are columns of good governance have always been the hallmark of company. The Company is in full compliance with the requirements of Corporate Governance under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges and in this regard, submits a report on the matters mentioned in the said clause and also the practices followed by the Company as stated below:

BOARD COMPOSITION

Size and Composition of Board of Directors

The composition of Board of Director's for the F.Y. 25-26 as detailed below is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(Read with the resignation and re appointment as informed in the directors report)

Sl. No.	Name of Director	DIN	Category
1	Mr. Bijendra Mishra	08088788	Independent Director
2	Mr. Pankaj Chander	00053351	Non-Executive Director
3	Mr. Ujjwal Narayan	01097661	Independent Director
4	Mr. Dhananjai Gupta	09313878	Managing Director
5	Mr. Sugan Choudhary	07239488	Non -Executive Director
6	Mr. Meenakshi Gupta	01261976	Women Director

Board of Directors

- i. The Company has 6 Directors out of which 1 Managing Director, 2 Non-Executive , Non Independent Directors and 3 Independent Director as on March 31, 2026. The composition of the Board is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the stock Exchanges.
- ii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanship /Memberships held by them in other companies is given below. Other directorships include alternate directorships, directorships of Private Limited Companies, section 8 companies, and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
- iii.

Name of Director	Number of the board of meetings held during the year 2024-25		Whether attended last AGM held on 30th September, 2024
	Held	Attended	
Mr Bijendra Mishra (DIN: 01607006)appointed w.e.f 29.09.2024	11	10	Yes
Mr. Pankaj Chander (DIN: 00053351)	11	11	Yes
Mr. Ujjwal Narayan (DIN: 01097661)	11	11	Yes
Mr. Sughan Choudhary (DIN: 07239488)	11	11	Yes
Mr. Dhananjai Gupta (DIN : 09313878)	11	11	YES
Ms. MeenakshiGupta (DIN : 01261976)	1	1	YES

Mr. Dhananjai Gupta, Managing Director of the company, as defined in Section 2 (77) of Companies Act, 2013 and Rule 4 of the companies (Specification of definitions details) Rule 2014

The company issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013.

The company has formulated a policy to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

Code of Conduct for Board members and Senior Management

The Board of Directors has laid down the code of conduct for all the Board members and members of the Senior Management of the Company. Additionally all independent directors of the company shall be bound by duties of independent directors as set out in the Companies Act, 2013 read with the Schedules and Rules there under.

All the Board members and Senior Management personnel have affirmed compliance with the code of conduct.

The Code of Conduct is available on the website of the company.

INDEPENDENT DIRECTORS' MEETING

In compliance with Section 149(8) of the Companies Act, 2013, read alongwith Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, one separate meeting of Independent Directors of the Company was held on 27.03.2026. The meeting was conducted in an informal manner without the presence of Managing Director, the Non-Executive Non Independent Director or any other Management Personnel.

During the year under review, the Independent Directors met inter alia, to:

1. Review the performance of non-independent directors and the Board as a whole.
2. Review the performance of the Chairman of the company, taking into account the views of Executive Directors and Non-Executive Directors.
3. 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.

All the Independent Directors were present at the meeting.

BOARD COMMITTEES

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has four committees i.e Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

AUDIT COMMITTEE

The audit committee was constituted in accordance with the provisions of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The major tasks performed by the audit committee may be grouped under the following heads:

Statutory audit, internal audit, reporting and other aspects

- i. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Committee acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to the financial Information.
- ii. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible and ensuring timely submission to statutory authorities.
- iii. Reviewing the Management Discussion & Analysis of financial and operational performance.
- iv. Reviewing with the management, the quarterly financial statements and annual financial statements and auditor's report thereon before submission to the board for approval.
- v. Review the adequacy and effectiveness of the company's system and internal control.
- vi. Evaluation of internal financial controls and risk management systems.
- vii. To review the functioning of the Whistle Blower mechanism.

Audit & other duties

- i. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ii. Discussion with internal auditors of any significant findings and follow up there on.
- iii. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and internal Auditors considering their independence and effectiveness and their replacement and removal.
- iv. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
- v. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

Composition of Audit Committee and attendance of each Director during the meetings held in financial year 2025-26 are given below:

Four Audit Committee meetings were held during the year and the gap between Five meetings never exceeded four months. The dates on which such meetings were held are as follows:

29th May, 2025, 12th August, 2025, 24th August, 2025, 13th November, 2025, 28th January, 2026 and 12th February, 2026



NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

The remuneration policy as adopted by the company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

Although no remuneration is paid to any director at present the company retains the option to do so in future. As and when it is done it shall be revealed in the report.

The details of the composition of the Nomination and Remuneration Committee are as under:

During 2025-26 Five meeting were held as under:

29th May, 2025, , 12th August, 2025, 13th November, 2025, 28th January ,2026 and 12th February, 2026

Name	Status	Category	No. of meeting Attended during the year 2025-26
Mr. Dhananjai Gupta	Chairman	Managing Director	5
Ujjwal Narain	Member	Independent Director	5
Bijendra Mishra	Member	Independent Director	5

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company.

The Committee performs following functions:

Transfer/Transmission of shares

1. Issue of Duplicate Share Certificates.
2. Review of Share dematerialization and rematerialization.
3. Monitoring the expeditious Redressal of Investor Grievances.
4. Monitoring the performance of company's Registrar & Transfer Agent.
5. All other matters related to the shares.

During 2025-26 four meeting were held as under:

30.05.2025, 29.08.2025, 14.11.2025, 14.02.2026

The details of the composition of the Stakeholders Relationship Committee are as under:

Name	Status	Category	No. of meeting Attended during the year 2025-26
PANKAJ CHANDER	Chairman	Non-Executive Director	4
DHANANJAI GUPTA	Member	Managing Director	4
MEENAKSHI GUPTA	Member	Women Director	4

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on March 31st, 2026 was held on 27.03.2026, inter alia to discuss:

- i. review the performance of non-independent directors and the Board as a whole; review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- ii. 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.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was

carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties as defined under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

DISCLOSURES

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as listing agreement a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the company.

Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

Compliance with Accounting Standard

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956 read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

GENERAL BODY MEETING

The details of last three Annual General Meeting of the Company held are given below :

Financial Year	Location of the Meeting	Date	Time
----------------	-------------------------	------	------

2023-24	H. No. 48 Hasanpur, I.P Extention, Delhi-110092	30/09/2024	10.30AM
2024-25	H. No. 48 Hasanpur, I.P Extention, Delhi-110092	30/09/2025	10.00 A.M
2025-2026	H. No. 48 Hasanpur, I.P Extention, Delhi-110092	30/09/2026	10.00 A.M

MEANS OF COMMUNICATION

The quarterly and half yearly un-audited and annual results were published in a National level English newspaper(s) as well as regional language newspaper circulating in the state of New Delhi. The results are also displayed on the Company's website (<https://nmslimited.in/>).

SHAREHOLDER INFORMATION

Registered Office :

H.No. 48, Hasanpur, I.P.

Extension Delhi East Delhi DL

110092 IN

E-mail: info@nmslimited.in

Websites: [www. nmslimited.in](http://www.nmslimited.in)

Registrar and Transfer Agent

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Skyline Financial Services Private Limited

D-153, 1st Floor, Okhla Ind. Area, Phase-1, New Delhi-110020

Telephone No: 011-26812682/3

Fax: 011-30857562

E Mail: admin@skylinerta.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

Compliances

Mandatory Requirements

The company has fully complied with the applicable mandatory requirements of Regulation 34(3) of the SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015.

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital for the quarter ended June 2023, September 2023, December 2023 and March 2026, is being carried out by M/s Prachi Bansal & Associates, Company Secretaries with a view to reconcile the total share capital admitted with National Securities Depository Limited(NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form , with the issued and listed capital . The Auditors Certificate in regard to the same is submitted to BSE Limited & Metropolitan Stock Exchange of India Limited.

A Secretarial Audit Report for the year 2025-26 carried out by M/s Prachi Bansal & Associates, Company Secretaries is annexed to the Directors Report and forms a part of the Annual Report.

Adoption of non-mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Shareholders Rights:

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website <https://nmslimited.in/> . Hence, these are not individually sent to the Shareholders.

