



SVC INDUSTRIES LIMITED

Regd. Office : 501, OIA House, 470 Cardinal Gracious Road, Andheri (East), Mumbai-400099
Tel : +91-22-66755000, Email : svcindustriesltd@gmail.com • Website : www.svcindustriesltd.com
CIN: L15100MH1989PLC053232

To,

Date: 02.09.2026

BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor Dalal Street,
Mumbai-400001

Sub : Intimation of 35th Annual General Meeting and Book Closure

Dear Sir/Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2025-26 along with Notice of the Thirty Fifth Annual General Meeting of the Company scheduled to be held on Wednesday, September 30, 2026 at 11.30 a.m. through Video Conferencing/Other Audio Visual Means to transact the business as set forth in the Notice of the AGM. Attached is the annual report for the above.

Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed as per the following details:

Scrip Code/ Type of Security	Type of Security	Book Closure dates	Purpose
BSE: 524488	Equity shares	From 24 th September, 2026 to 30 th September, 2026 (both days inclusive)	Annual General Meeting through Video Conferencing/Other Audio Visual Means

This is for your information and record.

Thanking you,
Yours Faithfully

For SVC Industries Limited



Jishan Ahmed
Company Secretary & Compliance Officer



**SVC
INDUSTRIES
LIMITED**

**ANNUAL REPORT
2025-2026**

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SVC INDUSTRIES LIMITED

Corporate Information

BOARD OF DIRECTORS :

Mr. Suresh V. Chaturvedi - Promoter Director
(DIN-00577689)

Mr. Advait Chaturvedi – Director
(DIN: 05003448)

Mr. Ambuj Chaturvedi – Director
(DIN: 05003458)

Mr. Subhash Chandra Rastogi – Independent Director
(DIN: 03612907)

Ms. Sonal Waghela – Independent Director
(DIN: 09495499)

Mr. Anoop Gupta – Independent Director
(DIN: 02481320)

BOARD COMMITTEES :

AUDIT COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman
Ms. Sonal Waghela, Member
Mr. Advait Chaturvedi- Member

NOMINATION AND REMUNERATION COMMITTEE:

Mr. Subhash Chandra Rastogi - Chairman
Ms. Sonal Waghela, Member
Mr. Advait Chaturvedi- Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. Ambuj Chaturvedi - Chairman (w.e.f. 27.05.2024)
Mr. Subhash Chandra Rastogi - Member
Mr. Advait Chaturvedi, Member

CHIEF FINANCIAL OFFICER:

Mr. Kapil Chaturvedi

COMPANY SECRETARY AND COMPLIANCE OFFICER:

Ms. Jyoti Darade (upto 31.07.2025)
Mr. Jishan Ahmed (w.e.f. 01.08.2025)

SECRETARIAL AUDITOR

M/s Abhishek Wagh & Associates

REGISTERED OFFICE:

501, OIA House, 470,
Cardinal Gracious Road,
Andheri (East), Mumbai - 400 099

SITE :

Chhata Barsana Road, Chhata,
Dist. - Mathura,
Uttar Pradesh - 281 401.

Share Transfer Agent:

Purva Sharegistry (India) Private Limited :
Unit no. 9, Shiv Shakti Industrial Estate,
J. R. Boricha Marg, Lower Parel (East),
Mumbai - 400011
Phone: +9122 41343255/ +9122 41343256
Email: support@purvashare.com
Website:www.purvashare.com

LISTING OF EQUITY SHARES :

BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400 021.

BSE STOCK CODE - 524488

INVESTOR EMAIL ID :

svcindustriesltd@gmail.com

CORPORATE IDENTITY NUMBER :

L15100MH1989PLC053232

The Annual Report can be accessed at
website: www.svcindustriesltd.com

WEBSITE :

www.svcindustriesltd.com

STATUTORY AUDITORS:

M/s. B. M. Chaturvedi & Co.
Chartered Accountants
32, Jolly Maker Chambers -II,
Nariman Point, Mumbai – 400 058.

NOTICE OF 35TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting ("AGM") of the Members of SVC Industries Limited will be held on Wednesday, the 30th Day of September 2026, at 11:30 A.M. (IST) through Video Conference ("VC") and Other Audio Visual Means ("OAVM") facility to transact the following business.

The proceedings of the 35th Annual, General Meeting ("AGM") shall be deemed to be conduct at the Registered office of the Company situated at 501, OIA House, 470, Cardinal Gracious Road, Andheri (East), Mumbai-400099 which shall be the deemed as venue of the AGM.

ORDINARY BUSINESS: -

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended 31st March 2026 and the reports of the Board of Directors' and Statutory Auditors' thereon.
2. To appoint a director in place of Mr. Advait Chaturvedi (DIN: 05003448), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS: -

3. Approval for Development and/or Mortgage/Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 180 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force), the enabling provisions of the Memorandum and Articles of Association of the Company and Regulation 37A(1) and other applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals, consents and permissions obtained/to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed to by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the "Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution), for effecting the sale, at a consideration not less than the fair market value determined in consultation with a reputed Independent International Property Consultant, or development, individually or jointly with a developer, to/ with a reputed developer, or any combination thereof, and/or equitably mortgage a part of the Company's land in favour of the provider of bridge finance located at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, subject to such terms and conditions as mutually agreed upon by the Company with the buyer / developer and/ or with the provider of the bridge finance.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do such further acts, deeds and things as may be necessary including modifying, finalizing the terms and conditions and executing all such agreements, undertakings, contracts, deeds, MOU and other documents on behalf of the Company, file applications and make representation in respect thereof and seek approval from statutory / administrative authorities, financial institutions / banks etc and conversion of land from industrial to residential, in this regard as may be applicable and deal with any matters, take necessary steps in this matter as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question / difficulty that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or Director(s)/ Chief Financial Officer & Company Secretary and/or any of the officers/ authorised representatives of the Company, with authorities as required for agreement / documents, arranging delivery and execution of Contract, deeds, agreements and instruments."

4. Alteration of the main object clause of Memorandum of Association 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 provision of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) pursuant to recommendation of Board of Directors in their meeting held on 29th August, 2026 and subject to such other approvals, permission and consent as may be required, the consent of the members be and is hereby accorded for alteration of main object clause III(A) of the Memorandum of Association of the company by inserting new clauses 6,7 and 8, after the existing clauses 5 of the Main Object:-

6. To carry on the business of designing, developing, analysing, simulation, engineering, manufacturing, integrating, testing, commissioning, validating, fabricating, erecting, installing, remodelling, delivering, assembling, repairing, refurbishing, upgrading, overhauling, hiring, supporting, distributing, marketing, buying, selling, importing, exporting, services and trading in all types & varieties, descriptions, specifications, characteristics, and applications of engineering and technological products, Systems, Sub-Systems, equipment, cameras, armaments, tools, machines and components used in Defence for applications such as Rocket & Missile, Electronic warfare & surveillance, Battle tanks & armoured vehicles, other Land systems, Arms & ammunitions, Naval systems, Space Research & Exploration, Drones & Counter UAVs etc., and commissioning systems, projects comprising of technologies involving Mechanical, Optical, Electrical, Electronic, Software & other technologies required for Defence, Space, Aerospace and allied industry, and to act as drone specialists, counsellors, advisors, programmers and to do all other things required in connection relation to the above mentioned business.

7. To carry on the business of manufacturing, developing, designing, constructing, operating, assembling, importing, exporting, maintaining, distributing, trading and dealing in solar panels, batteries, inverters, controllers, and energy storage systems and in renewable energy projects including solar, wind, biomass, hydro, hybrid energy systems, nuclear plant, green building equipment, carbon credit trading, biofuels energy, provide advisory services for energy efficiency and clean energy innovation, collaborate with public and private entities for renewable power supply, and energy transition projects.

8. To provide mining, exploration, drilling, blasting, excavation, contract mining, mine management, environmental management, rehabilitation, engineering, technical, project management and consultancy services in relation to mining, minerals and natural resources and to undertake all activities incidental or conducive to the attainment of the above object.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, things as required to file the e-form MGT-14 with the Registrar of Companies (ROC), Mumbai, to make necessary application, submit papers and documents with ROC and any other concern authority as may be considered necessary or expedient to give the effect of aforesaid resolution."

5. Re-appointment of Ms. Sonal Waghela as Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 14th February, 2027.

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or enactments thereof for the time being in force) and Regulations 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and pursuant to the recommendations of the Nomination and Remuneration Committee and by the Board of Directors of the Company, Ms. Sonal Jitendra Waghela (DIN: 09495499) who was appointed as Non-Executive Independent Director of the Company for a term of 5 years commencing from 14th February, 2022 up to 13th February, 2027 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director and who meets the criteria prescribed for Independent Directors under Section 149(6) of the Act and applicable Listing Regulations, be and is hereby re-appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) years w.e.f. 14th February, 2027 to 13th February, 2032 (second term) on the Board of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary and to submit and file form with Registrar of Companies (ROC), Mumbai as required under the Companies Act, 2013 and to execute all such documents, papers and to delegate all or any of its powers herein conferred to any Committee of Directors or Directors or any authorized persons to give effect to the aforesaid resolutions."

6. Appointment of Mr. Ambuj Chaturvedi as Managing Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereto, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and by the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Ambuj Chaturvedi (DIN: 05003458) as Managing Director of the Company, not liable to retire by rotation, for a period of 5 years with effect from 29th August, 2026, on the terms and conditions set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT Mr. Ambuj Chaturvedi shall serve as Managing Director without any remuneration until company starts making profit; however, he shall be entitled to reimbursement of expenses actually incurred in the performance of their duties, in accordance with the policies of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary and to submit and file form with Registrar of Companies (ROC), Mumbai, as required under the Act and to execute and sign all such documents and papers as required to give the effect to the aforesaid resolutions."

By Order of the Board of Directors
For **SVC Industries Limited**

Ambuj Chaturvedi
Director
DIN: 05003458

Date: 29.08.2026
Place: Mumbai

NOTES:

1. The Ministry of Corporate affairs ('MCA') has vide its General Circular No. 09/2024 dated 19th September, 2024 in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")" read with Circular No. 20/2020 dated May 5, 2020, Circular No. 2/2022 dated May 5, 2022, and Circular No. 10/2022 dated December 28, 2022, and Circular No. 09/2023 dated 25.09.2023, Circular No. 09/2024 dated 19.09.2024 and Circular No. General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") allowed the companies to conduct their Annual General Meetings through VC / OAVM, without the physical presence of the Members at a common venue in accordance with the requirements laid down in para 3 and para 4 of the Circular No. 20/2020 dated May 5, 2020. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM on 30th September, 2026 at 11:30 am (IST).

Further, Securities and Exchange Board of India (SEBI), vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 and October 07, 2023 (SEBI Circulars) have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 35th AGM of the Company is being held through VC/OAVM on 30th September, 2026 at 11:30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company i.e. 501, OIA House, 470 Cardinal Gracious Road, Andheri (East), Mumbai – 400 099, which shall be the deemed venue of the AGM.

2. An Explanatory Statement, pursuant to Section 102(1) of the Act, relating to special business set out under Item Nos. 3 to 6, of the accompanying Notice are annexed hereto. A statement providing additional details of the Director along with brief profile who are seeking appointment/ re-appointment as set out at Item No. 2, 5 & 6 of the Notice is annexed herewith as per Regulation 36 of the Listing Regulations, as amended and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020 and General Circular No. 20/2020 dated May 5th, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, and General Circular No. 09/2023 dated September 25, 2023, the facility to appoint proxy by the members to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip including Route map are not annexed to the Notice. As per Section 113 of the Companies Act, 2013, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
5. The register of members and share transfer books will remain closed from September 24, 2026 to September 30, 2026 (both days inclusive) for the purpose of ascertaining the Shareholders attending the AGM.
6. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cutoff date of September 23, 2026.
7. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account (s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

8. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA or can be downloaded from the company's website www.svcindustriesltd.com. Members holding shares in demat mode should file their nomination with their Depository Participants ('DPs') for availing this facility.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email 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., to their DPs in case the shares are held in electronic form and to Company's RTA - Purva Shareregistry (India) Private Limited, 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai – 400 011 in case the shares are held in physical form.
12. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode. SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. In view of the above, we urge Members holding shares in physical form to submit the required documents at the earliest.

13. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- a. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
- b. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to svcindustriesltd@gmail.com
- c. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September, 23, 2026 through email on svcindustriesltd@gmail.com. The same will be replied by the Company suitably.
14. Regulation 36 (1)(b) and (c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that a listed entity shall send a letter providing the web-link, including the exact path, where complete details of the annual report is available and hard copy of the statement containing salient features of all the documents, as prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses and hard copies of full annual reports to those shareholders, who request for the same. However, in line with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022, and General Circular No. 09/2023 dated September 25, 2023, respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR /P/2021/11 dated January 15, 2021 and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of letter/physical copies of the Annual Report for the Financial Year 2025-26 and the Notice of AGM are being sent in electronic mode to Members whose names appear on the Register of Members and whose email address is available with the RTA as on August 28, 2026. The Members may view/download Notice and Annual Report 2025-26 can also be accessed on the website of the Company at www.svcindustriesltd.com and on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. These are available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days.
15. Members are requested to send all communications relating to physical shares, change of address, bank details, email address etc. to the Company or RTA at the following address:

Purva Shareregistry (India) Private Limited,
Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg,
Lower Parel (East), Mumbai – 400 011

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective DPs.

16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

17. As per Section 20 of the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the Listing Regulations and in terms of SEBI and MCA circular in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Purva Shareregistry (India) Private Limited for facilitating e-Voting to enable the Members to cast their votes electronically as well as for e-Voting during the AGM. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if it/they have been passed at the AGM.

18. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

(i) The voting period begins on 27.09.2026 at 09.00 a.m. and ends on 29.09.2026 at 5:00 p.m. During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23.09.2026 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

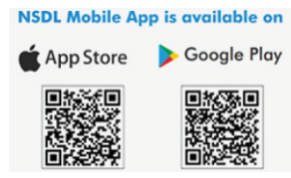
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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.

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

(v) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

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/myeasitoken/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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly.

Type of shareholders	Login Method
	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. 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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-Voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be 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. 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.  5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be 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.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 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

(iv) Login method for e-voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on "Shareholder/Member" 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) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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 as mentioned in instruction (v).

- (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.
- (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 EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xii) Click on the "NOTICE FILE LINK" if you wish to view the Notice.
- (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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the "Custodians / Mutual Fund" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.
 - 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; svcindustries@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

- (xvi) The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.
- (xvii) The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- (xviii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- (xix) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (xx) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (xxi) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (xxii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

- (xxiii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (xxiv) Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
- (xxv) If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

- (xxvi) 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 svcindustriesltd@gmail.com.
 - (xxvii) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
 - (xxviii) 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.
 - (xxix) If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.
 - (xxx) All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.
19. M/s Abhishek Wagh & Associates, a practicing Company Secretary (FRN S2024MH971000) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 20. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 21. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.svcindustriesltd.com.
 22. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.
 23. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their E-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their Email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at www.svcindustriesltd.com. Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

**By Order of the Board of Directors
For SVC Industries Limited**

**Ambuj Chaturvedi
Director**

DIN: 05003458

Date: 29.08.2026
Place: Mumbai

EXPLANATORY STATEMENT PURSUANT TO SEC 102 (1) OF THE COMPANIES ACT, 2013

Item No 3.

Approval for Development/ Mortgage and Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013.

Following discontinued the PTA plant in the year 2018, the company has been pursuing opportunities in agri-business including warehousing, trade, and setting up manufacturing facilities. While some progress was made in this direction, substantial progress could not be made for want of the required project finance and working capital facilities, which can only be availed of by providing the required security by way of the company's land. However, the company's land continues to be mortgaged to the remaining financial creditors of the company namely PICUP, SBI, and Canara Bank. Therefore, in the given scenario agri-business or any other business cannot be pursued vigorously.

On the other hand, the outstanding liabilities to the aforesaid financial creditors have been mounting and it is no longer possible to sustain these creditors while keeping the company's land safe as SBI and Canara Bank have obtained decrees from Debt Recovery Tribunal (DRT) against the Company long ago in the year 2005. PICUP has also issued the notice to take over the physical possession of the Company's assets. Now, Company has settled with PICUP and has even made a part payment against the settlement. The other banks are fiercely contesting the execution of the DRT Decrees but continuing to defend them now appears not just very difficult but almost impossible.

The strategic investor, who helped clear several financial creditors of the company earlier, has not been able to clear, for several years, the aforesaid remaining financial creditors. Therefore, timely saving the land from the financial creditors and getting it unencumbered have become inescapable. And, to do so, it has also, in turn, become inescapable to timely generate the funds to pay off the remaining financial creditors. Also, the Company has not been able to provide any returns to its shareholders for a considerable period. In these circumstances, the Board believes that monetization of the Company's under-utilized assets is necessary to unlock their value, discharge the Company's outstanding liabilities, revive its operations, thereby enabling the Company to enhance long-term value for its shareholders who have continued to support the Company over the years.

In view of the above, it has been decided by the board, after due deliberations and consultations with the domain experts including the various reputed International Property Consultants, that the land be monetized by selling or developing or in any combination thereof. To this end, the management has already commenced making efforts and taken some concrete initial steps.

However, recognizing that the monetization of the land can be a very time-consuming exercise and sustaining the financial creditors until then may not be feasible, the Board is also considering raising a bridge finance from lenders/ investors/ financial institutions/ Companies, to clear the remaining financial creditors by offering a part of the Company's land as a security by way of an equitable mortgage on being unencumbered by the remaining financial creditors.

Accordingly, pursuant to Section 180 (1)(a) of the Companies Act, 2013 and regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members of the Company are further requested to note that their consent to the Board is being sought by way of a Special Resolution to sell, develop, individually or jointly with other developer, or by any combination thereof, and/or equitably mortgage a part of the Company's land in favour of the provider of bridge finance including a Company, located at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, to a buyer and/or with a developer and/ or to the mortgagee as may be identified and mutually agreed by the Board of Directors and buyer and/or developer and/or provider of bridge finance.

Additional information required to be disclosed pursuant to regulation 37A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S. No.	Particulars	Details
1	Object of Sale of the property	The Company owns land situated at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, which is utilized very marginally. The said land is being monetized to a pay :- a) the remaining financial creditors of the Company through One-time Settlements, b) make the Company debt-free, and c) provide capital to pursue its objectives.
2	Commercial Rationale	Providing capital to pursue its objects takes precedence over keeping the Company resources locked in the unproductive assets. So, in line with the Company's strategic focus on operational efficiency and financial prudence, the Board, based on the recommendation of the Audit Committee, has decided to monetize the said land. Additionally, the Company may explore venturing into new business i.e. Real Estate Development, Defence and Green Energy. To revive and strengthen the operations of the Company and create sustainable long-term value for its shareholders.

