



To  
The Bombay Stock Exchange Limited  
Listing /Corporate Listing Department  
Floor No. 25, P.J. Towers, Dalal Street,  
Mumbai-400001, Maharashtra, India.

August 03, 2026

Dear Sir/Madam,

**Sub: Submission of Annual Report for FY 2025-26**

**Ref: Scrip Code No: 530139**

In terms of Regulations 34(1) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, please find enclosed the copy of Annual Report for the Financial Year 2025-2026 of Kreon Financial Services Limited.

You are requested to kindly take the same on record.

Thanking You.

Yours Faithfully,

For **KREON FINANCIAL SERVICES LIMITED**

**NIHARIKA**  
**A GOYAL**  
Digitally signed  
by NIHARIKA  
GOYAL  
Date: 2026.08.03  
18:17:17 +05'30'

**(NIHARIKA GOYAL)**  
Chief Compliance Officer

# Creating Enduring Value



Annual Report

**20  
26**

Kreon Financial Services Limited



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The theme of Kreon Financial Services Limited's Annual Report for FY26 is 'Creating Enduring Value'. It captures Kreon's evolution into one of India's most ambitious fintech platforms — a company that treats its RBI-licensed NBFC framework as the foundation for scale, not as its identity.

'**Creating**' represents our relentless pursuit of innovation. For Kreon, being a fintech company first, means value is engineered, not incidental — built through proprietary technology, intelligent underwriting and product design that is designed to scale to serve millions.

'**Enduring**' reflects our ambition to build an institution that outlasts any single product cycle. Our regulatory license gives us the stability and trust of a licensed lender; our DNA is that of a technology company — built to compound value over decades, not quarters.

'**Value**' is the sum of what our technology, our people and our licensed framework create together — for the millions of young Indians we serve, the investors backing our growth story, and the regulators overseeing a fintech built to last.

Welcome to Kreon Financial Services Limited's ('KFSL' or 'the Company') Annual Report for FY26.



KFSL is a fintech company that has built its scale on proprietary technology, data-led decisioning and a digital-first distribution model — and is licensed and regulated by the Reserve Bank of India as a Non-Deposit-Taking Non-Banking Financial Company ('NBFC-ICC'). Our license is the foundation that lets us lend responsibly at scale; our technology platform is what defines who we are.

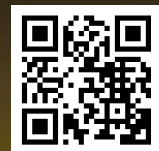
Through its regulated NBFC platform, digital infrastructure and technology-driven operating model, engineered end-to-end as a technology product, from acquisition and underwriting to servicing and collections. KFSL develops and delivers accessible credit solutions for underserved and emerging customer segments.

The Company's flagship digital credit platform, StuCred is the clearest expression of Kreon's identity: a fintech company that happens to hold an NBFC license, not the reverse — the convergence of Kreon's technology infrastructure, distribution engine, risk systems and product design.

KFSL was originally incorporated as 'Tatia Financial Services Limited'. In 2008, the Company was renamed 'Kreon Financial Services Limited', under which it has continued to operate. Listed on the BSE, Kreon combines the credibility of a public company with the agility of a fast-scaling fintech — positioning the Company to emerge as a leading fintech in the years ahead.

## Investor Information

|                        |                                             |
|------------------------|---------------------------------------------|
| AGM Date               | August 26, 2026                             |
| AGM Mode               | Video Conference                            |
| VC Platform and Voting | Purva Shareregistry (India) Private Limited |



[www.kreon.in](http://www.kreon.in)

## Forward-looking Statement

The Report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could differ from those projected in any forward-looking statements.

The Company assumes no responsibility to publicly amend, modify, or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

## Your Feedback Matters

At Kreon Financial Services Limited, we value your feedback and are committed to transparency, continuous improvement, and meaningful stakeholder engagement. We invite you to share your views on our Annual Report FY 2025-26 by completing the feedback form using the link below. You may also send your comments directly to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in)

### Stakeholder Feedback Form

Your insights are invaluable in helping us improve our future disclosures and strengthen our engagement with all stakeholders.



# About KFSL



At Kreon Financial Services Limited, we are building India's one of the most ambitious fintech platforms — a technology company that uses its regulated NBFC license to operate, not as its identity. We combine proprietary technology, data-led decisioning and digital-first distribution to deliver financial solutions at the speed India expects.



Over the years, we have built a scalable digital credit ecosystem engineered for underserved and emerging segments, particularly students and young adults. Through StuCred, we enable access to short-tenure credit — powered by technology, not paperwork.



Our ambition extends far beyond originating loans. We are building a technology company with the discipline and trust of a regulated institution — one capable of standing among India's leading fintech enterprises.



Every initiative we undertake advances our purpose: using technology to help customers learn, earn, grow and pursue their aspirations, while building the platform, scale and institutional strength required for Kreon to create sustainable, enduring value for all our stakeholders.

## OUR VISION

Empowering every individual through accessible, intelligent and inclusive financial solutions



## OUR MISSION

Engineering intelligent, technology-first financial solutions that enable lifelong growth



## OUR VALUES

Innovation. Scale. Trust. Inclusion. Growth.







# A Glimpse into

## Kreon Financial Services Limited

### OUR LEGACY

Incorporated on 23 November 1994, Kreon began as a traditional financial services company — but has spent the last decade re-engineering itself into a fintech company that happens to hold a regulated NBFC license, not a lender that adopted technology.

### DIGITAL MILESTONE

The clearest proof of this shift was the launch of StuCred — not a lending product with a digital layer, but a technology platform that happens to lend, built on Kreon's proprietary infrastructure, distribution engine and underwriting systems.

### LEADERSHIP & MANAGEMENT

Kreon is led by a Board and leadership team built for scale — professionals who combine fintech-first thinking with the discipline required of a regulated institution, positioning Kreon to stand among India's top companies.

### OUR PRESENCE

Headquartered in Chennai with a growing operations base in Indore, Kreon is a fintech company licensed and regulated as an NBFC by the RBI, and listed on BSE Limited — scaling its presence across India the way a technology company scales.

|                       |                                          |
|-----------------------|------------------------------------------|
| BSE Ticker            | KREONFIN                                 |
| CIN                   | L65921TN1994PLC029317                    |
| ISIN                  | INE302C01018                             |
| Market Capitalisation | ₹49.79 crore (as on 31 March 2026)       |
| Listed On             | BSE Limited                              |
| Industry              | Financial Technology and Digital Lending |
| NBFC Classification   | NBFC-Investment and Credit Company       |

### WHAT SETS US APART

- ◆ A fintech-first company, licensed for scale
- ◆ Proprietary, data-driven technology platform
- ◆ Ambitious, technology-native leadership
- ◆ Institutional-grade governance and risk discipline
- ◆ A regulatory foundation built for responsible scale





# 32 Years of Evolving Excellence

Building on a foundation established over three decades, Kreon Financial Services Limited continues its evolution into a technology-led fintech institution with the regulated capabilities of an NBFC.

Kreon has paired three decades of institutional trust with the speed of a technology company. That momentum accelerated further this year with the launch of StuCred App 3.0 — a release that materially improved the platform's experience, functionality and digital credit journey.

Kreon's sustained investment in technology, data science, customer experience and product design has built a platform capable of serving an evolving market at speed — positioning Kreon to compete with the country's fastest-growing financial technology companies.

As it enters its next chapter, Kreon's ambition is unambiguous: to build a fintech company that ranks among India's top 100 companies within the next few years — creating enduring value for customers, employees, shareholders and society at large.



## Performance Snapshot

Our performance this year reflects the strength of our digital-first approach and the trust placed in us by our growing customer base. Anchored in disciplined execution and sustainable growth, these numbers reflect not just where we stand today, but the momentum we carry into the future.

# 1000+Cr

as on 31<sup>st</sup> March 2026  
(Credit extended since inception)

## 660.05

Crores

Fresh Disbursements  
in last 5 years

## 39,897

Colleges covered

## 2,23,427

New Users added

## 43.35

Crores

Total Revenue

## 7.26

Crores

PAT

## 36.08

Crores

Networth

## 142

Total employees

## 95.38 %

Collection Efficiency

## 12.21%

Market Captilisation  
comparing to last year

## 10.21

lakh user

Registered User Base  
(FY 25-26)

## 49.17

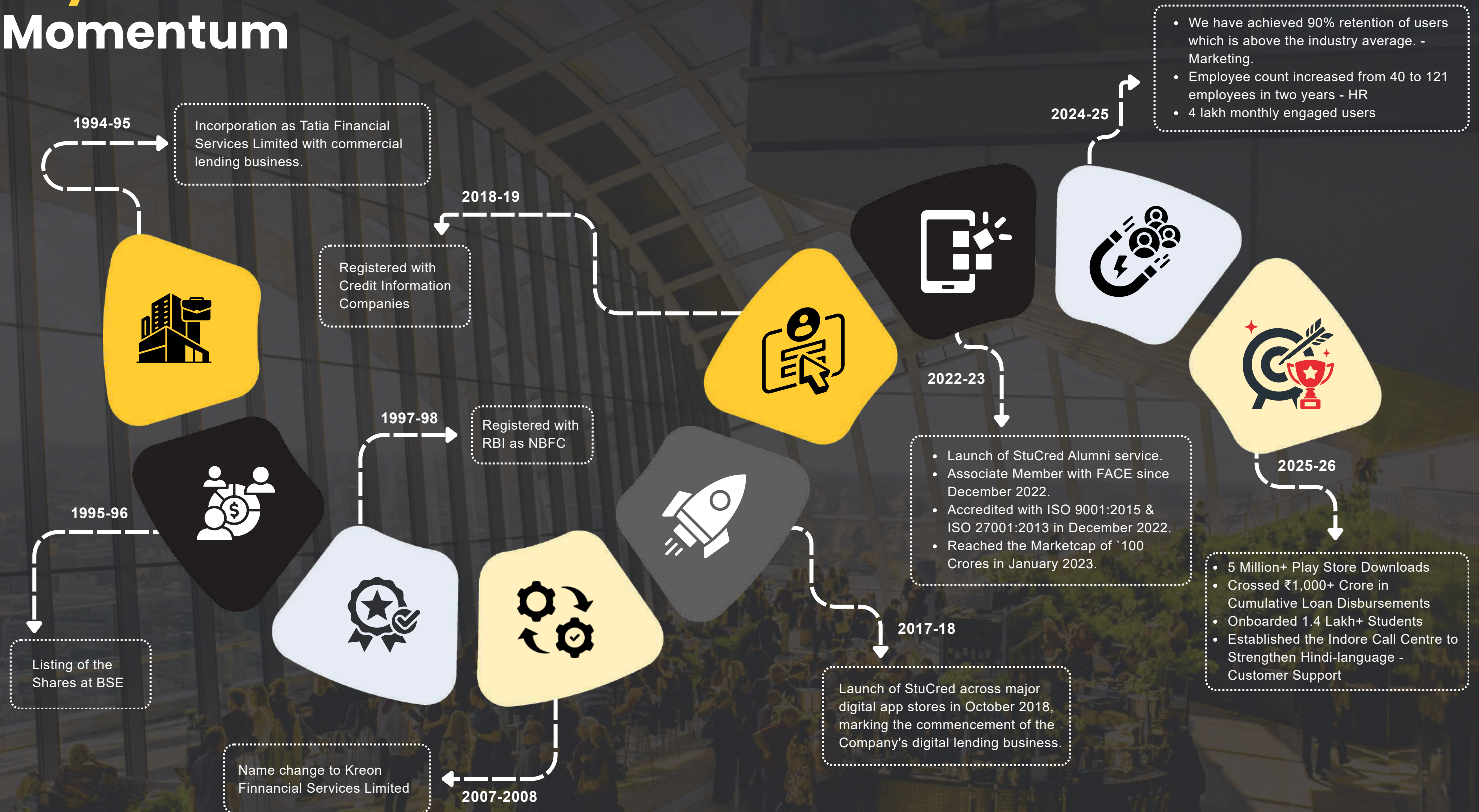
Crores

AUM





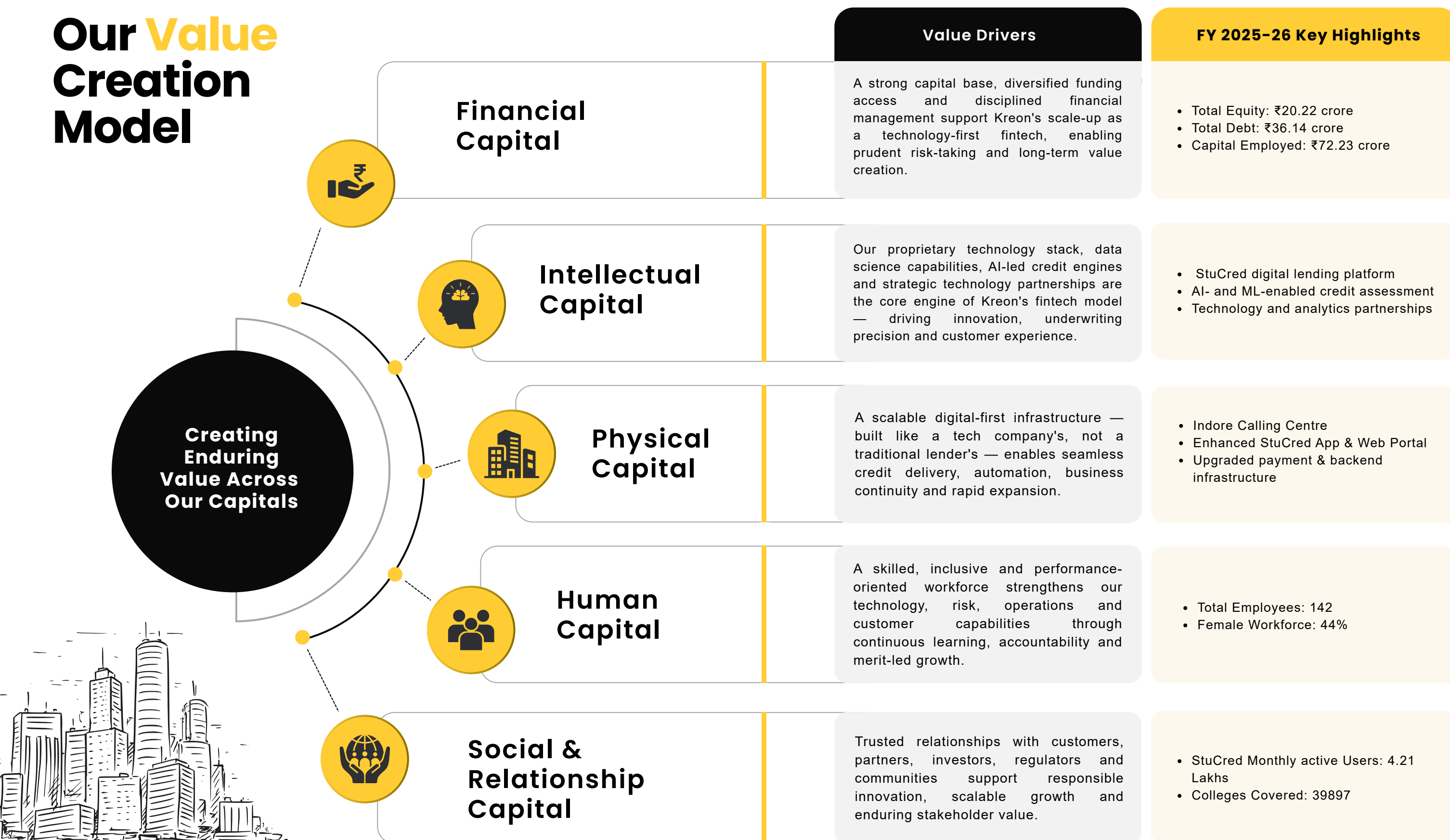
# Key Milestones & Momentum







# Our Value Creation Model







# Chairman's Message

## Dear Shareholders,

The true measure of a fintech company is not the year it delivers, but the platform it builds for the decade ahead.

At Kreon, we are building a technology company first — one that happens to hold a regulated NBFC license, rather than a lender that has bolted on technology. FY 2025–26 marked a defining step in that journey: a year of stronger financial performance, disciplined execution and real progress across the business. More importantly, it reinforced our belief that lasting value gets built when technology, governance and customer trust move forward together.

India is one of the world's fastest-growing digital economies, and its financial-services landscape is being rebuilt by technology companies, not traditional lenders. Digital payments, deeper smartphone penetration, advances in data science and a progressive regulatory framework are redrawing how financial products are designed and delivered. Yet millions of young Indians remain outside the formal credit ecosystem — despite the aspiration, potential and ability to participate meaningfully in the economy.

For Kreon, this is not just a market opportunity. It is the opportunity that defines our next decade.

Our approach is to solve this gap the way a technology company would, not the way a traditional lender would. Through StuCred, we built a fintech platform purpose-engineered for students — a segment conventional lenders can't serve profitably because their models were never built for alternate data, automated decisioning or digital-first distribution. Kreon's technology stack is.



FY 2025–26 was among the strongest years in the Company's history. Total Income increased by 63% to ₹43.35 crore, while Revenue from Operations grew by nearly 63% to ₹43.18 crore. The Company reported a Profit After Tax of ₹7.26 crore, compared with a loss in the previous financial year. EBITDA turned positive at ₹10.65 crore — proof of the operating leverage a true technology platform generates at scale.

This is not one-time growth. It reflects sustained improvement across lending, collections, operating efficiency and funding — the kind of compounding performance we expect from a company built to become one of India's top 100 in the years ahead.

Our platform scaled meaningfully too. Through StuCred, we disbursed ₹357.61 crore across approximately 18.9 lakh loans, up more than 54% year-on-year. Assets Under Management grew 65.5% to ₹49.17 crore, while cumulative disbursements since the launch of StuCred crossed ₹1,000+ crore.

These numbers demonstrate scale — but the platform's real strength shows up in reach and loyalty. Our registered user base crossed 10 lakh, our reach extended to nearly 40,000 colleges, and we recorded a 91% customer retention rate — the clearest signal that Kreon is building a platform, not just processing loans.

Technology remains the core of everything we do. We have invested in proprietary underwriting, behavioural analytics, digital distribution and automated decisioning — the building blocks of a fintech company, not a lender's back office. This year, we strengthened our credit models further, expanded data-led underwriting and introduced AI-enabled collections, sharpening both efficiency and customer outcomes.

Our objective was never to digitise lending. It is to build an intelligent, continuously improving technology platform capable of serving India at massive scale — with the discipline of a regulated institution and the speed of a fintech.

As a technology company operating in a regulated space, we take security and governance as seriously as any bank. Our ISO 9001:2015 and ISO/IEC 27001:2022 certifications reflect our commitment to protecting customer data and strengthening the resilience of our digital infrastructure — because trust, for a fintech, is the product.

Governance remains foundational to our ambition. As a listed company operating under an RBI-regulated NBFC license, we understand that our license is a privilege that enables scale, not a constraint on it. Every decision is guided by ethical practice, prudent risk management and sound governance — because a company aiming to be among India's top 100 cannot cut corners on trust.

Looking ahead, our opportunity is significant. We will continue to lead in student credit while selectively expanding into adjacent segments where our technology and data advantage travel well. MDPD, our proposed Earned Wage Access platform, is one such initiative — extending our fintech capabilities to India's salaried workforce.

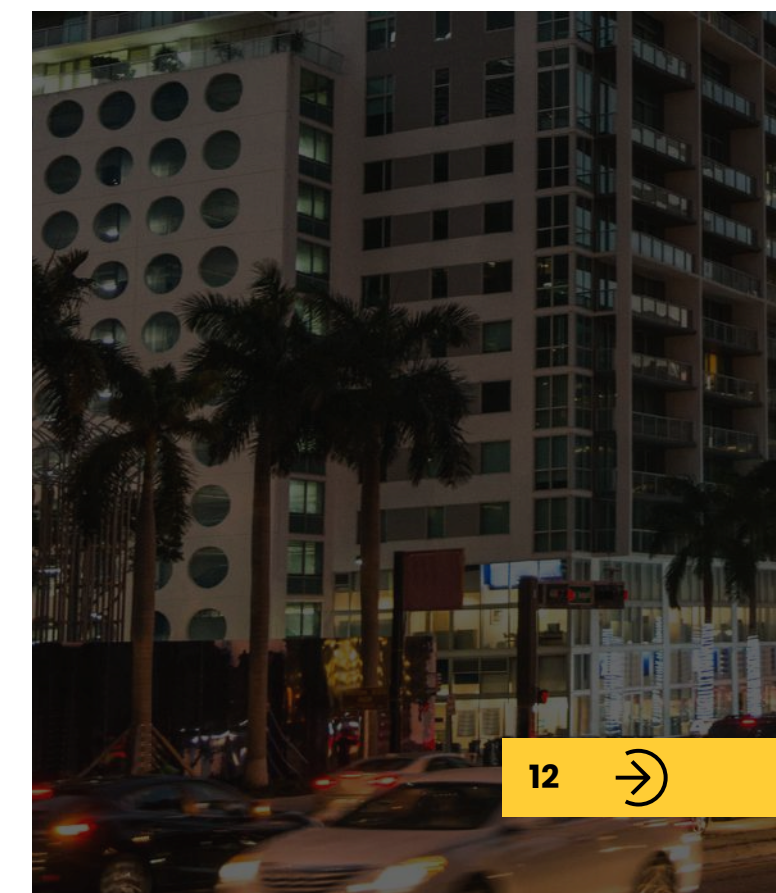
As we pursue this, our approach stays disciplined: innovation balanced with prudent risk management, growth backed by operational strength. Scale must never come at the cost of trust. This balance will define Kreon's next phase — and our path to becoming one of India's most consequential fintech companies.

None of this would be possible without our people, whose energy and ownership drive Kreon forward. I thank our Board for their guidance, our regulators for a progressive operating environment, our lenders and partners for their confidence, our customers for their trust, and above all, our shareholders for backing this vision.

We enter the next phase with confidence, humility and clarity: FY 2025–26 was an important milestone, but only one chapter in a larger story. Our ambition is to build Kreon into one of India's leading fintech companies — defined by technology, responsible growth, and the ambition to rank among the country's top 100 companies in the years to come.

We remain committed to strengthening our platform, scaling responsibly and building a company that delivers sustainable value for every stakeholder.

Warm Regards,  
**Jaijash Tatia**  
Chairman & Managing Director  
**Kreon Financial Services Limited**







# Joint Managing Director's Message

At Kreon, we believe that enduring success is created by building ahead of the opportunity—not merely responding to it. Our ambition is to develop Kreon into a technology-led fintech institution that combines innovation, responsible credit and institutional discipline to create lasting value for every stakeholder.

FY 2025–26 was a year in which this ambition translated into meaningful execution. We strengthened our digital capabilities, improved customer journeys, enhanced operating efficiency and continued to build the systems required to support sustainable scale. In a financial landscape being reshaped by technology, data and evolving customer expectations, our ability to adapt with speed and discipline remains one of our greatest strengths.

Our focus is not simply on growing a lending business. We are building a financial technology platform capable of understanding customers better, making decisions more intelligently and delivering relevant financial solutions with greater speed, transparency and consistency.