General Shareholders Information

Annual General Meeting

Date: 30thSeptember,2026
Day: Wednesday
Time: 10:00 A.M

FINANCIAL CALENDAR

- o Financial Year : 1st April to 31st March

Tentative Calendar for the financial year ending 31st March, 2026

Financial Reporting for the	Tentative time frame
First quarter ended 30th June, 2025	First fortnight of August 2025*
Second quarter ending 30th September, 2025	First fortnight of November, 2025*

Third quarter ending 31st December, 2025	First fortnight of February, 2026*
Fourth quarter ending 31st March, 2025	By the end of May, 2026*

Book Closure

From 24th September, 2026 to 30th September, 2026 (both days Inclusive) for the purpose of 40th Annual General Meeting

LISTING ON STOCK EXCHANGE

The shares of the Company are at presently listed on BSE Limited and Metropolitan Stock Exchange of India Limited (MSEI).

SHARE TRANSFER SYSTEM

The Company's shares are available in Demat mode. ISIN allotted to company is INE169F01014. The shares received for transfer in physical mode are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respect.

Distribution of Shareholding as on 31st March,2026

No. of Shares or Debentures	No. of Shareholders	% of Shareholders	No. of Shares held	% to total
Up To 500	3992	90.26	521430.00	17.35
501 To 1000	233	5.27	192431.00	6.40
1001 To 2000	111	2.51	169569.00	5.64
2001 To 3000	37	0.84	91836.00	3.06
3001 To 4000	11	0.25	38163.00	1.27
4001 To 5000	14	0.32	62943.00	2.09
5001 To 10000	12	0.27	83583.00	2.78
10000 and Above	13	0.29	1845645.00	61.41
Total	4423	100.00	30056000.00	100.00

Categories of Equity shareholder as on March 31, 2026

Category	No. of Shares	%age
(A) Promoter Shareholding		
(1) Indian	-	-
(a) Individuals & HUF	1026685	34.16
(b) Bodies Corporate	556298	18.51
Sub Total (A)(1)	1582983	52.67
(2) Foreign promoters	-	-
Total Promoter shareholding A=A1 +A2	1582983	52.67
(B) Public Shareholding		
B1) Institutional Investors	-	-
B2) Central Govt./Stat Govt./POI	-	-
B3) Non-Institutional Investors	-	-
Individuals	1419021	47.21
Body Corporate	556298	18.51
Others (Including NRI)	3596	0.12

Total Public Shareholding B=B1+B2+B3	0	0
C) Non-Promoter – Non-Public	0	0
Grand Total (A+B+C)	3005600	100.00

Physical/NSDL/CDSL/Summary Report as on 31st March,2026

PARTICULARS	SHARES	PERCENTAGE (%)
PHYSICAL	932600	31.03%
NSDL	245755	8.18%
CDSL	1827245	60.79%
TOTAL	3005600	100

ADDRESS OF CORRESPONDENCE

Shareholders may contact:

Mr. Dhananjai Gupta
(Managing Director)

NMS GLOBAL LIMITED
H.No. 48, Hasanpur, I.P.
Extension Delhi East Delhi -
110092

E-mail: info@nmslimited.in
Tel. No. +91 11 45261214,
Website: <https://nmslimited.in/>

CEO Certification

The Board of Directors

NMS GLOBAL LIMITED.

Dear Members of the Board,

I, Dhananjai Gupta , Chief Executive Officer of **NMS GLOBAL LIMITED**, to the best of our knowledge and belief, certify that:

1. I have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's report.
2. These Statement do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics, except as disclosed to the Company's auditors and the Company's audit Committee of the Board of Directors.
5. We have also indicated to the Auditors and the Audit Committee
 - Significant changes in Internal Controls with respect to financial reporting during the year.
 - Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.
6. To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

Place: New Delhi

Date: 30.05.2026

Sd/-

Dhananjai Gupta
Chief Executive Officer



Independent Auditor's Report

To

The Members of

M/s. NMS GLOBAL LIMITED

Report on the Standalone Financial Statements for FY 2025-26

Opinion

We have audited the accompanying Standalone financial statements of **M/s. NMS GLOBAL LIMITED** ("**the Company**") which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including other comprehensive Income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and summary of significant accounting policies and other explanatory information (herein after 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 Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("**IndAS**") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, Profit and Total comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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



DELHI | HARYANA | RAJASTHAN | UTTAR PRADESH

Head Office - E-14A, 3rd Floor, Near Hira Sweets, Jawahar Park, Laxmi Nagar, New Delhi-110092

Tel :- 011-49032903 Email : ca.mukulgarg@gmail.com/info@camukulgarg.com

Website: www.camukulgarg.com

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 a matter to be the key audit matters to be communicated in our report. Our opinion is not modified in respect of these matters.

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

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

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained 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 the fact. We have nothing to report in this regard.

Responsibility of Management for the Standalone Financial Statements

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

In preparing the 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 Responsibility for the Audit of the Financial Statements

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

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

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



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(18 of 2013), we give in the **Annexure 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. Company maintains Standalone books of accounts at its head office and therefore no separate branch audit was conducted.
 - c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive Income, Statement of change 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 Standalone financial statements comply with the IndAS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Amendment Rules, 2021.
 - e. On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B**. Our report expresses an unmodified opinion on the adequacy on operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion, to the best of our information and according to the explanations given to us, that the company had not paid any remuneration to Directors other than sitting fees.
 - 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) Amendment Rules, 2021, in our opinion and to the best of our information and according to the explanations given to us:
 1. The Company has disclosed the impact of pending litigations on its Standalone financial position in its financial statements, wherever applicable.
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 4. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either directly or indirectly)



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, 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, directly or indirectly, lend or Invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed 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 misstatement.

For Mukul Garg & Associates
Chartered Accountants
FRN: 019503C

CA Rinki
Partner

M. No. 531095

UDIN- 265310951B112702

Place: New Delhi

Date: 30/05/2026



Annexure A

(Refer to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of NMS GLOBAL LIMITED, on the Standalone financial statements for the year ended 31 March, 2026 of even date)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) There have not been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the Standalone financial statements.

For Mukul Garg & Associates
Chartered Accountants
FRN- 019503C

CA Rinki
Partner
M. No. 531095
UDIN- 265310951B1B12702
Place: New Delhi
Date: 30/05/2026



(Referred to in paragraph 2(f) under 'Report on Other legal and regulatory requirements' section of our report to the Members of NMS GLOBAL LIMITED for the year ended 31 March, 2026 of even date)

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit of the Standalone financial statements of NMS GLOBAL LIMITED ("the Company") as of and for the year ended 31 March, 2026, we have audited the Internal Financial Controls over Financial Reporting ("IFCoFR") of the Company as of that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors 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 Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's 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 Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR and the Guidance Note issued by the ICAI. 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 IFCoFR were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
- 2
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.



NMS GLOBAL LIMITED			
48, Hasanpur, I/P Extension Delhi East Delhi DL -110092			
CIN:L74110DL1986PLC025457			
STANDALONE AUDITED BALANCE SHEET AS AT MARCH 31, 2026			
(Amount in Thousands)			
Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
(1) Non Current assets			
(a) Property, Plant and Equipment (Net)	2	2,074	3,010
(b) Capital work-in-progress	3		
(c) Goodwill	4		
(d) Other Intangible Assets	5	1,620	1,620
(e) Intangible Assets Under development	6		
(f) Biological assets other than bearer plant	7		
(g) Deferred Tax Assets (net)	8	109	1,139
(h) Financial assets			
(i) Investments	9	91,690	91,685
(ii) Loans and advances	10	17,243	28,300
(iii) Fixed Deposits	11	5	5
(i) Other Non-Current Assets	12	2,34,996	5,546
Total Non-Current Assets		3,47,738	1,31,306
(2) Current assets			
(a) Inventories	13	1,08,707	92,897
(b) Financial assets			
(i) Sundry Debtors	14	1,00,682	29,096
(ii) Cash and cash equivalents	15	1,560	804
(iii) Bank balances other than (ii) above			
(iv) Loans	16		
(v) Others financial assets	17	3,405	3,556
(c) Other current assets	18	5,433	1,73,151
(d) Asset Held For Sale			
Total Current Assets		2,19,787	2,99,483
Total Assets		5,67,525	4,30,789
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	19	30,056	30,056
(b) Share Application Money			
(c) Other equity	20	-12,958	-14,686
Net Share Capital		17,098	15,370
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowing	21	2,023	631
(ii) Sundry Creditors payables	22		
a) total outstanding dues of micro and small enterprises			
b) total outstanding dues of other than micro and small enterprises			
(iii) Other Financial Liabilities	23		
(b) Provisions	24		
(c) Deferred Tax Liabilities (Net)	25		20
(d) Other non-current liabilities	26	3,17,433	1,46,656
Total Non-Current Liabilities		3,19,456	1,47,307
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	27		3,935
(ii) Sundry Creditors - Current	28		
a) Dues of micro and small enterprises			
b) Dues of other than micro and small enterprises		2,19,865	1,52,201
(iii) Other financial liabilities	29	3,046	7,958
(b) Other current liabilities	30	6,775	1,03,349
(c) Provisions	31	1,285	668
Total Current Liabilities		2,30,972	2,68,112
Total Equity and Liabilities		5,67,525	4,30,789
Significant Accounting Policies and Notes accompanying Ind AS Financial Statements			
As per our report of even date attached		For and on behalf of Board of Directors Of	
		NMS GLOBAL LIMITED	
MUKUL GARG & ASSOCIATES			
Chartered Accountants			
FRN - 019503C			
	Sd-		Sd-
	Dhananjai Gupta		Sugan Chaudhary
	Director		Director
Sd-	DIN: 09313878		DIN: 07239488
CA Rinki			
Membership No.- 531095			
Partner			
Place: New Delhi			
Date: 30/05/2026			
UDIN : 26531095BHBT2702			