S. No.	Particulars	Details
3	Use of Proceeds	The proceeds arising from the sale of the said land shall be primarily utilised towards repayment of existing borrowings / lenders / creditors. This would result in an improvement in the Company's financial health by ultimately becoming debt-free. The balance funds shall be utilised towards capital requirements to pursue the Company's objectives.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution.

Item no. 4. Alteration of the main object clause of the Memorandum of Association of the company

As the members are aware, after discontinuing the PTA plant, the Company is presently engaged in agri-business, trading and warehousing activities. However, these businesses offer limited growth potential due to regulatory restrictions on agricultural commodities. Accordingly, the Board has been exploring new business opportunities that offer sustainable long-term growth and better utilisation of the Company's resources.

The Board has identified the defence manufacturing and renewable energy sectors as attractive areas for diversification. The Indian defence sector is witnessing significant growth, driven by the Government's "Atmanirbhar Bharat" initiative, increasing capital expenditure, higher defence exports, and greater participation of private enterprises. Similarly, the renewable energy sector continues to expand rapidly, supported by favourable Government policies and India's target of achieving 500 GW of non-fossil fuel-based installed capacity by 2030. These sectors present substantial opportunities for long-term value creation while supporting national priorities.

The Company also proposes to enter into the mining and exploration business as part of its strategy to diversify its business activities and explore new avenues for growth and long-term value creation.

In view of the above, the Board of Directors has approved, subject to the approval of the shareholders, the alteration of the main object Clause III(A) of the Memorandum of Association (MOA) of the company by inserting new clauses 6, 7 and 8 after the existing clauses 5 of the Main Objects of MOA of the company, to enable the Company to undertake activities in the defence manufacturing and renewable energy sectors, in addition to its existing businesses.

Pursuant to Section 13 of the Companies Act, 2013 and the rules made thereunder, alteration of the Main Object Clauses of the MOA of the company requires the approval of the members by way of a Special Resolution.

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

The Board recommends the Special Resolution for approval by the members.

Item No. 5. Re-appointment of Ms. Sonal Waghela as Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 14th February, 2027.

Ms. Sonal Waghela (DIN: 09495499) was appointed as Non-Executive Independent Director on the Board of the Company for a term of 5 (five) years w.e.f. 14th February, 2022 upto 13th February, 2027. Pursuant to the provision of Section 149(4), 149(10) of the Company Act, 2013, Schedule IV and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, which requires every listed company to pass a special resolution for continuation or re-appointment as Non-Executive Independent Director in the Board.

Ms. Sonal Waghela holds a degree of Bachelor of Commerce and has 23 years of experience in the field of accounting. Ms. Sonal Waghela on the recommendation of Nomination & Remuneration Committee and with the approval of the Board proposed to be re-appointed for the second term of 5 years as an Independent Director with effect from 14th February, 2027, subject to approval of members, for a period of five consecutive years from 14th February, 2027 upto 13th February, 2032 and not liable to retire by rotation by passing the special resolution.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Ms. Sonal Waghela for the office of Director of the Company. The Company has also received a declaration from Ms. Sonal Waghela that She meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and She is not disqualified from being re-appointed as Director in terms of Section 164(2) of the Act.

In the opinion of Board, Ms. Sonal Waghela fulfills the conditions specified in Companies Act, 2013 and the Rules made thereunder, and the proposed director is Independent of the Management. The Board also considers that her association would be of immense benefit to the Company and it is, therefore, desirable to avail her services. Hence, it recommends the said Resolution No. 5 for approval by way of passing a Special Resolution.

Details of Directors whose re-appointment as Independent Directors is proposed at Item No. 5 is provided pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of re-appointment of Ms. Sonal Waghela setting out the terms and conditions of re-appointment are available for inspection by the members at the registered office of the Company.

None of the Directors and Key Managerial Personnel of the Company are relatives of Ms. Sonal Waghela. She being an appointee is interested in this resolution concerning her own re-appointment. Except her, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at item no. 5.

Further, Additional details as required under regulation 36 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 is provided in the brief profile of Ms. Sonal Waghela which is attached herewith as an Annexure I to the notice.

Item No. 6. Appointment of Mr. Ambuj Chaturvedi as Managing Director of the Company

Mr. Ambuj Chaturvedi was initially appointed as Director in the Board of the company w.e.f 12th February, 2021 and since then he has been contributing to the growth and development of the Company.

Upon considering his knowledge of various aspects relating to the Company's business affairs. The Board of Directors strongly believes the induction of Mr. Ambuj Chaturvedi as Managing Director of the company will greatly help the company to enhance its growth of the business in the years to come. In alignment with the Company's current strategic and financial considerations, and considering that Mr. Ambuj Chaturvedi has expressed willingness to serve without remuneration until company starts making profit, it is proposed to appoint him as Managing Director without payment of any remuneration. However, Mr. Ambuj Chaturvedi shall be eligible for re-imbursement of expenses incurred for performing his role as Managing Director of the Company.

The Board of Directors at its meeting held on 29.08.2026, have given their consent and approval to appoint Mr. Ambuj Chaturvedi (DIN: 05003458) as Managing Director for period of 5 (five) years commencing with effect from 29th August, 2026 to 28th August, 2031.

Mr. Ambuj Chaturvedi is eligible for appointment as Managing Director under the provision of the Companies Act, 2013 and rules made thereunder. In terms of Section 152, Mr. Ambuj Chaturvedi has consented to act as the Managing Director of the Company, if so appointed.

In accordance with Section 196(4) of the Companies Act, 2013, the approval by resolution at the Annual General Meeting of the members of the Company is required for the appointment and terms of remuneration of Mr. Ambuj Chaturvedi as the Managing Director of the Company.

Accordingly consent of the members is sought for passing an Ordinary Resolution as set out in item no. 6 of the accompanying notice for appointment and terms of remuneration of Mr. Ambuj Chaturvedi as the Managing Director of the Company for the period of five years w.e.f 28th August, 2026.

Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of appointment of Mr. Ambuj Chaturvedi setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company

None of the Directors or relatives of Director except Mr. Ambuj Chaturvedi, Mr. Advait Chaturvedi and Mr. Suresh V Chaturvedi is concerned or interested in the resolution. The board recommends the resolution set forth in item No.6 for the approval of Members.

Further, Additional details as required under regulation 36 (3) of the SEBI (Listing Obligations and Disclosures requirement) Regulations, 2015 is provided in the brief profile of Mr. Ambuj Chaturvedi which is attached herewith as an Annexure I to the notice.

EXHIBIT TO NOTICE

Details Of Directors Seeking Appointment/ Re-Appointment as Required Under Regulation 36(3) Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting:

ANNEXURE I

Name of the Director	Mr. Advait Chaturvedi (DIN: 05003448)	Ms. Sonal Waghela (DIN: 09495499)	Mr. Ambuj Chaturvedi (DIN: 05003458)
Designation	Director	Independent Director	Managing Director
Date of Birth	10/07/1983	28/03/1971	10/08/1984
Age	43 years	55 years	42 years
Nationality	Indian	Indian	Indian
Qualification	Bachelor's degree from University of Durham, MBA degree from London Business School, UK.	Bachelor of Commerce	Bachelor's in Politics and Economics from University of Bath, U.K
Date of First Appointment on Board	12 th February, 2021	14 th February, 2022	12th February, 2021
Profile and expertise	Mr. Advait Chaturvedi is non-executive director of the Company. Mr. Advait Chaturvedi contributes towards various functions across the group from strategic growth plans to day-to-day management matters. He brings a wealth of global knowledge and know-how to the Company. He also holds the title of IDP-C (Certification in Corporate Governance) from INSEAD (Singapore & France). He has completed his Project Management training (based on PMI, USA, framework) in 2011 from SPJIMR, Mumbai. He is a member of Entrepreneurs' Organization – Mumbai Chapter. He was the founding member of IPMA's (Switzerland based Project Management Organization) Mumbai Chapter.	Ms. Sonal Waghela is a Non-Executive Independent Director of the Company. Ms. Sonal Waghela holds a degree of Bachelor of Commerce and has 23 years of experience in the field of accounting.	Mr. Ambuj Chaturvedi directs the identification of strategic investment in projects that are most critical to any nation's growth. He is responsible for developing, marketing and implementing 'big impact' developmental projects and engaging all stakeholders including Top Political Leadership of the African nations to ensure that each project meets their expectations and world-class standards. He has also authored articles for leading publications such as Millennium Post, Brookings India and FICCI's special publication on "India - Africa Relations". He also has been interviewed and quoted widely in print and broadcast media including Rajya Sabha TV on "India-Africa Relations"

Number of Board Meetings attended during the financial year 2025-26	4 (Four)	4 (Four)	4 (Four)
Remuneration	No remuneration except The details of sitting fees have been provided in the Corporate Governance Section	The details of sitting fees have been provided in the Corporate Governance Section	No remuneration until the Company starts generating profits. Further, the details of sitting fees have been provided in the Corporate Governance Section.
Relationship with other Directors	Promoter Director	No relationship with other directors	Promoter Director
Memberships/ Chairmanships of committees (includes only Audit Committee and Shareholder's/ Investor Grievance Committee /Stakeholder's Relationship Committee) of other public companies as on March 31, 2026	Member of Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee. He is not a member/chairman in any other public companies.	Member of Audit Committee and Nomination and Remuneration Committee. She is not a member/chairman in any other public companies.	Chairmanship in Stakeholder Relationship Committee. He is not a member/chairman in any other public companies.
Directorship held in other companies as on March 31, 2026	1. Nandvan Mega Food Private Limited 2. Overseas Infrastructure Alliance (India) Private Limited 3. Akhill Marketing Pvt Ltd	NIL	1. Nandvan Mega Food Park Private Limited 2. Overseas Infrastructure Alliance (India) Private Limited 3. Akhill Marketing Pvt Ltd
Listed Entities from which he has resigned as Director in past 3 years	None	None	None
Shareholding (No. of equity shares)	85,95,800 Equity shares.	NIL.	85,95,800 Equity shares.

DIRECTORS' REPORT

TO THE MEMBERS

Your directors present the 35th Annual Report together with the Audited Financial Statements of the Company for the financial year ended March 31, 2026.

FINANCIAL RESULTS

Particulars	2025-26	2024-25
Revenue from operation	491.99	131.39
Other Income	1.87	119.31
Total Income	493.86	250.7
Total Expenditure	750.97	408.41
Profit / Loss for the period	(257.11)	(157.71)
Loss due to assets discarded	-	-
Profit / Loss Before Tax	(257.11)	(157.71)
Other comprehensive Income	-	-
Total Comprehensive Income (Net of Tax)	(257.11)	(157.71)

DIVIDEND

Your directors have not recommended any dividend on equity shares for the year as there is no profit in the year.

TRANSFER OF RESERVES

The company has incurred Net Loss of Rs. 257.11 Lakh for the period ended on 31st March, 2026, therefore, the company has not transferred any sum to the Reserve & Surplus account except Net Loss of Rs. 257.11 Lakh.

STATE OF COMPANY'S AFFAIRS

The Company is engaged in the business of trading of agro products and also provide warehouse facility and services etc. There has been no change in the nature of business of the Company during the period. The revenue from operations was Rs. 491.99 (in Lakh), as compared to previous year which stood at Rs. 131.39 Lakhs during the year, which is mainly by way of lease rentals and Agri trading sales. The Net Loss for the year ended 31st March, 2026 was Rs. 257.11 (in Lakh) as against the Net Loss of Rs. 157.71 (in Lakh) for the year ended 31st March, 2025.

Agriculture will continue to remain an important operating foundation. Alongside this, the Company intends to progressively evaluate commercially viable opportunities in Defence, Energy and Mining in India and selected African markets. The near-term focus will be on identifying suitable opportunities, developing credible partnerships, completing the required technical, financial, legal and commercial evaluation, and aligning capital deployment with the Company's land monetization and liquidity position.

DETAILS OF SIGNIFICATION AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE

In the year under review no material order has been passed by above said authorities impacting the going concerned status.

INTERNAL FINANCIAL CONTROL

The Company has in place adequate internal financial controls, with reference to financial statement. It has established an integrated framework for managing risks and internal controls.

The Board has also adopted the procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting record and timely preparation of reliable financial disclosures.

The internal financial controls have been documented and embedded in the business processes. Such controls have been assessed during the year under review and have been operating effectively.

The Audit Committee reviews and evaluates adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. The Company has appointed Mr. S.K. Khandelwal, Chartered Accountants as the Internal Auditor in compliance with section 138 of the Companies Act, 2013. The scope of audit and the outcome of the audit are reviewed by Audit Committee at regular intervals.

DEPOSITS UNDER CHAPTER V OF THE COMPANIES ACT, 2013

The Company has neither accepted nor renewed any Deposits from the public within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

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

STATUTORY AUDITORS

Pursuant to Section 139 of the Act and Rules made thereunder, the Company at its 31st AGM appointed M/s. B.M. Chaturvedi & Co. (Firm Registration No. 114317W) as the Statutory Auditors of the Company for a period of 5 years from the conclusion of 31st AGM until the conclusion of 37th AGM of the Company. The Reports given by M/s. B. M. Chaturvedi & Co., Chartered Accountants on the financial statements of the Company for FY 2025-26 are part of the Annual Report.

AUDITOR'S REPORT

The observations by the Auditors in their report are self-explanatory and, in the opinion of the Board, do not require any further explanation.

SHARE CAPITAL

At present, Company has only one class of shares i.e. equity shares of Rs. 10 each. The authorized share capital is Rs. 170 Crores divided into 17 Crores equity shares of Rs. 10 each. The issued, subscribed and paid-up capital of the Company is Rs. 161.86 Crores as on March 31, 2026. The Company has neither issued any shares with differential rights as to dividend, voting or otherwise, nor issued any sweat equity shares or employee stock options during the financial year under review. Further, your Company's equity shares are listed on BSE Ltd.

ANNUAL RETURN

As required under section 134(3)(a) of the Companies Act, 2013, the annual return once filed with registrar of companies/MCA shall be placed on the website of the Company and can be accessed at <https://svcindustriesltd.com/investors>.

CHANGE OF REGISTRAR AND TRANSFER AGENT

The Company has changed its Registrar and Transfer Agent (RTA) with effect from 11.04.2025. The new RTA is Purva Sharegistry (India) Private Limited having its registered office at Unit no. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai – 400011.

The change of RTA was undertaken to improve the efficiency and quality of services related to share registry and investor relations. The new RTA has a proven track record of providing excellent services to companies and their investors.

Shareholders are advised to correspond with the new RTA for all matters related to share registry, dividend payments, and other investor services. The change is expected to enhance the overall experience for shareholders and improve the Company's compliance with regulatory requirements.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The particulars of conservation of energy, technology absorption, foreign exchange earnings and outgo for the financial year under review as required to be given under Section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

FOREIGN EXCHANGE EARNINGS & OUTGO

The Company has not utilized any foreign exchange and has not earned any foreign exchange during the financial year ended March 31, 2026.

CORPORATE SOCIAL RESPONSIBILITY

The Provision with respect to Corporate Social Responsibility is not attracted to the Company.

CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Advait Chaturvedi (DIN: 05003448), Director of the company retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The brief resume/details about Mr. Advait Chaturvedi (DIN: 05003448) is given in the Notice of the ensuing AGM sent to the shareholders along with the Annual Report.

As on date 31 March 2026, the Company has Mr. Suresh Chaturvedi, Mr. Subhash Chandra Rastogi, Mr. Advait Chaturvedi, Mr. Ambuj Chaturvedi, Mr. Anoop Gupta & Ms. Sonal Jitendra Waghela as Directors of the Company. Mr. Kapil Chaturvedi, Manager and CFO of the Company.

Mr. Subhash Chandra Rastogi (DIN: 03612907) has been re-appointed as Non-Executive Independent Director of the company who is not liable to retire by rotation, for the period of 5 (Five) years w.e.f 12th February, 2026 to 11th February, 2031 (second term) on the Board of the company.

Ms. Jyoti Darade, resigned from the position of Company Secretary of the Company with effect from July 31, 2025. Mr. Jishan Ahmed has been appointed as the Company Secretary of the Company with effect from August 01, 2025.

Mr. Ambuj Chaturvedi (DIN: 05003458) have been proposed for appointment as Managing Director of the Company, not liable to retire by rotation, for a period of 5 years with effect from 29th August, 2026. Mr. Ambuj Chaturvedi shall serve as Managing Director without any remuneration until company starts making profit; however, he shall be entitled to reimbursement of expenses actually incurred in the performance of their duties. His appointment is proposed for approval of the shareholders in upcoming Annual General Meeting

The term of Ms. Sonal Jitendra Waghela (DIN: 09495499) as Independent Woman Director will expire on 13th February, 2027, hence her re-appointment is proposed for next term of 5 years for approval by the shareholders in the notice for Annual General Meeting.

None of the Directors of the company are disqualified for being Directors as specified under section 164 of the Companies Act, 2013. Report from Independent Company Secretary in Practice is attached as Certificate of Non-Disqualification of Directors.

STATEMENT ON DECLARATION BY AN INDEPENDENT DIRECTOR (S) AND RE - APPOINTMENT, IF ANY

All the Independent Directors have given a declaration that they meet the criteria of independence as laid down under Section 149(6) of the Act and affirmed compliance with Code of Ethics and Business Principles as required under Regulation 25 of Listing Regulations.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission, and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

In the opinion of the Board, all the Independent Directors possess the integrity, expertise and experience including the proficiency required to be Independent Directors of the Company, fulfill the conditions of independence as specified in the Act and Listing Regulations and are independent of the management and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Act.

COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

In accordance with the provisions of the Section 178 of the Companies Act, 2013 read along with the applicable Rules thereto and regulation 19 of the SEBI LODR, the Company has constituted Nomination and Remuneration Committee and has formulated "Nomination and Remuneration Policy" containing Criteria for determining the qualifications, positive attributes, independence of a director and other matters provided under section 178(3) of the Companies Act, 2013 for selection of any Director, Key Managerial Personnel and Senior Management Employees.

The said policy of the Company is directed towards rewarding performance, based on the review of achievements on a periodic basis. The Board of Directors has approved a Nomination and Remuneration policy and the same is available on the website of the company at <https://svcindustriesltd.com/policies/>.

The details pertaining to the composition of the Nomination and Remuneration Committee are included in the Corporate Governance Report, which forms part of this Report.