At the centre of this journey are our customers. Their trust drives us to continuously improve every aspect of their experience—from product discovery and onboarding to credit assessment, disbursement, repayment and support. We remain committed to creating solutions that are simple,

accessible and responsible, while ensuring that every interaction reflects the standards expected from a trusted digital financial institution.

Technology is fundamental to achieving this objective. During the year, we continued to invest in our digital platforms, data capabilities, automation and operational infrastructure. These investments are enabling faster decision-making, more personalised customer experiences and greater efficiency across the lending lifecycle. They are also strengthening our ability to scale without compromising the quality of service or the discipline of our risk framework.

The next phase of Kreon's growth will be shaped by how effectively we convert data, technology and customer insight into better financial outcomes. This requires us to remain curious, agile and prepared to challenge conventional models. It also requires a sharp focus on execution. Innovation creates opportunity, but disciplined execution converts that opportunity into enduring enterprise value.

Our regulated NBFC framework provides the institutional foundation on which these capabilities are being built. Strong governance, ethical conduct, prudent risk management and regulatory compliance remain non-negotiable. We believe that technology-led growth can only be sustainable when it is supported by accountability, transparency and responsible decision-making.

As a listed company, we recognise the responsibility that accompanies the trust placed in us by shareholders, regulators, lenders, customers and business partners. Our governance and risk-management systems enable us to pursue growth opportunities while maintaining the stability, integrity and resilience of the institution we are building.

None of this progress would have been possible without our people. Their professionalism, adaptability and willingness to take ownership continue to drive Kreon forward. Across technology, product, risk, operations, collections, customer service and corporate functions, our teams have worked with a shared sense of purpose and an unwavering commitment to improvement.

I extend my sincere appreciation to every member of the Kreon family. Their ability to collaborate, solve difficult problems and consistently raise standards is central to our competitive strength. As we grow, we will continue to invest in our people, develop future leaders and foster a culture where performance, innovation and integrity reinforce one another.

I would also like to thank our Board of Directors for their guidance, strategic perspective and continued support. Their stewardship has helped the Company navigate a rapidly evolving environment while remaining focused on long-term value creation and institutional strength.

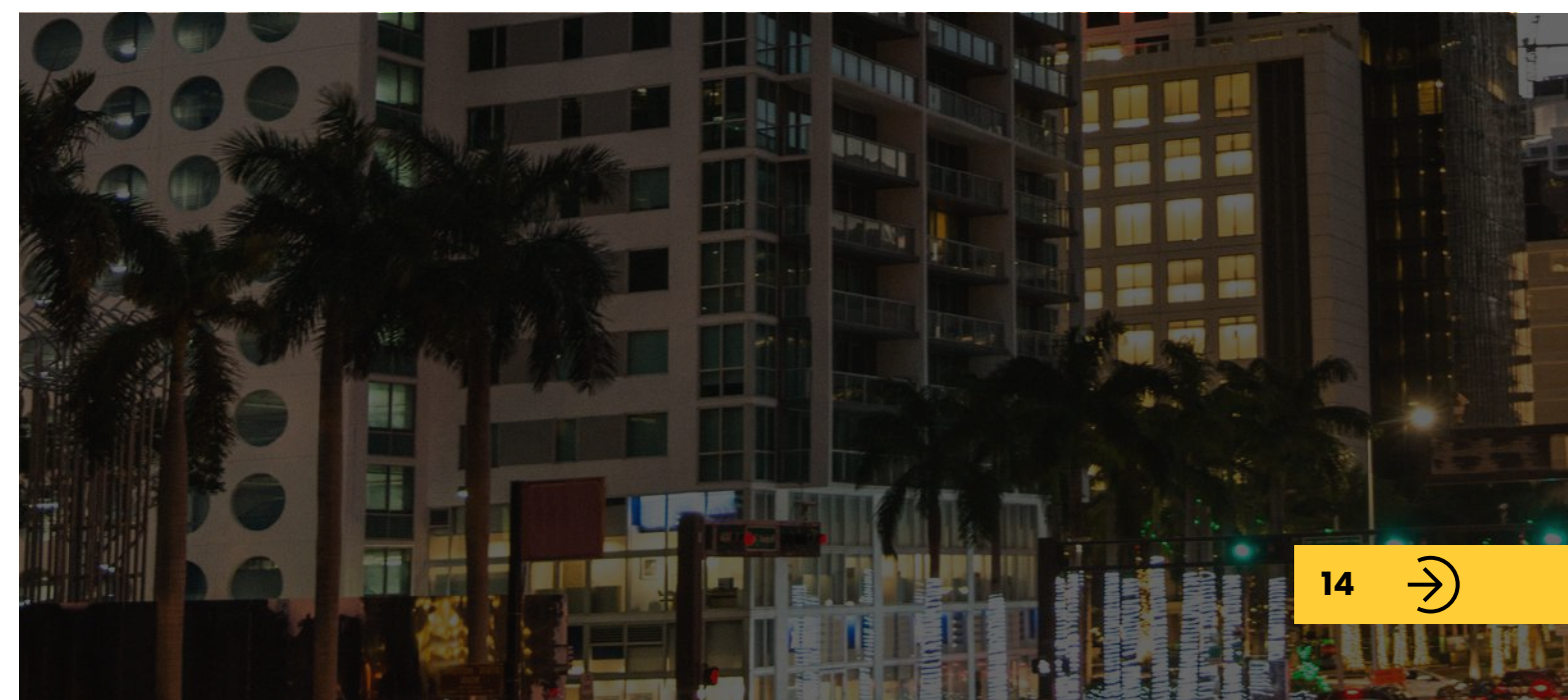
Looking ahead, our direction is clear. We will strengthen StuCred, expand our technology and underwriting capabilities, explore adjacent opportunities with discipline and build an operating platform capable of supporting the next stage of growth.

Our aspiration is to build Kreon into one of India's leading fintech institutions—an enterprise recognised for innovation, customer impact, governance and sustainable value creation. Achieving this will require ambition without complacency, speed without compromise and growth without losing sight of responsibility.

We enter the next chapter with confidence in our strategy, conviction in our people and clarity about the institution we intend to build. The opportunity before us is substantial. So is our determination to realise it.

Thank you for your continued trust and support.

Warm Regards,  
Henna Jain  
Joint Managing Director  
Kreon Financial Services Limited







# Corporate Overview





# Leadership Perspectives

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**Evangeline Jebamalar**

Head - KYC & Support



The financial year 2025–26 was marked by significant progress across Customer Care, KYC & Reverification, and College Desk operations.

Through a strong focus on customer satisfaction, process excellence, data accuracy and digital transformation, our teams delivered measurable improvements that strengthened operational efficiency and enhanced stakeholder experience. These achievements reflect our commitment to innovation, quality, and continuous improvement while laying a strong foundation for future growth.

”



**William S Ramaiah**

Head - Collections

At Kreon Finnancial Services Ltd., we are committed to delivering excellence in collections through a combination of technology, data-driven decision-making, and a highly skilled workforce.

As the industry evolves, we are actively embracing AI, automation, and advanced analytics to enhance customer engagement, improve operational efficiency, and drive better collection outcomes. While technology remains a key enabler, our people continue to be our greatest asset. Through strong leadership, continuous learning, and a culture of professionalism, we empower our teams to deliver exceptional results. Our vision is to build a future-ready collections organization that combines innovation, compliance, and customer-centricity to create sustainable value for all stakeholders.

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**Rashmi Balakrishnan**

Head - Marketing & Brand Strategy



Since joining StuCred in 2022, I have witnessed firsthand a team driven by a singular, unwavering mission building a financially inclusive India by empowering its youth.

Over the years, conversations with countless college students have reinforced just how meaningful this work is; access to small funds during moments of crisis has not only eased the pressures of college life but restored a sense of dignity that every student deserves. Our growth speaks to the impact we are creating year on year, we have more than doubled our customer base, a testament to the trust students place in us. I am proud to be part of a team that shows up every day with purpose and conviction. As we look ahead, our marketing team remains committed to expanding our reach forging new digital and offline channels to ensure more students discover StuCred and engage with our services responsibly.

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**Prathapa Reddy**

Head - Product & Technology

This year has been a journey of continuous learning, technical growth, and leadership. I had the opportunity to contribute to key technology initiatives, drive automation, strengthen system integrations, and build scalable, reliable solutions that support our business objectives.

I am proud of my team's commitment and engineering excellence. Together, we successfully delivered critical projects, optimized operational workflows, improved platform reliability, and accelerated process automation, enabling greater efficiency and a better customer experience. Looking ahead, we will continue to focus on innovation, scalability, and operational excellence, leveraging technology to solve complex business challenges and drive the next phase of the company's growth. I sincerely thank my team for their ownership, collaboration, and dedication in making this possible.

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# Creating Enduring Value through Prudent Strategies

India's higher-education ecosystem is expanding fast — and so is the appetite for a fintech company built to serve it. Conventional credit models, built around collateral, income documentation and established credit histories, were never designed for young borrowers at the very start of their financial journeys.

Kreon was built to address this structural gap. Through technology, data and responsible credit, we are creating a digital financial platform capable of serving students reliably across geographies and economic cycles. Our ambition extends beyond increasing disbursements; it is to build a scalable fintech institution with the underwriting discipline, governance standards and operating resilience required to create enduring value.

During the year, StuCred extended credit to students across every state in India, disbursing 12,17,853 loans aggregating ₹357.61 crore, including extensions. The platform worked through 4,466 partner colleges within a broader network covering nearly 39,897 institutions. Four strategic priorities anchored our progress during the year.

## Technology & Platform Resilience

As a technology company first, we continued modernising the StuCred ecosystem — upgrading the web portal, application and backend architecture to improve scalability, reliability and operating efficiency at fintech speed. Integrations with banking and payment partners strengthened transaction success rates and delivered a faster, more seamless repayment experience. These investments aren't built just for today's volumes — they're built the way a technology company builds infrastructure: to support future products, larger customer cohorts and increasingly sophisticated data and decisioning needs.

## Credit & Portfolio Quality

Sustainable scale starts with underwriting built like a data company's. During the year, we expanded our data-led credit assessment framework, initiated integration with a leading credit bureau and engaged a specialist analytics partner to evaluate alternative-data models and predictive techniques.

We also sharpened our proprietary read on customer behaviour. Repayment patterns, platform engagement and historical usage are increasingly layered alongside bureau data to power smarter lending decisions. More than 2 lakh users returned to the platform for a subsequent loan during the year — proof of both product relevance and underwriting discipline. This growth stands on a strong capital position, with a Capital Adequacy Ratio of 49.45% at year-end — well above the regulatory requirement and a solid base for the scale we're building towards.

## Collections & Customer Engagement

Collections is not a back-office recovery function for Kreon — it's a data and engagement problem we solve with technology. During the year, we deployed an AI-enabled conversation-intelligence platform across collections, sharpening quality monitoring, agent-performance evaluation and campaign optimisation. The platform added 10.21 lakh users during the year, with 3.94 lakh active on StuCred. AI-led insights drove more consistent customer follow-ups and sharper visibility into agent-level performance and collection activity. Customer experience stayed central to how we operate. StuCred rated 4.1 on the App Store and 4.4 on the Play Store — a fintech-grade experience, not just a lending app's. We'll keep improving the end-to-end journey through better product design, communication and service execution.

## Governance & Institutional Strength

As Kreon scales, governance and institutional resilience remain non-negotiable. During the year, we strengthened our information-security framework through periodic reviews, infrastructure audits, vendor-risk assessments and data-privacy initiatives—ensuring that growth is supported by secure, compliant and dependable systems. We also maintained a sharp focus on asset quality, liquidity and financial discipline. Revenue increased to ₹43.35 crore, Profit After Tax reached ₹7.26 crore, Assets Under Management stood at ₹49.17 crore and net worth increased to ₹36.08 crore, delivering a Return on Assets of 20.12%.

India's student-credit market remains significantly underserved — substantial headroom for StuCred and for Kreon's wider fintech ambitions. Backed by experienced leadership, a disciplined risk framework and an increasingly sophisticated technology platform, we believe these strategies position Kreon not merely for near-term growth, but for its ambition to become one of India's top 100 companies in the years ahead.





# Creating Enduring Value by Leveraging Technology

Technology isn't just an enabler for Kreon — it is the company. Our NBFC license lets us lend; our technology platform is what lets us compete with India's best fintech companies. During the year, we continued strengthening our customer-facing platforms, modernising our architecture and extending automation across the business — the way any leading technology company scales.

The launch of StuCred App 3.0, alongside our new iOS application, was a major step in our platform's evolution — built the way a technology company ships product, not the way a lender adds a feature. The upgraded experience made customer journeys faster, simpler and more responsive. Enhancements to our mandate-management framework, integration with the Easebuzz payment gateway and stronger digital-verification processes further simplified onboarding, repayment and servicing.

We also expanded artificial intelligence and machine learning across credit assessment and decision-making — the kind of capability that separates a fintech from a lender with an app. These models let us read customer data more effectively, sharpen risk differentiation, speed up approvals and deliver more relevant financial products, while building deeper customer understanding without compromising underwriting discipline.

Beyond the customer interface, we kept strengthening the technology backbone behind our operations. Intelligent backend systems, scalable API architecture, automation-led workflows and sharper monitoring improved efficiency, accelerated delivery and tightened risk controls — while enabling smoother integration with our banking, payment and technology partners.

The migration of key infrastructure to India-based servers, supported by regular data backups and enhanced security controls, further strengthened the resilience, reliability and regulatory readiness of our digital environment.

As Kreon progresses towards becoming a scaled financial technology institution, our technology strategy remains focused on building a secure, intelligent and adaptable platform. By combining customer-centric design, data-led decisioning, scalable architecture and operational automation, we are creating the digital foundation required to support new products, wider customer segments and sustainable long-term growth.







# Creating Enduring Value through a People Centric Culture

## Diversity, Equity & Inclusion

Building a technology company at scale takes more than good code — it takes a culture engineered for high performance. At Kreon, our people philosophy is guided by Trust, Inclusion, Empowerment, Value and Growth. A diverse, equitable and inclusive workplace strengthens innovation, sharpens decision-making and builds the resilience a scaling fintech needs. Our Diversity, Equity and Inclusion approach is embedded across recruitment, development, performance and career-progression practices. We remain committed to equal opportunity, merit-led advancement and a culture of fairness — the kind of talent engine a fast-scaling technology company depends on.

## Building Capability and Performance

Building a high-performing fintech institution requires continuous investment in skills, leadership and professional development. Our performance-management framework aligns individual objectives with the Company's strategic priorities, reinforcing accountability, execution excellence and continuous improvement. Our appraisal process evaluates performance across achievements, competencies and future potential. It is supported by transparent, merit-based progression practices that recognise high performance, encourage continuous learning and provide meaningful opportunities for career development. As Kreon expands its technology, product, risk and operating capabilities, we will continue to develop the talent required to support increasingly complex and scalable business models.

## Employee Engagement and Well-being

Creating an engaged, high-trust workplace remains a key priority. We foster collaboration, open communication and ownership — empowering employees to innovate, solve problems and contribute meaningfully to Kreon's growth. Our employee-well-being initiatives focus on a safe and inclusive working environment, supportive workplace practices, professional fulfilment and sustainable work-life integration. An engaged workforce is fundamental to delivering strong customer outcomes and sustaining long-term performance. As Kreon expands its footprint, we're building a future-ready workforce equipped with the skills, agility and mindset a fast-scaling fintech demands. By nurturing talent and building a culture of high performance, we're strengthening one of our biggest long-term competitive advantages.

## Quality Assurance and Compliance

During FY26, the Company continued to strengthen operational excellence, quality management, information security and regulatory compliance through adherence to internationally recognised management-system standards. Continuous process improvement, structured governance and cross-functional collaboration enabled us to improve operational consistency while responding to evolving regulatory, technology and information-security requirements. These systems provide a dependable institutional foundation for responsible innovation, customer trust and sustainable scale.

## ISO Certifications and Adherence

The Company continued to maintain and comply with the requirements of internationally recognised ISO standards, reflecting its long-term commitment to quality, governance and operational resilience.

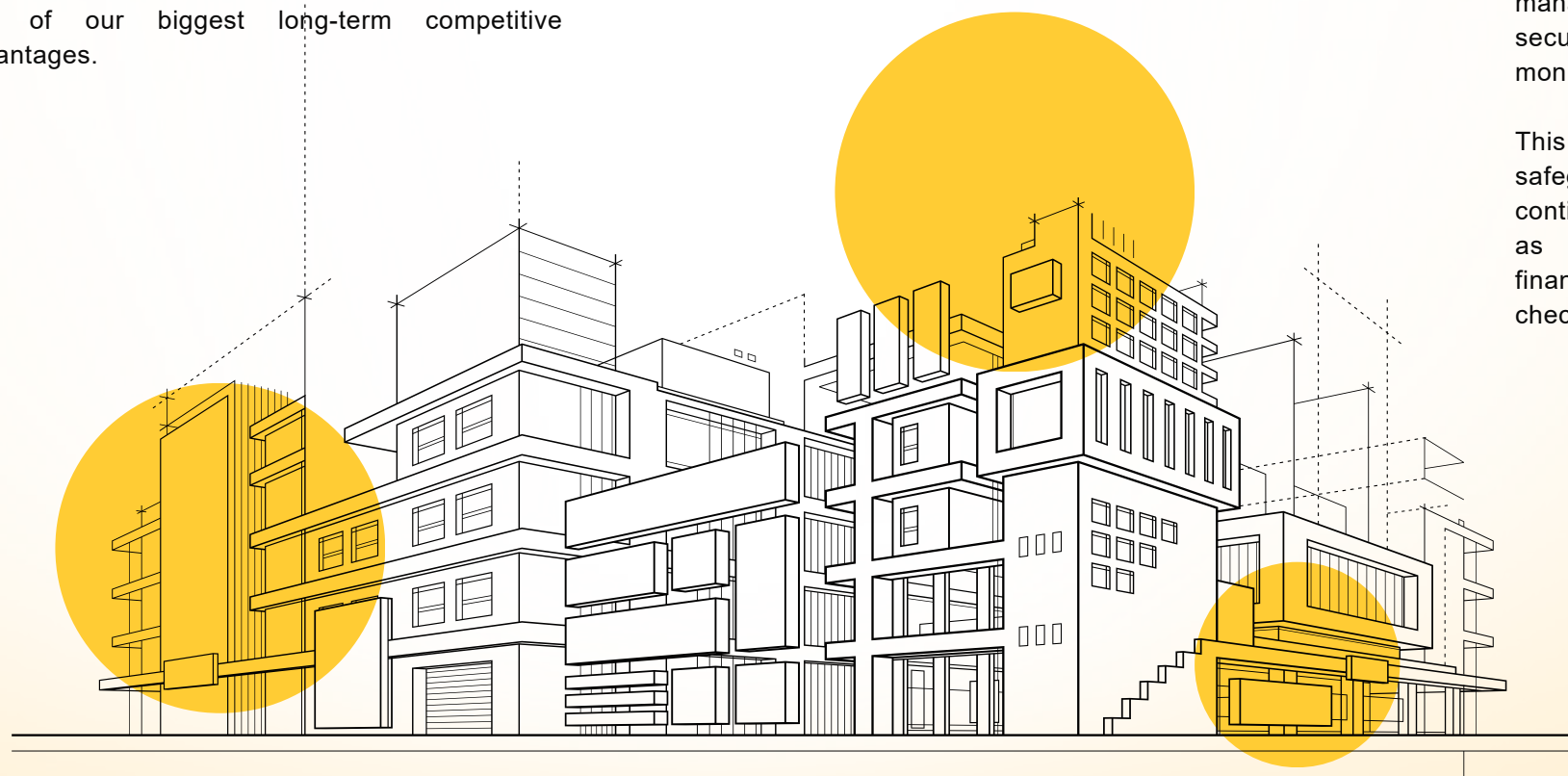
## ISO 9001:2015 — Quality Management System (QMS)

Quality Management System: The Company maintained its ISO 9001:2015 framework with a continued focus on customer satisfaction, process efficiency and continual improvement. During the year, regular internal quality audits, Standard Operating Procedure reviews, document-control activities and Management Review Meetings were conducted to reinforce operating consistency and adherence to quality-management requirements.

## ISO/IEC 27001:2022 — Information Security Management System (ISMS)

Information Security Management System: During FY26, the Company aligned its Information Security Management System with the ISO/IEC 27001:2022 standard, further strengthening its information-security governance and risk-management framework. The upgraded framework focuses on protecting the confidentiality, integrity and availability of organisational and customer information through enhanced security controls, ongoing risk assessments, asset and access management, incident-response protocols, vendor-security reviews and continuous compliance monitoring.

This reinforces Kreon's commitment to safeguarding customer data and business continuity — the standard we'd expect of ourselves as a technology company handling sensitive financial data at scale, not just a regulatory checkbox.







# Crafting bespoke digital journeys

**StuCred** is KFSL's digital lending platform, developed to make short-term credit more accessible, convenient and secure for students. The application offers an end-to-end digital borrowing experience, enabling users to seamlessly complete onboarding, verification, loan disbursement and repayment through a single interface. Powered by intelligent automation, continuous technological enhancements and a secure digital ecosystem, StuCred delivers a fast and reliable customer experience while supporting Kreon's commitment to creating enduring value through responsible digital lending

## E summit – IIT INDORE

Recognized as the Credit Partner for E-Summit'25 at IIT Indore, StuCred operated a two-day on-ground stall, driving strong brand visibility and collecting 150+ student leads for targeted ads and follow-up communication. Free tote bags and pop socket giveaways boosted engagement, while the activation also contributed to 60+ organic Instagram followers.