NMS GLOBAL LIMITED
48, Hasanpur, I/P Extension Delhi East Delhi DL -110092
CIN:L74110DL1986PLC025457
STANDALONE AUDITED PROFIT AND LOSS AS AT MARCH 31, 2026

Particulars	Note No.	(Amount in Thousands)	
		As at March 31, 2026	As at March 31, 2025
I Revenue from operations	32	1,12,103	66,715
II Other Income	33	4,988	56
III Total Income (I+II)		1,17,091	66,771
IV Expenses			
a) Purchase of Materials and Services	34	1,01,004	1,18,516
b) Purchase of Stock-in-trade	35	22,057	11
c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	36	-15,810	-69,469
d) Employee Benefits Expenses	37	2,112	11,285
e) Finance Costs	38	125	241
f) Depreciation and Amortisation expense	39	936	570
g) Other expenses	40	3,072	3,428
Total expenses (IV)		1,13,495	64,582
V Profit/ (loss) before exceptional items and tax (III- IV)		3,596	2,189
VI Exceptional items			
VII Profit/ (loss) before tax (V-VI)		3,596	2,189
VIII Tax expense:			
(1) Current tax	41	859	570
(2) Deferred tax	42	1,010	
(3) MAT credit entitlement			
Total Tax expense (VIII)		1,869	570
IX Profit/ (loss) for the year (VII-VIII)		1,727	1,619
X Other Comprehensive Income			
(i) Re-measurement gains (losses) on defined benefit plans			
(ii) Income tax effect on above			
(iii) Equity instruments through other comprehensive income			
(iv) Income tax effect on above			
Total Other comprehensive income			
XI Total Comprehensive Income for the year (IX+X)		1,727	1,619
XI Profit/(loss) from discounting operations			
XII Earnings per equity share			
(1) Basic (in INR)			
(2) Diluted (in INR)			

Significant Accounting Policies and Notes accompanying Ind AS Financial Statements
As per our report of even date attached
MUKUL GARG & ASSOCIATES
Chartered Accountants
Sd-
CA Rinki
Membership No.- 531095
Partner:
Place: New Delhi
Date: 30/05/2026
UDIN : 265310951BIHT2702
**For and on behalf of Board of Directors Of
NMS GLOBAL LIMITED**
Sd-
Dhananjai Gupta
Director
DIN: 09313878
Sd-
Sugan Chaudhary
Director
DIN: 07239488

NMS GLOBAL LIMITED 48, Hasanpur, I.P Extension Delhi East Delhi DL -110092 CIN:L74110DL1986PLC025457 STANDALONE AUDITED CASH FLOW STATEMENT AS AT MARCH 31, 2026		
Particulars	As at March 31, 2026	As at March 31, 2025
OPERATING ACTIVITIES		
Net Profit before tax	3,596	2,189
Adjustments for:		
(Profit) / Loss on sale of assets (net)		
Provisions		
Finance costs	125	241
Depreciation & amortisation expenses	936	570
Operating Profit before Working Capital Changes	4,656	3,000
Adjustment for Working Capital Changes :		
(Increase)/decrease in trade receivable	-71,586	3,612
(Increase)/decrease in inventory	-15,810	-69,469
(Increase)/decrease in loans, advances and other current assets	1,67,849	-1,64,092
Increase/(decrease) in Trade Payables	67,664	53,267
Increase/(decrease) in liabilities and provisions	69,887	19,703
Cash generated from operations	2,18,004	-1,56,979
Income tax refund / (paid)	-1,869	-570
Net cash flow inflow from operating activities	2,20,792	-1,54,549
INVESTING ACTIVITIES		
Investment in Equity / Regrouping of investment		
Capital work in progress		
(Increase)/decrease in loan to related parties		
Purchase of Fixed Assets		-2,487
(Increase)/decrease in Other Non Current Asset	-2,17,368	1,64,404
(Increase)/decrease in other loans and advances		
Net cash flow from investing activities	-2,17,368	1,61,918
FINANCING ACTIVITIES		
Increase/(decrease) in borrowings	-2,543	-7,796
Share Application money transferred to loan		
Interest paid	-125	-241
Net cash flow from financing activities	-2,667	-8,036
Net increase/(decrease) in cash and cash equivalents	757	-668
Cash and cash equivalents at beginning of the year	804	1,471
Cash and cash equivalents at year end	1,560	804
For and on behalf of Board of Directors Of NMS GLOBAL LIMITED		
MUKUL GARG & ASSOCIATES		
Chartered Accountants		
	Sd-	Sd-
	Dhananjai Gupta	Sugan Chaudhary
	Director	Director
	DIN: 09313878	DIN: 07239488
Sd-		
CA Rinki		
Membership No.- 531095		
Partner		
Place: New Delhi		
Date: 30/05/2026		
UDIN : 26531095IBIIBT2702		

STANDALONE NOTES TO THE FINANCIAL STATEMENTS AS AT MARCH 31, 2026			
NOTE		As at March 31, 2026	As at March 31, 2025
2	Property, Plant and Equipment (Net)		
	Computers	56	148
	Furniture & Fixtures	10	10
	Office Equipment	168	228
	Vehicles	1,841	2,624
		<u>2,074</u>	<u>3,010</u>
3	Capital work-in-progress	As at March 31, 2026	As at March 31, 2025
4	(c) Goodwill		As at March 31, 2025
5	Other Intangible Assets	As at March 31, 2026	As at March 31, 2025
	Software	1,620	1,620
		<u>1,620</u>	<u>1,620</u>
6	Intangible Assets Under development	As at March 31, 2026	As at March 31, 2025
7	Biological assets other than bearer plants	As at March 31, 2026	As at March 31, 2025
8	Deferred Tax Assets (net)	As at March 31, 2026	As at March 31, 2025
	Deferred Tax Assets	109	1,139
		<u>109</u>	<u>1,139</u>
9	Investments	As at March 31, 2026	As at March 31, 2025
	Investment in shares (Wholly owned Sub)	91,685	91,685
	Investment in shares others	5	
		<u>91,690</u>	<u>91,685</u>
10	Non Current Loans and advances	As at March 31, 2026	As at March 31, 2025
	Loans to Related Party - Non Current	50	-32,713
	Loans to Other Than Related Party - Non Current	17,193	60,843
	Others - Non Current Loans and Advances		170
		<u>17,243</u>	<u>28,300</u>
11	Fixed Deposits	As at March 31, 2026	As at March 31, 2025
	Fixed Deposits	5	5
		<u>5</u>	<u>5</u>
12	Other Non -Current Assets	As at March 31, 2026	As at March 31, 2025
	Security Deposite	25	1,876
	Fixed Deposits Others	3,671	3,671
	Others - Non Current Assets Related Party	48,820	
	Others - Non Current Assets Non Related Party	<u>1,82,480</u>	
		<u>2,34,996</u>	<u>5,546</u>