ANNUAL EVALUATION

The Nomination and Remuneration Committee (NRC) has approved a framework / policy for performance evaluation of the Board, Committees of the Board, and the individual members of the Board (including the Chairperson) which includes criteria for performance -

evaluation, which is reviewed annually by the Committee. A questionnaire for the evaluation of the Board, its committees and the individual members of the Board (including the Chairperson), designed in accordance with the said framework and covering various aspects of the performance of the Board and its Committees, including composition and quality, roles and responsibilities, processes and functioning, adherence to Code of Conduct and Ethics and best practices in Corporate Governance as mentioned in the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017 was circulated to the Directors. Pursuant to the provisions of the Act and SEBI LODR and based on policy devised by the Committee, the board has carried out annual evaluation of its own performance, its committees and individual directors. The board performance was evaluated on inputs received from all the Directors after considering criteria as mentioned aforesaid. The performance of the Committees was evaluated by the Board of Directors on inputs received from all the Committee Members after considering criteria as mentioned aforesaid. Pursuant to SEBI LODR, performance evaluation of independent director was done by the entire Board, excluding the independent director being evaluated. The performance evaluation of non-independent directors and the board as a whole and Chairman of the Board was also carried out by the Independent Directors of the Company through separate meeting of independent directors held on February 11, 2026.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year under review, 4 (Four) Board Meetings were conveyed and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

COMMITTEE OF THE BOARD

The Board of Directors have the following Committees:

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

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD - 1 (SS-1) AND SECRETARIAL STANDARD - 2(SS-2)

The Directors have devised a proper system to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. The company has complied with SS-1 and SS-2.

AUDIT COMMITTEE

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the financial year under review the Committee met 4 (four) times.

STAKEHOLDER RELATIONSHIP COMMITTEE

Your Company believes that its members are amongst its most important stakeholder. The Stakeholder Relationship Committee was re-constituted at the Board Meeting held on 27th May, 2024, by inducing Mr. Ambuj Chaturvedi and retiring Mr. Suresh V. Chaturvedi. As on date, the Stakeholder Relationship Committee of the Company consists of Mr. Ambuj Chaturvedi as Chairman, Mr. Subhash Chandra Rastogi and Mr. Advait Chaturvedi as a Member. During the year under review, the Stakeholders Relationship Committee met 1 (One) time.

NOMINATION AND REMUNERATION COMMITTEE

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personal and their remuneration. The Nomination and Remuneration Committee consist of Mr. Subhash Chandra Rastogi as a Chairman, Ms. Sonal Waghela and Mr. Advait Chaturvedi as a Member. This Committee has been constituted as per terms or provision of the Companies Act and under regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the financial year under review the Committee met 1 (One) time.

MEETING OF INDEPENDENT DIRECTOR

During the year 2025-26, one meeting of independent director was held on 11th February 2026. The Independent Directors Mr. Subhash Chandra Rastogi, Ms. Sonal Waghela and Mr. Anoop Gupta met without the attendance of Non-Independent Directors and the members of the Management. The Independent Directors, inter alia, reviewed the performance of Non- Independent Directors and the Board as a -

whole; the performance of the Chairman of the Company and assessed the quality, quantity, and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to perform their duties effectively and reasonably.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blower can raise concerns relating to Reportable Matters (as defined in the policy) such as breach of Code of Conduct, fraud, bribery, corruption, employee misconduct, illegality, health & safety, environmental issues and wastage/mis- appropriation of bank funds/assets, etc. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides for adequate safe guards against victimization of Whistle Blower, who can avail such mechanism and has direct access to the Chairman of the Audit Committee, in exceptional cases.

The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board. The details of the Whistle Blower Policy are available on the website of the Company i.e. www.svcindustriesltd.com

CONTRACT / ARRANGEMENT WITH RELATED PARTIES

All related party transactions that were entered during the financial year were in ordinary course of the business of the Company and were on arm's length basis. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the Company. The policy on materiality of Related Party Transactions is uploaded on the website of the Company.

The disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013 in 'Form AOC-2' is not applicable.

RISK MANAGEMENT

Your Company has an elaborate Risk Management Framework, which is designed to enable risks to be identified, assessed and mitigated appropriately. The Board is entrusted with the responsibility to assist in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risks that the organization faces such as financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place, capable of addressing those risks.

DISCLOSURE, AS TO WHETHER MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013, IS REQUIRED BY THE COMPANY AND ACCORDINGLY SUCH ACCOUNTS AND RECORDS ARE MADE AND MAINTAINED

This provision is not applicable to the Company.

SECRETARIAL AUDIT REPORT

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Abhishek Wagh & Associates, a practicing Company Secretaries in practice to undertake the Secretarial Audit of the Company for the financial year 2025-26. The report of the Secretarial Audit is annexed herewith as **Annexure "A"**.

SECRETARIAL COMPLIANCE REPORT

While the Annual Secretarial Audit shall cover a broad check on compliance with all laws applicable to the entity, listed entities shall additionally, on an annual basis, require a check by the Company Secretary in Practice on compliance of all applicable SEBI Regulations and circulars / guidelines issued thereunder, consequent to which, the Company Secretary in Practice shall submit a report to the listed entity in the manner specified in the SEBI Circular No. CIR/CFD/CMD 1/27/2019 dated February 08, 2019. Your Company has appointed M/s. Abhishek Wagh & Associates, a practicing Company Secretaries in practice to give Secretarial Compliance Report of the Company. The observations and comments given by the Secretarial Auditor are provided in Secretarial compliance Report attached herewith as **"Annexure B"** and the same is submitted to Stock Exchange within the prescribed due date.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the financial year 2025-26, as stipulated under Regulation 34(2)(e) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the SEBI LODR"), is presented in a separate section forming part of Directors' report is as **Annexure "C"**.

MANAGERIAL REMUNERATION

The information as required under Section 197(12) of the Act read with Rule 5(1) and 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in **Annexure “D”** forming part of this report.

FRAUD REPORTING

There were no frauds reported by the Auditors under provisions of Section 143(12) of the Companies Act, 2013 and rules made thereunder.

DIRECTORS' RESPONSIBILITY STATEMENT

As required u/s 134 (5) of the Companies Act, 2013, the Directors confirm that;

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

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

CORPORATE GOVERNANCE

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance, in terms of Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. A separate report on Corporate Governance is being incorporated as a part of the Annual Report along with a certificate from the Auditors of the Company regarding Compliance of the conditions of Corporate Governance which is annexed to the Directors' Report.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As directed by the Securities and Exchange Board of India (Depositories and participants) Regulations, 1996, Reconciliation of Share Capital is being carried out at the specified periodicity by the practicing Company Secretary. The findings of the Reconciliation of Share Capital Audit are regularly taken at the Board Meeting, besides submitting it to the BSE Limited.

CODE OF CONDUCT

The Board has adopted, the Code of Ethics and Business for the Non-Executive Directors as also for the employees and other members of Senior Management. The said code has been communicated to all the Directors and Members of the Senior Management. Board members and senior management personnel have affirmed compliance with the Code for the financial year 2025-26.

CEO / CFO CERTIFICATION

As there is no CEO in the Company, CFO of the Company, Mr. Kapil Chaturvedi has certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the year ended 31st March, 2026.

INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Companies Act, 2013 with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares beyond threshold limits. Further, it prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

The disclosures obtained under the code are submitted to the BSE Limited, from time to time. The Company regularly follows the system of Share Trading Window mechanism as per the Insider Regulation.

LISTING OF SECURITIES

The Equity shares of the Company are listed on the Bombay Stock Exchange Limited.

DEMATERIALISATION OF SHARES

As part of its efforts to provide better investor services, your Company has admitted its equity in the Depository System of the National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) since 07.03.2000 and 23.03.2000 respectively and has offered investors the facility to hold the shares in electronic form and enter into script less trades. Your Company has always paid utmost attention to improve investor's relationship. As on March 31, 2026 approximately 88.30% of the total shares of the Company has already been dematerialized and company is continuously putting efforts by writing to shareholders for dematerializing their shares.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL)

The Company is committed and dedicated in providing a healthy and harassment free work environment to every individual of the Company, a work environment that does not tolerate sexual harassment. We highly respect the dignity of everyone involved at your work place, whether they are employees, suppliers or our customers. We require all employees to strictly maintain mutual respect and positive attitude towards each other. The said policy is available on the Company's website and the web link thereto is <https://svcindustriesltd.com/policies/>. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of complaints pending as on the beginning of the financial year - Nil

Number of complaints filed during the financial year – Nil

Number of complaints pending at the end of the financial year – Nil

DISCLOSURE UNDER MATERNITY BENEFIT ACT, 1961

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961, as amended from time to time. All eligible women employees have been extended maternity benefits in accordance with the provisions of the Act, including paid maternity leave, medical bonus, nursing breaks, and protection from dismissal during maternity leave.

The Company is committed to fostering a safe, inclusive, and supportive work environment for its women employees and ensures that all applicable laws safeguarding their rights and well-being are strictly followed.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

The Company has 300 shares lying in suspense escrow demat account arising out of expiration of period of 120 days from date of issuance of 'Letter of Confirmation' by the RTA in terms of SEBI Circular No. SEBI / LAD- NRO / GN / 2022 / 66 dated 24 January 2022 read with SEBI Circular No SEBI / HO / MIRSD / MIRSD_RTAMB / P / CIR / 2022 / 8 dated 25 January, 2022 in matters w.r.t. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition received from the shareholder / claimant.

The Company does not have any of its securities lying in/unclaimed suspense account /Suspense Escrow account arising out of public/bonus/rights issue/. Hence, providing particulars relating to aggregate number of shareholders and outstanding securities in suspense account and other related matters are not required.

DETAILS OF PROCEEDINGS UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the financial year under review, no application was made or proceeding initiated against the Company under the insolvency and bankruptcy Code, 2016 nor any such proceeding was pending at the end of the financial year under review.

SUBSIDIARIES/ ASSOCIATES OR JOINT VENTURES

During the period Company has not become or ceased to be Subsidiary or Associate or joint venture company

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

This clause is not applicable.

ACKNOWLEDGEMENT

Your Directors would like to place on record their sincere thanks for the co-operation and support received from various agencies of the Central and State Governments, all Shareholders and Creditors. Your Directors also take this opportunity to place on record their appreciation of the dedication and sense of commitment shown by the officers and employees of the Company at all levels.

For and on behalf of the Board of SVC Industries Limited

Suresh V. Chaturvedi
Director
(DIN: 00577689)

Ambuj Chaturvedi
Director
(DIN: 05003458)

Date: 29.08.2026
Place: Mumbai

“Annexure A”

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR 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 of Managerial Personnel) Rules, 2014]

To,
The Members,
SVC INDUSTRIES LIMITED
501, OIA House, 470, Cardinal Gracious Road,
Andheri (East), Airport (Mumbai), Mumbai,
Maharashtra, India, 400099

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period 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 and minute books, Forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2026, to the extent applicable provisions of:

- I. The Companies Act, 2013 ("The Act") and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable during the audit period)
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.

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

- i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India along with revised Secretarial Standards and 2 as issued by The Institute of Company Secretaries of India with effect from 1st October, 2017.
- ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards and Listing Obligations mentioned above except the following:

- *There is subsisting default in redemption of Non-Convertible Debentures of the value of Rs. 2972.21 Lakh which were redeemable at par in one or more instalments on various dates between February, 1999 and October, 2007 and overdue for payment.*
- *Due to non-commencement of commercial operations for more than a decade causing non-servicing of its debts, the Company has defaulted on the dues of State Bank of India (NCD of Rs. 1,500 Lakhs), Canara Bank (NCD of Rs. 1,472.21 Lakhs) & PICUP (Loan of Rs. 1,937.86 Lakhs) for aggregate amount of Rs. 4,910.07 Lakhs. Company is in negotiations for settlement of their dues.*
- *Certain immovable properties recorded as assets are not held in the name Company as required under section 187 of the Act.*
- *The Company has extended interest free to related parties in violation of section 186(7) of the Act.*

We further report that:

Except reported above, the Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the 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.

We further report that the systems and processes need to be strengthen to commensurate with the size and operations of the Company and to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review:

- a) Pursuant to Regulation 7(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has appointed "Purva Sharegistry (India) Private Limited" as the new Registrar and Share Transfer Agent (RTA), in place of "MUFG Intime India Private Limited".
- b) Mr. Jishan Ahmed was appointed as a Company Secretary w.e.f. 01st August 2025 in place of Ms. Jyoti Darade who resigned w.e.f. July 31, 2025.
- c) The Company has obtained members approval in its Annual General Meeting held on 30th September, 2025 for the following matters:
 - a) Continuation of Directorship of Mr. Subhash Chandra Rastogi (DIN: 03612907) till his original term up to 11th February, 2026 and re-appointment of Mr. Subhash Chandra Rastogi as Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 12th February, 2026.
 - b) Appointment of M/s Abhishek Wagh & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company for the period of 5 years ending on March 31, 2026.

Date: 29.08.2026
Place: Mumbai
ICSI UDIN: A065319H001281371
Peer Review No: 7871/2026

For Abhishek Wagh & Associates
Company Secretaries

Abhishek Wagh
Proprietor
ACS No.: 65319
CP No.: 26968

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

Annexure A

To,
The Members,
SVC INDUSTRIES LIMITED
501, OIA House, 470, Cardinal Gracious Road,
Andheri (East), Airport (Mumbai), Mumbai,
Maharashtra, India, 400099.

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

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and Books of Accounts, and related documents of the Company.

Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events, etc.

The Compliance of the provisions of Corporate and the other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.

The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Date: 29.08.2026
Place: Mumbai
ICSI UDIN: A065319H001281371
Peer Review No: 7871/2026

For Abhishek Wagh & Associates
Company Secretaries

Abhishek Wagh
Proprietor
ACS No.: 65319
CP No.: 26968

Annexure B ANNUAL SECRETARIAL COMPLIANCE REPORT

(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015)

Secretarial Compliance Report of SVC Industries Limited for the financial year ended March 31, 2026.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by SVC Industries Limited (hereinafter referred to as 'the Listed Entity'/Company), having its Registered Office situated at 501, OIA House, 470, Cardinal Gracious Road, Andheri (East), Mumbai - 400099. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I, Abhishek Wagh Proprietor of Abhishek Wagh & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by SVC Industries Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this Certification, for the period between April 01, 2025 to March 31, 2026 ("Review Period") in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) SEBI (Depositories and Participants) Regulations, 2018 erstwhile SEBI (Depositories and Participants) Regulations, 1996;
- e) Annual Secretarial audit report and annual secretarial compliance report for listed entities as per SEBI circular CIR/CFD/CMD1/27/2019 dated February 08, 2019;
- f) Standardized norms for transfer of securities in physical mode SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 6, 2018;
- g) Strengthening the Guidelines and Raising Industry standards for RTAs, Issuer Companies and Banker circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2018/115 dated July 16, 2018 read with SEBI circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018;
- h) System-driven Disclosures in Securities Market as per SEBI circular SEBI/HO/CFD/DCR1/CIR/P/2018/85 dated May 28, 2018;
- i) Monitoring of Foreign Investment limits in listed Indian companies SEBI circular IMD/FPIC/CIR/P/2018/74 dated April 27, 2018 read with SEBI Circular No. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018;
- j) Database for Distinctive Number (DN) of Shares as per SEBI circular SEBI/HO/MRD/DOP2DSA2/CIR/P/2019/87 dated August 01, 2019;
- k) Disclosure of significant beneficial ownership in the shareholding pattern as per SEBI circular SEBI/HO/CFD/CMD1/CIR/P/2019/36 dated March 12, 2019;
- l) Disclosures of standardizing reporting of violations related to code of conduct under SEBI (PIT), 2015 as per SEBI Circular HO/ISD/ISD/CIR/P/2019/82 dated 19' July 2019;
- m) Violation of Insider Trading SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020;
- n) E-VOTING Facility as per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020;
- o) Operational guidelines for Transfer and Dematerialization of re-lodged physical shares as per SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020;
- p) Handling of Scores Complaints as per SEBI Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated 13' August 2020;
- q) Automation of System Driven Disclosures as per SEBI Circular No SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020;
- r) Common and Simplified Norms for processing investor's service requests by RTAs and norms for furnishing PAN, KYC_ details, and Nomination dated SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 November 03, 2021;
- s) Issuance of Securities in dematerialized form in case of Investor Service Requests dated SEBI / HO / MIRSD / MIRSD_RTAMB / P / CIR / 2022 / 8 January 25, 2022;
- t) Format of compliance report on Corporate Governance by Listed Entities dated SEBI/HO/CFD/CMD-2/P/CIR/2021/567 May 31, 2021;
- u) Disclosure obligations of listed entities in relation to Related Party Transactions. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021;
- v) Automation of disclosure requirements under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011-System Driven Disclosures - Ease of doing business circular no. SEBI/HO/CFD/DCR-3/P/CIR/2022/27 dated March 7, 2022;

- w) Standard Operating Procedures (SOP) for dispute resolution available under the stock exchange arbitration mechanism for disputes between a listed company and its shareholder(s) investor(s). Circular No.: SEBI/HO/CFD/SSEP/CIR/P/2022/48 dated April 08, 2022;
- x) Clarification on applicability of Regulation 23(4) read with Regulation 23(3)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to Related Party Transactions. Circular No.: SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 8, 2022;
- y) XBRL based filing of Statement of investor compliant under Regulation 13(3) for Listed Companies at BSE Notice No 20220412-39 dated April 12, 2022
- z) Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Circular No: SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022;
- aa) Simplification of procedure and standardization of formats of documents for transmission of securities Circular No: SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022;
- bb) Investor Grievance Redressal Mechanism Circular No: SEBI/HO/MIRSD/DOS3/P/CIR/2 dated June 03, 2022;
- cc) Disclosure of holding of specified securities and Holding of specified securities in dematerialized form Circular No: SEBI/HO/CFD/PoD-1/P/CIR/2022/92 dated June 30, 2022;
- dd) Circular on use of digital signature certificate for announcements submitted by listed companies Notice No 20220801-24 dated August 01, 2022
- ee) Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Reg Circular No: SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023;
- ff) Filing of announcements in XBRL format on BSE Listing Centre Notice No; 20230127-37 dated January 27, 2023;
- gg) Release of new module for filing of information required under Regulation 46 and 62 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on BSE Listing Center Notice No 20230209-1 dated February 09, 2023;
- hh) Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) BSE notice no 20230410-41 dated April 10, 2023;
- ii) FAQ's on Filing of announcements in XBRL format on BSE listing centre BSE notice no 20230516-36 dated May 16, 2023;
- jj) Disclosure of material events / information by listed entities under Regulations 30 and 30A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 SEBI circular no SEBI / HO / CFD / CFD-PoD-1 / P / CIR / 2023 /123 dated July 13, 2023;
- kk) Trading Window closure period under Clause 4 of Schedule B read with Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") – Extending framework for restricting trading by Designated Persons ("DPs") by freezing PAN at security level to all listed companies in a phased manner SEBI circular no SEBI/HO/ISD/ISD-PoD-2/P/CIR/2023/124 dated July 19, 2023;
- ll) Online Resolution of Disputes in the Indian Securities Market SEBI circular no SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023;
- mm) Redressal of investor grievances through the SEBI Complaint Redressal (SCORES) Platform and linking it to Online Dispute Resolution platform SEBI circular no SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023;
- nn) Format of Cyber Security Incidence Disclosure under Corporate Governance Report BSE notice no 20230929-26 dated September 29, 2023;
- oo) Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 SEBI circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023;
- pp) Ease of doing business and development of corporate bond markets – revision in the framework for fund raising by issuance of debt securities by large corporates (LCs) SEBI circular no SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023;
- qq) Filing of Quarterly Reconciliation of Share Capital Audit Report under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 BSE notice no 20231229-59 dated December 29, 2023;