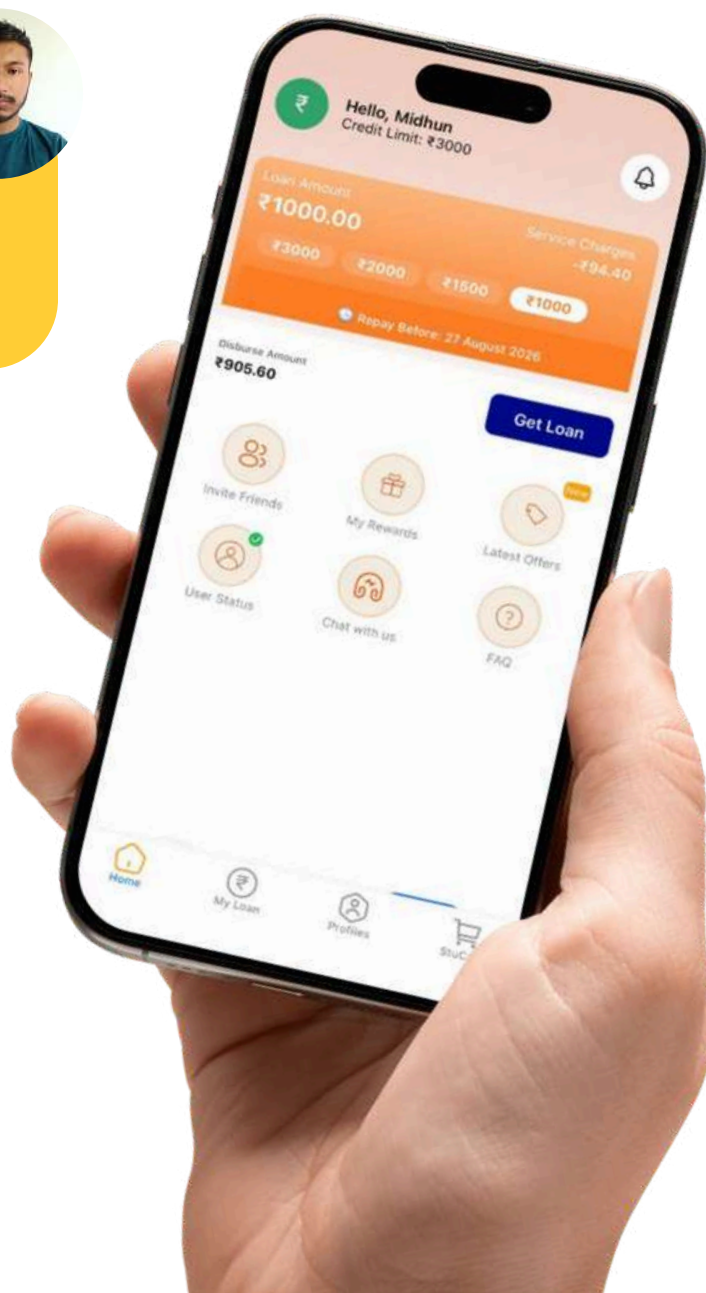
“I've had a good experience with StuCred. It provides quick access to student friendly financial services whenever needed. The app is simple to use, and it has been a helpful part of my routine by making payments. I would also like to know if there are any opportunities to work with StuCred going forward”

**Manowar Jaman**



## New StuCred App 3.0

Enhanced user experience with faster performance and improved digital lending capabilities.



“StuCred was a lifesaver during my college years, providing essential financial support exactly when I needed it most. It helped me build a solid CIBIL score early on, and I thoroughly enjoyed their interactive quizzes, which were not only engaging but also a great way to win prize money.”

**Mamidipalli Jeswanth**



## StuCred Totes giveaway

Distributed 1,400+ branded tote bags through online contests and sponsorship stalls across colleges in India, creating organic brand recall and increasing StuCred's visibility among students. The initiative helped strengthen on-campus presence while encouraging sustained engagement with the brand.



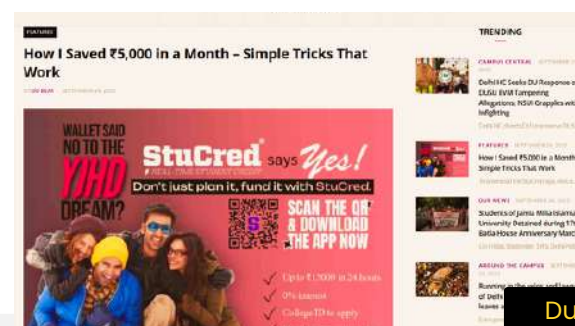
## Comedy Night – IIT Madras Paradox 25'

Sponsored the Paradox'25 Comedy Night at IIT Madras, hosted by renowned writer and stand-up comedian Sorabh Pant. Engaged students through branded tote bag giveaways, creating strong on-ground visibility, enhancing brand recall, and strengthening StuCred's presence among the campus audience.



“StuCred is not one of the best but “the best student loan app in India” due to its less charges on loans and extension facility. Whenever I'm in urgent need of money, I choose StuCred due to its easy loan process.”

**Murtuza Husain**



## Du Beat

Partnered with DU Beat, Delhi University's first student newspaper from (August 2025 – April 2026), to make StuCred more relatable through interactive game-based Solus ads in print and digital editions. Extended the collaboration to social media with engaging memes and student-centric content, generating 6,100+ impressions, 30+ app installs, boosting brand visibility and recall.

## Digital Security

Secure payment integrations, DigiLocker Aadhaar verification and India-based data hosting ensure trusted digital transactions.

## KEY HIGHLIGHTS

- **Platform Modernisation:** Successfully launched StuCred App 3.0, iOS App and the Smart SBA backend platform, enhancing user experience and operational efficiency.
- **Digital Integrations:** Strengthened the lending ecosystem through integrations with Easebuzz, Yes Bank, IDFC, DigiLocker, Equifax and Google Analytics.
- **Reliable Infrastructure:** Maintained 99.9%+ platform availability through proactive monitoring, secure cloud infrastructure and daily data backup.
- **AI & Advanced Analytics:** Expanded AI-assisted development, intelligent data validation and analytics-driven decision support to improve productivity and operational efficiency.
- **Scalable Technology:** Delivered 50+ production releases during the year with zero major business disruptions, demonstrating a resilient and agile technology platform.
- **Secure Digital Ecosystem:** Strengthened cybersecurity with India-based data hosting, secure payment architecture and enhanced data protection measures.





# Expansion of Footprints

India's digital financial-services landscape is being rebuilt by technology companies — and Kreon has positioned itself to lead that shift. Recognising a structural gap in short-tenure student credit, Kreon built StuCred in 2018 not as a lending product, but as a fintech platform: paperless, data-native and engineered for scale from day one.

Since its inception, StuCred has developed into a scalable digital credit ecosystem that enables students to access timely financial support through a simplified borrowing journey. Continuous investments in technology, automation, data-led underwriting and strategic partnerships have strengthened the platform's capabilities, allowing Kreon to expand its reach while delivering a secure, efficient and responsible credit experience. Since inception, the Company has extended total credit of ₹1,000+ crore, reflecting the relevance of the platform and the trust it has earned among students.

During FY 2025–26, the Company expanded its operating capabilities through a combination of digital infrastructure development and selective physical investment. A significant milestone was the establishment of an in-house calling centre in Indore, Madhya Pradesh, strengthening collections, customer support and portfolio-management capabilities. The facility enhanced operating capacity, improved customer engagement and reinforced business continuity through a larger in-house workforce.

We also continued to strengthen the technology architecture underlying our platform. Enhancements to the StuCred web portal, mobile application, backend systems and payment ecosystem improved scalability and efficiency. Partnerships with technology providers, credit bureaus, payment-service providers and analytics specialists — including deeper bureau integration and predictive analytics — sharpened our underwriting, servicing and risk-management capabilities.

Kreon also broadened its footprint across nearly 40,000 colleges, reaching a larger student community through a digital distribution model that doesn't depend on a conventional branch network — the kind of scale only a technology company can achieve.

By combining technology-led innovation with focused investment, Kreon is building a fintech platform capable of acquiring, underwriting, servicing and retaining customers at national scale. Our regulated NBFC license gives us the institutional foundation for responsible lending; our technology, data and distribution capabilities are what will take us there.

As Kreon scales, our focus is clear: deepen our technology and underwriting capabilities, strengthen operational resilience, and build a fintech platform ambitious enough to rank among India's top 100 companies — creating enduring value for every stakeholder along the way.





# Creating Enduring Value Through Stakeholder Engagement

“  
Our long-term ambition — to build one of India's top fintech companies — depends on how well we understand, engage and respond to the people who make that possible.  
”

Over the past three decades, Kreon's progress has been shaped by enduring relationships across the financial-services ecosystem — relationships that have strengthened our ability to evolve, innovate and scale as a technology-first company.

At Kreon, stakeholder engagement is fundamental to building a fintech company trusted at scale. Our stakeholders contribute capital, expertise, customer insight, operating capabilities and regulatory guidance — resources essential to staying relevant, resilient and responsible in a fast-moving digital economy.

Through a structured and multidimensional engagement framework, we actively gather and integrate stakeholder perspectives into strategic and operational decision-making. This continuous feedback loop strengthens our products, sharpens execution and ensures that our value-creation model remains aligned with customer expectations, technological change, regulatory priorities and broader socioeconomic needs.

Our engagement mechanisms include formal consultations, collaborative platforms, digital outreach, governance-aligned reporting and regular operating interactions. By institutionalising this process, we build transparency, mutual trust

and shared accountability—creating relationships designed not merely for a reporting period, but for the long term.

## Stakeholder engagement proces

Our stakeholder-engagement process comprises five stages: identify and assess, plan, engage, review and report.

After identifying our principal stakeholder groups, we determine the scope and objectives of engagement based on their influence, relevance and impact. Resources and communication channels are then aligned with these priorities. This structured approach enables Kreon to evaluate concerns effectively, incorporate material feedback into decision-making and develop strategies that create sustainable, mutually beneficial outcomes.

## Risk Management

At Kreon Financial Services Limited, risk management is integral to the development of a scalable and trusted fintech platform. Our enterprise-wide risk-management framework is aligned with the Company's risk appetite, Board directives and regulatory expectations, and is embedded across strategic, financial, technological and operational decision-making.

| Stakeholders                      | Stakeholder priorities                                                                                                                                                                                                                       | Engagement mode                                                                                                                                                                                                                                                                                             | Frequency                                                                                                               |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|
| Shareholders/<br>Investors        | Brand reputation and trust; sustainable financial performance; long-term share-price performance; disciplined risk management; business strategy; governance, ethics and transparency; stability, security and resilience of digital systems | <ul style="list-style-type: none"> <li>Annual/quarterly results</li> <li>Quarterly business updates</li> <li>Annual General Meeting</li> <li>Annual Report</li> </ul>                                                                                                                                       | <ul style="list-style-type: none"> <li>Quarterly</li> <li>Half yearly</li> <li>Annually</li> <li>Event based</li> </ul> |
| Employees                         | Training and development; Fair and timely remuneration; Reward, recognition, and appreciation for the performance; Diverse, open, non discriminatory, and safe working environment; Work life balance                                        | <ul style="list-style-type: none"> <li>Review meets</li> <li>Employee surveys</li> <li>Learning and development initiatives Newsletters and portals</li> <li>Discussions with senior leaders</li> <li>Engagement initiatives / off sites</li> </ul>                                                         | <ul style="list-style-type: none"> <li>Daily</li> <li>Weekly</li> <li>Monthly</li> <li>Annually</li> </ul>              |
| Customers                         | Aggressive customer acquisition strategies and services; Access to digital channels; Seamless customer service; Secure transactions; Fair and responsive grievance redressal mechanism; Financial inclusion                                  | <ul style="list-style-type: none"> <li>Corporate website</li> <li>Contact Number</li> <li>Digital platforms</li> <li>Social media</li> <li>Customer relationship managers</li> <li>Customer satisfaction surveys</li> <li>Media campaigns and advertising</li> <li>Knowledge seminars and events</li> </ul> | <ul style="list-style-type: none"> <li>Daily</li> <li>Weekly</li> <li>Monthly</li> <li>Annually</li> </ul>              |
| Business Partners                 | Maintaining relationships; Growth opportunities; Quick and efficient payments; Quick response to queries                                                                                                                                     | <ul style="list-style-type: none"> <li>Online one to one meeting with the top management</li> <li>Product/process trainings for new and old partners</li> <li>Industry Speak and Webinars for product updates</li> <li>Conferences and Forums</li> </ul>                                                    | <ul style="list-style-type: none"> <li>Weekly</li> <li>Annually</li> <li>Event based</li> </ul>                         |
| Government /<br>Regulatory Bodies | Compliance with laws and regulations; Ethical business practices; Active participation in industry and regulatory working groups; Timely reporting to regulatory authorities.                                                                | <ul style="list-style-type: none"> <li>Industry associations</li> <li>Corporate Presentations</li> <li>Written Communications</li> <li>One to one meetings</li> <li>Mandatory regulatory filings</li> </ul>                                                                                                 | <ul style="list-style-type: none"> <li>Weekly</li> <li>Quarterly</li> <li>Annually</li> <li>Event based</li> </ul>      |

Our approach encompasses the identification, assessment, monitoring and mitigation of financial, credit, operational, technology, cybersecurity, regulatory and reputational risks. These risks are addressed through defined controls, dynamic monitoring, periodic stress testing and data-led insights.

We foster a culture of risk awareness and accountability across the organisation, ensuring that risk considerations are embedded in strategic planning and day-to-day execution. This disciplined and forward-looking approach protects financial soundness, strengthens operational resilience and enables Kreon to pursue innovation and growth responsibly.

For further information on risk management, please refer to the [Management Discussion & Analysis section](#) of this Annual Report.





# Board of Directors

## Stewards of Governance

“

Providing strategic oversight and principled leadership, our Board of Directors upholds the highest standards of governance while shaping the Company's long-term vision and sustainable growth.

”



**JAIJASH TATIA**  
Chairman & Managing Director



**HENNA JAIN**  
Joint Managing Director



**ANAND MANO HARLAL**  
Independent Director



**RAJASHREE SANTHANAM**  
Independent Director



**MUTHUSAMY MENAKA**  
Independent Director

# Leadership Team

## Driving Strategic Execution

“

Our Senior Management transforms strategy into action through operational excellence, innovation, and disciplined execution, fostering sustainable value for all stakeholders.

”



**SHOBA NAHAR**  
Chief Financial Officer



**NIHARIKA GOYAL**  
Chief Compliance Officer



**RIDDHI LUNKAD**  
Chief Strategy Officer



**RASHMI BALAKRISHNAN**  
Head - Marketing & Brand Strategy



**PRATHAPA REDDY**  
Head - Product & Technology



**PARTHIBAN**  
Head - IT & Infrastructure



**WILLIAM S RAMAIAH**  
Head - Collections



**EVANGELINE JEBAMALAR**  
Head - KYC & Support



**UMA MAHESWARI**  
Head - Quality Assurance





# Corporate Information

## BOARD OF DIRECTORS

Mr. Jaijash Tatia, Chairman and Managing Director  
Mrs. Henna Jain, Joint Managing Director  
Mrs. Rajashree Santhanam, Independent Director  
Mrs. Muthusamy Menaka, Independent Director  
Mr. Anand Manoharlal, Independent Director

## BOARD COMMITTEES'

### 1.Audit Committee

Mrs. Rajashree Santhanam, Chairperson  
Mr. Jaijash Tatia, Member  
Mrs. Muthusamy Menaka, Member  
Mr. Anand Manoharlal, Member

### 2.Stakeholder Relationship Committee

Mrs. Muthusamy Menaka, Chairperson  
Mrs. Henna Jain, Member  
Mrs. Rajashree Santhanam, Member

### 3.Nomination and Remuneration Committee

Mrs. Rajashree Santhanam, Chairperson  
Mrs. Muthusamy Menaka, Member  
Mr. Anand Manoharlal, Member

## KEY MANAGERIAL PERSONNEL

Mrs. Shoba Nahar - Chief Financial Officer  
Ms. Niharika Goyal - Chief Compliance Officer

## INVESTOR GRIEVANCE AND COMPLIANCE OFFICER

Ms. Niharika Goyal  
Chief Compliance Officer  
E-mail ID: [investor.relations@kreon.in](mailto:investor.relations@kreon.in)

## REGISTERED OFFICE

No. 26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Chennai, Tamil Nadu – 600 041  
Ph: 044-24487769/044-42696634  
E-mail ID: [info@kreon.in](mailto:info@kreon.in)  
Website: [www.kreon.in](http://www.kreon.in)  
CIN – L65921TN1994PLC029317

## STOCK EXCHANGE

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400001  
Phones : 91-22-22721233/4, 91-22-66545695  
Email: [corp.comm@bseindia.com](mailto:corp.comm@bseindia.com)

## BANKERS

ICICI BANK  
YES BANK  
HDFC BANK  
AXIS BANK  
RBL BANK  
IDFC BANK

## REGISTRAR AND SHARE TRANSFER AGENT

Purva Shareregistry (India) Private Limited  
No. 9, Shiv Shakti Ind. Estate,  
J.R. Boricha Marg, Lower Parel (E),  
Mumbai, Maharashtra – 400 011  
Ph: +91 22 4134 3255 +91 22 4134 3256  
E-mail ID: [support@purvashare.com](mailto:support@purvashare.com)

## STATUTORY AUDITOR

M/s. Darpan & Associates,  
Chartered Accountants,  
#11/2, Shyam Avenue, College Road,  
Nungambakkam, Chennai, Tamil Nadu – 600 006,  
India  
Ph: 044-28223233  
E-mail: [darpannassociates@gmail.com](mailto:darpannassociates@gmail.com)

## INTERNAL AUDITOR

M/s. R. Baskaran & Co, Chartered Accountants,  
Flat No. 4, 2<sup>nd</sup> Floor, Venkata Vijayam Apts. No.11,  
South Road, West CIT Nagar, Nandanam  
Chennai, Tamil Nadu – 600 035  
PH: 044-42316400  
E-mail ID: [baskaranandco@gmail.com](mailto:baskaranandco@gmail.com)

## SECRETARIAL AUDITOR

M/s. Lakshmmi Subramanian & Associates,  
#81, Murugesu Naicker Complex, Greaves Road,  
Thousand Lights, Chennai,  
Tamil Nadu – 600 006  
Ph: 044-28292272/73  
E-mail: [lsacustomerservices@gmail.com](mailto:lsacustomerservices@gmail.com)

# Statutory Reports





# BOARD REPORT

## Dear Members,

Your Board of Directors (the “Board”) has the pleasure of presenting the 32<sup>nd</sup> Board Report on the business and operations of Kreon Financial Services Limited (the “Company”) along with standalone financial statements for the year ended March 31, 2026, and auditor’s report.

## 1.FINANCIAL PERFORMANCE

The financial statements for the year ended March 31, 2026, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs (MCA).

Key highlights of the financial results for year ended March 31, 2026 (In Lakhs).

| Particulars                                      | Year ended<br>31.03.2026 | Year ended<br>31.03.2025 |
|--------------------------------------------------|--------------------------|--------------------------|
| Revenue from Operations                          | 4335.27                  | 2664.57                  |
| Profit / (Loss) before Depreciation and Interest | 1324.34                  | (44.48)                  |
| Less: Interest                                   | (259.41)                 | (283.47)                 |
| Less: Depreciation                               | (73.72)                  | (79.37)                  |
| <b>Profit / (Loss) before Tax</b>                | <b>991.20</b>            | <b>(407.32)</b>          |
| Prior Period Tax                                 | (2.04)                   | 0.00                     |
| Provision for Tax/Current Tax                    | 221.98                   | 61.60                    |
| Deferred Tax                                     | 45.40                    | (54.78)                  |
| <b>Profit / (Loss) after Tax</b>                 | <b>725.85</b>            | <b>(414.14)</b>          |
| Other Comprehensive Income                       | (211.84)                 | 237.40                   |
| <b>Total Comprehensive Income</b>                | <b>514.02</b>            | <b>(176.74)</b>          |

## 2.BUSINESS OPERATIONS

During the year under review, the Company clocked revenue of Rs. 4335.27 lakhs compared to Rs. 2664.57 lakhs for FY 2024-25. The Company made a profit of Rs. 725.85 lakhs in FY 2025-26 as compared to a loss of Rs. 414.14 lakhs in FY 2024-25. The significant improvement in profitability was primarily attributable to the continued growth in the Company's lending operations, enhanced collections and recoveries, optimization of operating costs and effective management of funding costs.

## 3.CHANGE IN THE NATURE OF BUSINESS

There has been no change in business of the Company during FY 2025-26.

## 4.CHANGE IN STATUS OF THE COMPANY

During the financial year under review, there was no change in the status of the Company under any regulatory registration, approval, or recognition granted by the Reserve Bank of India (RBI), SEBI, BSE Limited, or under the UDYAM Registration framework.

## 5.DIVIDEND

To conserve resources for future operations, the Board decided not to declare any dividend for FY 2025-26.

## 6.TRANSFER TO RESERVES

In compliance with the provisions of Section 45-IC of the RBI Act, 1934, applicable to Non-Banking Financial Companies (NBFCs), the Company has transferred ₹1,45,17,093 (One crore Forty Five lakhs Seventeen Thousand and Ninety Three Rupees), being 20% of its net profit for the financial year ended March 31, 2026, to the Special Reserves.

## 7.CORPORATE GOVERNANCE

### a) Corporate Governance Philosophy

Your Company believes that good corporate governance is fundamental to sustainable growth, stakeholder confidence and long-term value creation.

The Company is committed to maintaining the highest standards of transparency, accountability, integrity and ethical business conduct while ensuring compliance with all applicable laws and regulations.

The Board provides strategic direction and oversight to the Company's governance framework and is committed to protecting the interests of all stakeholders through responsible decision-making, effective risk management and sound corporate practices.

### b) Board Diversity

The Company believes that a truly diverse Board will leverage differences in perspective, knowledge, skill, regional and industry experience, cultural and geographical backgrounds, age, ethnicity, race, and gender, which will help us retain our competitive advantage. The Board approved Policy on Board Diversity sets out its approach to diversity, which is available on our website at [Board Diversity Policy](#). Additional details on Board diversity are available in the Report on Corporate Governance that forms part of this Annual Report.

### c) Board Composition and Key Managerial Personnel (KMP)

The composition of Board confirms with Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and Section 149 of the Companies Act, 2013 (Act).

As on date of this report, the Board comprises five Directors, further classified into two Executive Directors and three Non-Executive Independent Directors. Further, out of three Independent Directors, two are Woman Director. The Chairman of the Board is a Promoter-Executive Director.

As on date of this report, the Company has the following KMP:

- Mr. Jaijash Tatia – Chairman and Managing Director
- Mrs. Henna Jain – Joint Managing Director
- Mrs. Shoba Nahar – Chief Financial Officer
- Mrs. Niharika Goyal – Company Secretary and Chief Compliance Officer



**Strong  
governance.  
Enduring  
value**







#### d) Changes in Director and KMP

During FY 2025-26 and till date of this report, no changes have taken place in the composition of Board of Directors and KMP.

#### e) Re-appointment of Director retiring by rotation

In terms of the provisions of Section 152 of the Act, Mrs. Henna Jain (DIN:08383395), Joint Managing Director, retires at the ensuing AGM scheduled to be held on August 26, 2026, and being eligible, seeks re-appointment. The necessary resolution for re-appointment of Mrs. Henna Jain forms part of the Notice convening the ensuing AGM. The profile and particulars of experience, attributes and skills that qualify her for board membership, are disclosed in the said notice.

#### f) Number of Board Meetings

The Board met four (04) times during FY 2025-26. The details of such meetings are provided in the Report on Corporate Governance that forms part of this Annual Report. The maximum interval between any two consecutive meetings did not exceed one hundred and twenty days (120 days), as prescribed under the Act.

#### g) Familiarization programme for Independent Directors

Pursuant to the provisions of Regulation 25(7) of the SEBI Listing Regulations read with Schedule IV of the Act, the Company has in place a familiarization programme for its Independent Directors to acquaint them with the Company, their roles and responsibilities, business model, operational aspects and governance framework of the Company. Through this program, the Independent Directors are provided with relevant information and insights to enable them to gain a comprehensive understanding of the Company's business and to contribute effectively to the Board and its Committees.

The familiarization sessions are conducted through presentations, briefings, and interactions with Senior Management, as and when required. Details of the familiarization sessions program for Independent Directors are also disclosed on the Company's website at [Familiarization Programme for Independent Directors](#).