NOTE	13 Inventories	As at March 31, 2026	As at March 31, 2025
	Project Work in progress	1,08,707	92,897
		<u>1,08,707</u>	<u>92,897</u>
NOTE	14 Sundry Debtors	As at March 31, 2026	As at March 31, 2025
	Sundry Debtors	1,00,682	29,096
		<u>1,00,682</u>	<u>29,096</u>
NOTE	15 Cash and cash equivalents	As at March 31, 2026	As at March 31, 2025
	Balances with Banks	526	400
	Cash in hand	1,034	404
		<u>1,560</u>	<u>804</u>
NOTE	16 Current Loans	As at March 31, 2026	As at March 31, 2025
NOTE	17 Others Financial Assets	As at March 31, 2026	As at March 31, 2025
	Others Financial Assets	2,957	3,533
	Advance to Vendors	448	3
		<u>3,405</u>	<u>3,536</u>
NOTE	18 Other current assets	As at March 31, 2026	As at March 31, 2025
	GST Input	3,062	
	TDS Receivable	2,370	
	Others Current Assets		1,73,151
		<u>5,433</u>	<u>1,73,151</u>
NOTE	19 Equity Share capital	As at March 31, 2026	As at March 31, 2025
	Authorised capital (Equity Shares of Rs 10/- each)		
	No of share	5,500	5,500
	Share amount	<u>55,000</u>	<u>55,000</u>
	Issued capital (Equity Shares of Rs 10/- each)		
	Issued No of shares	3,006	3,006
	Issued Share Amount	<u>30,056</u>	<u>30,056</u>
		<u>30,056</u>	<u>30,056</u>
	a) Reconciliation of the number of shares :-		
	Balance as at the beginning of the year		
	No of shares	3,006	3,006
	Share amount	30,056	30,056
	Add:- Issued during the Year		
	No of shares		
	Share amount		
	Balance as at the end of the year		
	No of shares	<u>3,006</u>	<u>3,006</u>
	Share amount	<u>30,056</u>	<u>30,056</u>

b) Rights, preferences and restrictions attached to shares :- The company has one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders			
c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company :-			
	Name of shareholders	Holding %	No of Share
	OMPAL YADAV	28.04	842750
	KABIR VENTURES LLP	6.67	200478
	TWINTURBO PLATFORMS LLP	6.25	187933
	SAROJ KUMARI YADAV	6.12	183935
NOTE 20	Other equity	As at March 31, 2026	As at March 31, 2025
	Retained earnings		
	Opening Balance	-14,686	-16,305
	Add: Profit for the year	1,727	1,619
	Closing Balance	<u>-12,958</u>	<u>-14,686</u>
	Items of Other Comprehensive Income (OCI)		
	Remeasurement of defined benefit Plans		
NOTE 21	Non Current Borrowing	As at March 31, 2026	As at March 31, 2025
	a) Non Current Borrowing - Related Party	2,023	
	b) Non Current Borrowing - Non Related Party		631
	c) Shares Warrants to be Issued		
	Total	<u>2,023</u>	<u>631</u>
NOTE 22	Non Current Trade payables	As at March 31, 2026	As at March 31, 2025
NOTE 23	Other Financial Liabilities	As at March 31, 2026	As at March 31, 2025
NOTE 24	Non Current Provisions	As at March 31, 2026	As at March 31, 2025
NOTE 25	Deferred Tax Liabilities (Net)	As at March 31, 2026	As at March 31, 2025
	DTL		20
NOTE 26	Other Non Current Liabilities	As at March 31, 2026	As at March 31, 2025
	Non Current Liabilities - Related Party	2,86,967	1,31,397
	Non Current Liabilities - Non Related party	30,465	15,260
		<u>3,17,433</u>	<u>1,46,656</u>
NOTE 27	Current Borrowings	As at March 31, 2026	As at March 31, 2025
	Short Term Borrowings Non Related Party		3,935
			<u>3,935</u>
NOTE 28	Trade payables	As at March 31, 2026	As at March 31, 2025
	Sundry Creditors	2,19,865	1,52,201

NOTE	29 Other financial liabilities	As at March 31, 2026	As at March 31, 2025
	Expenses Payable - Non Related Party	3,046	7,958
	Expenses Payable - Related Party		
		3,046	7,958
	a) All trade payables are non interest bearing and payable or settled with in normal operating cycle of the Company.		
	b) The disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are as under:		
	Particulars	As at March 31, 2025	As at March 31, 2024
	Principal amount remaining unpaid to any supplier at the end of year	Nil	Nil
	Interest accrued and due thereon to suppliers under MSMED Act on the above amount remaining unpaid to any supplier at the end of year	Nil	Nil
	Interest amount paid by the buyer in terms of section 16 of the MSMED Act, 2006	Nil	Nil
	Payment amount made to the supplier (other than interest) beyond the appointed day during the year	Nil	Nil
	Interest amount paid by the buyer under MSMED Act, 2006 (other than Section 16)	Nil	Nil
	Interest amount due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	Nil	Nil
	Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act	Nil	Nil
	Further interest amount remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	Nil	Nil
NOTE	30 Other Current liabilities	As at March 31, 2026	As at March 31, 2025
	Due to Others	1,994	2,164
	Statutory dues**	4,681	2,045
	Advance From Customer	100	99,140
	Others Current Liability		
		6,775	1,03,349
	** Statutory Dues Include:	As at March 31, 2026	As at March 31, 2025
	ESIC		
	PF		
	GST Payable	2,049	1,729
	TDS Payable	2,632	316
		4,681	2,045
NOTE	31 Current Provisions	As at March 31, 2026	As at March 31, 2025
	Provision for Income Tax	935	76
	Provision for Expenses	350	592
		1,285	668

NOTE 32	I Revenue from operations	As at March 31, As at March 31, 2025 2026	
	Services Receipts	85,695	21,301
	Contract Receipts (Net)		39,414
	Sale of Goods	26,408	
	Unbilled Revenue		6,000
		1,12,103	66,715
NOTE 33	II Other Income	As at March 31, As at March 31, 2025 2026	
	Balance Written Back	4,988	
	Miscellaneous Income		56
		4,988	56
NOTE 34	a) Purchase of Materials and Services	As at March 31, As at March 31, 2025 2026	
	Service Payments	85,194	32
	Work Contract Expenses	15,810	1,18,484
		1,01,004	1,18,516
NOTE 35	b) Purchase of Stock-in-trade	As at March 31, As at March 31, 2025 2026	
	Purchase of Stock-in-trade	22,057	11
NOTE 36	c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	As at March 31, As at March 31, 2025 2026	
	Opening Stock	92,897	23,429
	Closing Stock	1,08,707	92,897
		-15,810	-69,469
NOTE 37	d) Employee Benefits Expenses	As at March 31, As at March 31, 2025 2026	
	Salaries and wages	2,112	11,285
		2,112	11,285
	Salaries and Wages include :		
	Particulars	As at March 31, As at March 31, 2025 2026	
	Promoters		
	Directors		
	KMPs		
NOTE 38	e) Finance Costs	As at March 31, As at March 31, 2025 2026	
	Bank Charges	96	123
	Other borrowing costs	28	118
		125	241
NOTE 39	f) Depreciation and Amortisation expense	As at March 31, As at March 31, 2025 2026	
	As per Annexure	936	570

NOTE	40 g) Other expenses	As at March 31, As at March 31, 2025	
		2026	
	Other Expenses		
	Advertisement Expenses	114	75
	Audit Fee	320	320
	Boarding & Lodging		10
	Commission Paid		10
	Computer Repair & Maintenance	29	1
	Conveyance Expenses	15	9
	Electricity Charges	11	130
	Insurance Expenses	14	8
	Internet & Cloud Exp	223	181
	Legal & Professional	114	136
	Miscellaneous Expenses	164	426
	Mobile & Telephone Expenses		41
	Office Expenses	165	263
	Office Repair & Maintenance	569	615
	Postage and Courier Expenses		6
	Printing & Stationery	350	53
	Rent	342	335
	ROC Fee	66	
	Stock Exchange Fee	314	434
	Travelling Expenses	5	91
	Vehicle Running & Maintenance	257	148
	Fuel Expenses		134
	Hotel Expenses		1
		3,072	3,428
NOTE	41 (1) Current tax	As at March 31, As at March 31, 2025	
		2026	
	Provision for Income tax - Expense	859	570
NOTE	42 (2) Deferred tax	As at March 31, As at March 31, 2025	
		2026	
	Deferred Tax Expense	1,010	

NMS Global Limited
(Incorporated in India)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE
YEAR ENDED MARCH 31, 2026**

1 Corporate information

The Company is a limited liability company, incorporated and domiciled in India.

There have been no significant changes in the nature of the principal activities of the Company during the financial year.

The Registered office of the Company is located at H. No. 48, Hasanpur, I.P. Extension New Delhi.

2 Basis of preparation and use of estimates

2.1 Basis of preparation of financial statements

The financial statements (FS) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

2.2 Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period/year. The difference between the actual result and estimates are recognize in the year in which the results are known/materialize.

All Assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

3 Significant accounting policies

3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.2 Fair value measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The fair value of plants and equipment as at transition date have been taken based on valuation performed by an independent technical expert. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/profit in case of financial assets or liabilities.

3.3 Property, plant and equipment

On transition to IND AS, the Company has adopted optional exception under IND AS 16 to measure Property, Plant and Equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, 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. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives based on technical estimates which is different from one specified in Schedule II of the Companies Act, 2013. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Free hold land is not depreciated.

- Computer, Printer & Office Equipment 3-5 Years
- Furniture, Fittings and Electric Installations 10 Years
- Plant and Machinery 15 Years

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

3.4 Research & Development cost

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the company can demonstrate:

- The technical feasibility of completing the intangible assets so that the asset will be available for use or sale

- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognized in the statement of profit and loss.

3.5 Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counter party is in default under the, terms of the agreement.

3.6 Investments in Subsidiaries

Subsidiaries are those entities (including special purpose entities) in which the Company has an interest of more than one half of the voting rights or otherwise has power to govern the financial and operating policies. Then existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the company controls another entity.

Investment in subsidiaries is shown at cost. Where the carrying amount of the investment is greater than its estimated recoverable amount it is written down immediately to its recoverable amount and the difference is transferred to the statement of profit and loss. On disposal of the investment, the difference between the net disposal proceeds and the carrying amounts is charge or credited to profit or loss.

3.7 Trade and other payables

A payable is classified as '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 financial year which are unpaid. 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 amortized cost using the effective interest method.

3.8 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

3.9 Provisions, Contingent Liabilities, Contingent Assets and Commitments

I) General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

II) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or

more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, Contingent assets are not recognized, but are disclosed in the notes. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

3.10 Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

3.11 Revenue recognition

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue is recognized at the fair value of consideration received or receivable and represents the net invoice value of goods supplied to third parties after deducting discounts, volume rebates and outgoing sales tax and are recognized either on delivery or on transfer of significant risk and rewards of ownership of the goods. Revenue is inclusive of excise duty.

Sale of Services

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) Proportionate Completion Method: This method of accounting recognizes revenue in the statement of profit & loss proportionately

with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

(b) Completed Service Contract Method: This method of accounting recognizes revenue in the statement of profit & loss only when the rendering of services under a contract is completed or substantially completed.

Generally we follow proportionate completion method for recognition.

Interest income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

3.12 Employee benefits

Short term employee benefits:

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

Long-term employee benefits:

The Company's net obligation in respect of long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement is recognized in Statement of Profit and Loss in the period in which they arise.

Post-employment benefits-Defined contribution plans:

The Company's contributions to defined contribution plans are charged to the income statement in the period to which they relate. Once the contributions have been paid, the Company has no further payment obligations. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either:

- (a) An entity's decision to terminate an employee's employment before the normal retirement date; or
- (b) An employee's decision to accept an offer of benefits in exchange for the termination of employment.

3.13 Taxes

Income tax expense comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and liabilities are offset only if, the Company:

- has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

The company has opted for taxation under section 115BAC of the Income Tax Act, 1961, as introduced by the Finance Act, 2020, with effect from the assessment year 2025-26. Accordingly, the company has recognized the provision for income tax and deferred tax assets and liabilities based on the rates prescribed in the said section. The company has also disclosed the impact of this option on its current and deferred tax expenses and its earnings per share in the notes to accounts. The option under section 115BAC is irrevocable and the company will continue to be taxed at the rates specified in this section unless it withdraws from the option in a future year.

3.14 Earning per Share

As per Ind AS 33 "Earning Per Share", Basic earnings per share are computed by to the shareholders' and weighted average number of

shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments. Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

4. Critical accounting estimates, assumptions and judgments

a. Property, plant and equipment

The Company regularly reviews the estimated useful lives of property, plant and equipment based on factors such business plan and strategies, expected level of usage and future technological development. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction of estimated lives of property, plant and equipment would increase the recorded depreciation and decrease the value of property, plant and equipment.

b. Intangibles

Internal technical or user team assesses the remaining useful lives of Intangible assets. Management believes that assigned useful lives are reasonable.

For and on behalf of the Board of Directors
NMS GLOBAL LIMITED
Sd/-
Mr. Dhananjai Gupta
Managing Director
DIN: 09313878
Place: New Delhi



Independent Auditor's Report

The Members of

M/s. NMS GLOBAL LIMITED

Report on the Consolidated Financial Statements for FY 2025-26

Opinion

We have audited the accompanying Consolidated financial statements of **M/s. NMS GLOBAL LIMITED** ("**the Company**") which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including other comprehensive Income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and summary of significant accounting policies and other explanatory information (herein after referred to as "the Consolidated financial statements").

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

Basis for Opinion

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



DELHI | HARYANA | RAJASTHAN | UTTAR PRADESH

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Website: www.camukulgarg.com

Key Audit Matters

Responsibility of Management for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the IndAS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 Consolidated financial statement 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 Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the Consolidated 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(2)(i) of the



Act, 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 disclosure 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 exist, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated 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 auditors' 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 Consolidated financial statements, including the disclosure and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

For Mukul Garg & Associates
Chartered Accountants
FRN- 019503C


CA Rinki
Partner
M. No. 531095
UDIN- 26531095GRSCHV3438
Place: New Delhi
Date: 30/05/2026



NMS GLOBAL LIMITED 48, Hasanpur, I/P Extension Delhi East Delhi DL -110092 CIN:L74110DL1986PLC025457 CONSOLIDATED AUDITED BALANCE SHEET AS AT MARCH 31, 2026				(Amount in Thousands)
Particulars	Note No.	As at March 31, 2026	As at March 31, 2025	
ASSETS				
(1) Non Current assets				
(a) Property, Plant and Equipment (Net)	2	3,408	8,580	
(b) Capital work-in-progress	3		1,300	
(c) Goodwill	4	13,217	8,248	
(d) Other Intangible Assets	5	8,298	9,090	
(e) Intangible Assets Under development	6			
(f) Biological assets other than bearer plants	7			
(g) Deferred Tax Assets (net)	8	110	1,502	
(h) Financial assets				
(i) Investments	9	5		
(ii) Loans and advances	10	17,243	90,925	
(iii) Fixed Deposits	11			
(i) Other Non -Current Assets	12	3,68,599	30,428	
Total Non-Current Assets		4,10,880	1,50,073	
(2) Current assets				
(a) Inventories	13	1,58,486	1,44,470	
(b) Financial assets				
(i) Sundry Debtors	14	3,58,768	93,220	
(ii) Cash and cash equivalents	15	10,762	15,234	
(iii) Bank balances other than (ii) above				
(iv) Loans	16			
(iv) Others financial assets	17	6,782	4,159	
(c) Other current assets	18	13,246	1,81,267	
(d) Asset Held For Sale				
Total Current Assets		5,48,044	4,38,351	
Total Assets		9,58,924	5,88,424	
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	19	30,056	30,056	
(b) Share Application Money				
(c) Other equity	20	-3,378	-14,686	
Net Share Capital		26,678	15,370	
Liabilities				
(1) Non-current liabilities				
(a) Financial liabilities				
(i) Borrowing	21	12,461	4,747	
(ii) Sundry Creditors payables	22			
a) total outstanding dues of micro and small enterprises				
b) total outstanding dues of other than micro and small enterprises				
(iii) Other Financial Liabilities	23			
(b) Provisions	24			
(c) Deferred Tax Liabilities (Net)	25	283	79	
(d) Other non-current liabilities	26	3,72,330	1,87,639	
Total Non-Current Liabilities		3,85,074	1,92,465	
(2) Current liabilities				
(a) Financial liabilities				
(i) Borrowings	27	44,730	54,451	
(ii) Sundry Creditors - Current	28			
a) Dues of micro and small enterprises				
b) Dues of other than micro and small enterprises		4,67,342	1,50,446	
(iii) Other financial liabilities	29	4,569	8,951	
(b) Other current liabilities	30	27,365	1,66,143	
(c) Provisions	31	3,165	599	
Total Current Liabilities		5,47,172	3,80,590	
Total Equity and Liabilities		9,58,924	5,88,424	
Significant Accounting Policies and Notes accompanying Ind AS Financial Statements As per our report of even date attached				
For and on behalf of Board of Directors Of NMS GLOBAL LIMITED				
MUKUL GARG & ASSOCIATES Chartered Accountants FRN - 019503C				
Sd/- CA Rinki Membership No.- 531095 Partner Place: New Delhi Date: UDIN : Sd/- Dhananjai Gupta Director DIN: 09313878 Sd/- Sugan Chaudhary Director DIN: 07239488				