- rr) Procedure to apply for waiver of fines levied as per SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 through Listing Centre BSE notice no 20240101-18 dated January 1, 2024;
- ss) SCORES 2.0 New Technology to strengthen SEBI Complaint Redressal System for Investors Circular Ref. No: NSE/CML/2024/09 dated April 5, 2024.
- tt) Introduction of the single filing system through API-based integration between Stock Exchanges Circular Ref No: NSE/CML/2024/28 dated September 30, 2024.
- uu) Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Reg SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024.

and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1	The Company is required to Intimate the Stock Exchange about the change of RTA within 7 days of entering into the Tripartite Agreement	Regulation 7(5) of SEBI (LODR) Regulations, 2015	The Company has given intimation to BSE on July 11, 2025 which was required to be given on or before 12th May 2025.	No action taken	NA	NA	NA	The Company has given intimation with a delay of 60 days.	The agreement was executed on 05.05.2025 but Tripartite Agreement signed by earlier Registrar M/s. MFUG on 09.07.2025. However, signed much later after the activation of connectivity between NS-DL, CDSL and the new Registrar M/s. Purva Sharegistry (India) Private Limited on 05.05.2025. After signing by all parties, the agreement was completed and was ready to file with BSE therefore, we have filed such agreement with BSE on 11.07.2025. With view of that, the company has complied with SEBI regulation. Delay in signing of TPA was already conveyed to BSE Limited.	NA

Sr.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
2	The entire holdings of the Promoters should be held in Demat form.	Regulation 31(2) of SEBI (LODR) Regulations, 2015	Entire Promoter holding is not held in demat form.	No action taken	NA	NA	NA	20,88,000 Equity Shares held in Promoter category are not in Demat form.	20,88,000 equity shares are pledged with Pradeshia Industrial & Investment Corporation of U.P Ltd. (PICUP) against the credit facilities availed in 1997. The company has made multiple request by sending reminder letters to PICUP to handover the pledged shares in physical form to the promoters for conversion these shares into demat to meet the requirement of Regulation 31 (2) of SEBI (LODR) Regulations, 2015, but the company has not received any positive response from PICUP demat the shares. Therefore, the company is not able to demat e pledge shares.	NA

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

I. FOR THE PREVIOUS FINANCIAL YEAR 2024-2025:

Sr.	Observations/Remarks of the Practicing Company Secretary for the year ended 2025	Observations made in the secretaries compliance report for the year ended 2025	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of Violation	Remedial Action	Comments of the PCS on the actions taken by the listed entity
1	Delay in compliance of Regulation 6(1) of Securities and Exchange Board of India (SEBI) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by 45 days	Delay in compliance of Regulation 6(1) of Securities and Exchange Board of India (SEBI) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by 45 days	Regulation 6(1) of Securities and Exchange Board of India (SEBI) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended 31.03.2024	Delay in Compliance by 45 Days	The SOP fine Imposed by the BSE has been duly Paid.	The SOP fine has been paid and the CS has been appointed.
2	Delay in submitting the Annual Report by 6 days under Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2024	Delay in submitting the Annual Report by 6 days under Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2024	Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2024	Delay in Compliance by 45 Days	The SOP fine imposed by BSE has been duly paid	The SOP fine imposed by BSE has been duly paid

II. FOR THE FINANCIAL YEAR 2023-2024 i.e., PRIOR TO THE PREVIOUS FINANCIAL YEAR:

The Listed Entity has taken sufficient steps to address the concerns / observations raised for the financial years which are prior to the previous financial year. However, for your reference we have provided details of our concerns / observations for the financial year 2023 – 2024:

Sr.	Observations/Remarks of the Practicing Company Secretary for the year ended 2025	Observations made in the secretaries compliance report for the year ended 2025	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of Violation	Remedial Action	Comments of the PCS on the actions taken by the listed entity
1	Delay in compliance by 55 days for the quarter ended 30th June, 2023 under Reg 6(1) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June, 2023. The same is duly complied on 26/05/2023.	Delay in compliance by 55 days for the quarter ended 30th June, 2023 under Reg 6(1) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June, 2023	Reg 6(1) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June, 2023	Delay in compliance by 55 days for the quarter ended 30th June, 2023	The SOP fine imposed by BSE has been duly paid.	The SOP fine imposed by BSE has been duly paid

(c) I, Abhishek Wagh, proprietor of Abhishek Wagh & Associates, hereby report that, during the Review Period the compliance status of the listed entity is appended as below.

Sr. No	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	—
2	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI	Yes	—
3	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	—
4	Disqualification of Director: None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	—
5	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Company does not have a material subsidiary.
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	—
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	—

Sr. No	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
8	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes	—
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	—
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	—
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	Yes	—
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	The Statutory Auditors of the Listed Entity did not resign during the Review Period. The Listed Entity does not have a material subsidiary.
13	Additional Non-compliances, if any: No additional non-compliances observed for any SEBI regulation/ circular/guidance note etc. except as reported above	Yes	—

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For Abhishek Wagh & Associates
Company Secretaries**

Date: 26.05.2026
Place: Mumbai
ICSI UDIN: A065319H000484133
PEER REVIEW NO: 7871/2026

Abhishek Wagh
Proprietor
ACS No.: 65319
COP No.: 26968

ANNEXURE – C

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR THE FINANCIAL YEAR-2025-26

1. Introduction

The financial year 2025–26 marks an important transition in the strategic direction of SVC Industries Limited (“SVC” or “the Company”). Agriculture, warehousing, and commodity trading have historically constituted the Company’s principal business activities and have provided the foundation on which the Company has built its operating capabilities.

The Company now proposes to build upon this foundation and progressively diversify into Defence, Green Energy, Real Estate and Exploration & Mining, in addition to continuing its Agriculture business. The proposed expansion will focus on opportunities in India and selected markets in Africa. Following extensive evaluation and consultation with external advisers, the Company has decided to explore monetization of its existing land bank and deployment of the resulting capital towards next-generation and growth-oriented sectors. The Company’s strategic vision is built around four interconnected themes:

Food Security | National Security | Energy Security | Mineral Security

The objective is to transition from a predominantly agriculture and commodity-oriented business towards a diversified industrial and infrastructure platform with an India–Africa focus. The Company’s promoters have a longstanding experience in implementing projects in Africa, providing the Company with market familiarity and relationships as it evaluates opportunities across selected African markets, including mining and processing.

The Company believes that the timing of this transition is significant. India is witnessing strong investment in defence manufacturing, energy infrastructure, renewable power, critical minerals and industrial capacity. At the same time, several African economies are seeking investment in energy, minerals, infrastructure, defence capability and local industrialization. These developments create a broad opportunity landscape in which the Company can progressively deploy capital, develop strategic partnerships, and participate in sectors with long-term structural demand.

The Company will continue its Agriculture operations while evaluating opportunities in:

- a) Agro-processing and value addition;
- b) Defence and defence-related manufacturing/infrastructure;
- c) Green Energy generation and energy infrastructure;
- d) Mining, minerals and critical-mineral value chains.

The Company’s strategy is therefore not a departure from its past, but an evolution from its existing foundation towards a broader set of growth opportunities.

2. STRATEGIC TRANSFORMATION – FROM AGRICULTURE TO A DIVERSIFIED INDUSTRIAL PLATFORM

The Company’s evolution can broadly be viewed in three stages.

Stage I – Foundation

Agriculture, warehousing, and commodity trading established the Company’s operating capabilities.

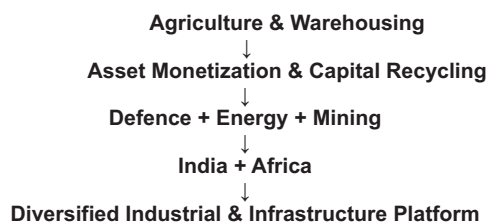
Stage II – Transition

The Company is evaluating monetization of under-utilized assets and deployment of capital into sectors offering greater long-term growth potential.

Stage III – Growth

SVC intends to build an India–Africa focused platform across Defence, Energy and Mining while retaining Agriculture as an important operating base.

The strategic transition can be represented as:



This approach is intended to provide the Company with a substantially larger addressable market and reduce its dependence on the economics of a single business line. Importantly, the Company intends to follow a phased and partnership-led approach, allowing it to enter new sectors without attempting to build every capability organically from the outset.

3. INDUSTRY OUTLOOK

3.1 Agriculture – The Foundation Business

Agriculture will continue to remain part of the Company's business portfolio. India's agricultural economy continues to benefit from strong domestic food demand, increasing organized retail, food processing, export opportunities and the gradual formalization of agricultural supply chains. The opportunity is increasingly shifting from simple commodity trading towards:

Procurement → Storage → Processing → Value Addition → Distribution

The Company will therefore continue to evaluate opportunities in agro-processing and value-added agriculture. However, the Company's future strategy is not intended to remain dependent on agricultural commodity cycles alone. Agricultural businesses can be affected by weather conditions, commodity prices, Government policies, trade restrictions, inventory cycles and working-capital requirements.

Accordingly, Agriculture will provide the foundation, while Defence, Energy and Mining are intended to provide the Company's principal avenues for future diversification and growth.

3.2 Defence – India's Emerging Industrial Growth Engine

India's defence sector is undergoing a significant structural transformation. The country is moving towards greater self-reliance in defence production, increased private-sector participation, indigenous technology development and a growing role in international defence exports.

Defence production and private-sector participation have continued to expand, demonstrating the increasing role of private industry in India's defence ecosystem. The Government has set an ambitious objective of increasing domestic defence production to approximately ₹3 lakh crore by 2029.

Defence Exports

The international opportunity is also expanding, supported by the continued growth of India's defence exports. India has also set a target of achieving approximately ₹50,000 crore of defence exports by 2029. This growth demonstrates the emergence of India as not only a major defence consumer but also an increasingly important defence manufacturing and export base.

Opportunity for SVC

The defence opportunity extends well beyond the manufacture of complete weapons platforms. The emerging ecosystem includes defence components, sub-assemblies, fabrication, engineering, electronics, drones and counter-drone systems, surveillance systems, communication equipment, defence logistics, testing facilities, maintenance and repair, industrial infrastructure, Tier-2 and Tier-3 suppliers and export-oriented manufacturing. SVC intends to evaluate opportunities within this wider ecosystem.

3.3 Defence – Opportunity in Africa

The defence opportunity is not confined to India. African countries are increasing investment in security, surveillance, border management, defence capability and domestic industrial capacity. African military expenditure continued to increase in 2025, reflecting rising security and defence requirements across the continent. The broader global defence market also continues to expand, with worldwide military expenditure reaching approximately US\$2.89 trillion in 2025. For SVC, Africa can potentially provide both a market opportunity and a partnership opportunity.

Potential areas include defence equipment and components, surveillance and security systems, logistics, engineering and maintenance, industrial partnerships, defence-related infrastructure, localization and assembly and India-Africa manufacturing and supply chains. India's growing defence manufacturing capabilities, combined with Africa's expanding requirements, create the possibility of an India-Africa defence value chain.

3.4 Energy – A Long-Term Structural Opportunity

Energy represents another major area of opportunity for SVC. India's electricity demand is expected to continue growing through 2030, reflecting increasing industrialization, electrification, cooling demand, transport electrification and economic growth. India is simultaneously undergoing a major expansion of renewable energy.

India's installed renewable-energy capacity has continued to expand, with solar representing a major component of this growth. Renewable capacity has expanded strongly over the past decade, creating opportunities not only in generation but also across the wider energy ecosystem.

Opportunity for SVC

The Company intends to evaluate opportunities in solar power generation, captive renewable power, commercial and industrial renewable energy, energy storage, renewable-energy parks, power infrastructure, industrial captive power, and partnerships with established energy developers.

3.5 Energy – The African Opportunity

Africa represents one of the world's largest long-term energy infrastructure opportunities.

A substantial proportion of Africa's population continues to lack access to electricity, highlighting the scale of the infrastructure deficit. At the same time, clean-energy investment is increasing. Private-sector clean-energy investment in Africa has increased materially in recent years.

The opportunity therefore extends beyond conventional power generation and includes: solar generation; mini-grids; commercial and industrial solar; battery storage; transmission and distribution; energy-access projects; hybrid renewable systems; and power supply for mining and industrial projects. For SVC, the combination of Africa's energy deficit, industrialization, natural resources and renewable-energy potential creates an attractive long-term opportunity for selective participation.

3.6 Mining and Critical Minerals

Mining and minerals represent the fourth strategic pillar of the Company's proposed diversification. India's mineral demand is being driven by infrastructure development, manufacturing, urbanisation, power generation, renewable energy, defence and the broader industrial economy.

India's production of key minerals, including iron ore, manganese, bauxite and refined copper, continued to grow during FY2025–26. The importance of minerals is expected to increase further as the global economy moves towards electrification and advanced manufacturing.

Critical Minerals

Minerals such as copper, Lithium, Cobalt, Graphite and Rare Earth Elements are increasingly important to renewable energy, batteries, electric vehicles, electricity grids, electronics, telecommunications, advanced manufacturing and defence systems.

Africa possesses significant mineral resources and is increasingly seeking to move beyond the export of raw materials towards beneficiation, processing and local value addition. This creates an opportunity for Indian companies with appropriate technical and commercial partners to participate in India–Africa mineral supply chains.

Opportunity for SVC

SVC proposes to evaluate opportunities in mineral sourcing, mining partnerships, mineral logistics, mineral trading, beneficiation, processing, critical-mineral supply chains and India–Africa strategic mineral partnerships.

The Company does not propose to assume that it must independently develop large-scale mining operations. Instead, the preferred approach will be to identify opportunities where SVC can participate through joint ventures, strategic partnerships, offtake arrangements, project-specific investments and asset-backed models.

3.7 Why Africa Matters to SVC

Africa is strategically important to the Company's proposed expansion because it combines several of the themes underlying SVC's future strategy:

- a) Resources**
Significant reserves of minerals, metals and critical minerals.
- b) Energy**
Large electricity-access deficit and substantial renewable-energy potential.
- c) Infrastructure**
Major requirements for transport, logistics, power, and industrial infrastructure.

d) Defence

Increasing security expenditure and demand for surveillance and defence capabilities.

e) Industrialization

Growing emphasis on domestic manufacturing and value addition.

Sub-Saharan Africa is expected to continue recording economic growth, providing a broader backdrop for increasing industrial and infrastructure investment. SVC's proposed Africa strategy will therefore focus on selected countries and commercially viable opportunities rather than pursuing a broad geographical expansion without defined projects.

3.8 Key Industry Indicators

The structural opportunity being evaluated by SVC is supported by the following indicators:

Sector	Key Indicator	Growth / Opportunity
Indian Defence	Defence production	1.78 lakh crore in FY2025–26; 15.6% YoY growth
Indian Defence Exports	Defence exports	38,424 crore in FY2025–26; 62.7% YoY growth
Private Defence	Private-sector production	Approximately 42,000 crore in FY2025–26
India Energy	Electricity demand	Expected to grow approximately 6.4% p.a. to 2030
India Renewable Energy	Installed renewable capacity	Approximately 288.6 GW as of June 2026
India Mining	Iron ore production	289 MT in FY2024–25; 4.3% growth
India Mining	Manganese production	11.8% growth in FY2024–25
Africa Defence	Military expenditure	8.5% growth in 2025
Africa Energy	Private clean-energy investment	Nearly US\$40bn in 2024, vs. ~US\$17bn in 2019
Africa Energy Access	Population without electricity	Approximately 600 million people
Sub-Saharan Africa	Economic growth	Approximately 4.1% projected growth in 2026

These indicators demonstrate that the Company's proposed diversification is aligned with sectors experiencing significant structural investment rather than short-term cyclical trends.

4. INDIA–AFRICA BUSINESS MODEL

The Company's India–Africa strategy is based on the complementary strengths of the two markets. India provides manufacturing capability, engineering expertise, defence technology, renewable-energy capabilities, project execution, technology partnerships and a large industrial ecosystem.

Africa provides natural resources, critical minerals, energy opportunities, infrastructure requirements, expanding markets and opportunities for local manufacturing and value addition. This creates the potential for a business model based on:

Indian Technology + Indian Manufacturing + African Resources + African Markets

The Company will evaluate opportunities where this combination can create a sustainable commercial advantage.

6. CONVERGENCE OF STRATEGIC SECTORS

One of the Company's key strategic observations is that Defence, Energy and Mining are not isolated sectors. They increasingly form part of one interconnected industrial ecosystem.



This creates opportunities for SVC to participate at selected points across an interconnected value chain rather than relying exclusively on a single sector. The Company therefore sees its future not simply as a collection of unrelated businesses, but as a platform aligned with four fundamental economic requirements:

Food Security | National Security | Energy Security | Mineral Security

6. BUSINESS OPERATIONS STRATEGY

As SVC expands into new sectors and geographies, the Company intends to strengthen its internal operating architecture alongside capital deployment. The objective is to build a lean, scalable and digitally enabled operating model capable of supporting a diversified portfolio without recreating unnecessary complex legacy structures.

The Company proposes to progressively digitize core internal processes, including documentation and knowledge management, workflows and approvals, project and task tracking, management reporting, and financial and operational MIS. This is intended to improve information availability, accountability, management visibility and institutional continuity as the business becomes more complex.