#### h) Separate meeting of Independent Directors

In terms of requirements under Schedule IV of the Act and Regulation 25(3) of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on February 12, 2026.

The Independent Directors at the meeting, inter-alia, reviewed the following:

- Performance of Non-Independent Directors;
- Performance of the Board as a whole;
- Performance of Chairperson of the Company considering the views of executive directors and non-executive directors;
- Assessment of the quality, quantity, and timeliness of the flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties;
- Any unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.

#### i) Subsidiaries, Associates, and Joint Ventures

As on March 31, 2026, the Company does not have any Subsidiary or Associate Company or Joint Ventures.

#### j) Developments, Acquisition and Assignment of Material Intellectual Property Rights

During FY 2025-26, the Company did not undertake any development, acquisition or assignment of material intellectual property rights.

#### k) Manner and Criteria of formal annual evaluation of Board's performance and that of its Committees and Individual Directors

In terms of the requirements under the Act and SEBI Listing Regulations, the Nomination and Remuneration Committee (NRC) has formulated a criterion for evaluation of the performance of Board as a whole, individual Directors, Chairman and the Board Committees. The criteria cover the areas relevant to the functioning of the Board and its Committees such as its composition, structure, oversight, effectiveness, performance, skill set, knowledge, strategy, and risk management. The performance of individual Directors was assessed on parameters such as attendance and participation in Board and Committee meetings, personal attributes and competence, independence in judgement and adherence to the Company's Code of Conduct, knowledge and skills, and ability to manage relationships.

The performance of the Chairperson was evaluated based on factors including leadership effectiveness, availability and attendance, impartiality in decision-making, engagement and communication with shareholders and the Board, and effective utilization of the support systems and resources provided by the Company to the Board.

The performance of the Board Committees was also evaluated against defined criteria, including the effectiveness of the Committee in fulfilling its mandate, appropriateness of its composition, adequacy of its structure and meetings, quality of management interaction, and the quality, timeliness and effectiveness of recommendations submitted to the Board.

#### l) Board Committees

Pursuant to the provisions under the Act and SEBI Listing Regulations, the Board has constituted following Committees:

- **Audit Committee;**
- **Nomination and Remuneration Committee;**
- **Stakeholders Relationship Committee.**

Pursuant to the provisions of Section 135 of the Act, the Corporate Social Responsibility ("CSR") provisions became applicable to the Company with effect from FY 2026-27 as the

Company met the prescribed applicability criteria on March 31, 2026. However, as the Company's CSR obligation for FY 2026-27 does not exceed ₹50 lakhs, the Company is not required to constitute a CSR Committee in terms of Section 135(9) of the Act. Accordingly, the Board of Directors has assumed and shall discharge all the functions and responsibilities of the CSR Committee as prescribed under the Act and the rules made thereunder.

Details of composition, terms of reference, number of meetings and attendance of Members in these Committees are provided in the Report on Corporate Governance that forms part of this Annual Report.

#### m) Recommendations made by Board Committee's

The Board, during FY 2025-26, has accepted all recommendations made to it by its Committees including Audit Committee.

#### n) Composition of Audit Committee

The composition of the Audit Committee, as on March 31, 2026, is given below:

| Name                     | Category                          |
|--------------------------|-----------------------------------|
| Mrs. Rajashree Santhanam | Independent Director, Chairperson |
| Mrs. Menaka Muthusamy    | Independent Director, Member      |
| Mr. Anand Manoharlal     | Independent Director, Member      |
| Mr. Jaijash Tatia        | Managing Director, Member         |

#### o) Declaration by Independent Directors

The Company has received the necessary declaration from each Independent Director that he/she meets the criteria of independence laid down in Section 149(7) of the Act and Regulation 16 and 25 of the SEBI Listing Regulations.





All Independent Directors have affirmed compliance with the Code of Conduct for Independent Directors as per Schedule IV of the Act as well as the Code of Conduct for Directors and Senior Management of the Company.

#### p) Compliance with Secretarial Standards

During FY 2025-26, the Company has complied with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

#### q) Risk Management

Financing activity inherently involves the management of risks, which is supported through appropriate credit models and robust systems and operational processes. The Company's risk management framework is continuously monitored and overseen by the Audit Committee. The Committee supervises the processes and policies adopted by the Company for determining its risk tolerance levels and periodically reviews Management's assessment and measurement of risks against such established parameters. The significant risks identified across various business and functional areas are systematically evaluated and addressed through appropriate mitigation measures on an ongoing basis. The Risk Management Policy of the Company is available on our website at [Risk Management Policy](#).

#### r) Board Policies

The details of the policies approved, adopted or reviewed by the Board are provided in the Report on Corporate Governance that forms part of this Annual Report.

#### s) Statutory Compliance

The Company has established adequate systems and processes to monitor compliance with all applicable laws, regulations and guidelines to the extent and as far as possible and shall always strive to abide by the laws as applicable.

#### t) RBI guidelines

The Company continues to comply with all the

applicable regulations prescribed by the RBI, from time to time.

### 8.DISCLOSURE / ANNEXURES

#### a) Annual Return

Pursuant to the provisions of Section 92(3) and Section 134(3)(a) of the Act, the Company has placed a copy of the annual return on its website and can be accessed at [Annual Return – FY' 25-26](#).

#### b) Report on Corporate Governance

The Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the principle that an organization's corporate governance is directly linked to high performance.

The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in the creation of value and wealth for all stakeholders.

The compliance report on corporate governance along with a certificate from M/s. Darpan & Associates, Statutory Auditors, regarding compliance of conditions of the corporate governance, as stipulated under Schedule V of the SEBI Listing Regulations, is attached herewith as **Annexure-G** to this report.

#### c) Certificate of Non-Disqualification of Directors

Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI Listing Regulations, the Certificate of Non-Disqualification of Directors for the financial year ended March 31, 2026, obtained from M/s. AXN Prabhu & Associates, Practicing Company Secretary, COP 11440, FCS No. 3902, is annexed as **Annexure-H** to this report.

#### d) Management Discussion and Analysis Report

The Management Discussion and Analysis Report, along with detailed analysis of Company's performance for the year under review, as stipulated under Regulation 34 of the SEBI Listing Regulations and applicable provisions of the Master Direction issued by the RBI, forms part of this annual report.

#### e) Certificate by MD and CFO

Mr. Jaijash Tatia, Chairman and Managing Director and Mrs. Shoba Nahar, Chief Financial Officer, have submitted the certificate, in terms of Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations to the Board. The certificate by CFO and MD is herewith attached as **Annexure-F** to this report.

#### f) Related Party Transactions

All related party transactions (RPTs) during FY 2025-26 were in the ordinary course of business and at an arm's length basis and were in compliance with the Act, SEBI Listing Regulations and Accounting Standards and are disclosed in the notes forming part of the financial statements.

During FY 2025-26, the Audit Committee reviewed, on a quarterly basis, all RPTs undertaken by the Company, including those covered under the omnibus approval granted by it, in accordance with the applicable statutory and regulatory requirements.

The particulars of contracts or arrangements or transactions with related parties during FY 2025-26, as referred to in Section 188(1) and applicable rules of the Act in Form AOC-2, are provided as an **Annexure-E** to this report.

Further, there were no materially significant RPTs entered into by the Company during FY 2025-26, which may have potential conflict with the interest of the Company at large.

There were no pecuniary relationships or

transactions entered by the Independent Directors with the Company during FY 2025-26.

The policy on related party transactions as approved by the Board is available on the Company's website and can be accessed at [Policy on Related Party Transactions](#)

#### g) Managerial Remuneration and Employee Related Disclosures

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report. Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **Annexure-D**.

#### h) Conservation of energy

i. **Steps taken or impact on conservation of energy:** Optimized cloud resource utilization, automated infrastructure scheduling, reduced manual processing through digital workflows, lowering computing and operational overhead.

ii. **The steps taken by the Company for utilizing alternate sources of energy-** Leveraged energy-efficient cloud infrastructure and virtualization technologies provided by cloud service partners.

iii. **Capital investment on energy conservation equipment-** No significant capital investment in energy consumption equipment; focus remained on software-driven optimization and efficient cloud resource management.





### i) Technology absorption, adoption and innovation

#### i. Efforts made towards technology absorption:

Continuous upskilling, proof-of-concept development, internal knowledge-sharing sessions, and hands-on implementation of modern APIs and cloud technologies.

**ii. Benefits derived like product improvement, cost reduction, product development or import substitution:** Faster product delivery, improved automation, reduced operational effort, enhanced platform reliability, lower processing time, and better customer experience.

**iii.** In case of **imported technology** (imported during the last three financial years reckoned from the beginning of the financial year)

- **Technology imported:** Adoption of third-party cloud platforms, external API services, and SaaS-based development and analytics tools.
- **Year of import:** 2025-26
- **Whether the technology has fully been absorbed:** Yes, the adopted technologies have been successfully integrated into production systems.
- **If not fully absorbed, area where absorption has not taken place and reason thereof:** Nil

**iv. Expenditure incurred on Research and Development:** Continuous investment in internal product innovation, automation initiatives, API modernization, and AI-assisted engineering practices as part of regular technology development activities.

### j) Particulars of loans, guarantees, or investments under Section 186

Pursuant to Section 186(11)(a) of the Act read with Rule 11(2) of the Companies (Meetings of Board and its Powers) Rules, 2014, the loan made, guarantee given or security provided in the ordinary course of business by an NBFC registered with RBI are exempted from the applicability of the provisions of Section 186 of the Act. During FY 2025-26, the Company has invested funds in various securities in the ordinary

course of business. For details of the investments of the Company, refer to Note No. 06 of the financial statements.

### k) Foreign Exchange Earnings and Outgo

| Sr. No. | Particulars                     | Year Ended March 31, 2026 | Year Ended March 31, 2025 |
|---------|---------------------------------|---------------------------|---------------------------|
| 1       | Expenditure in foreign Currency | Rs. 74.02 lakhs           | Rs. 82.78 lakhs           |
| 2       | Earning in Foreign Currency     | Rs. 09.56 lakhs           | NIL                       |

*Note: The expenditure was incurred on purchase/ marketing/ subscription of software.*

### l) Material changes and commitments

There were no material changes and commitments occurring between March 31, 2026, and the date of this Report which materially affects the financial position of the Company.

### m) Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Act do not apply to the Company as there was no dividend declared and paid since the incorporation of the Company.

### n) One-time settlement with any Bank or Financial Institution along with reasons

During FY 2025-26, there were no instances of one-time settlement with any Bank or Financial Institution.

### o) Proceedings under Insolvency and Bankruptcy Code, 2016

During FY 2025-26, there were no applications made or no proceedings that were filed by/against the Company, which stands as pending under the Insolvency and Bankruptcy Code, 2016, as amended, before National Company Law Tribunal or other Courts.

### p) Significant material orders passed by Regulators

There are no significant material orders passed by the Regulators/ Courts/ Tribunals impacting on the going-concern status and future operations of the Company.

### q) Credit rating

During FY 2025-26, the Company did not obtain any credit rating.

### r) Other Disclosures

During FY 2025-26, the Company has not obtained any registration/ license/ authorization, by whatever name called from any other financial sector regulators.

## 9.AUDIT AND AUDITORS

### a) Statutory Auditors

The Members of the Company, in 29<sup>th</sup> AGM held on July 28, 2023, appointed M/s. Darpan & Associates, Chartered Accountants (FRN:016156S), as the Statutory Auditors for a period of five consecutive years to hold office till the conclusion of 34<sup>th</sup> AGM to be held in the calendar year 2028.

M/s. Darpan & Associates, Chartered Accountants, have confirmed that they have not been disqualified to act as Statutory Auditors of the Company and that the continuation is within the ceiling limit as prescribed under Section 141 of the Act and/or any other relevant statute.

### b) Statutory Auditor's Report

The report given by M/s. Darpan & Associates, Statutory Auditors, on the financial statements of the Company for the year ended March 31, 2026, forms part of this Annual Report. It does not contain any qualification, disclaimer, reservation, or adverse remark. The Audit Report being self-explanatory does not call for any further comments from the Board.

### c) Secretarial Auditors

The Members of the Company, in 31<sup>st</sup> AGM held on August 29, 2025, appointed M/s. Lakshmmi

Subramanian & Associates, Practicing Company Secretaries (Peer Review Certificate No. 6608/2025, COP:3122), as the Secretarial Auditors for a term of five consecutive years to hold office till the conclusion of 36th AGM to be held in the calendar year 2030.

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, have confirmed that they are not disqualified to act as Secretarial Auditors of the Company.

### d) Secretarial Audit Report

The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed to the Board Report as **Annexure-C**.

The following qualifications have been mentioned in the Secretarial Audit Report:

| Act / Rules / Regulation               | Qualifications                                            | Action taken against the Company                        | Response by Company            |
|----------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|--------------------------------|
| 23(9) of SEBI (LODR) Regulations, 2015 | Delay in filing disclosure of related party transactions. | The Company was fined Rs.5,900/- by BSE for such delay. | The Company has paid the fine. |

The Board has taken note of the observation made by the Secretarial Auditor. The Company has taken the necessary corrective actions to address the matter and has implemented appropriate Standard Operating Procedures (SOPs) and strengthened its internal compliance framework to ensure timely compliance with the applicable provisions and to prevent recurrence of such instances in the future.

### e) Cost Audit and Cost Records

Maintenance of cost records and requirement of Cost Audit as prescribed under Section 148(1) of the Act read with Companies (Cost Records and Audit) Rules, 2014 is not applicable to the business activities carried out by the Company.





#### **f) Reporting of fraud by Auditors**

During FY 2025-26, none of the Auditors, namely Statutory Auditors and Secretarial Auditors, reported any instances of fraud committed against the Company by its officers or employees to the Audit Committee under Section 143(12) of the Act. Accordingly, no disclosure is required to be made under Section 134(3)(ca) of the Act.

### **10. SHARE CAPITAL AND LISTING ON STOCK EXCHANGE**

#### **a) Authorized share capital**

As of March 31, 2026, the total authorized share capital of the Company stood at Rs. 50,00,00,000 (Rupees Fifty Crores only) divided into 4,50,00,000 (Four Crores Fifty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each and 50,00,000 (Fifty Lakhs only) Compulsory Convertible Preference Shares of Rs.10/- (Rupees Ten only) each.

#### **b) Paid-up share capital**

As of March 31, 2026, the total paid-up share capital of the Company stood at Rs.20,22,20,000/- (Rupees Twenty Crores Twenty-Two Lakhs Twenty Thousand Only) consisting of 2,02,22,000 (Two Crore Two Lakh Twenty-Two Thousand) equity shares of Rs.10/- each. There were no additions or alterations made to the paid-up share capital of the Company during FY 2025-26.

#### **c) Issue of shares/warrants on preferential basis**

During FY 2025-26, the Company has not made any allotment of shares/warrants on a preferential basis.

#### **d) Issue of equity shares with differential rights**

The Company has not issued any equity shares with differential rights during FY 2025-26.

#### **e) Issue of sweat equity shares**

The Company did not issue any sweat equity shares during FY 2025-26.

#### **f) Issue of employee stock options**

The Company did not issue any employee stock options during FY 2025-26.

#### **g) Listing on Stock Exchange**

The Company's equity shares are listed on BSE Limited under scrip code 530139.

#### **h) Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of the employees**

The Company has not made any provision for the purchase of its own shares by employees or by trustees for the benefit of the employees during FY 2025-26.

#### **i) Suspension of shares from trading**

During FY 2025-26, shares of the Company were not suspended from trading on the stock exchange.

### **11. POLICY DISCLOSURES**

#### **a) Code of Conduct for Board of Directors and Senior Management**

The Company has formulated a Code of Conduct for the Board of Directors and Senior Management and has complied with all the requirements mentioned in the aforesaid code. A declaration to this effect has been signed by Mr. Jaijash Tatia, Chairman and Managing Director, and forms part of this Annual Report. The Code of Conduct shall be available on the website of the Company at [Code of Conduct for Board of Directors, Senior Management & Independent Directors](#).

#### **b) Nomination and Remuneration Policy**

The Board and NRC has framed a policy/criterion for selection and appointment of Directors, KMPs and Senior Management Personnel (SMP) including qualifications, positive attributes, independence of a director, remuneration, and other matters provided under Section 178(3) of the Act and the SEBI Listing Regulations.

Pursuant to Section 134(3) of the Act, the detailed nomination and remuneration policy of the Company which lays down the criteria, is available on the Company's website at [Nomination and Remuneration Policy](#).

The key points outlined in the Nomination and Remuneration Policy are as follows:

- The Policy aims to appoint Directors, KMP's, and Senior Management who possess significant skills, competence and experience relevant to the position, in alignment with applicable laws and regulations.
- Evaluation of individuals against various criteria, including industry experience and other attributes necessary for successful performance in the role, while also considering the benefits of board diversity.
- Examination of the individual's current positions, including directorships or other affiliations and how these roles might impact their ability to exercise independent judgement.
- Consideration of how the individual is likely to contribute to the overall effectiveness of the Company and collaborate constructively with others.
- Remuneration is designed to align with the individual's role, responsibilities, and performance, balancing fixed and variable components.

#### **c) Vigil Mechanism / Whistle Blower Policy**

Pursuant to the provisions of Section 177(9) and (10) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company has formulated a vigil mechanism through whistle blower policy to deal with instances of unethical behavior, actual or suspected fraud, violation of Company's code of conduct or policy. The mechanism ensures to provide adequate safeguards against victimization. No person has been denied access to the Chairperson of the Audit Committee. The details of the policy are explained in the Report on Corporate Governance and posted on the website of the Company and can be accessed at [Whistleblower Policy](#).

#### **d) Code for Prohibition of Insider Trading**

The Company has adopted a code of conduct to regulate, monitor, and report trading by designated persons and their immediate relatives as per the requirements under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company has also adopted a Code for Prevention of Insider Trading in accordance with the aforesaid regulations and the same has been made available on the website of the Company at [Code for prevention of Insider Trading](#).

#### **e) Sexual Harassment at Workplace**

As per the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH), the Company has a robust mechanism in place to redress complaints reported under it. The Company has a formal policy known as [POSH Policy](#) for the prevention of sexual harassment of the employees at the workplace. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Hence, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, with the following members:

Mrs. Shoba Nahar – Presiding Officer  
Ms. Soundarya Sekar – Internal Member  
Mr. Midhun Sukumaran – Internal Member  
Ms. Anjanaa Aravindan – Internal Member

The Appellate Authority constituted under the Internal Complaints Committee comprises the following members:

Mrs. Henna Jain – Joint Managing Director  
Mrs. Niharika Goyal – Chief Compliance Officer

During FY 2025-26,

- Number of complaints of sexual harassment received in the year: NIL





- Number of complaints disposed off during the year: NIL
- Number of cases for more than ninety days: NIL
- Several POSH sessions were also conducted at regular intervals for all employees covered under POSH policy.

#### **f) Maternity Benefit Policy**

The Company has a well-structured and inclusive Maternity Benefit Policy that supports the health, well-being, and career continuity of its women employees. This policy is designed in compliance with the provisions of the Maternity Benefit Act, 1961, and Code on Social Security, 2020, and reflects the Company's commitment to fostering a supportive and inclusive workplace. It offers paid maternity leave, job protection, medical support, and flexible work arrangements, ensuring that employees can focus on their personal and family responsibilities without compromising their professional growth.

During FY 2025-26, the Company has complied with all the applicable provisions given under the Maternity Benefit Act, 1961 and Code on Social Security, 2020.

#### **g) Quality Policies**

The Company has been awarded ISO 9001:2015 and ISO 27001:2022 certifications by Impleton Management Systems, an independent and internationally accredited certification body. These internationally recognized certifications reaffirm the Company's commitment to maintaining robust quality management and information security management systems, ensuring consistent delivery of high-quality products and services while effectively meeting customer expectations and safeguarding information assets.

#### **h) Equal Opportunity Policy**

In accordance with the principles of fairness, transparency, and inclusivity, the Company has adopted an Equal Opportunity Policy that upholds the right of every individual to work in an environment free from discrimination and bias. As a responsible employer and a listed NBFC, the

the Company ensures compliance with all applicable laws including the Rights of Persons with Disabilities Act, 2016 and SEBI Listing Regulations.

The Policy prohibits discrimination on the grounds of gender, religion, caste, race, disability, marital status, sexual orientation, or any other category protected by applicable laws. The Company is committed to promoting diversity and inclusivity across all levels of employment and provides equal access to opportunities for growth, development, and advancement.

The Policy is communicated to all employees, and any grievances under this Policy are addressed through a fair and structured redressal mechanism. The implementation of the Equal Opportunity Policy is monitored periodically by the Human Resources Department under the oversight of the Board.

The above policy is available on the Company's website at [Equal Employment Opportunity Policy](#).

#### **i) Anti-Bribery and Anti-Corruption Policy**

The Company is committed to conducting its business with the highest standards of integrity, ethics, transparency, and accountability. It maintains a zero-tolerance approach towards bribery, corruption, fraud, and any form of unethical or unlawful business conduct. The Company strictly prohibits the offering, giving, soliciting, accepting, or authorizing of bribes, kickbacks, facilitation payments, or any other improper payments or benefits, whether directly or indirectly, in connection with its business activities.

The above policy is also available on the website of the Company and can be accessed at [Anti-Bribery and Anti-Corruption Policy](#).

#### **j) Stakeholders Engagement Policy**

The Company recognizes that strong and continuous stakeholder engagement is integral to

long-term sustainability and responsible governance. In line with SEBI Listing Regulations and RBI guidelines applicable to NBFCs, the Company has put in place a Stakeholders Engagement Policy to maintain transparent and effective communication with all stakeholders, including shareholders, regulators, customers, employees, lenders, vendors, credit rating agencies, and the broader community. Engagement is achieved through multiple channels such as disclosures on stock exchange and Company website, customer feedback mechanisms, grievance redressal platforms and regulatory interactions. The Company strives to incorporate stakeholder feedback into its decision-making processes and strategic planning.

The Board of Directors, through its Committees and Management, periodically reviews stakeholder engagement practices to ensure they are aligned with the Company's values, compliance framework, and business objectives.

The above policy is available on the Company's website at [Stakeholder Engagement Policy](#).

#### **12.DEPOSITS**

Being a non-deposit taking NBFC and as per RBI Master Directions for Public Deposits, the Directors hereby report that the Company did not accept any public deposits during FY 2025-26 and have no public deposits outstanding as on March 31, 2026.

There are no outstanding or unclaimed deposits, unclaimed/unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2026.

#### **13.CORPORATE SOCIAL RESPONSIBILITY**

The provisions relating to Corporate Social Responsibility (CSR) under Section 135(1) of the Act were not applicable to the Company during FY 2025-26, as the Company did not meet the prescribed applicability thresholds during the relevant period. Accordingly, the Company was

not required to undertake CSR activities or incur CSR expenditure during FY 2025-26.

However, in view of the Company having exceeded the net profit threshold of ₹5 crore as on March 31, 2026, the provisions of Section 135 of the Act become applicable to the Company with effect from FY 2026-27.