NMS GLOBAL LIMITED 48, Hasanpur, I.P Extension Delhi East Delhi DL -110092 CIN:L74110DL1986PLC025457 CONSOLIDATED AUDITED PROFIT AND LOSS AS AT MARCH 31, 2026			
Particulars	Note No.	(Amount in Thousands)	
		As at March 31, 2026	As at March 31, 2025
I Revenue from operations	32	4,27,203	1,36,610
II Other Income	33	5,646	1,794
III Total Income (I+II)		4,32,849	1,38,404
IV Expenses			
a) Purchase of Materials and Services	34	1,48,582	1,56,851
b) Purchase of Stock-in-trade	35	2,67,503	11
c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	36	-14,016	-51,082
d) Employee Benefits Expenses	37	3,228	11,993
e) Finance Costs	38	8,836	8,450
f) Depreciation and Amortisation expense	39	4,479	4,828
g) Other expenses	40	3,727	1,815
Total expenses (IV)		4,22,339	1,32,866
V Profit/ (loss) before exceptional items and tax (III- IV)		10,510	5,538
VI Exceptional items			
VII Profit/ (loss) before tax (V-VI)		10,510	5,538
VIII Tax expense:			
(1) Current tax	41	2,395	1,396
(2) Deferred tax	42	936	49
(3) MAT credit entitlement			
Total Tax expense (VIII)		3,331	1,445
IX Profit/ (loss) for the year (VII-VIII)		7,179	4,093
X Other Comprehensive Income			
(i) Re-measurement gains (losses) on defined benefit plans			
(ii) Income tax effect on above			
(iii) Equity instruments through other comprehensive income			
(iv) Income tax effect on above			
Total Other comprehensive income			
XI Total Comprehensive Income for the year (IX+X)		7,179	4,093
XI Profit(loss) from discounting operations			
XII Earnings per equity share			
(1) Basic (in INR)			
(2) Diluted (in INR)			
Significant Accounting Policies and Notes accompanying Ind AS Financial Statements As per our report of even date attached MUKUL GARG & ASSOCIATES Chartered Accountants Sd/- CA Rinki Membership No.- 531095 Partner Place: New Delhi Date: UDIN :		For and on behalf of Board of Directors Of NMS GLOBAL LIMITED Sd/- Dhananjai Gupta Director DIN: 09313878 Sd/- Sugan Chaudhary Director DIN: 07239488	

NMS GLOBAL LIMITED 48, Hasanpur, I.P Extension Delhi East Delhi DL -110092 CIN:L74110DL1986PLC025457 CONSOLIDATED AUDITED CASH FLOW STATEMENT AS AT MARCH 31, 2026		
Particulars	As at March 31, 2026	As at March 31, 2025
OPERATING ACTIVITIES		
Net Profit before tax	10,510	5,538
Adjustments for:		
(Profit) / Loss on sale of assets (net)		
Provisions		
Finance costs	8,836	8,450
Depreciation & amortisation expenses	4,479	4,828
Operating Profit before Working Capital Changes	23,825	18,816
Adjustment for Working Capital Changes :		
(Increase)/decrease in trade receivable	-2,65,548	-16,702
(Increase)/decrease in inventory	-14,016	-51,082
(Increase)/decrease in loans, advances and other current assets	1,65,399	-1,59,550
Increase/(decrease) in Trade Payables	3,16,896	-91,073
Increase/(decrease) in liabilities and provisions	44,302	1,75,489
Cash generated from operations	2,47,033	-1,42,918
Income tax refund / (paid)	-3,331	-1,445
Net cash flow inflow from operating activities	2,67,528	-1,25,547
INVESTING ACTIVITIES		
Investment in Equity / Regrouping of investment	4,129	-2,474
Capital work in progress	1,300	
(Increase)/decrease in loan to related parties		
Purchase of Fixed Assets	692	-3,774
(Increase)/decrease in Other Non Current Asset	-2,67,278	1,68,432
(Increase)/decrease in other loans and advances		
Net cash flow from investing activities	-2,61,158	1,62,184
FINANCING ACTIVITIES		
Increase/(decrease) in borrowings	-2,006	-28,234
Share Application money transferred to loan		
Interest paid	-8,836	-8,450
Net cash flow from financing activities	-10,842	-36,684
Net increase/(decrease) in cash and cash equivalents	-4,472	-47
Cash and cash equivalents at beginning of the year	15,234	15,281
Cash and cash equivalents at year end	10,762	15,234
For and on behalf of Board of Directors Of NMS GLOBAL LIMITED		
MUKUL GARG & ASSOCIATES		
Chartered Accountants		
	Sd/-	Sd/-
	Dhananjai Gupta	Sugan Chaudhary
	Director	Director
Sd/-	DIN: 09313878	DIN: 07239488
CA Rinki Membership No.- 531095 Partner Place: New Delhi Date: UDIN :		

NOTES TO THE FINANCIAL STATEMENTS AS AT MARCH 31, 2026			
NOTE		As at March 31, 2026	As at March 31, 2025
2	Property, Plant and Equipment (Net)		
	Computers	536	932
	Furniture & Fixtures	324	434
	Office Equipment	418	567
	Plant & Machinery	289	353
	Vehicles	1,841	6,295
		<u>3,408</u>	<u>8,580</u>
3	Capital work-in-progress		
	Capital work-in-progress		1,300
			<u>1,300</u>
4 (c)	Goodwill		
	Goodwill	13,217	8,248
5	Other Intangible Assets		
	Goodwill	674	700
	Software	7,624	8,390
		<u>8,298</u>	<u>9,090</u>
6	Intangible Assets Under development		
7	Biological assets other than bearer plants		
8	Deferred Tax Assets (net)		
	Deferred Tax Assets	110	1,502
		<u>110</u>	<u>1,502</u>
9	Investments		
	Investment in shares others	5	
		<u>5</u>	
10	Non Current Loans and advances		
	Loans to Related Party - Non Current	50	34,070
	Loans to Other Than Related Party - Non Current	17,193	56,686
	Others - Non Current Loans and Advances		170
		<u>17,243</u>	<u>90,925</u>
11	Fixed Deposits		
12	Other Non -Current Assets		
	Security Deposit	631	2,482
	Fixed Deposits Others	3,671	3,671
	Others - Non Current Assets Related Party	1,59,693	
	Others - Non Current Assets Non Related Party	2,04,604	24,275
		<u>3,68,599</u>	<u>30,428</u>

NOTE	13 Inventories	As at March 31, 2026	As at March 31, 2025
	Project Work in progress	1,58,486	1,44,470
		<u>1,58,486</u>	<u>1,44,470</u>
NOTE	14 Sundry Debtors	As at March 31, 2026	As at March 31, 2025
	Sundry Debtors	3,58,768	93,220
		<u>3,58,768</u>	<u>93,220</u>
NOTE	15 Cash and cash equivalents	As at March 31, 2026	As at March 31, 2025
	Balances with Banks	930	13,997
	Cash in hand	1,882	1,070
	Cheques in hand		167
	Fixed Deposit with Bank	7,949	
		<u>10,762</u>	<u>15,234</u>
NOTE	16 Current Loans	As at March 31, 2026	As at March 31, 2025
NOTE	17 Others Financial Assets	As at March 31, 2026	As at March 31, 2025
	Others Financial Assets	2,907	4,159
	Advance to Vendors	3,875	
		<u>6,782</u>	<u>4,159</u>
NOTE	18 Other current assets	As at March 31, 2026	As at March 31, 2025
	GST Input	6,196	
	Accrued Interest	1,243	809
	TDS Receivable	5,675	819
	Others Current Assets	131	1,79,639
		<u>13,246</u>	<u>1,81,267</u>
NOTE	19 Equity Share capital	As at March 31, 2026	As at March 31, 2025
	Authorised capital (Equity Shares of Rs 10/- each)		
	No of share	5500000	5500000
	Share amount	55000000	55000000
	Issued capital (Equity Shares of Rs 10/- each)		
	Issued No of shares	3005600	3005600
	Issued Share Amount	<u>30056000</u>	<u>30056000</u>
		<u>30056000</u>	<u>30056000</u>
	a) Reconciliation of the number of shares :-		
	Balance as at the beginning of the year		
	No of shares	3005600	3005600
	Share amount	30056000	30056000
	Add:- Issued during the Year		
	No of shares	0	0
	Share amount	0	0
	Balance as at the end of the year		
	No of shares	<u>3005600</u>	<u>3005600</u>
	Share amount	<u>30056000</u>	<u>30056000</u>