Modern modular and cloud-based tools, automation and emerging AI technologies will be evaluated where they can improve efficiency and scale. This may include selective use of AI-assisted and agentic workflows across research, documentation, analysis, reporting, monitoring and other repeatable internal activities.

Technology adoption will remain phased and use-case led. The Company will prioritize solutions that are commercially practical, secure, interoperable and proportionate to actual business requirements, with appropriate management oversight and controls.

1. CAPITAL ALLOCATION AND IMPLEMENTATION APPROACH

The Company intends to follow a disciplined approach to capital deployment. The proposed monetization of the Company's land bank is expected to provide an important source of capital for the next phase of growth. The Company will seek to deploy such capital progressively rather than committing substantial resources to multiple projects simultaneously.

Potential structures include strategic partnerships, joint ventures, project SPVs, technology partnerships, contract manufacturing, asset-backed projects, project finance and strategic or institutional investment. The Company will prioritize opportunities based on market size and growth, long-term demand visibility, capital efficiency, availability of credible partners, regulatory feasibility, potential return on capital and scalability.

The principle will be: Identify the opportunity → Validate the business model → Build the partnership → Deploy capital → Scale

This approach is intended to ensure that growth is supported by commercial fundamentals rather than expansion for its own sake.

8. RISK MANAGEMENT

The Company recognizes that the proposed sectors are regulated and in certain cases, capital intensive. The principal risks include regulatory requirements, project execution, technology requirements, capital availability, commodity cycles, geopolitical developments, and country-specific considerations in Africa.

The Company intends to address these through appropriate regulatory and legal due diligence, phased capital deployment, experienced technical and operating partners, project-level evaluation, appropriate financing structures and country-specific assessment for African investments. The Company's diversification strategy is intended to reduce concentration in a single business line. The Company will not commit significant capital to a new business without appropriate technical, financial, legal, and commercial due diligence.

2. OUTLOOK FOR FY2026–27 AND BEYOND

The Company enters FY2026–27 with a broader strategic vision and a proposed transition towards a more diversified business platform. Agriculture will continue to remain an important operating foundation. Alongside this, the Company intends to progressively evaluate commercially viable opportunities in Defence, Green Energy and Mining in India and selected African markets.

The near-term focus will be on identifying suitable opportunities, developing credible partnerships, completing the required technical, financial, legal and commercial evaluation, and aligning capital deployment with the Company's land monetization and liquidity position.

In parallel, the Company intends to progressively strengthen its business operations through digital systems, improved management of information and selective adoption of automation and AI-assisted workflows. The pace and scale of diversification will depend on the maturity of individual opportunities, regulatory feasibility, availability of appropriate partners, expected return on capital and the Company's overall financial position. The Company intends to follow a phased approach, with capital committed progressively as opportunities move from evaluation to implementation.

10. CONCLUSION

The financial year 2025–26 represents a turning point in the evolution of SVC Industries Limited. As the Company progresses with the proposed monetization of its land bank, the focus will be on disciplined deployment of capital into commercially viable opportunities, supported by strategic partnerships, phased execution, digitally enabled business operations and appropriate financial, operational and risk controls.

The Board believes that this approach can position SVC for broader and more diversified growth while maintaining capital discipline and creating sustainable long-term value for its shareholders.

For and on behalf of Board
SVC Industries Limited

Suresh V Chaturvedi

Director

DIN:00577689

Date:29.08.2026

Place: Mumbai

Annexure D

Information as required under 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:	
Sr. No.	Name of the Directors	Ratio of remuneration to the median remuneration of the Employees
The directors are not drawing any salary/remuneration		
(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:	
Sr. No.	Name of the Directors/CS/CFO	% increase over last FY
1.	Mr. Kapil Chaturvedi, CFO and Manager	Nil
2.	Mr. Jishan Ahmed, Company Secretary	Nil
(iii)	The percentage increase in the median remuneration of employees in the financial year	There has been no increase in the overall median remuneration of employees in the financial year 2025-26
(iv)	The Number of permanent employees on the rolls of the Company as on 31 st March, 2026	12
(v)	Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average percentile increases in the remuneration of employees compared to increase in remuneration of Key Managerial Personnel based on their performance & contributions in the operations of the company There is no exceptional increase in the managerial remuneration
(vi)	the key parameters for any variable component of remuneration availed by the directors;	NA

We hereby affirm that the remuneration is as per the Remuneration Policy recommended by the Nomination and Remuneration Committee of the Company and adopted by the Company There was no other employee drawing remuneration in excess of the limits prescribed under sub rule (2) and (3) of Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in Financial Year 2025-26

REPORT ON CORPORATE GOVERNANCE

The Company has complied fully with all the mandatory requirements of Corporate Governance in all material aspects pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance for the financial year ended 31st March, 2026 is given below: -

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance, which aims to maximize employee and shareholder value. The salient features of the philosophy on Company's Corporate Governance hinges upon transparency and ethical practices in professional working environment conducive to optimal performance with focus on achieving shareholder's long-term value growth through Service, Values & Commitment. As shareholders across the globe evince keen interest in the practice and performance of Companies, Corporate Governance has emerged on the centre stage. The Company is committed to good governance practices that create long term sustainable shareholder value.

2. BOARD OF DIRECTORS

a) Composition: [as on 31st March, 2026]

The strength of the Board is six Directors. The Board comprises of Non-Executive and Independent Directors as under:

- (i) 3 Non-Executive Independent Directors,
- (ii) 3 Promoter Non-Executive Director.

The Non-Executive Directors bring independent judgments in the Board's deliberations and decisions.

a) Attendance of each Director at the Board Meeting, AGM and other Directorships/Memberships of Committees:

During the period under report, 4 Board Meetings were held on May 27th 2025, July 23rd 2025, November 13th 2025 and February 11th 2026.

Name of Directors	Category of Directorship	No. of Board Meetings held	No. of Board Meetings attended	Attendance at the last AGM	including the Company Directorship	Membership/ Chairmanship of Committees of Board.
Mr. Suresh V. Chaturvedi	Promoter Director, Non- Executive, Non-independent	4	4	Present	2	Nil
Ms. Sonal Waghela	Independent Non-Executive Director	4	4	Present	1	Member of Audit Committee and Nomination and Remuneration Committee
Mr. Subhash Chandra Rastogi	Independent Non-Executive Director	4	4	Present	1	Chairman of Audit Committee, Nomination & Remuneration Committee and Member of Stakeholders Relationship Committee
Mr. Advait Chaturvedi	Promoter, Non – Executive, Non-independent Director	4	4	Present	4	Member of Stakeholders Relationship Committee, Audit Committee and Nomination and Remuneration Committee.
Mr. Ambuj Chaturvedi	Promoter, Non – Executive, Non-independent Director	4	4	Present	4	Chairman of Stakeholders Relationship Committee
Mr. Anoop Gupta	Independent Non-Executive Director	4	4	Present	1	NIL

As on 31st March, 2026, in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company's Board of Directors comprises of 6 directors headed by Mr. Suresh V. Chaturvedi, Non- executive, Non-independent Director, acting as Chairman, 2 Non-Executive, Non-independent Director and 3 are Independent directors. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies and where any Independent Director is serving as whole time director in any listed company, such director is not serving as Independent Director in more than three listed companies. The Company issued letter of appointment to all the Independent Directors as per Schedule IV to the Companies Act, 2013 and the terms and conditions of their appointment have been disclosed on the website of the Company (www.svcindustriesltd.com).

a) **Disclosure of relationship between Directors Inter-se**

None of the Directors of the Company are related to any other Director, except Mr. Suresh Chaturvedi, Mr. Ambuj Chaturvedi and Mr. Advait Chaturvedi, who are related to each other as father-son.

b) **Confirmation by the Board that the Independent Directors fulfill the conditions specified in the regulations and are independent of the Management**

The Board confirms that, in their opinion, the Independent Directors fulfill the conditions specified in the SEBI Regulations as amended from time to time and they are independent from the management.

c) **Detailed reasons for the resignation of the Independent Director who resigns before the expiry of his tenure**

During the year there were no independent directors who have resigned before the expiry of his tenure.

d) **Skills/Expertise/Competence of the Board**

SKILL	DESCRIPTION
1. Leadership	Made efforts to his vision and strategy into feasible business or operational plans. Accurately communicated his concept, vision & strategies for the Company to stakeholders. Motivated and encouraged employee morale and loyalty to the Organization and facilitated team building.
2. Knowledge	Understands duties and responsibilities as a director. Brings relevant experience to the board and uses it. Understands the vision and mission of the company, strategic plan and key issues. Staying abreast of issues, trends and risks (including opportunities and competitive factors) affecting the company and using this information to guide the company's performance.
3. Diligence and Participation	Regularly and constructively attends board, committee and general meetings. Prepares in advance for board and committee meetings. Communicates opinion and concerns in a clear manner. Uses independent judgement in relation to decision making. Listen to opinion of other members. Raises appropriate issues at meetings and seek clarity. Contributes to be decision making and gets dissent recorded.
4. Strategy Formulation & Execution	Develop clear mission statements, policies and strategic plans, identified and analyzed problems and issues confronting the Company and accurately determined key success factors. Establish an effective organization structure ensuring focus on key functions and delegated work.
5. Financial Planning & Performance	Financial management skills with an understanding of accounts and financial statements
6. Personal Qualities	Good judgment in dealing with sensitive issues, skills at analyzing and addressing problems, challenges and conflicts and maintained a high standard of ethics and integrity.
7. Risk Management	Ability to understand and assess the key risks to the organization, legal compliances and ensure that appropriate policies and procedures are in place to effectively manage risk.

3. **AUDIT COMMITTEE**

The Company has a qualified and independent Audit Committee comprising of two Non-Executive Independent Directors. The Terms of Reference of the Committee are in consonance with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee comprises of three members, i.e. Mr. Subhash Chandra Rastogi as Chairman, Ms. Sonal Waghela and Mr. Advait Chaturvedi as Members.

The role of the committee shall, inter-alia, includes the following:

- i. 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;
- ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors
- iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause of sub-section 3 of section 134 of the Companies Act, 2013
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by management
 - d) Significant adjustments made in the financial statements arising out of audit findings
 - e) Compliance with listing and other legal requirements relating to financial statements
 - f) Disclosure of any related party transactions
 - g) Modified opinion in the draft audit report
- v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

- vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- viii. Approval or any subsequent modification of transactions of the company with related parties;
- ix. Scrutiny of inter-corporate loans and investments;
- x. Valuation of undertakings or assets of the company, wherever it is necessary;
- xi. Evaluation of internal financial controls and risk management systems;
- xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv. Discussion with internal auditors of any significant findings and follow up there on;
- xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. 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;
- xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xviii. To review the functioning of the Whistle Blower mechanism;
- xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.
- xx. Carrying out any other function as it is mentioned in the reference of the Audit Committee.
- xxi. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- xxii. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

During the period under report, 4 meetings of the Audit Committee were held on May 27th 2025, July 23rd 2025, November 13th 2025 and February 11th 2026. The Audit Committee consist of Mr. Subhash Chandra Rastogi as a Chairman, Ms. Sonal Waghela and Mr. Advait Chaturvedi as a member. The attendance of each member of the Committee at the meeting is as under:-

Name of Directors	Status	No. of meetings held	No. of meetings attended
Mr. S.C. Rastogi	Independent, Non -Executive	4	4
Ms. Sonal Waghela	Independent, Non -Executive	4	4
Mr. Advait Chaturvedi	Non-Independent, Non-Executive	4	4

4. STAKEHOLDER RELATIONSHIP COMMITTEE

In accordance with the requirement of Regulation 20 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Company has constituted Stakeholder Relationship Committee of the Board of Directors to specifically look into the redressal of grievances of the investors. The Committee deals with grievances relating to transfer of shares, non – receipt of balances sheet or dividend, complaint letters received from Stock Exchanges, SEBI etc. The Board of Directors has delegated power of approving transfer and transmission of share, issuing duplicate share certificate and name deletion to a Stakeholder Relationship Committee.

Stakeholder Relationship Committee comprises of three members, i.e. Mr. Ambuj Chaturvedi, Chairman, Mr. Subhash Chandra Rastogi and Mr. Advait Chaturvedi as a members.

During the year ended March 31, 2026, the Stakeholders Relationship Committee held its meeting on 11th February, 2026. The details of the members and their attendance are as follows:-

Name of Directors	No. of meetings held	No. of meetings attended
Mr. Subhash Chandra Rastogi	1	1
Mr. Advait Chaturvedi	1	1
*Mr. Ambuj Chaturvedi	1	1

During the year two complaints were received from stakeholders and investors and the same was resolved by the Company. The Company has acted upon all valid request for share transfer received during 2025-26 and no such share transfer is pending.

5. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company is constituted in accordance with the provision of Section 178 of the Companies Act, 2013 read with the rules thereto and Regulation 19 of SEBI Regulations. The Nomination and Remuneration Committee of the Company consists of Mr. Subhash Chandra Rastogi as Chairman, Ms. Sonal Waghela and Mr. Advait Chaturvedi as Members. The meetings of Nomination and Remuneration Committee were held on 23rd July, 2025.

Date of Meeting	Purpose
23.07.2025	1. Appointment of Mr. Jishan Ahmed as Company Secretary and Compliance officer. 2. Resignation of Ms. Jyoti Darade as Company Secretary and Compliance officer. 3. Continuation and re-appointment of Mr. Subhash Chandra Rastogi as Non-Executive Independent Director

The role of the committee shall, inter-alia, includes the following:

- a. 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;
- b. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - i. use the services of an external agencies, if required;
 - ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - iii. consider the time commitments of the candidates.
- iv. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
- v. Devising a policy on Board of Directors
- vi. 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.
- vii. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- viii. Recommend to the Board, all remuneration, in whatever form, payable to senior management.

6. CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the senior management personnel and Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence. A copy of the Code has been put on the Company's website (www.svcindustriesltd.com). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually. A declaration signed by the Company's CFO is published in this Report.

7. GENERAL BODY MEETINGS

Details of last three Annual General Meetings of the Company as follows:

Financial Year	Date	Time	Venue
2022-2023	27.09.2023	11:30 a.m.	Video Conferencing and Other Audio - Visual Means
2023-2024	17.09.2024	11.30 a.m.	Video Conferencing and Other Audio - Visual Means
2024-2025	30.09.2025	11:30 a.m.	Video Conferencing and Other Audio - Visual Means

8. REMUNERATION OF DIRECTORS

The Non-Executive Directors are paid remuneration by way of sitting fees. The details are as under:

Sr. No.	Name	Amount
1	Mr. Suresh V. Chaturvedi	20,000
2	Mr. Advait Chaturvedi	20,000
3	Mr. Ambuj Chaturvedi	20,000
4	Mr. Subhash Chandra Rastogi	20,000
5	Ms. Sonal Waghela	20,000
6	Mr. Anoop Gupta	20,000
	Total	1,20,000

9. DISCLOSURES

- (a) During the year, there were no transactions of material nature with the Directors or the Management or relatives of the Directors of the Company, except as shown in note no. 35 regarding related party disclosures.
- (b) The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and all other requirement under any other Acts and Regulations, except as mentioned by the Secretarial Auditor in its report, forming part of this Annual Report.
- (c) The equity shares of Company are listed at BSE Limited and the Company has complied with all the applicable requirements of capital markets and no penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during last three years, except as mentioned by the Secretarial Auditor in its report, forming part of this Annual Report.

10. MEANS OF COMMUNICATION

- a) Financial Results: The quarterly, half-yearly and annual financial results of the Company are widely published in the leading newspapers such as Active Times (English edition) and Pratahkal (Marathi edition). The financial results are also filed with BSE Limited immediately after they are approved by the Board for dissemination. The financial results are posted on the website of the Company at www.svcindustriesltd.com immediately after sharing with BSE Limited.
- b) Annual Reports: Annual Reports were emailed to those members who have registered their email address(es) either with the Company or with any depository. Hard copy of full Annual Report to those members, who request for the same.

11. GENERAL SHAREHOLDERS' INFORMATION

- **Annual General Meeting:**
- **Date and time:** 30th September, 2026, at 11:30 AM through Video Conference (VC) and Other Audio-Visual Means (OAVM)
- **Book Closure dates:** 24th September, 2026 (Thursday) to 30th September, 2026 (Wednesday) (both days inclusive)
- **Equity Shares Listed on Stock Exchange** BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai –400 021.
- **Registrar and Transfer Agent** Purva Shareregistry (India) Private Limited
- **Stock Code :** 524488
- **Market Price Data:** Upper and lower price of Company's Equity Shares at Bombay Stock Exchange Limited.

Month(s)	Share Price		Month(s)	Share Price	
	High	Low		High	Low
April, 2025	4.18	3.25	October, 2025	4.39	3.51
May, 2025	3.90	3.29	November, 2025	4.20	3.26
June, 2025	4.87	3.77	December, 2025	3.78	3.00
July, 2025	4.34	3.29	January, 2026	3.27	2.45
August, 2025	3.89	3.22	February, 2026	2.79	2.23
September, 2025	4.46	3.31	March, 2026	2.46	1.66

• Shareholding Pattern as on 31st March, 2026

S. No.	Category	No. of Shares held	% of Shareholding
1	Resident Individuals	7,18,00,741	44.02
2	Mutual Fund & UTI	59,300	0.03
3	Promoters	7,78,14,865	47.71
4	Bodies Corporate	30,00,263	1.84
5	Clearing Members	4,41,748	0.27
6	Foreign Portfolio Investor	14,300	0.01
7	NRI	11,92,989	0.73
8	Hindu Undivided Family	71,91,988	4.41
9	Others	15,79,158	0.97
	Total	16,30,95,352	100.00

• **Distribution of Shareholdings as on 31st March, 2026**

Shares of nominal value	Number of Shareholders	% of Total Shareholders	Total Shares for the Range	% of Issued Capital
UPTO 5000	23534	25.5	1337282	0.82
5001 to 10000	25330	27.44	4838188	2.97
10001 to 20000	31007	33.59	11909759	7.3
20001 to 30000	6332	6.86	5295776	3.25
30001 to 40000	4634	5.02	11252381	6.9
40001 to 50000	750	0.81	5853234	3.59
50001 to 100000	637	0.69	17158638	10.52
100001 to Above	77	0.08	105450094	64.66
Total	92,301	100.00	16,30,95,352	100.00

• **Share Transfer System**

Transfer of shares held in physical form are being lodged with the Company or its Registrar and Transfer Agents (RTA). Upon receipt the documents are being verified for completeness and compliance. Valid requests are being reviewed by the Stakeholder Relationship Committee, generally on a fortnightly basis. Upon approval the RTA issues a Letter of Confirmation in lieu of physical share certificates and requests the shareholders to dematerialize their shares. The transfer process is deemed complete once the shares are dematerialized and credited to the transferee's demat account.