The Company shall, therefore, comply with all applicable CSR requirements, including the prescribed CSR expenditure, in accordance with the provisions of the Act and the rules made thereunder and in line with the CSR policy of the Company. The CSR policy deals with the CSR activities to be undertaken by the Company, Annual Action Plan to be formulated by the Board, guiding principles for CSR activities, responsibility of the Board with respect to CSR activities, etc. The policy is available on the Company's website and can be accessed at [CSR Policy](#).

#### **14.ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including the adherence to Company's policies, safeguarding of its assets, timely prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information. The Board has laid down IFC systems to be followed by the Company and that such systems are adequate and operating effectively.

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. The Board has adopted procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. It ensures that all





financial and other records are reliable for preparing financial statements, other data and for maintaining accountability of assets.

#### Role of Internal Audit

Internal Audit is an independent function within the Company, which provides assurance to the Management on the design and operating effectiveness of IFC systems as well as suggesting improvements to them. Internal Audit assesses and promotes strong ethics and values within the organization and facilitates in managing changes in the business and regulatory environment. Internal Audit responsibilities encompass all locations, operating entities and geographies of the Company, in which all aspects of business, viz. operational, financial, information systems and regulatory compliances are reviewed periodically.

The Audit Committee reviews the findings and recommendations given in the Internal Audit Report and makes suggestions for improvement to the Board. Direct reporting to the Audit Committee ensures that Internal Audit functions independently of the business. To conduct an internal audit of the Company, the Board appointed M/s. R. Baskaran & Co., Chartered Accountants, as the Internal Auditors of the Company.

#### 15.DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3) (c) of the Act, to the best of their knowledge and belief and according to the information and explanations obtained by them, the Directors hereby confirm that:

- in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 ended March 31, 2026, and of the profit and loss of the Company for that period;

- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared annual accounts on a going concern basis;
- the Directors had laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively, and;
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### 16.APPRECIATION

The Board of Directors places on record its sincere appreciation to the Company's shareholders, customers, lenders, business partners, regulators and all other stakeholders for their continued confidence, trust and support.

The Board also extends its heartfelt gratitude to every member of the KFSL team for their unwavering commitment, dedication and hard work throughout the year. The collective efforts of the employees, leadership team and management have been instrumental in driving the Company's growth, strengthening its operational resilience and achieving its strategic objectives.

As the Company moves forward, it remains committed to creating sustainable value for all stakeholders through responsible governance, customer-centricity, innovation and operational excellence. With the continued support of all stakeholders and the dedication of its people, the Company is confident of building on its achievements and pursuing new opportunities for long-term and sustainable growth.

On behalf of the Board of Directors  
For **Kreon Financial Services Limited**  
sd/-  
(Jaijash Tatia)  
Chairman and Managing Director  
DIN:08085029

Place: Chennai  
Date: 28.07.2026





## Annexure- A

# MANAGEMENT DISCUSSION AND ANALYSIS

## 1. Industry Structure and Developments

India's financial-services ecosystem is undergoing a structural transformation, driven by rapid digital adoption, increasing smartphone penetration, UPI-enabled payment infrastructure, advances in data analytics and the growing demand for convenient, technology-led financial solutions. Within this landscape, digital credit has emerged as one of the fastest-growing segments, extending formal financial access to customer groups that have historically remained outside conventional underwriting frameworks.

Kreon Financial Services Limited is a technology-led financial-services company operating through an RBI-registered NBFC framework. Through StuCred, its flagship digital credit platform, the Company serves a focused and structurally underserved segment: India's college-student population.

StuCred provides short-tenure, small-ticket personal credit ranging from ₹1,000 to ₹20,000, ordinarily for 30 days and extendable by up to an additional 60 days. The platform has been designed for young borrowers who may not possess independent income proof, collateral or an established credit history. Kreon has developed a scalable, alternate-data-led underwriting and servicing model specifically suited to this demographic.

The regulatory framework governing digital lending continued to mature during the year. The Reserve Bank of India's Digital Lending Directions, 2025 and related regulatory guidance reinforced requirements relating to direct disbursement into borrowers' bank accounts, standardised Key Fact Statements, cooling-off periods, customer-data protection, grievance redressal and responsible lending conduct.

The Company originates and carries its loan portfolio entirely on its own balance sheet, retaining direct responsibility for underwriting, credit risk, servicing and collections. Its operating model does not rely on third-party Lending Service Provider-led origination or Default Loss Guarantee structures. This provides Kreon with direct ownership of the customer relationship and greater control over credit decisioning, service quality, regulatory compliance and portfolio outcomes.

During FY 2025–26, the Company disbursed ₹357.61 crore across approximately 18.9 lakh loan transactions, comprising 12.18 lakh fresh disbursements and 6.72 lakh extension or repeat disbursements. Disbursement value increased by 54.4% over ₹231.53 crore in FY 2024–25.

Assets Under Management increased to ₹49.17 crore as at 31 March 2026 from ₹29.72 crore in the previous year. The portfolio achieved an AUM churn of approximately 7.28 times during the year, consistent with the short-tenure nature of the product. Average monthly disbursement reached ₹30.72 crore during Q4 FY 2025–26, reflecting sustained customer acquisition, repeat usage and increasing operating scale.

## 2. Opportunities and Threats

### Opportunities

India's college-student population represents a large and structurally underserved credit market. Traditional banks and conventional financial institutions are generally unable to serve this segment profitably because many students do not possess independent income, collateral or established bureau histories.

StuCred's purpose-built underwriting framework uses alternate data, behavioural insights, platform usage and repayment history to assess customers for whom conventional credit-assessment models may have limited applicability. This creates an opportunity for Kreon to build specialised customer knowledge, proprietary underwriting intelligence and long-term relationships at an early stage in the borrower's financial lifecycle.

The Company's principal near-term opportunity lies in deepening engagement with its existing customer base. By progressively converting first-time borrowers into repeat users through disciplined credit-limit management, positive repayment reinforcement and increasingly informed behavioural decisioning, Kreon can grow customer lifetime value while improving acquisition efficiency.

During FY 2025–26, extension and repeat disbursements increased to ₹129.06 crore, representing 36.1% of total disbursement value, compared with ₹73.08 crore in FY 2024–25. Continued development of this repeat-borrower funnel offers a comparatively capital-efficient growth pathway because returning customers possess more established repayment and risk profiles than first-time borrowers.

Additional opportunities include:

- Expanding geographic reach and college-network coverage across India's growing higher-education ecosystem.
- Continuously refining alternate-data and behavioural credit models as repayment histories and customer-level insights accumulate.
- Introducing adjacent financial products for customers progressing through different life stages, including graduated credit limits for final-year students and customers transitioning into employment.
- Extending the Company's underwriting and digital-servicing capabilities into complementary customer segments and products.
- Building deeper technology, analytics, bureau, payment and institutional partnerships.





- Diversifying the Company's revenue base while preserving responsible underwriting and sound unit economics.

#### Threats

#### Competitive intensity

The student and young-adult segment is increasingly attracting digital lenders, embedded-finance platforms and general-purpose personal-loan providers. Several participants offer instant, small-ticket credit with comparable tenure structures, creating competition for customer attention and increasing acquisition costs.

Certain student-focused competitors have also expanded into broader personal lending. Although this may reduce their direct concentration on the student segment, well-capitalised participants could re-enter or intensify competition through pricing, marketing or higher acquisition expenditure.

#### Regulatory evolution

The regulatory framework for digital lending and unsecured small-ticket credit continues to evolve. Further changes relating to customer protection, data usage, pricing, interest and fee structures, underwriting practices or digital-credit conduct may affect product design and operating flexibility.

The Company monitors regulatory developments closely and seeks to incorporate regulatory expectations into product architecture, operating processes and customer communication at an early stage.

#### Borrower-income volatility

The student demographic, by definition, generally lacks stable independent income. Portfolio behaviour may therefore be more sensitive to academic calendars, examination periods, semester-fee cycles, family cash flows and seasonal patterns than a conventional salaried-borrower portfolio.

#### Concentration risk

The Company's revenue and strategic focus remain substantially concentrated in digital, short-tenure student credit. While this specialisation has enabled Kreon to develop differentiated capabilities and customer knowledge, adverse developments affecting the student-lending segment could disproportionately affect performance relative to a more diversified financial institution.

The Company continues to evaluate opportunities to broaden its customer, product and revenue base while maintaining strategic and regulatory discipline.

#### SCOT Analysis

The following summarizes the Company's key strengths, challenges, opportunities, and threats, consistent with the discussion in the preceding and subsequent sections of this Management Discussion and Analysis.

|                                             | HELPFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                  | HARMFUL (to achieving the objective)                                                                                                                                                                             |
|---------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INTERNAL ORIGIN (Attributes of the Company) | <b>STRENGTHS</b> <ul style="list-style-type: none"> <li>• Multi-year specialisation in an underserved niche — cumulative disbursement of ₹1000+ Crore since 2018</li> <li>• Proprietary alternate-data underwriting for borrowers without income proof or credit history</li> <li>• Fully own-book lending — no DLG/FLDG or LSP dependency</li> </ul> | <b>CHALLENGES</b> <ul style="list-style-type: none"> <li>• Concentrated exposure to a single, non-income-earning borrower demographic</li> <li>• Gross NPA increased from 6.93% to 8.91% year-on-year</li> </ul> |

|                                             | HELPFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | HARMFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                                                          |
|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INTERNAL ORIGIN (Attributes of the Company) | <b>STRENGTHS</b> <ul style="list-style-type: none"> <li>• Broad footprint across all Indian states and 39,897 colleges</li> <li>• FY25-26 financial turnaround — Total Income up 62.7%, swing from loss to profit</li> <li>• ISO/IEC 27001:2022 and ISO 9001:2015 certified</li> </ul>                                                                                                                                                                                                                  | <b>CHALLENGES</b> <ul style="list-style-type: none"> <li>• Collections function dependent on in-house calling staff, with attrition risk</li> <li>• Modest capital base (₹36.08 Crore Net Worth) relative to disbursement scale</li> </ul>                                                                                                                                                    |
| INTERNAL ORIGIN (Attributes of the Company) | <b>OPPORTUNITIES</b> <ul style="list-style-type: none"> <li>• Deepening wallet share — repeat disbursements already 36.1% of total disbursement value</li> <li>• Expansion of college and geographic coverage within India's growing higher-education base</li> <li>• Adjacent product development (e.g., MDPD earned-wage-access)</li> <li>• Ongoing evaluation of opportunities to diversify the revenue base</li> <li>• Improving underwriting precision as repayment history accumulates</li> </ul> | <b>THREATS</b> <ul style="list-style-type: none"> <li>• Concentrated exposure to a single, non-income-earning borrower demographic</li> <li>• Gross NPA increased from 6.42% to 8.51% year-on-year</li> <li>• Collections function dependent on in-house calling staff, with attrition risk</li> <li>• Modest capital base (₹36.08 Crore Net Worth) relative to disbursement scale</li> </ul> |

### 3. Segment / Product-wise Performance

The Company's performance during FY 2025–26 continued to be driven primarily by StuCred, its flagship digital credit platform. The year reflected Kreon's strategic progression towards a scalable, technology-led and data-driven lending model.

#### Scale and Reach

During FY 2025–26, the Company disbursed ₹357.61 crore across approximately 18.9 lakh transactions. This comprised ₹228.61 crore in fresh disbursements across 12.18 lakh loans and ₹129.06 crore in extension or repeat disbursements across 6.72 lakh transactions.

The average ticket size during the year was approximately ₹1,892, consistent with the Company's focus on short-tenure, small-ticket and high-frequency credit rather than conventional large-ticket unsecured lending.

The StuCred network expanded to cover 39,897 colleges, with customers present across all Indian states and Union Territories. Geographic distribution remained broad-based, with Andhra Pradesh contributing 23.3% of users, followed by Karnataka at 8.9%, Telangana at 8.8%, Tamil Nadu at 8.0% and Maharashtra at 7.7%.

This geographic spread reflects a deliberately digital distribution model rather than dependence on a single city, region or physical branch network.

#### User Funnel and Engagement

- Registered users increased to 10.21 lakh during the year.
- Approximately 2.23 lakh unique new transacting users were onboarded, including 2.03 lakh credit-bureau-approved users.
- Active users stood at 3.94 lakh as at the year-end.





- Repeat borrowers who had taken a second, third or subsequent loan reached 2.02 lakh.
- Customer retention was approximately 91%.
- StuCred maintained ratings of 4.1 on the App Store and 4.4 on the Play Store.
- Customer Acquisition Cost was maintained at approximately ₹96 against an internal ceiling of ₹150.

These indicators reflect the platform's ability to acquire customers efficiently, convert first-time users into recurring borrowers and maintain strong engagement within its target segment.

#### 4. Outlook

The Company's near-term priorities are centred on deepening engagement within its existing student customer base while progressively broadening its product capabilities and addressable market.

##### **Consolidating the Core Platform**

Having crossed annual disbursements of ₹357.61 crore and 50 lakh platform downloads, the Company intends to prioritise sustainable repeat usage over dependence on pure new-user acquisition.

Kreon will continue to use proprietary behavioural data, repayment histories, bureau information and internal credit-assessment systems to progressively extend credit limits to customers who demonstrate responsible repayment behaviour.

This approach is expected to improve customer lifetime value, lower marginal acquisition costs and strengthen underwriting visibility because repeat borrowers carry a more established risk profile than first-time users.

The Company will also continue investing in underwriting, collections and portfolio-management infrastructure. Planned initiatives include:

- AI-enabled reminders across pre-due and early post-due stages.

- Enhanced customer-segmentation and collections strategies.
- Continued development of CRIF-based and other bureau-led credit filters.
- Greater automation across underwriting, monitoring and servicing.
- Improved early-warning indicators and delinquency-management systems.
- More sophisticated behavioural scoring based on customer-level platform data.

##### **Product and Market Expansion**

Beyond its core student-credit platform, the Company is evaluating adjacent opportunities that build on its existing technology, underwriting capabilities, customer relationships and operating infrastructure.

These opportunities include:

- **MDPD – My Day Pay Day:** A proposed Earned Wage Access solution enabling salaried employees to access a portion of accrued wages before the scheduled payday through employer partnerships. The product would extend Kreon's digital underwriting, servicing and payment capabilities into the broader workforce.
- **Student commerce and lifecycle solutions:** Exploratory initiatives designed to support the financial, academic and early-career requirements of students beyond short-tenure credit.
- **Geographic and institutional deepening:** Building on the Company's network of 39,897 colleges to improve engagement, penetration and responsible customer acquisition across educational institutions.

##### **Long-term Direction**

Kreon's long-term strategy is to build a diversified, technology-led financial-services platform serving underserved and emerging communities across India. This strategy will remain anchored by StuCred's position in student credit and may be extended through complementary products such as MDPD and other customer-lifecycle solutions.

The Company will evaluate new opportunities based on regulatory clarity, customer relevance, capital availability, risk-adjusted returns and demonstrated unit economics. Material initiatives will move from evaluation to execution only after satisfying these criteria.

#### 5. Risks and Concerns

Given the nature of the Company's business—unsecured, small-ticket lending to a largely non-income-earning student demographic—credit quality, collections discipline, operational resilience, information security and regulatory compliance remain the principal risk considerations.

##### **Credit Risk and Asset Quality**

The Company's loan portfolio is unsecured and is extended to borrowers who may not possess independent income, established credit histories or collateral at the time of their first borrowing. The segment is therefore inherently more volatile than conventional salaried or secured retail lending.

| Metric                    | FY25-26   | FY24-25   |
|---------------------------|-----------|-----------|
| Gross NPA (%)             | 8.15%     | 6.42%     |
| Net NPA (%)               | 6.03%     | 5.60%     |
| Collection Efficiency (%) | 95.38%    | 95.22%    |
| 1–30 DPD (%)              | 64.80%    | 64.29%    |
| 31–60 DPD (%)             | 14.77%    | 15.84%    |
| 61–90 DPD (%)             | 8.86%     | 11.91%    |
| 90+ DPD (%)               | 16.53%    | 16.84%    |
| Write-offs (₹ Crore)      | ₹10.91 Cr | ₹11.91 Cr |

Collection Efficiency remained strong and improved marginally during the year. However, Gross NPA increased from 6.42% to 8.15%.

Management recognises that portfolio behaviour in this segment may be influenced by seasonal and cohort-specific factors, including academic calendars, examination periods, semester-fee cycles and the behaviour of first-time borrowers.

The Company continues to strengthen early-delinquency interventions, bureau filtering, alternate-data assessment, behavioural scoring and AI-enabled customer engagement to improve underwriting precision and portfolio outcomes.

##### **Concentration Risk**

The Company's performance remains substantially anchored in digital, short-tenure student credit. Any material change affecting student borrowing behaviour, higher-education participation, campus access or the regulatory treatment of digital lending may disproportionately affect the Company relative to a diversified NBFC.

This risk is partially mitigated by the Company's pan-India customer base and coverage of 39,897 colleges, which reduce dependence on any single region or institution. Kreon is also evaluating opportunities to diversify its customer segments, product capabilities and revenue streams over time.

##### **Regulatory Risk**

The Company operates within an evolving regulatory framework for digital lending. The RBI's Digital Lending Directions, 2025 and subsequent guidance relating to customer conduct, privacy, grievance redressal, unsecured credit and small-ticket lending may continue to develop.

Changes to interest, fee, pricing, data, underwriting or customer-communication requirements could affect product design and operating economics. Kreon continuously reviews its arrangements, customer journeys, policies and Standard Operating Procedures to maintain





regulatory alignment.

### Operational and Talent Risk

Collections and customer engagement depend materially on trained in-house personnel. The Company has therefore identified employee retention, performance management and capability development as important operational priorities.

Kreon continues to address these risks through structured incentives, training, career-progression frameworks and stronger employee engagement. AI-enabled calling is increasingly deployed for pre-due and early-stage delinquency, allowing trained human personnel to focus on later-stage accounts requiring judgement, negotiation and sustained engagement.

### Information Security and Technology Risk

As an app-based fintech platform, the Company is exposed to cybersecurity, technology availability, data-privacy and system-continuity risks.

During FY 2025–26, the Company reported no material cybersecurity incidents. Kreon maintained ISO/IEC 27001:2022 and ISO 9001:2015 certifications, conducted Vulnerability Assessment and Penetration Testing every six months, and maintained security-patch compliance above 98%.

The Company continues to strengthen application security, access controls, vendor-risk assessments, infrastructure monitoring, disaster-recovery capabilities and customer-data protection.

### 6. Internal Control Systems and Their Adequacy

The Company maintains a structured internal-control framework covering financial, operational, technology, information-security and quality-management processes. The framework is designed to safeguard assets, maintain accurate financial reporting, support regulatory compliance

and provide reasonable assurance over the effectiveness of business operations.

### Quality and Process Governance

The Company maintained its ISO 9001:2015 Quality Management System certification during FY 2025–26.

The quality-governance framework includes periodic internal audits, Standard Operating Procedure reviews, document-control processes and Management Review Meetings. Department-level Key Performance Indicators are monitored, and Corrective and Preventive Actions are implemented where required.

These mechanisms support greater process consistency, accountability and operating discipline as the Company scales.

### Information Security Controls

During the year, the Company transitioned its Information Security Management System to ISO/IEC 27001:2022, strengthening its governance over the confidentiality, integrity and availability of customer and organisational data.

Controls include:

- Periodic Vulnerability Assessment and Penetration Testing.
- Asset inventory and classification reviews.
- Access-control and privileged-user reviews.
- Vendor and third-party risk assessments.
- Security-incident response procedures.
- Disaster-recovery drills conducted on a half-yearly basis.
- Ongoing patching, monitoring and compliance reviews.

Security-patch compliance remained above 98% through the year, and no material cybersecurity incidents were reported.

### Collections and Credit Controls

Collection operations are supported by AI-enabled

calling for early-stage customer engagement, beginning approximately five days before the due date and continuing through the first ten days after delinquency.

This enables the Company to allocate human collections resources more effectively towards later-stage accounts requiring sustained engagement and judgement. The Company also continues to automate dashboards and Management Information Systems to improve real-time visibility into portfolio performance, customer behaviour and collections outcomes.

### Statutory and Internal Audit

The Statutory Auditors issued an unqualified opinion regarding the adequacy and operating effectiveness of the Company's Internal Financial Controls over financial reporting for FY 2025–26.

Internal Audit is conducted by an independent external firm, providing objective assessments of process and control effectiveness across material operational and financial functions. Findings and recommendations are reviewed by the Audit Committee of the Board, which oversees the Company's internal-control and risk-management framework.

### Adequacy

The Board and Management consider the Company's internal-control systems adequate and commensurate with its current size, scale and operating model.

As Kreon grows, the Company will continue investing in automation, governance, monitoring and control infrastructure to reduce manual intervention, enhance visibility and maintain appropriate control standards.

### 7. Discussion on Financial Performance with respect to Operational Performance

FY 2025–26 marked a decisive financial turnaround for the Company.

Total Income increased by 62.7% to ₹43.35 crore from ₹26.65 crore, supported by a 54.4% increase in disbursement value and a 65.5% increase in Assets Under Management to ₹49.17 crore.

Income growth significantly outpaced the increase in operating expenses. Total Expenses increased by 8.8% to ₹33.44 crore, demonstrating operating leverage as the technology platform scaled.

The Company moved from a Loss Before Tax of ₹4.07 crore in FY 2024–25 to a Profit Before Tax of ₹9.91 crore in FY 2025–26. Profit After Tax improved from a loss of ₹4.14 crore to a profit of ₹7.26 crore.

The improvement reflects a combination of revenue growth, operating efficiency, funding-cost optimisation and disciplined cost management.

| Metric                               | FY25-26   | FY24-25   | YoY Change |
|--------------------------------------|-----------|-----------|------------|
| Total Income (₹ Crore)               | ₹43.35 Cr | ₹26.65 Cr | 62.70%     |
| Total Expenses (₹ Crore)             | ₹33.44 Cr | ₹30.72 Cr | 8.80%      |
| Profit / (Loss) Before Tax (₹ Crore) | ₹9.91 Cr  | -₹4.07 Cr | Turnaround |
| Profit / (Loss) After Tax (₹ Crore)  | ₹7.26 Cr  | -₹4.14 Cr | Turnaround |
| Earnings Per Share – Basic (₹)       | ₹3.59     | -₹2.05    | Turnaround |
| Total Assets (₹ Crore)               | ₹76.59 Cr | ₹66.22 Cr | 15.60%     |
| Loans / AUM (₹ Crore)                | ₹49.17 Cr | ₹29.72 Cr | 65.50%     |
| Borrowings (₹ Crore)                 | ₹36.14 Cr | ₹31.66 Cr | 14.20%     |
| Net Worth (₹ Crore)                  | ₹36.08 Cr | ₹30.95 Cr | 16.60%     |





Return on Equity improved to 20.12%, while Return on Assets reached 10.17%, reflecting the improvement in profitability and capital productivity.

Provisioning for NPAs and standard assets moved from a net reversal of ₹0.33 crore in FY 2024–25 to a net charge of ₹0.88 crore in FY 2025–26, consistent with the increase in Gross NPA discussed earlier.