b) Rights, preferences and restrictions attached to shares :-			
The company has one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders			
c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company :-			
	Name of shareholders	Holding %	No of Share
	OMPAL YADAV	28.04	842750
	KABIR VENTURES LLP	6.67	200478
	TWINTURBO PLATFORMS LLP	6.25	187933
	SAROJ KUMARI YADAV	6.12	183935
NOTE	20 Other equity	As at March 31, 2026	As at March 31, 2025
	Retained earnings		
	General Reserves: Opening	-14,686	-16,306
	Add: Profit for the year	7,179	1,620
	Less: Adjustment in Previous Year Subsidiary Profits	-840	
	Adjustment in Goodwill	4,969	
	Closing Balance	-3,378	-14,686
	Items of Other Comprehensive Income (OCI)		
	Remeasurement of defined benefit Plans		
	21 Non Current Borrowing	As at March 31, 2026	As at March 31, 2025
	a) Non Current Borrowing - Related Party	2,023	
NOTE	b) Non Current Borrowing - Non Related Party	10,438	4,747
	Total	12,461	4,747
	22 Non Current Trade payables	As at March 31, 2026	As at March 31, 2025
	23 Other Financial Liabilities	As at March 31, 2026	As at March 31, 2025
	24 Non Current Provisions	As at March 31, 2026	As at March 31, 2025
NOTE	25 Deferred Tax Liabilities (Net)	As at March 31, 2026	As at March 31, 2025
	DTL	283	79
NOTE	26 Other Non Current Liabilities	As at March 31, 2026	As at March 31, 2025
	Non Current Liabilities - Related Party	3,41,839	1,66,409
NOTE	Non Current Liabilities - Non Related party	30,492	21,230
		3,72,330	1,87,639
	27 Current Borrowings	As at March 31, 2026	As at March 31, 2025
NOTE	Short Term Borrowings Non Related Party	44,730	54,451
		44,730	54,451
	28 Trade payables	As at March 31, 2026	As at March 31, 2025
	Sundry Creditors	4,67,342	1,50,446

NOTE			
29 Other financial liabilities		As at March 31, 2026	As at March 31, 2025
Expenses Payable - Non Related Party		4,569	8,951
		<u>4,569</u>	<u>8,951</u>
a) All trade payables are non interest bearing and payable or settled with in normal operating cycle of the Company.			
b) The disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are as under:			
Particulars	As at March 31, 2025	As at March 31, 2024	
Principal amount remaining unpaid to any supplier at the end of year	Nil	Nil	
Interest accrued and due thereon to suppliers under MSMED Act on the above amount remaining unpaid to any supplier at the end of year	Nil	Nil	
Interest amount paid by the buyer in terms of section 16 of the MSMED Act, 2006	Nil	Nil	
Payment amount made to the supplier (other than interest) beyond the appointed day during the year	Nil	Nil	
Interest amount paid by the buyer under MSMED Act, 2006 (other than Section 16)	Nil	Nil	
Interest amount due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	Nil	Nil	
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act	Nil	Nil	
Further interest amount remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	Nil	Nil	
30 Other Current liabilities		As at March 31, 2026	As at March 31, 2025
Due to Others		1,994	2,170
Statutory dues**		13,565	2,245
Advance From Customer		11,281	1,61,728
Others Current Liability		525	
		<u>27,365</u>	<u>1,66,143</u>
** Statutory Dues Include:		As at March 31, 2026	As at March 31, 2025
ESIC		1,512	1,512
GST Payable		7,681	199
TDS Payable		4,371	533
		<u>13,565</u>	<u>2,245</u>
31 Current Provisions		As at March 31, 2026	As at March 31, 2025
Provision for Income Tax		2,543	
Provision for Expenses		623	599
		<u>3,165</u>	<u>599</u>

NOTE	32	I Revenue from operations	As at March 31, As at March 31, 2025 2026	
		Event Management Income	269	
		Services Receipts	88,793	35,451
		Consultancy Fee	1,801	2,768
		Contract Receipts	1,17,815	1,40,738
		Sale of Goods	2,69,830	
		Unbilled Revenue		6,000
		Less: Inter Company Sale	51,305	48,347
			<u>4,27,203</u>	<u>1,36,610</u>
NOTE	33	II Other Income	As at March 31, As at March 31, 2025 2026	
		Profit on Sale of Vehicle	18	
		Interest earned	469	1,175
		Balance Written Back	5,105	556
		Miscellaneous Income	54	62
			<u>5,646</u>	<u>1,794</u>
NOTE	34	a) Purchase of Materials and Services	As at March 31, As at March 31, 2025 2026	
		Service Payments	1,03,300	1,43,421
		Work Contract Expenses	96,587	61,776
		Less: Inter Company Purchase	51,305	48,347
			<u>1,48,582</u>	<u>1,56,851</u>
NOTE	35	b) Purchase of Stock-in-trade	As at March 31, As at March 31, 2025 2026	
		Purchase of Stock-in-trade	<u>2,67,503</u>	11
NOTE	36	c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	As at March 31, As at March 31, 2025 2026	
		Opening Stock	1,44,470	93,388
		Closing Stock	1,58,486	1,44,470
			<u>-14,016</u>	<u>-51,082</u>
NOTE	37	d) Employee Benefits Expenses	As at March 31, As at March 31, 2025 2026	
		Salaries and wages	3,228	10,698
		Contribution to provident and other funds		1,071
		Staff welfare expenses		225
			<u>3,228</u>	<u>11,993</u>
		Salaries and Wages include :		
		Particulars	As at March 31, As at March 31, 2025 2026	
		Promoters		
		Directors		315
		KMPs		
				<u>315</u>
NOTE	38	e) Finance Costs	As at March 31, As at March 31, 2025 2026	
		Bank Charges	1,387	1,941
		Other borrowing costs	7,449	6,508
			<u>8,836</u>	<u>8,450</u>
NOTE	39	f) Depreciation and Amortisation expense	As at March 31, As at March 31, 2025 2026	
		As per Annexure	4,479	4,828

NOTE	40 g) Other expenses	As at March 31, As at March 31, 2025	
		2026	
	Other Expenses		
	Advertisement Expenses	114	75
	Amount Written off		-2,917
	Audit Fee	535	508
	Boarding & Lodging		161
	Commission Paid		10
	Computer Repair & Maintenance	29	1
	Conveyance Expenses	15	54
	Electricity Charges	11	130
	Insurance Expenses	122	8
	Internet & Cloud Exp	371	181
	Legal & Professional	114	154
	Miscellaneous Expenses	234	427
	Mobile & Telephone Expenses		41
	Office Expenses	215	293
	Office Repair & Maintenance	629	738
	Postage and Courier Expenses		6
	Printing & Stationery	350	58
	Rent	342	410
	ROC Fee	68	49
	Stock Exchange Fee	314	434
	Travelling Expenses	5	541
	Vehicle Running & Maintenance	257	157
	Fuel Expenses		134
	Hotel Expenses		142
	Reimbursement of Expenses		20
		3,727	1,815
NOTE	41 (1) Current tax	As at March 31, As at March 31, 2025	
		2026	
	Provision for Income tax - Expense	2,395	1,396
NOTE	42 (2) Deferred tax	As at March 31, As at March 31, 2025	
		2026	
	Deferred Tax Expense	936	49

NMS Global Limited
(Incorporated in India)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS F O R THE YEAR ENDED
MARCH 31, 2026**

1 Corporate information

The Company is a limited liability company, incorporated and domiciled in India.

There have been no significant changes in the nature of the principal activities of the Company during the financial year.

The Registered office of the Company are located at H. No. 48, Hasanpur, I.P. Extension New Delhi.

2 Basis of preparation and use of estimates

2.1 Basis of preparation of financial statements

The financial statements (FS) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

2.2 Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period/year. The difference between the actual result and estimates are recognize in the year in which the results are known/materialize.

All Assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

3 Significant accounting policies

3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading

- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.2 Fair value measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The fair value of plants and equipment as at transition date have been taken based on valuation performed by an independent technical expert. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

3.3 Property, plant and equipment

On transition to IND AS, the Company has adopted optional exception under IND AS 16 to measure Property, Plant and Equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, 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. The carrying amount of the replaced part is de-recognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives based on technical estimates which is different from one specified in Schedule II of the Companies Act, 2013. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Free hold land is not depreciated.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss on the date of disposal or retirement.