Shares held in demat form are transferred electronically through depository systems managed by NSDL and CDSL. Shareholders can transfer their shares by instructing their Depository Participant (DP) via a Delivery Instruction Slip. The transfer is processed electronically without any involvement of the Company or its RTA.

• **Dematerialization of Shares and liquidity**

Pursuant to SEBI circular dated January 25, 2022 the issuance of physical share certificates has been discontinued. The Company encourages all shareholders holding shares in physical form to dematerialize their holdings, by opening an account with any SEBI registered Depository Participant and converting their holdings into electronic form. The equity shares of the company are listed on Bombay Stock Exchange and are actively traded in electronic form through depositories, namely National Securities Depository Limited and Central Depository Services (India) Limited. This facilitates effective and seamless trading thereby ensuring adequate liquidity for shareholders and enhancing overall investor confidence.

• **Site Office:**

SVC Industries Limited, Chhata – Barsana Road, Chhata, Dist. Mathura, [U.P.] 281401.

• **Investor's Correspondence**

- i. For transfer/dematerialization of shares
Purva Sharegistry (India) Private Limited
Unit No.9, Shiv Shakti Industrial Estate, Lower Parel (E),
Mumbai – 400 011
Tele: 022 - 41343255, 41343256
Email: support@purvashare.com

Note: Shareholders holding shares in electronic mode should address all correspondence to their respective Depository Participants.

- ii. Any query on Annual Report
Secretarial Department
SVC Industries Ltd.
501, OIA House, 470 Cardinal Gracious Road,
Andheri (East), Mumbai – 400 099
Email: svcindustriesltd@gmail.com
Phone: 022- 6675000, 66755100

CERTIFICATE ON CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members,
SVC INDUSTRIES LIMITED

We Abhishek Wagh & Associates have examined the compliance of conditions of Corporate Governance by SVC INDUSTRIES LIMITED for the financial year ended on 31st March 2026, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. This responsibility includes the design, implementation and maintenance of adequate internal control systems and procedures to ensure compliance with the conditions of Corporate Governance as stipulated under the SEBI Listing Regulations.

Auditor's Responsibility

Our responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have conducted our examination in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, to the extent applicable for the purpose of this certificate.

We have examined the relevant records and documents maintained by the Company and furnished to us for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

Based on our examination of the relevant records and according to the information and explanations provided to us by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the SEBI Listing Regulations during the financial year ended on 31st March 2026.

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

For Abhishek Wagh & Associates
Company Secretary

Abhishek Wagh
Proprietor
Membership No.: 65319
UDIN: A065319H001282084
Peer Review No.: 7871/2026
Place: Mumbai
Date: 29.08.2026

COMPLIANCE CERTIFICATE
[as per Regulation 17(8) of SEBI (Listing Obligations And Disclosure Requirement) Regulations, 2015]

To,
The Board of Directors,
SVC Industries Limited

The Chief Finance Officer of your Company certify to the Board of Directors that:

- (a) We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2026 and that to the best of our knowledge and belief :
 - i. I. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

- ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the auditors and the Audit committee
 - i. There were no significant changes in internal control over financial reporting during the year;
 - ii. There were no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. There were no instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For SVC Industries Limited
Kapil Chaturvedi

Chief Finance Officer
Place: Mumbai
Date: 17.04. 2026

DECLARATION UNDER REGULATION 34(3) AND SCHEDULE V (D) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members of
SVC Industries Limited

This is to confirm that the Company has adopted a Code of Conduct for its Non-Executive Directors, Independent Directors and senior management personnel.

I, Kapil Chaturvedi, CFO of SVC Industries Limited hereby declare that all the members of the Board of Directors and the senior management personnel have affirmed compliance with the Code of Conduct of the Company for the period ended March 31, 2026 as provided under regulation 34(3) read with schedule V(D) of SEBI (LODR) Regulations, 2015.

For SVC Industries Limited
Kapil Chaturvedi

Chief Finance Officer
Place: Mumbai
Date: 28.05.2026

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

To,
The Members,
SVC Industries Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SVC Industries Limited having CIN L15100MH 1989PLC053232 and having registered office at 501, OIA House, 470, Cardinal Gracias Road, Andheri (East), Mumbai 400 099 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para- C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment/ Reappointment
1	Mr. Suresh V. Chaturvedi	00577689	29/08/1989
2	Ms. Sonal Waghela	09495499	14/02/2022
3	Mr. Subhash Chandra Rastogi	03612907	12/02/2021
4	Mr. Advait Chaturvedi	05003448	12/02/2021
5	Mr. Ambuj Chaturvedi	05003458	12/02/2021
6	Mr. Anoop Gupta	02481320	27/05/2024

The date of appointments as per the MCA portal.

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

For Abhishek Wagh & Associates
Company Secretaries

Abhishek Wagh
Proprietor
Mem No. A65319 COP No.: 26968
ICSI UDIN: A065319H001281811
Peer Review No.: 7871/2026
Date: 29.08.2026
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To the Members of
SVC Industries Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **SVC Industries Limited** ("the Company"), which comprise the Balance Sheet as at **31st March, 2026** the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the Financial Statements, including material accounting policies and other explanatory information ("the Financial Statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements for the financial year ended 31st March, 2026. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report along with our description of how our audit addressed the matters.

Key audit matters	Purpose
Evaluation of uncertain financial liabilities As described in Note No. 13.1 to 13.6, Note No. 27 and Note No. 29, the Company has outstanding financial liabilities having book value of Rs. 4,910.07 Lakhs as on 31.03.2026 towards non-convertible debentures and loan from state financial institutions. Recovery petition filed by the lenders are pending before the Debt Recovery Tribunal (DRT). The amount claimed in these petitions are much higher than the book value of the liabilities. The Management has approached these lenders for one-time settlement of these financial liabilities and is hopeful to close the matter by mutual agreement in due course, a reliable estimate cannot be made of the amount likely to be paid in satisfaction of these financial liabilities. Meanwhile, the Company, has requested Pradeshia Industrial & Investment Corporation of U.P. Limited (PICUP) to grant an extension of the timeline for payment of the balance amount under the One Time Settlement. Litigation matters The provisions and contingent liabilities relate to ongoing litigations and claims with various authorities and third parties. These relate to direct tax, indirect tax, claims, general legal proceedings and other eventualities arising in the regular course of business. As at the year ended 31st March, 2026, the amounts involved are significant. The computation of a provision or contingent liability requires significant judgement by the Company because of the inherent complexity in estimating future costs. The amount recognized as a provision is the best estimate of the expenditure. The provisions and contingent liabilities are subject to changes in the outcomes of litigations and claims and the positions taken by the company. It involves significant judgement and estimation to determine the likelihood and timing of the cash outflows and interpretations of the legal aspects, tax legislations and judgements previously made by authorities.	Our audit procedure on evaluation of uncertain financial liabilities included • Obtained understanding of key uncertain financial liabilities and their status before various judicial authorities; • Read and analysed key correspondences between lenders and the Company regarding the uncertain financial liabilities; • Discussed with appropriate senior management and valued management's underlying key assumptions in estimating the uncertain financial liabilities; and • Assessed management's estimate of the possible outcome of the negotiation by way of one-time settlement with lenders. • Obtained and reviewed the key correspondence exchanged with PICUP, including the letters sent by the company to PICUP. Our audit procedures included and was not limited to the following: • Assessing management's position through discussions with the in-house legal/tax team and external legal opinions obtained by the Company (where considered necessary) on both, the probability of success in the aforesaid cases, and the magnitude of any potential loss. • Discussion with the management on the development in these litigations during the year ended 31st March, 2026. • Roll out of enquiry letters to the Company's legal counsel (internal/external) and study the responses received from them. Also verified that accounting/disclosure made by the Company are in accordance with the assessment of legal counsel. • Review of the disclosures made by the Company in the financial statements in this regard.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Management and Board of Directors is responsible for the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report and the Annual Report, but does not include the financial statements and our auditor's report thereon. The reports are expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
 2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial with reference to financial statements.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 13.1 to 13.6, 27, 29 and 31 to the financial statements;
 - ii. There are no foreseeable losses on any long-term contract including derivative contract as required under applicable law or accounting standards;
 - iii. According to records of the company, there are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Act and rules made there under.
 - iv. Based on such audit procedures that we have considered reasonable and appropriate in the circumstances and also as represented by the management, nothing has come to our notice that has caused us to believe that Any funds have been advanced or loaned or invested by the company in any "Intermediaries", with the understanding, that the Intermediary shall, lend or invest on behalf of the company or provide any guarantee or security on its behalf.
- Also no funds have been received by the company from any entities ("Funding Parties"), with the understanding that the company shall lend or invest in other entities on behalf of the Funding Party.
- v. The company has not declared or paid any dividend during the year.
 - vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in accounting software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements of record retention.

For B.M. CHATURVEDI & Co.
Chartered Accountants
ICAI FRN: 114317W

Kartik Agrawal
Partner
ICAI MN. 463529
UDIN: 26463529DXRYQO6582
Date: 28th May, 2026
Place: Mumbai

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

As required under Companies (Auditor's Report) Order, 2020 (**CARO 2020**) and referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our report to the members of **SVC Industries Limited** ("the Company") for the year ended **31st March, 2026**.

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

I) In respect of property, plant and equipment including investment property:-

(a) A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment including investment property.

B) The Company not have any intangible assets hence reporting under is not applicable to the company.

(b) The Company has a regular program of physical verification of assets covered under property, plant and equipment in a phased manner, which in our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties disclosed under the head of Property, Plant and Equipment and investment property in the financial statements are held in the name of the Company except following property which is pending for registration on account of government procedures:

Description of Property	Gross Carrying Value	Held in Name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of company
Land at Vil. Bhadawal Khasra No.211	1,336.68 Lakhs	Mr. H Krishnamurthy	Ex - Director	32 Years	Originally, agricultural land admeasuring 26.08 acres was purchased in the name of Mr. Suresh Chaturvedi, Mr. Mahesh Chaturvedi and Mr. H. Krishnamurthy, to comply with the then existing law of land, to start the business. The Company have applied at appropriate authority to change the land possession in the name of the Company, which is under procedure.
Land at Vil. Bhadawal Khasra No.218&225	1136.76 Lakhs	Mr. Suresh V Chaturvedi	Promoter Director	32 Years	
Land at Vil. Bhadawal Khasra No.224	1332.30 Lakhs	Mr. Mahesh V Chaturvedi	Relative of Promoter Director	32 Years	

(d) The Company has not revalued any of its Property, Plant and Equipment including its investment property during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2026 under the Benami Transactions (Prohibition) Act, 1988, as amended, and rules made thereunder.

ii) According to the information and explanations given to us and on the basis of our examination of the records of the company:

(a) Physical verification of inventory was conducted by the management and no material discrepancies were noticed.

(b) The company has not been sanctioned working capital limits in excess of five crore rupees, and there is no any requirement of filing of quarterly returns and statements with banks and financial institutions therefore the clause(ii)(b) of the order is not applicable.

iii) The company has made investments in, provided guarantee or security and granted loans and advances in the nature of interest free/interest bound unsecured loans repayable on demands with no schedule repayment date stipulated to companies, firms, related parties and other parties out of its own free reserves and surpluses.

(a)

(A) The Company not have subsidiary or associate hence reporting under clause 3(iii)(a)(A) is not applicable.

(B) The Company has provided loans of Rs. 1.50 Lakhs to related parties during the year and balance outstanding of Rs. 281.08 Lakhs at the balance sheet date.

- (b) According to management of the company investments made, guarantees provided, security given and interest free on demand loans granted to related and other parties are prima facie not prejudicial to the company.
- (c) Loans and advances, in nature of loans being repayable on demand or without specifying any period or period of repayment, granted by the company to related and other parties have no overdue amount outstanding as at the balance sheet date.
- (d) There is no overdue amount in respect of loans granted to such parties.
- (e) No loan, mentioned herein above, has been renewed or extended or fresh loans were granted to settle the overdue of existing loans given earlier to the same parties.
- (f) Interest free loans aggregating to Rs 281.08 Lakhs, equivalent to 99.94% of loans and advances has been provided to related parties as defined in section 2(76) of the Act being repayable on demand or without specifying any terms or period of repayment.
- iv) The Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans and making investments, as applicable. The Company has not provided any guarantees and securities.
- v) The company has not accepted any deposit from public or amounts which are deemed to be deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of the Order is not applicable to the Company.
- vi) Maintenance of cost records under Section 148(1) of the Act as prescribed by the Central Government is not applicable to the Company as the Company is yet to start commercial production.
- vii) In respect of Statutory Dues:

- (a) The amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees state insurance, income-tax, Goods and Service Tax, duty of custom, service tax, cess and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities.

There are no undisputed amounts payable in respect of aforesaid statutory dues which were in arrears as at 31st March, 2026 for a period of more than six months from the date they became payable

- (b) According to the information and explanation given to us, the statutory dues that has not been deposited by the company on account of disputes are as follow:

Name of Statute	Nature of dues/ taxes	Amount demanded (Rs in lakh)	Amount paid/ refund adjusted (Rs. In lakh)	Financial year to which relate	Forum where dispute is pending
EPF Act	Demurrage	20.08	—	1995-96 2003-04	Allahabad High Court

- viii) The company has no transactions representing unrecorded income which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- ix)
- (a) Due to non-commencement of commercial operations for more than a decade causing non-servicing of its debts, the Company has defaulted on the dues of State Bank of India (NCD of Rs. 1,500 Lakhs), Canara Bank (NCD of Rs. 1,472.21 Lakhs) & PICUP (Loan of Rs. 1,937.86 Lakhs) for aggregate amount of Rs. 4,910.07 Lakhs. Company is in negotiations for settlement of their dues.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or government or government authority.
- (c) During the year the Company has not obtained long term loans from bank and financial institutions. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) Funds raised on short term basis, have not been utilized for long term purposes by the company.
- (e) The company not have any subsidiary or associates; accordingly, clause 3(ix)(e) & 3(ix)(f) of the Order is not applicable.
- x)
- (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments).Accordingly, clause 3(x)(a) of the Order is not applicable
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

- xi)
- (a) No material fraud by the company or on the company has been noticed or reported during the year.
 - (b) No report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) As represented to us by the management, the company has not received any whistle-blower complaint during the year.
- xii) The company is not a Nidhi company and hence reporting under clause (xii) of the order is not applicable.
- xiii) All the transactions with the related parties are in compliance with sections 177 and 188 of Act, where applicable, and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv)
- (a) The company has adequate internal audit system commensurate with the size and nature of its business.
 - (b) We have considered the internal audit reports of the year under audit, issued to the company during the year till date.
- xv) The company has not entered into any non-cash transactions with directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 Hence, reporting under clause 3 (xvi)(a), (b), (c) and (d) of the order is not applicable.
- xvii) The company, has incurred cash loss of Rs. 64.49 Lakhs during the financial year however no cash losses have been incurred in the immediately preceding financial year.
- xviii) The statutory auditors of the company has not resigned during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix) Based on the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, nothing has come to our attention, which caused us to believe that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx) There are no requirement to spent amount towards Corporate Social Responsibility (CSR) u/s 135 of the companies Act, 2013. Accordingly, reporting under clause 3(xx)(a) & 3(xx)(b) of the order are not applicable.

For B.M. CHATURVEDI & Co.

Chartered Accountants
ICAI FRN: 114317W

Kartik Agrawal
Partner
ICAI MN. 463529
UDIN: 26463529DXRYQO6582
Date: 28th May, 2026
Place: Mumbai

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirement's section of our report to the members of SVC Industries Limited for the year ended 31st March, 2026)

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

We have audited the **Internal Financial Controls** with reference to financial statements of **SVC Industries Limited** (the "Company") as at **31st March, 2026** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India" (the "Guidance Note"). These responsibilities include the design, implementation and -

maintenance of adequate internal financial controls with reference to financial statements that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

Financial Reporting issued by the Institute of Chartered accountants of India. Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Internal Financial Controls Over

For B.M. CHATURVEDI & Co.
Chartered Accountants
ICAI FRN: 114317W

Kartik Agrawal
Partner
ICAI MN. 463529
UDIN: 26463529DXRYQO6582

Date: 28th May, 2026
Place: Mumbai

SVC INDUSTRIES LIMITED
CIN: L15100MH1989PLC053232
Balance Sheet as at 31st March, 2026

(Rs. in Lakh)

	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	42,109.67	42,302.29
Financial Assets			
Loans & Advances	4	281.24	279.61
Other Financial Assets	5	8.09	7.59
Other Non-Current Assets	6	1,771.77	1,767.76
Total Non-Current Assets		44,170.77	44,357.25
Current Assets			
Inventories	7	0.03	48.14
Financial Assets			
Cash and Cash Equivalents	8	0.23	0.50
Trade Receivables	9	2.27	0.77
Other Current Assets	10	25.55	19.32
Total Current Assets		28.08	68.73
Total Assets		44,198.85	44,425.98
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	11	16,186.37	16,186.37
Other Equity	12	10,360.15	10,617.26
Total Equity		26,546.52	26,803.63
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	13	17,544.72	17,545.55
Other Financial Liabilities	14	11.55	11.55
Provisions	15	10.76	9.87
Total Non-Current Liabilities		17,567.03	17,566.97
Current Liabilities			
Financial Liabilities			
Trade Payables	16	68.63	46.87
Other Financial Liabilities	17	14.21	7.30
Other Current Liabilities	18	2.46	1.21
Total Current Liabilities		85.30	55.38
Total Equity and Liabilities		44,198.85	44,425.98

The accompanying notes form an integral part of the financial statements 1-37
In terms of our report of even date attached.

For B.M. CHATURVEDI & CO.