The Debt-Equity Ratio remained broadly stable at 1.00 times compared with 1.02 times in the previous year. Net worth increased by 16.6% to ₹36.08 crore, supported primarily by internal accruals. Paid-up share capital remained unchanged at ₹20.22 crore.

The Capital Adequacy Ratio improved to 49.45% from 45.25% and remained substantially above the applicable regulatory minimum, providing financial capacity for responsible balance-sheet growth.

| Metric                     | FY25-26 | FY24-25 | YoY Change |
|----------------------------|---------|---------|------------|
| Return on Equity (%)       | 20.12%  | -13.38% | Turnaround |
| Return on Assets (%)       | 10.17%  | -6.39%  | Turnaround |
| Debt-Equity Ratio (x)      | 1.00x   | 1.02x   | -2.10%     |
| Capital Adequacy Ratio (%) | 49.46%  | 45.25%  | 9.30%      |

## 8. Disclosure of Accounting Treatment

The Company's financial statements have been prepared in accordance with the applicable provisions of the Companies Act, 2013, the Indian Accounting Standards (Ind AS) notified under Section 133 of the Act, the relevant Rules made thereunder, and the guidelines and directions issued by the Reserve Bank of India applicable to Non-Banking Financial Companies (NBFCs).

The financial statements have been prepared on a historical cost basis, except for those financial instruments and other items that are required to be measured at fair value in accordance with the applicable accounting standards.

The accounting policies followed by the Company are consistent with those applied in the previous financial year, except where changes have been made to comply with revised accounting standards or regulatory requirements.

## 9. Material Developments in Human Resources

The Company's people strategy remained aligned with its objective of building a scalable, technology-led and financially inclusive institution.

During FY 2025–26, the workforce increased from 124 employees at the beginning of the year to 142 employees as at 31 March 2026. Recruitment supported the Company's expanding operations, including the establishment of the Indore office and the development of a dedicated in-house calling and business-process capability.

Women represented 44.37% of the total workforce, reflecting a male-to-female ratio of approximately 1.25:1. Seven members of senior management were women, reinforcing the Company's commitment to gender diversity in leadership.

Employees between the ages of 20 and 25 represented 55 of the Company's 142-member workforce, bringing fresh perspectives,

adaptability and early-career energy to the organisation.

The Company also strengthened its people-management and employee-engagement structures during the year. Dedicated functional and departmental leadership was established across key operating areas to improve supervision, accountability and capability development.

Employee-engagement initiatives included team events, festive celebrations, recognition programmes and structured communication. Mandatory compliance and POSH-awareness training was also conducted during the year.

Looking ahead, Kreon's human-resources priorities will include strengthening employee retention, conducting regular employee-connect sessions, improving feedback mechanisms, creating defined career-development pathways and continuing strategic hiring for technology, analytics, risk, product and operations.

The objective is to build a stable, high-performance and future-ready workforce capable of supporting the Company's next phase of institutional growth.

## 10. Details of Significant Changes in Key Financial Ratios

| Particulars                      | FY 2025-26 | FY 2024-25 | % Variance     | Explanation for variance (25% or more)                                                                                                                                                                                                                                                                                                                           |
|----------------------------------|------------|------------|----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) Interest Coverage Ratio      | 3.80       | (0.46)     | <b>926.09%</b> | The significant variation in this ratio is primarily attributable to the Company's transition from a loss in the previous financial year to a profit in the current financial year. .                                                                                                                                                                            |
| (ii) Current Ratio               | 1.84       | 1.81       | <b>1.66%</b>   | The Current Ratio improved marginally from 1.81 in FY 2024-25 to 1.84 in FY 2025-26, reflecting a modest strengthening of the Company's short-term liquidity position, driven by an increase in current assets relative to current liabilities. The year-on-year variation of 1.66% is well below the 25% threshold and does not represent a significant change. |
| (iii) Debt Equity Ratio          | 1.0016     | 1.02       | <b>(1.80%)</b> | The Debt Equity Ratio remained largely stable, decreasing marginally from 1.02 in FY 2024-25 to 1.0016 in FY 2025-26. The variation is below the prescribed threshold of 25% and, therefore, does not constitute a significant change.                                                                                                                           |
| (iv) Operating Profit Margin (%) | 29.00%     | (4.69%)    | <b>718.34%</b> | The Operating Profit Margin improved from (4.69)% in FY 2024-25 to 29.00% in FY 2025-26, representing an improvement of 718.34 percentage points. The Company transitioned from an operating loss in the previous financial year to an operating profit in the current financial year, supported by higher business volumes and improved operating efficiencies. |
| (v) Net Profit Margin (%)        | 16.74%     | (15.54%)   | <b>208%</b>    | The Net Profit Margin improved from (15.54)% in FY 2024-25 to 16.74% in FY 2025-26, representing an improvement of 208% percentage points. The Company transitioned from a net loss in the previous financial year to a net profit in the current financial year, resulting in a significant improvement in the Net Profit Margin                                |





### Details of Change in Return on Net Worth (RoNW)

The change in the Return on Net Worth (RoNW) as compared to the immediately preceding financial year is on account of the Company's improved financial performance during FY 2025-26. The Company had reported a net loss in FY 2024-25, whereas it reported a net profit in FY 2025-26, resulting in a significant improvement in RoNW.

## 11. TECHNOLOGY & INNOVATION

Technology remains the cornerstone of the Company's business model and competitive differentiation.

StuCred has been built as a fully digital lending platform integrating customer onboarding, credit underwriting, fraud detection, collections management, customer engagement and compliance monitoring through proprietary technology and data-driven decision-making.

The Company continues to enhance its AI-assisted underwriting models using alternate data, repayment behaviour and continuously evolving credit analytics to improve underwriting precision while expanding financial inclusion responsibly.

During the year, the Company further strengthened automation across customer servicing, early-stage collections and operational workflows while continuing investments in cybersecurity, information security, disaster recovery and technology governance. These initiatives enable the Company to scale efficiently while maintaining strong operational controls and regulatory compliance.

Technology will remain central to the Company's future growth strategy as it expands both its product offerings and customer reach.

### Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations, or plans may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied, depending on economic conditions, government policies, regulatory developments, and other incidental factors. The Company assumes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by applicable law.





# REPORT ON CORPORATE GOVERNANCE

## Annexure-B

Corporate governance refers to fostering integrity, openness, responsibility, adherence to core principles, and ethical behaviour in business operations, while ensuring the interests of all stakeholders are duly considered.

In line with the Companies Act, 2013 (the “Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including subsequent amendments (collectively referred to as the “SEBI Listing Regulations”) and the applicable regulatory guidelines issued by the Reserve Bank of India for Non-Banking Financial Companies (the “NBFC Regulations”), the following report presents the governance framework and practices followed by Kreon Financial Services Limited (“the Company” or “KFSL”) during FY 2025–26.

It is evident that KFSL’s governance structure and its disclosures not only meet but significantly comply with applicable requirements mandated under these legal and regulatory frameworks. It enjoys the highest standards of ethical and responsible conduct of business to create value for all stakeholders.

It continues to focus on good corporate governance in line with emerging local and global standards. It understands and respects its fiduciary role in the corporate world.

### 1. CORPORATE GOVERNANCE PHILOSOPHY

At KFSL, corporate governance is not merely a regulatory requirement - it is a core expression of the Company’s unwavering commitment to transparency, ethical leadership, and responsible stewardship toward all stakeholders, including investors, employees, customers, and the broader community.

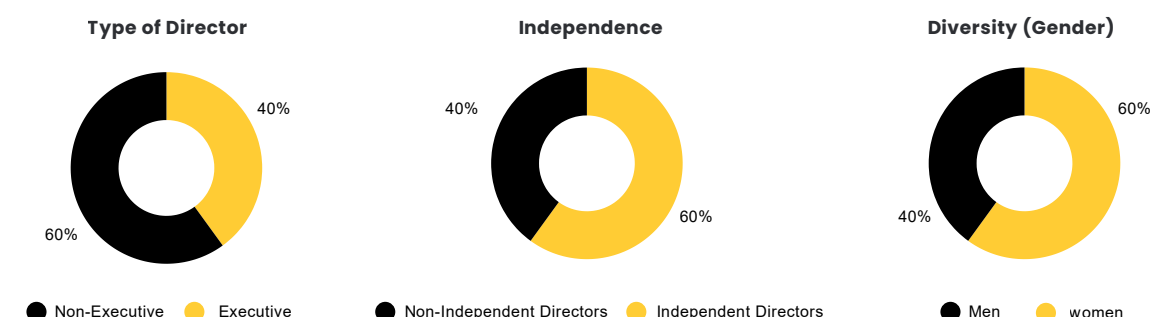
The Company’s governance philosophy is anchored in intellectual integrity and goes beyond statutory compliance to promote leadership and long-term organizational resilience. This commitment is reflected through a robust Code of Conduct for Directors and Senior Management, well-structured Board-level governance framework, and strong internal audit and control mechanisms. Together, they ensure the highest standards of transparency, accountability, and ethical conduct in all operations and disclosures.

By embedding these values into its corporate fabric, the KFSL enables the Board and Management to make informed decisions, ensures prudent financial management, and creates sustained value for shareholders - all while nurturing a culture of professionalism, trust, and openness.

### 2. BOARD OF DIRECTORS

The Board holds the overall accountability for overseeing the Company’s operations, strategic direction, and performance outcomes. Serving a fiduciary function, it offers leadership and steers the Company with a forward-looking vision, while maintaining an independent and balanced perspective. In carrying out its duties, the Board ensures that the management upholds high standards of ethical conduct, maintains transparency, and complies with all disclosure norms.

#### Composition Analysis:



#### a) Composition of Board of Directors

The Board remains broad-based and consists of eminent individuals from industrial, managerial, compliance, financial, banking and marketing backgrounds with considerable expertise and experience to guide the Management in the operations of the Company. The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations and Section 149 of the Act.

As on the date of this report, the Board comprises of a judicious combination of two Executive Director and three Non-Executive Independent Directors out of which two are Independent Woman Director. The Chairman of the Board is a Promoter-Executive Director. To be in line with the Company’s philosophy on Corporate Governance, all statutory subjects are placed before the Board to discharge its responsibilities as trustees of the shareholders.





# BOARD OF DIRECTORS



**JAIJASH TATIA**

Chairman and Managing  
Director/ Promoter  
DIN: 08085029

**Appointed:** 01.09.2024  
**No. of shares held in KFSL:** 39,74,300  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-1, C-0

## **Skills / Expertise**

- Integrity
- Ability to function as Team
- Leadership Quality
- Commitment
- Vision and Innovation



**RAJASHREE SANTHANAM\*\***

Non-Executive Independent  
Director  
DIN: 07162071

**Appointed:** 01.04.2025  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 3  
**Committee Positions (including KFSL):** M-4, C-4

## **Skills / Expertise**

- Leadership Skills
- Finance
- Corporate Laws
- Taxation

**Appointed:** 01.09.2024  
**No. of shares held in KFSL:** 30,00,000  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-1, C-0

## **Skills / Expertise**

- Integrity
- Leadership Skills
- Ability to function as Team
- Commitment
- Vision and Innovation



**HENNA JAIN**

Joint Managing Director /  
Promoter  
DIN: 08383395

**Appointed:** 01.04.2025  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-2, C-1

## **Skills / Expertise**

- Leadership Skills
- Finance
- Corporate Law
- Insolvency



**MUTHUSAMY MENAKA\*\***

Non-Executive Independent  
Director  
DIN: 10550690



**ANAND MANOHARLAL**

Non-Executive Independent  
Director  
DIN: 10718528

**Appointed:** 06.08.2024  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-2, C-0

## **Skills / Expertise**

- Leadership Skills
- Finance
- International Business
- Financial crime

\*\*re-appointed by the Company through Postal ballot w.e.f April 01, 2025, for second tenure of five consecutive years.  
M = Committee Memberships and C = Committee Chairpersonships of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee across all public companies, including the Company. Directorship held in other private limited companies, foreign companies, Section 8 companies. Alternate directorship has not been considered.

Mrs. Rajashree Santhanam is a Director of Panasonic Carbon India Company Limited and serves as a Member of its Audit Committee and Nomination and Remuneration Committee. She is also a Director of Panasonic Appliances India Company Limited, where she serves as the Chairperson of the Nomination and Remuneration Committee and Stakeholders Relationship Committee and as a Member of the Audit Committee.





## NOTES:

1. Mr. Jaijash Tatia and Mrs. Henna Jain are related to each other.
2. Details of the Director retiring or being re-appointed at the ensuing AGM are furnished in the Notice convening the AGM of the shareholders along with their brief profile.
3. None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.
4. The criteria for making payments to Non-Executive Directors are available on the website of the Company at [www.kreon.in](http://www.kreon.in).
5. The independence of a Director is determined by the criteria stipulated under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act.
6. None of the Directors on the Board holds directorship in more than 20 companies or more than 10 public companies whether listed or not. Necessary disclosures regarding directorship positions in other companies as on March 31, 2026, have been provided by the Directors.
7. None of the Directors of the Company holds the position of Independent Director in more than seven listed companies.
8. None of the Directors on the Board is a member of more than 10 Committees or Chairperson of more than 5 Committees pursuant to Regulation 26 of the SEBI Listing Regulations across all the public companies, whether listed or not, in which he is a director. Necessary disclosures regarding positions in Committees in other companies as on March 31, 2026, have been made by the Director

## b) Board Meetings

During FY 2025-26, four (4) Board Meetings were held in compliance with the applicable Act and Regulations. The meetings were conducted through video conferencing and were deemed to have been held at the Registered Office of the Company, inter alia, to review and approve the quarterly financial results and to deliberate on matters relating to the Company's business

operations, policies, and strategies.

The Board Meetings were held on the following dates: May 16, 2025, July 25, 2025, November 06, 2025, and February 13, 2026. The meetings were convened and conducted as per the provisions of the Act, SEBI Listing Regulations, Secretarial Standards on Meetings of the Board of Directors (the "SS-1") and necessary quorum was present for all the above-mentioned meetings. The gap between either of the two meetings did not exceed 120 days as per the requirements of Regulation 17(2) of the SEBI Listing Regulations and provisions of the Act.

**The details of attendance of each Director at the Board Meeting and the Annual General Meeting are given below:**

| Name of the Director | No. of Board Meetings held | No. of Board Meetings attended | Attendance at AGM |
|----------------------|----------------------------|--------------------------------|-------------------|
| Jaijash Tatia        | 4                          | 4                              | Yes               |
| Henna Jain           | 4                          | 4                              | Yes               |
| Rajashree Santhanam  | 4                          | 4                              | Yes               |
| Muthusamy Menaka     | 4                          | 4                              | Yes               |
| Anand Manoharlal     | 4                          | 3                              | Yes               |

## c) Separate Meeting of Independent Directors

Pursuant to Regulation 25(3) of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on February 12, 2026, where only the Independent Directors of the Company were present.

## d) Relationship among Directors on the Board

Mr. Jaijash Tatia, Chairman and Managing Director, is the brother of Mrs. Henna Jain, Joint Managing Director. None of the other Directors are related to each other.

## e) Opinion of the Board on Independent Directors

Based on the declarations received from the Independent Directors and after due assessment of the veracity thereof, the Board is of the opinion that all the Independent Directors fulfil the conditions of independence as specified under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. The Board is also satisfied that the Independent Directors possess the requisite integrity, expertise, experience (including proficiency where applicable), and competencies required to effectively discharge their duties.

## f) Compliance with Code of Conduct for Board of Directors and Senior Management Personnel

Mr. Jaijash Tatia, Chairman and Managing Director, declared that the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Board of Directors and Senior Management Personnel during FY 2025-26

## g) Familiarization programmes imparted to Independent Directors

During FY 2025-26, the Independent Directors were familiarised with the Company's business model, regulatory developments applicable to NBFCs, risk management framework, internal financial controls, information security, customer grievance mechanism, and strategic initiatives. The details of the familiarisation programmes, including the number of programmes conducted, hours spent and cumulative hours, are available on the Company's website at [Familiarization Program 2025-26](#).

## h) Resignation of an Independent Director

During the year under review, no Independent Director has resigned from the Company.

## i) Senior Management

Particulars of the Senior Management and changes therein, from the close of the previous financial year:

| S. No | Name                      | Designation                              |
|-------|---------------------------|------------------------------------------|
| 1     | Shoba Nahar               | Chief Financial Officer                  |
| 2     | Niharika Goyal            | Chief Compliance Officer                 |
| 3     | Vidyalakshmi Rajagopalan* | Company Secretary and Compliance Officer |
| 4     | Riddhi Lunkad**           | Chief Strategy Officer                   |
| 5     | Parthiban Nandakumar      | Head – IT & infrastructure               |
| 6     | Prathapa Reddy            | Head - Product & Technology              |
| 7     | Rashmi Balakrishnan       | Head - Marketing & Brand Strategy        |
| 8     | Evangeline Jebamalar      | Head - KYC & Support                     |
| 9     | Uma Maheshwari            | Head - Quality Assurance                 |
| 10    | William S Ramiah          | Head - Collections                       |
| 11    | Madhan Mohan***           | Head – Data Analytics                    |

\*Vidyalakshmi Rajagopalan, Company Secretary & Compliance Officer resigned on April 15, 2025

\*\*Riddhi Lunkad was appointed as the Chief Strategy Officer w.e.f February 13, 2026.

\*\*\*Madhan Mohan, Head – Data Analytics, resigned on December 15, 2025.

## j) Core skills/expertise/competence available with the Board

The Board is comprised of qualified members who possess the required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.





# BOARD OF DIRECTORS



## JAIJASH TATIA

Chairman and Managing Director

Jaijash Tatia is a business graduate from Regents University, London, specializing in Financial Economics and Business Management consisting of various courses including Asset Management and Risk Management. He has undergone various additional modules such as Managerial and Financial Accounting and Statistics at City University, London, United Kingdom. The Company benefited from his knowledge and expertise.



## MUTHUSAMY MENAKA

Independent Director

She is a Finance professional, a postgraduate in Commerce and Masters in Business Administration with more than 15 years of vast experience in the areas of accountancy, finance, audits, corporate laws and taxation.



## HENNA JAIN

Joint Managing Director

Henna Jain, a flourishing young entrepreneur, has been one of the core team members at the helm of StuCred since August 2017 and has been positively contributing to the areas of marketing and business operations. She has completed Master of Business Administration (MBA) from Columbia Business School, USA, and Master of Arts (Hons) in International Relations and Economics from the University of St. Andrews, Scotland. To constantly expand her knowledge and expertise, she has completed 3 advanced level online courses in Marketing, specializing in Social Media Marketing from Northwestern University, USA.



## ANAND MANOHARLAL

Independent Director

He is an experienced professional with over 20 years of financial experience, operational and leadership skills gained through management roles in several international businesses including financial crime, accounting and auditing principles and methodologies. His professional achievements include developing and executing a comprehensive risk-based internal audit plan across diverse sectors including banking, telecom, oil and gas and real estate, successfully implementing Oracle ERP in contracting divisions, ensuring internal controls and best practices, etc.



## RAJASHREE SANTHANAM

Independent Director

She is a Practicing Company Secretary. She is a Graduate in Law, a Postgraduate in Commerce, Fellow Member of the Institute of Company Secretaries of India, an Insolvency Professional and a Registered Valuer, registered with Insolvency and Bankruptcy Board of India. She has vast experience of over 35 years in the areas of Insurance, Finance, Legal, Insolvency and Valuation.





### 3. BOARD COMMITTEES

The Board has constituted various committees to deal with specific areas and activities which concern the Company and needs a closer check. The Committees are formed with the Board's approval and function under their respective charters which defines the scope, powers and composition of the Committee. These Committees play an important role in the overall management of the day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform their duties entrusted by the Board. The composition of various Committees of the Board is available on the website of the Company at [www.kreon.in](http://www.kreon.in)

As on March 31, 2026, we have the following Committees of the Board as under:

- A) Audit Committee.
- B) Nomination and Remuneration Committee.
- C) Stakeholders Relationship Committee.

### 4. AUDIT COMMITTEE

As a measure of good Corporate Governance and to assist the Board in fulfilling its responsibilities, an Audit Committee has been constituted consisting majorly of Independent Directors. The primary objective of the Audit Committee is to exercise effective control and supervision over the financial reporting to ensure accurate, timely and proper disclosure of the financials of the Company. The power, roles, and functions of the Audit Committee cover the areas contemplated under Regulation 18 of the SEBI Listing Regulations and Section 177 of the Act.

The Committee consists of four Directors out of which three are Independent Directors. The Chairperson of the Committee is also an Independent Director. The Company Secretary acts as Secretary to the Committee. The Chief Financial Officer, Statutory Auditors and Internal Auditors of the Company are regular invitee(s) to the Audit Committee meeting.

#### a) Composition of Audit Committee

All the Members of the Audit Committee are financially literate and possess the requisite financial/business acumen to specifically investigate the internal controls and audit procedures. The Committee undertakes periodic discussions with the Statutory Auditors, for financial statements of your Company. Also, quarterly/half-yearly/annual financial results along with limited review report or auditor's report are reviewed by the Audit Committee before consideration and approval by the Board of Directors.

The composition of the Audit Committee and attendance of its Members during FY 2025-26 is as follows:

| Name of the Member  | Designation in Committee | Category of Director           | Meetings held | Meetings attended |
|---------------------|--------------------------|--------------------------------|---------------|-------------------|
| Rajashree Santhanam | Chairperson              | Independent Director           | 4             | 4                 |
| Muthusamy Menaka    | Member                   | Independent Director           | 4             | 4                 |
| Anand Manoharlal    | Member                   | Independent Director           | 4             | 3                 |
| Jaijash Tatia       | Member                   | Chairman and Managing Director | 4             | 4                 |

#### b) Meetings of Audit Committee

During FY 2025-26, four (4) meetings of the Audit Committee were held with the necessary quorum on May 16, 2025, July 25, 2025, November 06, 2025, and February 13, 2026. The maximum gap between any two consecutive meetings did not exceed 120 days as per the Act and SEBI Listing Regulations.

#### c) Recommendations of Audit Committee

During FY 2025-26, all recommendations made by the Audit Committee were accepted by the Board of Directors.

#### d) Terms of reference

As per Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Act, the Audit Committee has been entrusted with the following responsibilities and terms of reference:

- oversight of the financial reporting process and the disclosure of the financial information to ensure that the financial statements are correct, sufficient, and credible;
- recommendation for appointment, remuneration, and terms of appointment of Auditors of the Company;
- approval for payment to Statutory Auditors for any other services rendered by them;
- reviewing, with the Management, the following:
  - a. the quarterly/half-yearly/annual financial statements and limited review report / auditor's report thereon before submission to the Board for approval;
  - b. performance of statutory auditors and internal auditors;
  - c. adequacy of internal control systems;
  - d. matters required to be included in the Director's Responsibility Statement (which forms part of Board Report) in terms of Section 134(3)(c) of the Act;
  - e. changes, if any, in accounting policies and practices and reasons for the same;
  - f. major accounting entries involving estimates based on the exercise of judgment by the Management;
  - g. significant adjustments made in the financial statements arising out of the audit findings;
  - h. compliance with listing and other legal requirements relating to financial statements;
  - i. disclosure of any related party transactions;
  - j. modified opinion(s) in the draft audit report, if any;
  - k. the statement of uses / application of funds raised through an issue (public issue, right 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.