3.4 Intangible Assets

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses. Costs include expenditure that is directly attributable to the acquisition of the intangible assets.

(i) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic

benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.

(ii) Amortization of Intangible assets with finite useful lives

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of in tangible assets from the date that they are available for use. The estimated useful lives for the current and previous years are as follows:

3.5 Research & Development cost

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the company can demonstrate:

- The technical feasibility of completing the intangible assets so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. Amortization expense is recognized in the statement of profit and loss.

3.6 Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counter party is in default under the, terms of the agreement.

3.7 Investments

Non-current Investments are carried at cost less any other than temporary diminution in, determined on specific identification.

Current Investments are carried at the lower of cost and fair value. The Comparison of cost and fair value is carried out separately in respect of each investment.

Profit and loss on sale of Investment is determined as the difference between the sale price and carrying value of investment, determined individually for each investment.

3.8 Trade and other payables

A payable is classified as '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 financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

3.9 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

3.10 Provisions, Contingent Liabilities, Contingent Assets and Commitments

I) General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

ii) Contingencies

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

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognized, but are disclosed in the notes. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

3.11 Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

3.12 Borrowing costs

Borrowing costs specifically relating to the acquisition or construction of qualifying

assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the incurs in connection with the borrowing of funds.

For general bottoming used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

3.13 Revenue recognition

Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue is recognized at the fair value of consideration received or receivable and represents the net invoice value of goods supplied to third parties after deducting discounts, volume rebates and outgoing sales tax and are recognized either on delivery or on transfer of significant risk and rewards of ownership of the goods. Revenue is inclusive of excise duty.

Sale of Services

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) Proportionate Completion Method: This method of accounting recognizes revenue in the statement of profit & loss proportionately with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

(b) Completed Service Contract Method: This method of accounting recognizes revenue in the statement of profit & loss only when the rendering of services under a contract is completed or substantially completed.

Generally we follow proportionate completion method for recognition.

Interest income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

3.14 Employee benefits

Short term employee benefits:

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

by the employee and the obligation can be estimated reliably

Long-term employee benefits:

The Company's net obligation in respect of long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement is recognized in Statement of Profit and Loss in the period in which they arise.

Post-employment benefits-Defined contribution plans:

The Company's contributions to defined contribution plans are charged to the income statement in the period to which they relate. Once the contributions have been paid, the Company has no further payment obligations. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either:

- (a) An entity's decision to terminate an employee's employment before the normal retirement date; or
- (b) An employee's decision to accept an offer of benefits in exchange for the termination of employment.

3.15 Taxes

Income tax expense comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and liabilities are offset only if, the Company:

- has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

3.16 Inventories

As per Ind AS 2 Inventories, Stocks are valued at cost or net realisable value whichever is lower.

Costs comprise direct materials cost and, applicable direct labour costs and related overheads which have been incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the Sale.

4. Critical accounting estimates, assumptions and judgments

a. Property, plant and equipment

The Company regularly reviews the estimated useful lives of property, plant and

equipment based on factors such business plan and strategies, expected level of usage and future technological development. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction of estimated lives of property, plant and equipment would increase the recorded depreciation and decrease the value of property, plant and equipment.

b. Intangibles

Internal technical or user team assesses the remaining useful lives of Intangible assets. Management believes that assigned useful lives are reasonable.

For and on behalf of the Board of Directors

NMS GLOBAL LIMITED

Sd/-

Mr. Dhananjai Gupta

Managing Director

DIN: 09313878

Place: New Delhi

NMS GLOBAL LIMITED

R.O.: H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 22248139,

Email id: info@nmslimited.in,

Website: <https://nmslimited.in/>

Form No. MGT - 12

Sl. No.

BALLOT PAPER

40th Annual General Meeting of the Members of **NMS GLOBAL LIMITED** will be held on Wednesday, 30th September, 2026 at 10.00 A.M. at H.No. 48, Hasanpur, I.P. Extension, East Delhi DL 110092.

Folio No./DPID & Client ID	
No. of Shares held	
Name of the Shareholder or name of the Proxy	

S. No.	Brief of Resolutions	In favor of resolutions *	Against the Resolutions
1.	ADOPTION OF AUDITED FINANCIAL STATEMENTS, BOARD AND AUDITORS' REPORT FOR THE FINANCIAL YEAR 2024-2025.		
2.	APPOINT A DIRECTOR IN PLACE OF MR. PANKAJ CHANDER (DIN: 00053351), WHO IS LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT PURSUANT TO THE PROVISIONS OF SECTION 152 OF THE COMPANIES ACT, 2013		
3.	APPOINTMENT OF MRS. MEENAKSHI GUPTA (DIN: 01261976) AS DIRECTOR OF THE COMPANY.		
4.	MERGER OF COMPANIES WITH THEIR WHOLLY OWNED SUBSIDIARIES AND SATURN INFOCOM LIMITED		
5.	ISSUANCE OF 64,87,500 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS		
6.	APPROVE POWERS OF THE BOARD U/S 108(1)(A) OF THE COMPANIES ACT, 2013		
7.	APPROVE BORROWING POWERS OF THE COMPANY U/S 180(1) (C) OF THE COMPANIES ACT, 2013		
8.	AUTHORISATION UNDER SECTION 186 OF THE COMPANIES ACT, 2013		

Signature of Member(s)/proxy

* Please tick in the appropriate column

NMS GLOBAL LIMITED

R.O.: H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 22248139,

Email id: info@nmslimited.in,

Website: <https://nmslimited.in/>

Form No. MGT - 11

PROXY FORM

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

NMS GLOBAL LIMITED

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

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

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 40th Annual General Meeting of the Company to be held on Monday, 30th September, 2026 at 11.00 A.M. at H.No. 48, Hasanpur, I.P. Extension, East Delhi - 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	ADOPTION OF AUDITED FINANCIAL STATEMENTS, BOARD AND AUDITORS' REPORT FOR THE FINANCIAL YEAR 2025-2026.		
2.	APPOINT A DIRECTOR IN PLACE OF MR. PANKAJ CHANDER (DIN: 00053351), WHO IS LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT PURSUANT TO THE PROVISIONS OF SECTION 152 OF THE COMPANIES ACT, 2013		
3.	APPOINTMENT OF MRS. MEENAKSHI GUPTA (DIN: 01261976) AS DIRECTOR OF THE COMPANY.		
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6.	APPROVE POWERS OF THE BOARD U/S 108(1)(A) OF THE COMPANIES ACT, 2013		
7.	APPROVE BORROWING POWERS OF THE COMPANY U/S 180(1)(C) OF THE COMPANIES ACT, 2013		
8.	AUTHORISATION UNDER SECTION 186 OF THE COMPANIES ACT, 2013		

Signed this _____ day of _____ 2026.

Signature of Shareholder

Signature of Proxy holder(s)

Affix Rs.
1
Revenue
Stamp

Notes:

➤ This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

➤ A Proxy need not be member of the Company.

➤ In case of joint holders, the signature of one holder will be sufficient, but names of all joint holders should be stated.

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

NMS GLOBAL LIMITED

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Website: <https://nmslimited.in/>

ATTENDENCE SLIP

(To be handed over at the entrance of the Meeting Hall)

40th ANNUAL GENERAL MEETING

I/We hereby record my/our presence at the 40th Annual General Meeting of the Company held on Monday, 30th September, 2026 at 10.00 A.M. at H.No. 48, Hasanpur, I.P. Extension, East Delhi - 110092

Full Name of the Member

(in BLOCK

LETTERS)

.....

Regd. Folio No.

held.....

Client Id*

.....

No. of Shares

DP Id*

Full Name of the Proxy (in BLOCK LETTERS)

.....

.....

Member's/Proxy's Signature

.....

.....

* Applicable for members having shares in electronic form.

NOTES:

- 1) Members/Proxies are requested to bring the duly signed attendance slip to the meeting and hand it over at the entrance.
- 2) Corporate members intending to send their authorized representatives to attend the meeting are requested to send, to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- 3) For the convenience of Members, persons other than Members/Proxies will not be admitted

ROUTE MAP TO THE VENUE OF 40th ANNUAL AGENERAL MEETING

Address of venue of AGM:

Ug-9, 48, Hasanpur, I.P. Extension, East Delhi DL 110092