Chartered Accountants
ICAI FRN: 114317W

KARTIK AGRAWAL

Partner
ICAI M.No.: 463529

UDIN: 26463529DXRYQO6582

Place: Mumbai

Date: 28th May, 2026

FOR AND ON BEHALF OF THE BOARD

SURESH V. CHATURVEDI

Promoter Director
(DIN: 00577689)

AMBUJ CHATURVEDI

Director
(DIN: 05003458)

KAPIL CHATURVEDI

Chief Financial Officer

S C RASTOGI

Director
(DIN: 03612907)

SONAL JITENDRA WAGHELA

Director
(DIN: 09495499)

JISHAN AHMED

Company Secretary

ADVAIT CHATURVEDI

Director
(DIN: 05003448)

SVC INDUSTRIES LIMITED
CIN: L15100MH1989PLC053232
Statement of Profit and Loss for the year ended 31st March, 2026

(Rs. in Lakh)

	Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
INCOME			
Revenue from Operations			
-Lease Rent Income		68.90	65.07
-Agri Product Sales		423.09	66.32
Other Income	19	1.87	119.31
TOTAL INCOME		493.86	250.70
EXPENSES			
Cost of Material Consumed	20	7.48	3.11
Purchase of Stock in Trade	21	348.89	104.14
Changes in Inventory of Stock in Trade	22	48.10	(48.10)
Employee Benefits Expense	23	59.05	43.47
Finance Costs	24	7.92	2.12
Depreciation	3	192.62	192.62
Other Expenses	25	86.91	111.05
TOTAL EXPENSES		750.97	408.41
Profit/(Loss) Before Tax		(257.11)	(157.71)
Less: Tax Expense		-	-
Profit/(Loss) for the Year		(257.11)	(157.71)
Other Comprehensive Income for the Year		-	-
Total Comprehensive Income for the Year		(257.11)	(157.71)
Earnings Per Share (Rs.)	26		
-Basic		(0.16)	(0.10)
-Diluted		(0.16)	(0.10)

The accompanying notes form an integral part of the financial statements 1-37
In terms of our report of even date attached.

For B.M. CHATURVEDI & CO.

Chartered Accountants
ICAI FRN: 114317W

KARTIK AGRAWAL

Partner
ICAI M.No.: 463529

UDIN: 26463529DXRYQO6582

Place: Mumbai

Date: 28th May, 2026

FOR AND ON BEHALF OF THE BOARD

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(DIN: 05003448)

SVC INDUSTRIES LIMITED
CIN: L15100MH1989PLC053232
Statement of Cash Flow for the year ended 31st March, 2026

	For the year ended 31st March, 2026	(Rs. in Lakhs) For the year ended 31st March, 2025
A. Cash Flow from Operating Activities		
Loss Before Tax	(257.11)	(157.71)
Adjustments for:-		
Depreciation	192.62	192.62
Finance Costs	7.92	2.12
Gain on Sale of Property, Plant and Equipment	-	(118.18)
Operating profit before working capital changes	(56.57)	(81.15)
Working Capital Changes		
Changes in Financial Assets	(2.00)	1.16
Changes in Financial Liabilities	29.56	(4.86)
Changes in Non-Financial Assets	(10.24)	(17.60)
Changes in Non-Financial Liabilities	1.25	0.80
Changes in Inventories	48.11	(48.04)
Cash used in operating activities	10.11	(149.69)
Less: Tax Paid	-	-
Net Cash used in operating activities	10.11	(149.69)
B. Cash Flow from Investing Activities		
Sale of Property, Plant and Equipment	-	123.00
Purchase of Property, Plant and Equipment	-	(0.29)
Loans & Advances (given to)/repayment by related party	(1.63)	10.18
Net Cash Flow from/(used) investing activities	(1.63)	132.88
C. Cash Flow from Financing Activities		
Proceeds/(Repayments) of secured loans from related party	(6.57)	688.71
Proceeds from secured loans from financial institutions	-	37.11
Repayment of secured loans from financial institutions	(37.11)	(678.92)
Proceeds/(Repayments) of unsecured loans from related party	42.85	(40.40)
Finance Costs	(7.92)	(2.12)
Net cash flow generated from financing activities	(8.75)	4.37
Net Increase/(Decrease) in Cash and Cash Equivalents	(0.26)	(12.44)
Opening Balance of Cash and Cash Equivalents	0.50	12.94
Closing Balance of Cash and Cash Equivalents	0.23	0.50

The accompanying notes form an integral part of the financial statements "[Figure in bracket represent cash out flow]
In terms of our report of even date attached.

For B.M. CHATURVEDI & CO.

Chartered Accountants
ICAI FRN: 114317W

KARTIK AGRAWAL

Partner
ICAI M.No.: 463529

UDIN: 26463529DXRYQO6582

Place: Mumbai

Date: 28th May, 2026

FOR AND ON BEHALF OF THE BOARD

SURESH V. CHATURVEDI

Promoter Director
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Director
(DIN: 05003448)

SVC INDUSTRIES LIMITED
CIN: L15100MH1989PLC053232
Statement of Change in Equity for the year ended 31st March, 2026

A. Equity share capital

(Rs. in Lakh)

Equity shares of Rs. 10 each issued, subscribed and paid (Refer Note No. 13 e)	Number of shares	Amount in Lakhs
As at 1st April 2024	16,30,95,352	16,186.37
Changes in share capital during the year	-	-
As at 31st March 2025	16,30,95,352	16,186.37
Changes in share capital during the year	-	-
As at 31st March 2026	16,30,95,392	16,186.37

B. Other Equity

Attributable to equity shareholders of the company

(Rs. in Lakh)

	Capital Reserve	Security Premium	General Reserve	IND-AS transition reserve	Retained Earning	Other Comprehensive Income	Total
As at 1st April 2024	60.00	16,490.01	42.43	503.96	(5,308.57)	(1,012.86)	10,774.97
Loss for the year	-	-	-	-	(157.71)	-	(157.71)
As at 31st March 2025	60.00	16,490.01	42.43	503.96	(5,466.29)	(1,012.86)	10,617.26
As at 1st April 2025	60.00	16,490.01	42.43	503.96	(5,466.29)	(1,012.86)	10,617.26
Loss for the year	-	-	-	-	(257.11)	-	(257.11)
As at 31st March 2026	60.00	16,490.01	42.43	503.96	(5,723.39)	(1,012.86)	10,360.15

The accompanying notes form an integral part of the financial statements 1-37
In terms of our report of even date attached.

For B.M. CHATURVEDI & CO.

Chartered Accountants
ICAI FRN: 114317W

KARTIK AGRAWAL

Partner
ICAI M.No.: 463529

UDIN: 26463529DXRYQO6582

Place: Mumbai

Date: 28th May, 2026

FOR AND ON BEHALF OF THE BOARD

SURESH V. CHATURVEDI

Promoter Director
(DIN: 00577689)

AMBUJ CHATURVEDI

Director
(DIN: 05003458)

KAPIL CHATURVEDI

Chief Financial Officer

S C RASTOGI

Director
(DIN: 03612907)

SONAL JITENDRA WAGHELA

Director
(DIN: 09495499)

JISHAN AHMED

Company Secretary

ADVAIT CHATURVEDI

Director
(DIN: 05003448)

SVC INDUSTRIES LIMITED

Notes forming part of the Financial Statement for the year ended 31st March, 2026

Note No. 1 - Corporate Information

SVC Industries Limited ("the Company") is a public limited company incorporated in India having registered office at 501, OIA House, 470, Cardinal Gracious Road, Andheri (East), Mumbai - 400099. The Company is listed on the BSE Limited. The company has warehousing facilities at Village Bhadawal, Chhatta, Chhatta-Barsana Road, District Mathura, Uttar Pradesh and was engaged in the business of trading and warehousing of Agri Products.

Note No. 2 - Material Accounting Policies:

2.1 Basis of Preparation and presentation of the Financial Statements:

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standard) Rules, 2015 and the relevant provisions of the Companies Act, 2013 ("the Act"). The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair value.

Company's Financial Statements are presented in Indian Rupee, which is also its functional currency and all values are rounded to lakh, except wherever otherwise indicated.

2.2 Use of Estimates

The preparation of financial statements in conformity with Ind AS requires that the management of the company make estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include useful lives of property, plant and equipment, intangible assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans and fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has considered an operating cycle of 12 months.

The financial statements for the year ended 31st March, 2026 were approved by the Board of Directors and authorised for issue on 28th May, 2026.

2.3 Property, Plant and Equipments:

Property, Plant and Equipments are stated at cost less accumulated depreciation and impairment losses, if any. All expenditure pertaining to project under construction and other preoperative expenses and losses including trial run expenses and interest cost (net of income accrued) incurred during the construction period, unless otherwise stated, are capitalized till the commencement of commercial production / till the date assets are put to use.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any 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 Statement of Profit and Loss.

2.4 Depreciation:

Depreciation on Property, Plant and Equipment has been provided on Straight Line method by considering revised useful life as specified in Part 'C' of Schedule II to the Companies Act 2013.

2.5 Impairment of Non-financial Assets - Property, Plant and Equipment :

An asset is impaired when the carrying cost of the asset exceeds its recoverable value. An Impairment Loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The Impairment Loss recognized in earlier accounting periods is reversed if there has been a change in the estimate of recoverable amount as specified in Ind AS 36 on 'Impairment of Assets'. The carrying amount of assets is reviewed periodically at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its -

recoverable amount. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The carrying amount of assets is reviewed periodically at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.6 Financial Instruments:

I. Financial Assets

a. Initial Recognition and Measurement

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting. However trade receivables that do not contain significant financing component are measured at transaction price.

b. Subsequent Measurement

i) Financial assets carried at amortized cost

A financial assets is measured at amortized cost if it is held within business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

iii) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classifying in any of the above categories are measured at FVTPL.

c. Impairment of Financial Assets

For evaluating impairment of financial assets the management of the company assesses if there is any significant increase in the credit risks pertaining to respective financial assets and accordingly recognises necessary provisions whenever required based of the company's past history of recovery, creditworthiness of the counter party and the existing market conditions at that time.

II. Financial Liabilities

a. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

b. Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

c. Derecognition of Financial Instruments

Financial asset is derecognised on expiry of the contractual right to the cash flows from financial asset or transfer of the financial asset where the transfer qualifies for derecognition under IND AS 109. A financial liability (or part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires or completes its life or if determined by the management that liability is no longer required to be paid.

2.7 Deferred Tax :

No provision for the deferred tax liability/ asset arising out of time difference has been made in the absence of reasonable certainty that the taxable income will be generated by the company in near future to offset the losses.

2.8 Revenue Recognition

- i) Income from lease transactions is accounted on accrual basis, pro-rata for the period, at the rates implicit in the transaction.
- ii) Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably.
- iii) Revenue from agri product sales is recognized, net of trade discounts. Sales excludes goods & service tax.

2.9 Inventories:

Inventories are valued at the lower of cost and net realisable value. Cost of raw materials, components and consumables are ascertained on a moving weighted average basis. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

2.10 Tax Credits:

Goods & Service Tax credits is accounted by recording the capital assets/raw material, stores and spares acquired during the year net of Input Tax Credit. GST credit has been recognised as non current assets and the same will be utilised for payments of future tax liabilities.

2.11 Employee Benefits :

- i) **Defined Contribution Plans:**
Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution scheme and the contributions are charged to the respective accounts of the year when the contributions to the respective funds are due. There are no other short term obligations other than the contribution payable against the funds.
- ii) **Defined Benefit Plans**
Provision for Gratuity and Leave Encashment payable on retirement to the employees are made on the basis of actual period of their service and at prescribed rates irrespective of their ineligibility due to short tenure of their service. The present value of the defined benefit obligation is recognized in the balance sheet as a non-current liability, net of any plan assets. As at the reporting date, the Company has recognized the entire defined benefit obligation in its financial statements; however, no separate fund or investment has been set aside to meet these obligations.

2.12 Related Party Transaction:

Related party transaction as identified by the management within the meaning of IND AS-24 regarding "Related Party Disclosure" are provided as per Note No. 35.

2.13 Provisions, Contingent liabilities & Contingent Assets :

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be a outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

2.14 Segment Reporting

Based on "Management Approach" as defined by Ind AS 108, The Chief Operating Decision Maker (CODM) evaluates the "Operating Segments". Operating segments are reported in a manner consistent with the internal reporting provided to the CODM. The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. The company has only one segment of trading and warehousing of Agri Products as of now.

2.15 Recent Accounting Pronouncements

"Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or noncurrent and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of -

liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

"2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements."

Note No. 3 Property, Plant and Equipment

(Rs. in Lakh)

Particulars	Gross Block			Depreciation				Net Block	
	As at 01.04.2025	Addition/ (Deletion) 2025-26	As at 31.03.2026	Cumulative Depreciation 01.04.2025	Depreciation charged during the year	Addition/ (Deletion) 2025-26	Cumulative Depreciation 31.03.2026	As at 31.03.2026	As at 31.03.2025
Property Plant and Equipment									
Land	38,098.36	-	38,098.36	-	-	-	-	38,098.36	38,098.36
Plant And Machinery	1,074.33	-	1,074.33	1,072.76	0.22	-	1,072.98	1.35	1.57
Lab Equipments	0.29	-	0.29	0.03	0.03	-	0.06	0.24	0.27
Buildings	5,639.47	-	5,639.47	1,443.28	191.33	-	1,634.61	4,004.86	4,196.19
Furniture & Fixtures	70.49	-	70.49	70.49	-	-	70.49	-	-
Office Equipments	53.52	-	53.52	53.52	-	-	53.52	-	-
Vehicles	9.33	-	9.33	3.43	1.04	-	4.46	4.87	5.90
Computers	20.01	-	20.01	20.01	-	-	20.01	-	-
Total	44,965.80	-	44,965.80	2,663.52	192.62	-	2,856.13	42,109.67	42,302.29
Previous Year	44,974.46	(8.66)	44,965.80	2,475.03	192.62	(4.13)	2,663.52	42,302.29	42,499.43

3.1 Title deeds of Immovable Properties not held in name of the Company

(Rs. in Lakh)

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value Rs. In Lakhs	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director title deeds held in the name of	Property held since which date	Reason for not being held in the name of the company
Property Plant and Equipment	Land	1,336.68	Mr. H Krishnamurthy	Ex - Director	08-08-1994	Originally, agricultural land ad-measuring 26.08 acres was purchased in the name of Mr. Suresh Chaturvedi, Mr. Mahesh Chaturvedi and Mr. H. Krishnamurthy, to comply with the then existing law of land, to start the business. The Company have applied at appropriate authority to change the land possession in the name of the Company, which is under procedure.
Property Plant and Equipment	Land	1,136.76	Mr. Suresh V Chaturvedi	Promoter Director	08-08-1994	
Property Plant and Equipment	Land	1,332.30	Mr. Mahesh V Chaturvedi	Relative of Promoter Director	20-08-1994	

3.2 In F.Y. 2024-25 the Company has sold one of its office premises vide sale agreement dated 29th May, 2024 at an agreed price of Rs. 123 Lakhs. The company has realised the gain of Rs. 118.18 Lakhs on sale of the above property.

Note No.4

LOANS & ADVANCES

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
Unsecured Considered Good		
Loans & Advances		
Loans & Advances to Related party (Refer Note No. 35)	281.08	279.58
Loans & Advances to Employees	0.17	0.03
Total	281.24	279.61

4.1 Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

Classification of Borrower

Related Parties (Significant Influence)	281.08	279.58
[% of total Loans]	(99.94%)	(99.99%)

Note No.5

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
Other Financial Assets		
Security Deposits	8.09	7.59
Total	8.09	7.59

Note No.6

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
OTHER NON- CURRENT ASSETS		
Goods & Service Input Tax Credit	1,771.77	1,767.76
Total	1,771.77	1,767.76

Note No.7

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
INVENTORIES		
Paddy	—	48.10
Consumables (HSD)	0.03	0.04
Total	0.03	48.14

Note No.8

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
CASH AND CASH EQUIVALENTS		
Balances with banks in Current accounts	0.09	0.39
Cash in hand	0.14	0.11
Total	0.23	0.50

Note No.9

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
TRADE RECEIVABLE (Unsecured considered Good)		
Receivable Others	2.27	0.77
Total	2.27	0.77

9.1 Trade Receivables Aging Schedule
As on March 31, 2026

(Rs. in lakh)

	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed Trade Receivables	2.27	-	-	-	-	2.27

9.2 Trade Receivables Aging Schedule
As on March 31, 2026

(Rs. in lakh)

	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
Undisputed Trade Receivables	0.77	-	-	-	-	0.77

Note No.10

OTHER CURRENT ASSETS

	As at 31/03/2026	As at 31/03/2025
TDS Receivable	21.58	14.94
Advance to Vendors	3.97	4.39
Total	25.55	19.32

Note No.11

(Rs. in lakh)

**EQUITY SHARE
AUTHORISED**

	As at 31/03/2026	Amount	As at 31/03/2025	Amount
Equity Shares of Rs.10 each	17,00,00,000	17,000.00	17,00,00,000	17,000.00

**ISSUED, SUBSCRIBED
AND PAID-UP**

Equity Shares of Rs.10 each	16,30,95,352	16,309.54	16,30,95,352	16,309.54
Less: Call in arrear (Others) (Refer note 11'(e))		(123.17)		(123.17)

Total		16,186.37		16,186.37
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a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

(Rs. in lakh)

	As at 31/03/2026	(Amt. In Lakh)	No. of shares As at 31/03/2025	(Amt. In Lakh)
Equity Shares				
At the beginning of the period	16,30,95,352	16,309.54	16,30,95,352	16,309.54
issued during the period				
Outstanding at the end of the period	16,30,95,352	16,309.54	16,30,95,352	16,309.54

b) Details of shareholders holding more than 5% shares in the company

Name of share holders	% of holding and number of shares (Current Year) As at 31/03/2026		% of holding and number of shares (previous year) As at 31/03/2025	
	% of Holding	Number of Shares	% of Holding	Number of Shares
Akhil Marketing Private Limited	28.55%	4,65,68,544	28.55%	4,65,68,544
Advait Chaturvedi	5.27%	85,95,800	5.27%	85,95,800
Ambuj Chaturvedi	5.27%	85,95,800	5.27%	85,95,800

**c) Disclose Shareholding of Promoters & Promoter Group
Shares held by promoters at the end of the year**

Promoter Name	As at 31/03/2026		As at 31/03/2025	
	Number of Shares	% of Holding	Number of Shares	% of Holding
1 Suresh Chaturvedi	41,92,000	2.57%	41,92,000	2.57%
2 Alka Chaturvedi	78,62,721	4.82%	78,62,721	4.82%
3 Advait Chaturvedi	85,95,800	5.27%	85,95,800	5.27%
4 Ambuj Chaturvedi	85,95,800	5.27%	85,95,800	5.27%
5 Suresh Chaturvedi & Sons HUF	20,00,000	1.23%	20,00,000	1.23%
6 Akhil Marketing Pvt. Ltd.	4,65,68,544	28.55%	4,65,68,544	28.55%

d) The holders of the equity shares are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

e) Call in arrear is due on 2,73,713 equity shares which are partly paid and held by others (See Note No. 28).