- reviewing and monitoring the auditor's independence and performance, and effectiveness of the audit process;
- approval or any subsequent modification of transactions of the Company with the related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of the undertakings or assets of the Company;
- evaluation of internal financial controls and risk management systems;
- reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official head of the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up thereon;
- 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 material nature and reporting the matter to the Board;
- 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;
- 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;
- to review the functioning of the vigil mechanism / whistle blower policy;
- approval for appointment of Chief Financial Officer after assessing the qualifications, experience, and background of the proposed candidate;
- consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;





- such other role/functions as may be specifically referred to the Committee by the Board and/or other committees of Directors of the Company and specified in the SEBI Listing Regulations or Act.

## 5. NOMINATION AND REMUNERATION COMMITTEE

The Board constituted a Nomination and Remuneration Committee (the “NRC”) pursuant to the provisions of Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations.

### a) Composition of the NRC

The present NRC comprises three Non-Executive Independent Directors viz. Mrs. Rajashree Santhanam, Mrs. Muthusamy Menaka and Mr. Anand Manoharlal.

Mrs. Rajashree Santhanam, Non-Executive Independent Director, acts as the Chairperson of the Committee. Mrs. Niharika Goyal, Chief Compliance Officer, acts as the Secretary to the Committee.

### b) Terms of reference

The powers, role, and terms of reference of the NRC cover the areas as contemplated under Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, as well as other terms as specified by the Board. It has been entrusted with the responsibility to review and grant annual increments, vary and/or modify the terms and conditions of appointment/re-appointment including remuneration and perquisites, commission, etc. payable to Directors within the overall ceiling of remuneration.

The terms of reference of the NRC include the following

- to formulate criteria for determining qualifications, positive attributes, and independence of a director;

- to recommend to the Board, a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- for every appointment of an Independent Director, the NRC shall evaluate the balance of skills, knowledge and experience on the Board and based on such evaluation, prepare a description of the role and capabilities required for an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. To identify suitable candidates, the Committee may:

- a) use the services of external agencies, if required;
- b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
- c) consider the commitments of the candidates.

- to formulate criteria for evaluation of performance of Independent Directors and the Board as whole;
- to devise a policy on diversity of Board of Directors;
- to identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- whether to extend or continue the terms of appointment of the Independent Director, on the basis of the performance evaluation report of Independent Directors;
- to ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality which are required to run the Company successfully;
- to see that relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- to make sure that the remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives

appropriate to the working of the Company and its goals;

- to recommend to the Board all remuneration, in whatever form, payable to Senior Management;
- such other role/functions as may be specifically referred by the Board or other Committees or mentioned in the SEBI Listing Regulations.

### c) Performance evaluation criteria

In terms of the requirement with the Act and SEBI Listing Regulations, the NRC has formulated a criterion for evaluation of the performance of Board, individual Directors, Chairman and the Board Committees. The criteria cover the areas relevant to the functioning of the Board and its Committees such as its composition, structure, oversight, effectiveness, performance, skill set, knowledge, strategy, and risk management. The individual Directors, particularly the Independent Directors, were evaluated on parameters such as integrity, participation, skill, and knowledge, independent judgment, preparation, conduct, and effectiveness.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations, and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interests of the Company and its minority shareholders, etc.

The performance evaluation of the Board, Committees of the Board, Chairman, Executive Directors and Independent Directors was carried out in accordance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The Independent Directors evaluated the performance of the Chairman, Non-

Independent Directors and the Board as a whole. The Board also evaluated the performance of its Committees based on their effectiveness in discharging their respective responsibilities.

### d) Meetings of NRC and attendance of Members during the year under review

During FY 2025-26, the NRC met four times on May 16, 2025, July 25, 2025, November 06, 2025, and February 12, 2026, respectively.

| Name of the Member  | Designation in Committee | Category of Director | Meetings held | Meetings attended |
|---------------------|--------------------------|----------------------|---------------|-------------------|
| Rajashree Santhanam | Chairperson              | Independent Director | 4             | 4                 |
| Muthusamy Menaka    | Member                   | Independent Director | 4             | 4                 |
| Anand Manoharlal    | Member                   | Independent Director | 4             | 3                 |

### e) Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company is available on the Company’s website and lays down the criteria for appointment, remuneration and evaluation of Directors, Key Managerial Personnel and Senior Management Personnel.

## 6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (the “SRC”) oversees and monitors, inter alia, transfer/transmission of securities, investors’ grievances such as complaints on the transfer of shares, non-receipt of annual report, non-receipt of declared dividends, dematerialization/rematerialization, etc. and redressal thereof within the purview of the guidelines set out in the SEBI Listing Regulations.





The Committee also review matters of issue of duplicate share certificates, approval/rejection of application for dematerialization, sub-division, consolidation, transposition, and thereupon issue of share certificates to the shareholders, etc.

The roles and responsibilities of the said Committee as prescribed under the Act and SEBI Listing Regulations are mentioned under the terms of reference of the Committee.

#### a) Constitution and Composition of the Committee

The present SRC comprises of three Directors viz. Mrs. Muthusamy Menaka, Mrs. Rajashree Santhanam and Mrs. Henna Jain. Mrs. Muthusamy Menaka, Non-Executive Independent Director, acts as the Chairperson of the Committee. Ms. Niharika Goyal, Chief Compliance Officer, acts as the Secretary to the Committee.

#### b) Terms of Reference

This Committee has been entrusted with the following role and responsibilities:

- resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non receipt of the annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc;
- review of measures taken for the effective exercise of voting rights by shareholders;
- review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent (RTA);
- review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the Shareholders of the Company;
- looking into the redressal of shareholders' and investors' complaints and other areas of investor services;

- such other role/functions as may be specifically referred to the Committee by the Board of Directors and/or other Committees of Directors of the Company and/or mentioned in the SEBI Listing Regulations.

#### c) Number of Shareholders' complaints during FY 2025-26

|                                                        |   |
|--------------------------------------------------------|---|
| Number of complaints received during FY 2025-26        | 0 |
| Number of complaints not resolved as of March 31, 2026 | 0 |
| Number of pending complaints as on March 31, 2026      | 0 |

#### d) Meeting of SRC and attendance of Members during the year under review

During FY 2025-26, one meeting of the SRC was held on February 12, 2026 and attendance of Members is given below.

| Name of the Member  | Designation in Committee | Category of Director               | Meetings held | Meetings attended |
|---------------------|--------------------------|------------------------------------|---------------|-------------------|
| Muthusamy Menaka    | Chairperson              | Non-Executive Independent Director | 1             | 1                 |
| Rajashree Santhanam | Member                   | Non-Executive Independent Director | 1             | 1                 |
| Henna Jain          | Member                   | Joint Managing Director            | 1             | 1                 |

#### e) Delegated authority for share transfers and connected work

| Name                                      | Designation                        | Address                                                                                                                | Contact      | Email ID                                                                                                                       |
|-------------------------------------------|------------------------------------|------------------------------------------------------------------------------------------------------------------------|--------------|--------------------------------------------------------------------------------------------------------------------------------|
| Niharika Goyal                            | Chief Compliance Officer           | No. 26, 22nd Street, Rathinam Nagar, Thiruvannamur, Chennai – 600041                                                   | 9363485087   | <a href="mailto:investor.relations@kreon.in">investor.relations@kreon.in</a> /<br><a href="mailto:cs@kreon.in">cs@kreon.in</a> |
| Purva Sharegistry (India) Private Limited | Registrar and Share Transfer Agent | Unit No-9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai – 400 011 | 022-23018261 | <a href="mailto:support@purvashare.com">support@purvashare.com</a>                                                             |

#### 7. REMUNERATION OF DIRECTORS

| Particulars             | Managing Director | Joint Managing Director | Independent Directors |                  |                  |
|-------------------------|-------------------|-------------------------|-----------------------|------------------|------------------|
|                         | Jaijash Tatia     | Henna Jain              | Rajashree Santhanam   | Muthusamy Menaka | Anand Manoharlal |
| Sitting Fees            | 1,20,000/-        | 90,000/-                | 1,70,000/-            | 1,70,000/-       | 1,20,000/-       |
| Salaries and Allowances | 60,00,000/-       | 60,00,000/-             | -                     | -                | -                |
| Perquisites             | -                 | -                       | -                     | -                | -                |
| Commission/ Bonus       | -                 | -                       | -                     | -                | -                |
| Diwali gift             | 3,67,602/-        | 3,67,602/-              | -                     | -                | -                |
| Total                   | 64,87,602/-       | 64,57,602/-             | 1,70,000/-            | 1,70,000/-       | 1,20,000/-       |
| Stock Options           | -                 | -                       | -                     | -                | -                |
| Severance fees          | -                 | -                       | -                     | -                | -                |

#### NOTES:

- No performance-linked incentives are paid to any of the Directors.
- The Company has not entered into any Service Contract with the Directors, except agreement with Mr. Jaijash Tatia and Mrs. Henna Jain.
- The notice period for Executive Directors shall

be three months. Further, there is no notice period for Independent Directors of the Company.

- The Company does not pay any severance fees to any of the Directors.
- The Independent Directors shall not be entitled to participate in the Stock Option scheme, if any, introduced by the Company.





## 8. GENERAL BODY MEETINGS

### a) Details of the last three AGMs

| Year    | Location                 | Date       | Time     | Special Resolutions Passed                                                                                                                                                                                                                                                            |
|---------|--------------------------|------------|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2022-23 | Through Video Conference | 28.07.2023 | 11:00 AM | <ul style="list-style-type: none"> <li>Approval of the issuance of Non-Convertible Debentures.</li> </ul>                                                                                                                                                                             |
| 2023-24 | Through Video Conference | 28.06.2024 | 12:15 PM | <ul style="list-style-type: none"> <li>Appointment of Mrs. M. Menaka (DIN:10550690) as an Independent Director</li> <li>Appointment of Mrs. Rajashree Santhanam (DIN:07162071) as an Independent Director</li> <li>Approval of the issuance of Non-Convertible Debentures.</li> </ul> |
| 2024-25 | Through Video Conference | 29.08.2025 | 11.00 AM | <ul style="list-style-type: none"> <li>Amendment of Memorandum of Association of the Company</li> </ul>                                                                                                                                                                               |

#### NOTES:

- Meetings held through the video conferencing ("VC") shall be deemed to have been held at the Registered Office of the Company.
- All resolutions placed before the Members at the last three (3) AGM's were passed by the Members.

### b) Special Resolution passed through postal ballot

| Date of Postal Ballot Notice | Resolution passed through Postal Ballot                                               | Votes in favour/against the resolution        | Approval date | Date of Scrutinizer Report |
|------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------|---------------|----------------------------|
| 16.05.2025                   | Re-appointment of Mrs. Rajashree Santhanam as the Independent Director of the Company | Votes in favour: 14421663<br>Votes against: 0 | 20.06.2025    | 20.06.2025                 |
|                              | Re-appointment of Mrs. Menaka Muthusamy as the Independent Director of the Company.   | Votes in favour: 14421663<br>Votes against: 0 |               |                            |
| 13.02.2026                   | Appointment of Mrs. Riddhi Lunkad as the Chief Strategy Officer of the Company.       | Votes in favour: 9954965<br>Votes against: 0  | 20.03.2026    | 20.03.2026                 |

As on the date of this report, your Company does not propose to pass any special resolution for the time being by way of postal ballot.

### c) Procedure for Postal Ballot

The postal ballot is conducted in accordance with the provisions contained in Section 110 and any other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014. The shareholders are provided with the facility to vote through remote e-Voting. The postal ballot notice is sent to the shareholders as per the permitted mode wherever applicable. The Company also publishes a notice in the newspapers in accordance with the requirements under the Act.

Shareholders holding equity shares as on the cut-off date may cast their votes through e-Voting during the voting period decided for the said purpose. After completion of scrutiny of votes, the Scrutinizer submits his report to the Chairman and the results of voting by postal ballot are announced within the time prescribed under law. The results are displayed on the website of the Company and communicated to the Stock Exchanges, Depositories and RTA. The resolutions, if passed by the requisite majority, are deemed to have been passed on the last date specified for receipt of duly completed postal ballot forms or e-Voting.

However, during FY 2025-26, the Company did not send the physical ballot paper forms due to relaxation provided by Ministry of Corporate Affairs. Your Company has followed the aforesaid procedure stipulated in the Act and has carried out Postal Ballot for the item mentioned above.

#### d) Person who conducted the postal ballot exercise

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer for conducting both the postal ballots through remote e-voting process in accordance with the applicable provision of the Act and SEBI Listing Regulations, during the year under review.

There is no immediate proposal for passing any resolution through postal ballot. However, if required, the same shall be passed in compliance with provisions of the Act, the SEBI Listing Regulations or any other applicable laws.

## 9. MEANS OF COMMUNICATION

As per Regulation 33 of the SEBI Listing Regulations, the Board approves the financial results in the proforma prescribed by the SEBI within the statutory period and announces forthwith the results to the stock exchange where the shares of the Company are listed and publishes the financial results in the Newspapers viz. Trinity Mirror (English) and Makkal Kural (Tamil).

The quarterly/annual financial results are also available on the website of the Company at [www.kreon.in](http://www.kreon.in) and Stock Exchange website at [www.bseindia.com](http://www.bseindia.com). Official press/news releases and presentations on investor calls made by the Company from time to time and presentations made to investors and analysts are displayed on the Company's website. All material information about the Company is promptly sent to the Stock Exchange where shares are listed and to the media and the investor community.

## 10. GENERAL SHAREHOLDER INFORMATION

### a) Registered Office

Kreon Financial Services Limited  
No. 26, 22nd Street, Rathinam Nagar,  
Thiruvannamiyur, Chennai – 600041, Tamil Nadu,  
India  
Ph – 93634 85087  
Email ID - [investor.relations@kreon.in/cs@kreon.in](mailto:investor.relations@kreon.in/cs@kreon.in)

### b) Annual General Meeting

The 32<sup>nd</sup> Annual General Meeting of the Company shall be held on August 26, 2026, Wednesday at 11:00 AM through Video Conference in accordance with Ministry of Corporate Affairs ("MCA") and SEBI circulars.




**c) Financial calendar (proposed) for FY 2026-27**

| Quarter                      | Period ending     | Date / Period                  |
|------------------------------|-------------------|--------------------------------|
| First Quarter                | 30 June 2026      | Declared on July 28, 2026      |
| Second Quarter/<br>Half-Year | 30 September 2026 | On or before November 14, 2026 |
| Third Quarter                | 31 December 2026  | On or before February 14, 2027 |
| Fourth Quarter /<br>year     | 31 March 2027     | On or before May 30, 2027      |
| Annual General Meeting       | 31 March 2027     | July/August 2027               |

**d) Trading Window Closure**

The trading restriction shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results or as may be deemed fit to the Chief Compliance Officer.

**e) Dividend payment and book closure date**

Your Company has not declared any dividend so far.

**f) Listing at Stock Exchanges**

The equity shares of the Company are listed on the Bombay Stock Exchange Limited (BSE), having its registered office at Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. The annual listing fees for FY 2025-26 have been duly paid to the said stock exchange.

**g) Stock Code**

BSE Stock Code: 530139  
ISIN: INE302C01018

**h) Registrar and Share Transfer Agent**

Purva Sharegistry (India) Private Limited  
No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel, Mumbai, Maharashtra - 400 011, India  
Ph: 022-4961 4132 /022-3522 0056 / 022-49700138  
Email: [support@purvashare.com](mailto:support@purvashare.com)  
Website: [www.purvashare.com](http://www.purvashare.com)

**i) Share transfer system**

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 01, 2019, except in case of request received for transmission or transposition or re-lodgment of securities. Members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Transfer of equity shares in electronic form are effected through the depositories with no involvement of the Company.

As per SEBI notification SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 read with SEBI Press Release dated December 03, 2018, the requests for effecting transfer of securities (except in case of transmission, transposition or re-lodgment of securities) is not being processed after March 31, 2019, unless the securities are held in the dematerialized form with the depositories.

**INFORMATION FOR PHYSICAL SHAREHOLDERS**

Pursuant to the applicable circulars, on common and simplified norms for processing investor's service, shareholders holding shares in physical form, to furnish the following documents mandatorily to Company/RTA to lodge grievance or avail service request from the RTA and further shall not be eligible for receipt of dividend in physical mode w.e.f. April 01, 2024.

- Valid PAN including all Joint Shareholders duly linked with Aadhaar and KYC details (Form

ISR-1);

- Bank Account details (Bank Name, Branch, Bank Account No, IFSC Code and MICR code) (Form ISR-1);
- Address with pincode, email ID and mobile number (Form ISR-1);
- Specimen Signature (Form ISR-2);
- Registration of Nominee (Form No. SH-13) or Declaration for opting-out of Nomination (Form ISR- 3)

Details of the above forms are available on the website of the Company as well as RTA's website. Necessary communication through letters has already been sent to all the shareholders.

**j) Shares suspended from trading**

During FY 2025-26, the shares of your Company were not suspended from trading on the stock exchange.

**k) Dematerialization of shares**

Trading in shares of the Company is permitted only in dematerialized form. As of March 31, 2026, 94.43% of equity shares of the Company are in dematerialized form.

**i) Outstanding ESOPs / GDRs / ADRs / Warrants or any convertible instruments, conversion date, and likely impact on equity**

Not Applicable

**m) Commodity price risk or foreign exchange risk and hedging activities**

Not Applicable

**n) Credit Rating**

Not Applicable

**o) Disclosure of 'loans and advances in the nature of loans to firms/companies in which directors are interested' by name and amount**

No Loans were advanced to firms/companies in which directors are interested during the financial year ended March 31, 2026

**p) Plant Locations**

The Company does not have any plant location.

**q) Market Price Data**

| Month     | Share Price (Rs.) |       |         | Month    | Share Price (Rs.) |       |         |
|-----------|-------------------|-------|---------|----------|-------------------|-------|---------|
|           | High              | Low   | Closing |          | High              | Low   | Closing |
| Apr 2025  | 23.90             | 18.50 | 22.67   | Oct 2025 | 42.00             | 34.05 | 35.98   |
| May 2025  | 29.89             | 17.88 | 23.85   | Nov 2025 | 42.73             | 31.26 | 33.27   |
| Jun 2025  | 27.99             | 20.50 | 23.00   | Dec 2025 | 38.89             | 26.69 | 32.99   |
| Jul 2025  | 45.28             | 19.26 | 45.28   | Jan 2026 | 37.00             | 24.15 | 30.99   |
| Aug 2025  | 55.00             | 39.72 | 39.72   | Feb 2026 | 39.00             | 24.10 | 32.75   |
| Sept 2025 | 42.00             | 33.16 | 36.44   | Mar 2026 | 39.30             | 23.92 | 24.62   |



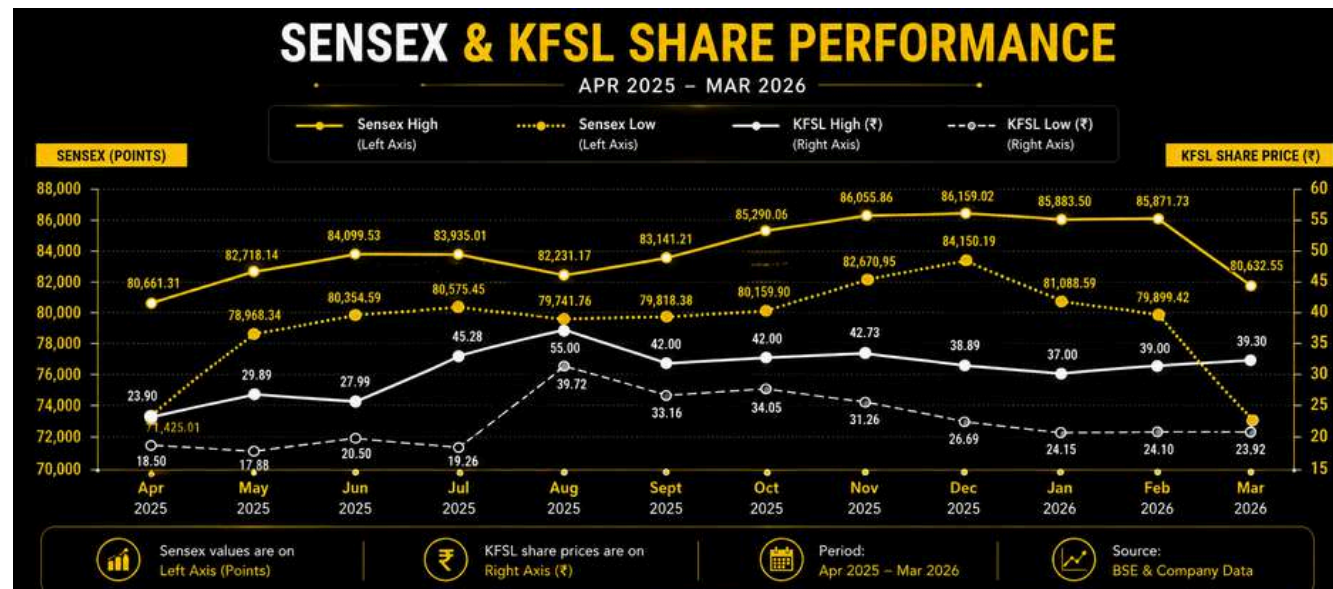


r) Performance in comparison to broad-based indices (BSE Sensex)

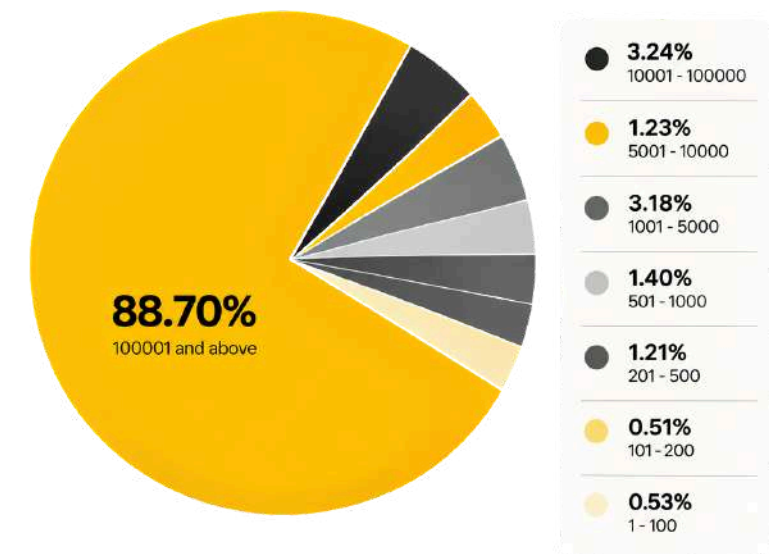
| Month     | Sensex    |           | KFSL share |       |
|-----------|-----------|-----------|------------|-------|
|           | High      | Low       | High       | Low   |
| Apr 2025  | 80,661.31 | 71,425.01 | 23.90      | 18.50 |
| May 2025  | 82,718.14 | 78,968.34 | 29.89      | 17.88 |
| Jun 2025  | 84,099.53 | 80,354.59 | 27.99      | 20.50 |
| Jul 2025  | 83,935.01 | 80,575.45 | 45.28      | 19.26 |
| Aug 2025  | 82,231.17 | 79,741.76 | 55.00      | 39.72 |
| Sept 2025 | 83,141.21 | 79,818.38 | 42.00      | 33.16 |
| Oct 2025  | 85,290.06 | 80,159.90 | 42.00      | 34.05 |
| Nov 2025  | 86,055.86 | 82,670.95 | 42.73      | 31.26 |
| Dec 2025  | 86,159.02 | 84,150.19 | 38.89      | 26.69 |
| Jan 2026  | 85,883.50 | 81,088.59 | 37.00      | 24.15 |
| Feb 2026  | 85,871.73 | 79,899.42 | 39.00      | 24.10 |
| Mar 2026  | 80,632.55 | 71,774.13 | 39.30      | 23.92 |

s) Distribution of shareholding

| No. of shares    | Shareholders    | % of total shareholders | No. of shares        | % of total shares |
|------------------|-----------------|-------------------------|----------------------|-------------------|
| 1-100            | 1,945.00        | 50.65                   | 106,279.00           | 0.53              |
| 101-200          | 544.00          | 14.17                   | 103,068.00           | 0.51              |
| 201-500          | 621.00          | 16.18                   | 244,488.00           | 1.21              |
| 501-1000         | 342.00          | 8.91                    | 283,317.00           | 1.40              |
| 1001-5000        | 302.00          | 7.87                    | 643,200.00           | 3.18              |
| 5001-10000       | 34.00           | 0.89                    | 248,864.00           | 1.23              |
| 10001-100000     | 30.00           | 0.78                    | 655,485.00           | 3.24              |
| 100001 and above | 21.00           | 0.55                    | 17,937,299.00        | 88.70             |
| <b>Total</b>     | <b>3,839.00</b> | <b>100.00</b>           | <b>20,222,000.00</b> | <b>100.00</b>     |



**% OF TOTAL SHARES**







#### t) Address for correspondence

Secretarial Department,  
Kreon Financial Services Limited,  
No. 26, 22nd Street, Thiruvanimiyur,  
Chennai – 600 041, Tamil Nadu, India.  
Phone No: +91 93634 85057  
Email: [investor.relations@kreon.in/cs@kreon.in](mailto:investor.relations@kreon.in/cs@kreon.in)

## 11. OTHER DISCLOSURES

#### a) **Materially Significant Related Party Transactions**

There were no materially significant related party transactions made by the Company that may have potential conflict with the interests of the Company at large.