Note No.12

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
OTHER EQUITY		
A. Securities Premium Account		
Opening Balance	16,742.97	16,742.97
Addition during the year	-	-
	<u>16,742.97</u>	<u>16,742.97</u>
Less: Calls in arrears (Others) (See note no. 28)	<u>252.96</u>	<u>252.96</u>
Closing Balance	16,490.01	16,490.01
B. General Reserve	42.43	42.43
C. Capital Reserve	60.00	60.00
D. Ind AS Transition Reserve	503.96	503.96
E. Profit & Loss Account- Retained Earnings		
Opening Balance	(5,466.29)	(5,308.57)
Loss for the year	(257.11)	(157.71)
Closing Balance	<u>(5,723.39)</u>	<u>(5,466.29)</u>
F. Other comprehensive Income	(1,012.86)	(1,012.86)
Total (A+B+C+D+E+F)	<u>10,360.15</u>	<u>10,617.26</u>

Note No.13
BORROWINGS
SECURED

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
Non-Convertible Debentures (Refer note 13.2)	2,972.21	2,972.21
Loan from state financial institutions (Refer Note No. 13.3 & 27)	1,937.86	1,937.86
Loan acquired by Strategic Investor (Refer Note 13.1)	10,876.77	10,883.33
Loan From Aryadhan Financial Solutions Pvt. Ltd. (Refer Note 13.7)	—	37.11
UNSECURED LOANS		
Loans from related parties	15,786.83	15,830.51
	1,757.89	1,715.04
	<u>1,757.89</u>	<u>1,715.04</u>
Total	<u>17,544.72</u>	<u>17,545.55</u>

13.1 The Company has entered into an agreement with a Strategic Investor to take-over the loans from its all existing lenders directly or indirectly through other agencies and has agreed to pay as per revised Strategic Investment Agreement. The modification of charge in favour of Strategic Investor for the loans acquired by the Strategic Investor has been done. During the financial year ended 31st March, 2018, the Company had obtained substantial relief from Strategic Investor from the originally agreed terms. This reduction in liability (relief) is subject to right to recompense in case of failure of the Company to repay the dues within mutually agreed time frame as per the revised agreement.

13.2 Non Convertible Debentures of the value of Rs. 2972.21 Lakh which were redeemable at par in one or more instalments on various dates between February, 1999 and October, 2007 and overdue for payment and are secured by (i) first charge by way of English mortgage ranking pari-pasu of the immovable properties situated at specified plot of land at village Palas, District Roha, in the state of Maharashtra, and (ii) extension of first charge ranking pari-pasu on movable properties situated at village Chhata, District Mathura in the state of Uttar Pradesh. These debentures are further secured by first charge on all the movable assets of the Company both present and future (excluding current assets and specific assets charged to others) situated at aforesaid locations and ranking on a pari-pasu basis with others. The debentures are further secured by personal guarantee of a Promoter Director.

13.3 Loans from financial institutions amounting to Rs. 1,937.86 lakh along with loans acquired/settled/repaid by Strategic Investor are secured by way of Equitable Mortgage on immovable properties situated at Chhata, District Mathura in the State of Uttar Pradesh and are further secured by way of hypothecation of movable properties of the Company both present and future (other than current assets and specific assets charged to others) ranking on a pari-pasu basis and are further secured by personal guarantee of a Promoter Director.

13.4 Above loans from financial institution are inclusive of advance of Rs. 407.90 lakh given by the said institution to an Equipment Vendor for the supply of specific plants at Company's site to be leased on commissioning to the Company. The above outstanding is included in the Term Loan in view of a CDR proposal to that effect followed by in-principle confirmation from the said Financial Institution to that restructuring scheme.

13.5 Part of the assets being security against the above Notes from 13.1 to 13.3 has been disposed off as scrap by company in terms of approval of board and shareholders for removal of hazardous and obsolete chemicals filled equipment and for freeing up the land for setting up new business activities. Company has kept land and other assets as security with above lenders and current market value of land has significantly increased than the value required as security for the above loan.

Recovery petitions filed by above lenders are already pending with DRT. Management has also approached them for one-time settlement. Management is hopeful to close the matter by mutual agreement in due course. Secured Loan from Strategic Investor includes dues of banks and Financial Institution which were acquired and repaid by the Strategic Investor. These dues are secured by way of hypothecation/ charge on the immovable properties of the company excluding assets specifically charged to others and are further secured by personal guarantee of a Promoter Director.

13.6 A Promoter Director of the Company, his family members, have pledged 20.88 lakh shares owned by them to Financial Institutions as collateral security.

13.7 The Company had previously been sanctioned a Warehouse Receipt Finance Credit Facility from Aryadhan Financial Solutions Pvt. Ltd., with a drawing limit of Rs. 150 Lakhs at an interest rate of 12.5% per annum, to meet its regular working capital requirements for the purchase of agricultural commodities. The facility was secured by pledging the agricultural commodities held in stock. The said facility has since been fully repaid.

Note No.14

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
OTHER FINANCIAL LIABILITIES		
Advance others	11.55	11.55
Total	<u>11.55</u>	<u>11.55</u>

Note No.15

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
PROVISIONS		
Provision for Gratuity	9.21	8.50
Provision for Leave Encashment	1.55	1.37
Total	<u>10.76</u>	<u>9.87</u>

Note No.16

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
TRADE PAYABLES		
For goods and services		
Payable to Others	68.63	46.87
Total	<u>68.63</u>	<u>46.87</u>

16.1 There are no dues to Micro, Small and Medium Enterprises which are outstanding as at the balance sheet date and there were no delays as per the provisions of the Micro, Small and Medium Enterprises Development Act, in payment of dues to such enterprises. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company and has been relied upon by the statutory auditors.

16.2 Trade Payables Aging Schedule
As on March 31, 2026

(Rs. in lakh)

	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Other than MSME	27.75	6.76	6.98	27.14	68.63

As on March 31, 2025

(Rs. in lakh)

	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Other than MSME	12.83	7.29	8.94	17.81	46.87

Note No.17

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
OTHER FINANCIAL LIABILITIES		
Due to Employees	14.21	7.30
Total	<u>14.21</u>	<u>7.30</u>

Note No.18

	As at 31/03/2026	(Rs. in lakh) As at 31/03/2025
OTHER CURRENT LIABILITIES		
Statutory Liabilities	2.46	1.21
Total	<u>2.46</u>	<u>1.21</u>

Note No.19

		(Rs. in lakh)
	For the year ended 31 March 2026	For the year ended 31 March 2025
OTHER INCOME		
Income from Weigh Bridge	1.87	1.13
Gain on Sale of Property, Plant and Equipment	—	118.18
Total	<u>1.87</u>	<u>119.31</u>

Note No.20

		(Rs. in lakh)
Cost of Material Consumed		
Packing Materials	7.48	3.11
Total	<u>7.48</u>	<u>3.11</u>

Note No.21

		(Rs. in lakh)
Purchase of Stock in Trade		
Trading Purchase	348.89	104.14
Total	<u>348.89</u>	<u>104.14</u>

Note No.22

			(Rs. in lakh)
Changes in Inventory of Stock in Trade			
Closing Inventories	a	—	48.10
Opening Inventories	b	48.10	—
Total	Change in Inventory	b-a	<u>48.10</u>

Note No.23

		(Rs. in lakh)
Employee Benefits Expense		
Salary & Allowances	58.20	42.71
Staff Welfare Expenses	0.86	0.76
Total	<u>59.05</u>	<u>43.47</u>

Note No.24

		(Rs. in lakh)
Finance Cost		
Interest Expense	5.59	1.74
Processing Fee & Bank Charges	2.33	0.39
Total	<u>7.92</u>	<u>2.12</u>

Note No.25

		(Rs. in lakh)
Administration and Other Expenses		
Transportation Expenses	6.15	0.84
Loading/Unloading Charges	9.48	3.06
Rates & Taxes	15.31	11.41
Repairs & Maintenance	5.86	17.47
Power & Fuel	2.19	2.68
Insurance	0.13	0.09
Postage & Telephone	1.08	0.62
Printing & Stationery	0.64	0.54
Travel & Conveyance Expenses	5.73	8.41
Legal & Professional Charges	14.12	13.59
Director Sitting Fees	1.20	1.10
Audit Fees	5.00	5.00
Secretarial & Listing Expenses*	10.66	37.19
Office Rent	0.70	—
Miscellaneous Expenses	8.67	9.05
Total	<u>86.91</u>	<u>111.05</u>

*Secretarial & Listing Expenses includes payment of BSE penalties of Rs. 31.13 Lakhs in F.Y. 2024-25

Note No.26

(Rs. in lakh)

Earnings Per Share:

Profit/(Loss) for the year (Rs. in lakh)	(257.11)	(157.71)
Weighted average number of ordinary shares for Basic & Diluted EPS (No.'s)	16,18,63,646	16,18,63,646
Basic & Diluted earnings per share (in Rs.)	(0.16)	(0.10)

- 27 The one Time Settlement dated 4th December, 2023 from Pradeshiya Industrial & Investment Corporation of U.P. Limited (PICUP), granted to the company of its dues (Principal + Interest) for an aggregate amount of Rs. 2,597 Lakhs payable by 3rd December, 2024 along with 11% simple interest. The Company has paid to PICUP Rs. 678.92 Lakhs towards same on 20th April, 2024 while balance outstanding amount remains unpaid. The Company, vide email dated 15th May, 2026, has formally requested PICUP for an extension of the deadline for the payment of the balance OTS amount. The response from PICUP on this request is awaited as of the reporting date. As company is requesting rebate in the interest portion of the dues, a reliable estimate cannot be made of the amount likely to be paid in satisfaction of above obligations. Following the provision of Ind AS 37 no provision has been made for additional amounts on account of interest and other charges which may be payable to the lenders.
- 28 "Calls in arrears include unpaid Allotment Money related to Debentures which have been converted into Equity Shares as per the terms of their issue. The Company, in exercise of its lien on such shares, has not issued the share certificates to the defaulting Debenture holders. The Company's lien on such shares will extend to the forfeiture of such shares if considered necessary by the Company Board in due course of time."
- 29 In respect of financial liabilities of the company towards outstanding debentures and secured loans from state financial institution, the Company is in negotiations for settlement of their dues. A reliable estimate cannot be made of the amount likely to be paid in satisfaction of above obligations. Following the provision of Ind AS 37 no provision has been made for additional amounts on account of interest and other charges which may be payable to the lenders.

	As at FY 2025-26	(Rs. in lakh) As at FY 2024-25
30. Payment to Auditor		
Statutory Audit Fee	3.50	3.50
Limited Review Fee	1.50	1.50
Total	<u>5.00</u>	<u>5.00</u>

31 Contingent Liabilities not provided for in the Accounts are as follows :

- a) Claims against the Company not acknowledged as debt, as certified by the management, including matter under litigation as on 31st March, 2026 is Rs. 26.92 Lakhs (P.Y. Rs. 26.92 Lakhs).
- b) During the financial year 2015-16 company had received a letter from Central Bank Merchant Banking Division, Debenture Trustee Section claiming their fees including interest on arrears of Rs. 506.09 Lakhs for acting as Debenture Trustee. The Company has disputed the same as matter pertaining to liability for debentures was already over in the year 2007 and subsequently most of debentures were acquired by strategic investor who has no agreement with Central Bank Merchant Banking Division, Debenture Trustee Section and therefor company has not made any provision for this demand.
- c) During the year, the Company received notices of hearing from the Income Tax Appellate Tribunal (ITAT) for Assessment Years (AY) 2019-20, 2020-21, and 2021-22. These proceedings relate to appeals filed by the Assistant Commissioner of Income Tax against the orders passed under Section 250 of the Income Tax Act, 1961 by the Commissioner of Income Tax (Appeals) [CIT(A)], wherein certain earlier disallowances made by the Assessing Officer were allowed in favour of the Company. Auditors are not in a position to comment on the possible outcome of these proceedings at this stage. Company has not made any provision for any possible liabilities as it is confident that the earlier CIT (A) orders in its favour will be sustained.
- d) During the year ended 31st March, 2026, the Company has received a notice under Section 274 read with Section 270A of the Income-tax Act, 1961 along with the assessment order for Assessment Year 2018-19 and a notice under Section 148A(1) of the Income-tax Act, 1961 for Assessment Year 2022-23, all relating to proposed adjustments/additions to book profits computed under Section 115JB of the Act. The Company has submitted replies to the aforesaid notices and filed appeals before the Commissioner of Income-tax (Appeals) against the order. The Company is confident that the proposed additions are likely to be deleted at the appellate stages; accordingly, no provision has been made in respect of the aforesaid matters in the financial results. As the matters are presently sub judice, the statutory auditors are unable to comment on the outcome thereof.

32 No deferred tax benefit is recognised in the absence of reasonable certainty that the taxable income will be generated by the company in near future to offset the losses.

33 Segment Information:

As the Company has only one segment of trading and warehousing of Agri Products., disclosure under "Ind AS-108 Segment Reporting" is not applicable.

34 Ratios applicable to company as per revised schedule III of Companies Act, 2013 are as follows:

	For the year ended 31st March, 2026	For the year ended 31 March 2025
Current Ratio	0.33	1.24
Debt-Equity Ratio	0.65	0.64
Return on Equity Ratio	(0.01)	(0.01)
Trade Receivables turnover Ratio	324.11	97.49
Trade payables turnover Ratio	7.68	4.99
Net profit Ratio	N.A Due to loss	N.A Due to loss
Return on Capital Employed	(0.01)	(0.01)
Return on Investment	NA	NA

Formula for Computation of Ratios are as follows:

Current Ratio	Current Assets / Current Liability
Debt-Equity Ratio	Total Debt / (Total Equity - Capital reserve, IndAS transition reserve & OCI)
Return on Equity Ratio	Net Profit After Tax / (Avg. Total Equity - Capital Reserve, IndAS transition reserve & OCI)
Trade Receivables turnover Ratio	Revenue from Operation / Avg. Accounts Receivable
Trade payables turnover Ratio	Total Purchase & expenses / Avg. Trade Payables
Net capital turnover Ratio	Net Profit After Tax / Total Sales
Net profit Ratio	Net Profit After Tax / Total Sales
Return on Capital Employed	Earning Before Interest & Tax / Capital Employed
Return on Investment	Income from investments / Avg Investment

Explanations to Variance in Ratios

Trade Receivables Ratio is increased due to agri trading sales during F.Y. 2025-26.

Trade Payables Ratio is increased due to Purchase of Trading Goods in F.Y. 2025-26.

35 Related Parties Disclosure in respect of Related Parties pursuant to Ind AS 24 are given below:

A) List of related parties with relationships and transactions that have taken place :-

Entities over which key managerial personnel/entities of same group are able to exercise significant influence

- i) Overseas Infrastructure Alliance (India) Private Limited
- ii) Nandvan Mega Food Park Private Limited

Enterprise Exercising Significant Influence

- I) Akhill Marketing Private Limited

Key Management Personnel

- (I) Sh. Suresh V. Chaturvedi - Director
- (ii) Sh. S C Rastogi- Director
- (iii) Sh. Advait Chaturvedi- Director
- (iv) Sh. Ambuj Chaturvedi- Director
- (viii) Sh. Jishan Ahmed - Company Secretary (from 01.08.2025)
- (v) Mrs. Sonal Jitendra Waghela- Director
- (vi) Sh. Anoop Gupta- Director
- (vii) Sh. Kapil Chaturvedi - Chief Financial Officer
- (viii) Mrs. Jyoti Darade - Company Secretary (Upto 31.07.25)

(Rs. In Lakh)				
Nature of Transaction	Entities over which significant influence of KMP/Entity is exercised	Enterprise exercising significant influence	Key Management Personnel	Total
<u>Transaction During the year</u>				
<u>Borrowings taken / (repaid)</u>				
Overseas Infrastructure Alliance (India) Private Limited	-6.57 (P.Y. 688.71)	-	-	-6.57 (P.Y. 688.71)
Akhill Marketing Private Limited	-	37.98 (P.Y. 43.35)	-	37.98 (P.Y. 43.35)
Ambuj Chaturvedi			4.87 (P.Y. -83.75)	4.87 (P.Y. -83.75)
<u>Loans and Advances (given)/repaid by</u>				
Nandvan Mega Food Park Private Limited	1.50 (P.Y. 10.18)	-	-	1.50 (P.Y. 10.18)
<u>Expenditure</u>				
Sitting Fees	-	-	1.20 (P.Y. 1.10)	1.20 (P.Y. 1.10)
Managerial Remuneration			6.72 (P.Y. 5.96)	6.72 (P.Y. 5.96)
<u>Balance as at 31st March, 2026</u>				
<u>Liabilities</u>				
<u>Borrowings</u>				
Overseas Infrastructure Alliance (India) Private Limited	10,876.77 (PY 10,883.34)	-	-	10,876.77 (PY 10,883.34)
Akhill Marketing Private Limited	-	1,753.02 (P.Y. 1,715.04)	-	1,753.02 (P.Y. 1,715.04)
Ambuj Chaturvedi			4.87 (P.Y. Nil)	4.87 (P.Y. Nil)
<u>Assets</u>				
Loans- Nandvan Mega Food Park Private Limited	281.08 (P.Y. 279.58)	-	-	281.08 (P.Y. 279.58)

- a) No amount in respect of related parties has been written off / written back during the accounting period.
- b) Related party relationships have been identified by the management based on Ind AS 24 and relied upon by the statutory auditors.
- c) During the F.Y. 2024-25, loan from a director Mr. Ambuj Chaturvedi Amt. Rs. 83.75 Lakhs was transferred to Overseas Infrastructure Alliance (India) Private Limited pursuant to confirmation and consent received from the director.

- 36 The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds, to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Company has not received any funds from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

- 37 Previous year figures have been regrouped, reworked, rearranged and reclassified wherever necessary. Figures in brackets indicate the corresponding figures for the previous year.

In terms of our report of even date attached.

For B.M. CHATURVEDI & CO.

Chartered Accountants
ICAI FRN: 114317W

KARTIK AGRAWAL

Partner
ICAI M.No.: 463529

UDIN: 26463529DXRYQO6582

Place: Mumbai
Date: 28th May, 2026

FOR AND ON BEHALF OF THE BOARD

SURESH V. CHATURVEDI

Promoter Director
(DIN: 00577689)

AMBUJ CHATURVEDI

Director
(DIN: 05003458)

KAPIL CHATURVEDI

Chief Financial Officer

S C RASTOGI

Director
(DIN: 03612907)

SONAL JITENDRA WAGHELA

Director
(DIN: 09495499)

JISHAN AHMED

Company Secretary

ADVAIT CHATURVEDI

Director
(DIN: 05003448)



SVC INDUSTRIES LIMITED

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