Details of transactions with related parties are disclosed in Note No. 34 to the Financial Statements and in Form AOC-2, which form part of this Annual Report.

#### b) **Vigil Mechanism / Whistle Blower Policy**

The Company has adopted the Vigil Mechanism / Whistle Blower Policy that covers our Directors and Employees. The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The employees are free to report violations of applicable laws and regulations and the Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors and Employees and provides for direct access to the Chairman of the Audit Committee. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

The Company has a dedicated Whistle Blower Policy, available at the Company's website and it is affirmed that no personnel have been denied access to the Audit Committee.

#### c) **Details of cyber security incidents or breaches or loss of data**

During the year under review, no cyber security incidents or any other incidents resulting in breaches or loss of data have occurred.

#### d) **Information disclosed under clause 5A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

During the year under review, no such agreements have been carried out by the Company. Hence, no information needs to be disclosed under this clause.

#### e) **Utilization of funds**

The Company has not raised any funds through preferential allotment or qualified institutional placements as specified under Regulation 32(7A) of the SEBI Listing Regulations.

#### f) **Recommendation of Board Committees'**

The Board has accepted all the recommendations made by various Committees of the Board which are mandatorily required to be made during FY 2025-26.

#### g) **Fees paid to Statutory Auditors**

During FY 2025-26, total fees for all services paid by the Company to the Statutory Auditors amount to Rs. 1,58,500/-.

#### h) **Compliance with Mandatory Requirements**

The Company has complied with all the mandatory requirements as prescribed under the SEBI Listing Regulations.

#### i) **Disclosures with respect to demat suspense account / unclaimed suspense account**

Not Applicable

#### j) **Disclosures related to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)**

As per the requirement of POSH Act, the Company has a robust mechanism in place to redress complaints reported under it. An Internal Complaints Committee (ICC) has been set up as per the provisions of POSH, to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is the summary of the complaints received and disposed off during FY 2025-26:

| S. No | Particulars                                              | Complaints |
|-------|----------------------------------------------------------|------------|
| a)    | No. of complaints filed during the financial year        | Nil        |
| b)    | No. of complaints disposed off during the financial year | Nil        |
| c)    | No. of complaints pending at the end of financial year:  | Nil        |

#### k) **Details of non-compliance by the Company, penalties, strictures imposed on the listed entity by stock exchange(s) or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.**

| Regulation                             | Observation                                                   | Action taken against the Company                         | Company's action plan          |
|----------------------------------------|---------------------------------------------------------------|----------------------------------------------------------|--------------------------------|
| 23(9) of SEBI (LODR) Regulations, 2015 | Delay in reporting related party transactions of the Company. | The Company was fined Rs.5,900/- by BSE for such delay.  | The Company has paid the fine. |
| 29(1) of SEBI (LODR) Regulations, 2015 | Delay in furnishing prior intimation about the Board meeting. | The Company was fined Rs.11,800/- by BSE for such delay. | The Company has paid the fine. |

#### i) **SEBI Complaints Redressal System (SCORES)**

The investor complaints are processed in a centralized web-based complaints redressal system established by SEBI. The salient features of this system are the availability of a centralized database of all complaints and online uploading of Action Taken Reports (ATRs) by concerned companies.

Through SCORES, an investor can track the status of their complaints and the action taken by the Company in response. In its efforts to improve ease of doing business, the SEBI has launched a mobile app "SEBI SCORES", making it easier for investors to lodge their grievances with SEBI, as they can now access SCORES conveniently via their smartphones.

The upgraded SEBI Complaint Redressal System (SCORES) is available at <https://scores.sebi.gov.in> for registering and/or lodging new complaints.

#### m) **Prohibition of Insider Trading**

In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI Listing Regulations, the Company has established a Code of Conduct for Prohibition of Insider Trading in the securities of the Company.

The objective of this Code is to prevent misuse of any unpublished price sensitive information (UPSI) and prohibit any insider trading activity, to protect the interest of the shareholders at large.

During the year under review, the Company adhered to the SEBI PIT Regulations and no violations of the Code or instances of insider trading were observed.

Also, the Company has established a robust mechanism to deal with sharing of UPSI to prevent any misuse of such UPSI by any person. The Company has installed well-defined software where any information related to UPSI has been recorded in real time, also known as Structured Digital Database (SDD).





#### n) Related Party Transactions

All Related Party Transactions entered into during FY 2025–26 were in the ordinary course of business and on an arm's length basis. The Audit Committee reviewed and approved all Related Party Transactions in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.

#### o) Secretarial Compliance

The Annual Secretarial Compliance Report for FY 2025–26 issued by the Practicing Company Secretary has been submitted to BSE Limited within the prescribed timelines.

#### p) Information Security and Data Privacy

The Company has implemented appropriate information security controls and cybersecurity measures to safeguard customer information and business data. Periodic reviews of the information security framework are carried out by the Management and presented to the Board.

#### q) Website

The Company maintains a functional website containing all mandatory disclosures prescribed under the SEBI Listing Regulations, including policies, financial results, shareholding pattern, corporate governance disclosures, annual reports, notices, investor presentations and other statutory information.

#### r) RBI Compliances

Being an NBFC registered with the RBI, the Company has established an effective compliance framework to ensure adherence to the applicable provisions of the RBI Act, directions issued by the RBI, SEBI Regulations, the Companies Act, 2013 and other applicable laws. The Board periodically reviews the compliance status through reports submitted by the Chief Compliance Officer.

#### s) Internal Financial Controls

The Company has in place adequate internal financial controls commensurate with the size, nature and complexity of its operations. These controls are periodically reviewed by the Internal Auditors, Audit Committee and the Board to ensure their effectiveness.

#### t) Weblink for various policies or documents

| Particulars and Policies                                                               |
|----------------------------------------------------------------------------------------|
| Policy on Board Diversity                                                              |
| Policy on related party transactions                                                   |
| Vigil mechanism / whistle blower policy                                                |
| Code of conduct for Board of Directors and Senior Management Personnel                 |
| Policy for determination of materiality of events or information                       |
| Familiarization programme for Independent Directors                                    |
| Policy on preservation and archival of documents                                       |
| Nomination and Remuneration Policy                                                     |
| Performance Evaluation Policy                                                          |
| Succession Plan                                                                        |
| Policy for prevention, prohibition and redressal of sexual harassment at the workplace |
| Code for prevention of Insider Trading in the securities                               |
| Risk Management Policy                                                                 |

## 12. DISCRETIONARY REQUIREMENTS

The Company has adopted the following discretionary requirements given under Part E of Schedule II of the SEBI Listing Regulations.

#### a) Modified opinion(s) in the audit report

The Company is in the regime of financial statements with unmodified audit opinion.

#### b) Reporting of internal auditors

The internal auditors report directly to the Audit Committee.

## 13. CERTIFICATION / DECLARATION

#### a) Declaration by Managing Director regarding affirmation with compliance of code of conduct

The Board of Directors of the Company, in compliance with Regulation 17(5) of the SEBI Listing Regulations, has laid down the Code of Conduct for the Board Members and the Senior Management Personnel of the Company, which have also been posted on the website of the Company viz. [www.kreon.in](http://www.kreon.in). Pursuant to the above, the Company has received 'Affirmation of Compliance' from the Directors and the Senior Management Personnel of the Company and accordingly, the Managing Director makes the following declaration:

I, Jaijash Tatia, Managing Director, hereby confirm that all the Directors and the Senior Management Personnel have affirmed compliance with the provisions of the Code of Conduct for Directors and Senior Management Personnel during the financial year ended March 31, 2026.

For **Kreon Financial Services Limited**  
sd/-

(**Jaijash Tatia**)

Place: Chennai  
Date: 29.05.2026

Chairman and Managing Director  
DIN:08085029

#### b) Compliance Certificate on Corporate Governance

The certificate regarding the compliance of conditions of corporate governance, issued by M/s. Darpan & Associates, Statutory Auditors, has been attached as **Annexure-G** to the Annual Report.

#### c) Certificate of Non-Disqualification of Directors

The Company has received a Certificate from M/s. AXN Prabhu & Associates, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI / Ministry of Corporate Affairs or any such Statutory Authority. The Certificate is attached as **Annexure-H** to the Annual Report.

#### d) MD & CFO Certificate

Mr. Jaijash Tatia, Chairman and Managing Director and Mrs. Shoba Nahar, Chief Financial Officer, has submitted the certificate, in terms of Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations, to the Board. The said certificate has been attached as **Annexure-F** to the Annual Report.

## 14. CORPORATE GOVERNANCE COMPLIANCE

| Particulars                                                                                            | Regulation                    | Status |
|--------------------------------------------------------------------------------------------------------|-------------------------------|--------|
| Appointment/re-appointment of Independent Directors as per criteria of independence and/or eligibility | 16(1)(b), 25(2A), (6)         | Yes    |
| Board Composition                                                                                      | 17(1), (1A), (1C), (1D), (1E) | Yes    |
| Meeting of Board of Directors                                                                          | 17(2)                         | Yes    |
| Quorum of Board Meeting                                                                                | 17(2A)                        | Yes    |





| Particulars                                             | Regulation | Status |
|---------------------------------------------------------|------------|--------|
| Review of Compliance Reports                            | 17(3)      | Yes    |
| Plans for orderly succession of appointments            | 17(4)      | Yes    |
| Code of Conduct                                         | 17(5)      | Yes    |
| Fees / Compensation                                     | 17(6)      | Yes    |
| Minimum Information to be placed before Board           | 17(7)      | Yes    |
| Compliance Certificate                                  | 17(8)      | Yes    |
| Risk Assessment and Management                          | 17(9)      | Yes    |
| Performance Evaluation of Independent Directors         | 17(10)     | Yes    |
| Recommendation of Board                                 | 17(11)     | Yes    |
| Maximum number of Directorships                         | 17A        | Yes    |
| Composition of Audit Committee                          | 18(1)      | Yes    |
| Meetings and Quorum of Audit Committee                  | 18(2)      | Yes    |
| Role of Audit Committee                                 | 18(3)      | Yes    |
| Composition of Nomination and Remuneration Committee    | 19(1), (2) | Yes    |
| Quorum of Nomination and Remuneration Committee meeting | 19(2A)     | Yes    |

| Particulars                                                                                               | Regulation           | Status |
|-----------------------------------------------------------------------------------------------------------|----------------------|--------|
| Meeting of Nomination and Remuneration Committee                                                          | 19(3A)               | Yes    |
| Role of Nomination and Remuneration Committee                                                             | 19(4)                | Yes    |
| Composition of Stakeholders Relationship Committee                                                        | 20(1), (2), (2A)     | Yes    |
| The Chairperson of the Stakeholders Relationship Committee shall be present at the Annual General Meeting | 20(3)                | Yes    |
| Meeting of Stakeholders Relationship Committee                                                            | 20(3A)               | Yes    |
| Role of Stakeholders Relationship Committee                                                               | 20(4)                | Yes    |
| Composition of Risk Management Committee                                                                  | 21(1), (2), (3), (4) | NA     |
| Meeting of Risk Management Committee                                                                      | 21(3A), (3C)         | NA     |
| Quorum of Meeting of Risk Management Committee                                                            | 21(3B)               | NA     |
| Role of Risk Management Committee                                                                         | 21(4), (6)           | NA     |
| Vigil Mechanism                                                                                           | 22                   | Yes    |
| Material related party transactions                                                                       | 23(1), (1A), (4)     | Yes    |
| Policy on related party transactions                                                                      | 23(1)                | Yes    |
| Prior or omnibus approval for related party transactions                                                  | 23(2), (3), (5)      | Yes    |

| Particulars                                                              | Regulation                | Status |
|--------------------------------------------------------------------------|---------------------------|--------|
| Half-yearly disclosure of related party transactions                     | 23(9)                     | Yes    |
| Composition of Board of unlisted material subsidiary                     | 24(1)                     | NA     |
| Other corporate governance with respect to subsidiaries of listed entity | 24(2), (3), (4), (5), (6) | NA     |
| Listed entity has a listed subsidiary                                    | 24(7)                     | NA     |
| Annual Secretarial Compliance Report                                     | 24A                       | Yes    |
| No Alternate Director to Independent Director                            | 25(1)                     | Yes    |
| Tenure, appointment, re-appointment or removal of Independent Director   | 25(2), (2A)               | Yes    |
| Meeting of Independent Directors                                         | 25(3), (4)                | Yes    |
| Resignation/removal of Independent Directors                             | 25(6), (11)               | NA     |
| Familiarization of Independent Directors                                 | 25(7)                     | Yes    |
| Declaration from Independent Directors                                   | 25(8), (9)                | Yes    |
| D&O Insurance for Independent Directors                                  | 25(10), (12)              | NA     |

| Particulars                                                                                                                 | Regulation | Status |
|-----------------------------------------------------------------------------------------------------------------------------|------------|--------|
| Membership in Committees                                                                                                    | 26(1), (2) | Yes    |
| Affirmation of compliance with code of conduct                                                                              | 26(3)      | Yes    |
| Disclosures by Senior Management regarding any transactions where their personal interest conflicts with Company's interest | 26(5)      | NA     |
| Agreement by employee with any shareholder or third party                                                                   | 26(6)      | NA     |
| Vacancies in respect of certain Key Managerial Personnel                                                                    | 26A        | NA     |
| Compliances to discretionary requirements                                                                                   | 27(1)      | Yes    |
| Quarterly compliance report on corporate governance                                                                         | 27(2)      | Yes    |
| Website                                                                                                                     | 46         | Yes    |





## Annexure- C

### FORM NO MR- 3 SECRETARIAL AUDIT REPORT

#### For the Financial Year Ended on 31<sup>st</sup> 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,  
**Kreon Financial Services Limited**  
26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Thiruvannamiyur, Chennai, Tamil Nadu- 600041

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kreon Financial Services Limited** having its registered office at No. 26, 22<sup>nd</sup> Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu- 600041 (hereinafter called “**the Company**”) during the financial year from 01<sup>st</sup> April, 2025 to 31<sup>st</sup> March, 2026 (hereinafter called the year/ audit period/ period under review).

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/ statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management.

We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2026, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

The members are requested to read this report along with my letter of even date which is annexed to this report as an Annexure – I and forms an integral part of this report.

#### 1. Compliance with specific statutory provisions

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

- (i) The Companies Act, 2013 (the Act) and the Rules and the Regulations made thereunder;
- (ii) Secretarial Standards (SS-1) on “Meetings of the Board of Directors” and Secretarial Standards (SS-2) on “General Meetings” issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contract (Regulation) Act, 1956 and the Rules made thereunder;

iv) The Depositories Act, 1996 and the Regulations bye-laws framed thereunder;

(v) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings and to the extent of their applicability to the Company.

(vi) The following Regulations and Guidelines are prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”).
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST”);
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025, to the extent of the Listed Entity engaging the RTA;
- f) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; and
- g) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

(vii) The Company, being a Non-Banking Financial Institution, has the following material laws specifically applicable to the Company:

- a) Reserve Bank of India Act, 1934
- b) Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025
- c) Master Direction - Know Your Customer (KYC) Direction, 2016
- d) Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021, as amended from time to time.
- e) Reserve Bank of India (Non-Banking Financial Companies – Income Recognition, Asset Classification and Provisioning (IRAC)) Master Directions, 2025
- f) Other Master directions and guidelines issued by the RBI for NBFCs from time to time.

1.2 In relation to the period under review, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us, complied with the laws mentioned in clauses (i) to (vi) of paragraph 1.1 above except for:

- a) During the quarter ended September 30, 2025, the Company was levied a fine of ₹5,900/- by the Stock Exchange(s) for non-compliance with the requirement to disclose related party transactions in the format specified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and within the prescribed timeline. The Company has since ensured compliance and ₹5,900/- has been paid towards the said fine;

1.3 Generally complied with the laws specifically applicable to the Company mentioned in sub paragraph (vii) of paragraph 1.1.





1.4 We are informed that, during/ in respect of the year, no events have occurred which required the Company to comply with the following laws/ rules/ regulations and consequently was not required to maintain any books, papers, minute books or other records or file any forms/ returns under the same:

- a) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- b) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- c) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- f) The Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/ guidelines issued thereunder

## 2. Board Processess

We further report that:

2.1 The Board of Directors of the Company is duly constituted with a proper balance of Directors including Executive Directors, Non-Executive Directors, Independent Directors, Women Director in accordance with the provisions of the Act.

2.2 There were changes in the composition of the Board of Directors during the period under review and those were carried out in compliance with the provisions of the Act.

2.3 Adequate notice is given to all directors to schedule the Board Meetings at least seven days in advance/consent of directors was received for meetings held at a shorter notice, if any. The agenda and detailed notes on the agenda were also circulated to the Board members prior to the meetings.

2.4 A system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

2.5 All decisions at the Board Meetings were out carried unanimously as recorded in the minutes of the Meetings of the Board of Directors

## 3. Compliance mechanism:

We further report that:

3.1 There are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliance with all applicable laws, including labour laws, environmental laws, and other industrial-specific laws applicable to the Company.

3.2 The compliance by the Company of applicable finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Audit and other designated professionals.

## 4. Specific Events/ actions:

We further report that during the audit period the following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc. took place:

- Resignation of Mrs. R Vidyalakshmi as Company Secretary & Compliance Officer of the Company w.e.f. closure of business hours of 15th April 2025.
- Appointment of Ms. Niharika Goyal as Company Secretary & Compliance Officer of the Company with effect from 16th April, 2025.
- During the period under review, the Company has altered/amended its Memorandum of Association (MoA) by passing a Special Resolution at the Annual General Meeting (AGM) held on August 29, 2025. The amendment was made by inserting a new sub-paragraph (d) after sub-paragraph (c) in Clause III(A), Paragraph 6. This authorizes the Company to carry on business as a Payment Aggregator and Payment Gateway, as defined by RBI, and to provide associated payment collection services to government, corporate, and individual clients. It further permits the Company to design and develop payment systems/software, whether for its own use, on behalf of others, or for sale. The clause also covers IT services relating to electronic transactions (Netbanking, UPI, e-wallets, card payments, etc.) through internet, mobile, or POS devices, in India and abroad.
- Mrs. Rajashree Santhanam (DIN: 07162071) was re-appointed as an Independent Director of the Company for a further term of five (5) years, with effect from April 1, 2025 up to March 31, 2030, pursuant to the approval of the Members accorded by way of Postal Ballot, the voting period for which ended on June 20, 2025 at 5:00 P.M
- Mrs. Muthusamy Menaka (DIN: 10550690) was re-appointed as an Independent Director of the Company for a further term of five (5) years, with effect from April 1, 2025 up to March 31, 2030, pursuant to the approval of the Members accorded by way of Postal Ballot, the voting period for which ended on June 20, 2025 at 5:00 P.M.
- The Members, based on the recommendation of Audit Committee and Board of Directors, approved the appointment of M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries ) (Peer Review Certificate No. 6608/2025, COP:3122), as Secretarial Auditors of the Company, for a term of 5 (five) consecutive years starting from the conclusion of the 31st AGM of the Company until the conclusion of 36th AGM of the Company
- Mr. Madhan Mohan R, Head – Data Analytics, who is part of the Senior Management Personnel of the Company, resigned from his position with effect from December 15, 2025.
- Mrs. Riddhi Lunkad was appointed as the Chief Strategy Officer of the Company with effect from February 13, 2026, and shall form part of the Senior Management Personnel of the Company

**For Lakshmmi Subramanian and Associates  
Practicing Company Secretaries**

Sd/-  
**S. Vasudevan**  
**Partner**  
FCS No. 9495  
C.P.No.27636

Peer review No.6608/2025  
UDIN: F009495H000888142

**Place:** Chennai  
**Date:** 20<sup>th</sup> July 2026





## Annexure- D

## Annexure

**(To the Secretarial Audit Report of M/s. Kreon Financial Services Limited  
for the financial year ended on 31<sup>st</sup> March, 2026)**

To  
The Members  
**Kreon Financial Services Limited**  
26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Thiruvanniyur, Chennai, Tamil Nadu, 600041

Our Secretarial Audit Report (Form No. MR-3) of even date for the financial year ended 31<sup>st</sup> March, 2026 is to be read along with this Annexure.

- 1.Maintenance of Secretarial record and ensuring compliance with all applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2.We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
- 3.We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as they are subject to audit by the Auditors of the Company appointed under Section 139 of the Act.
- 4.Wherever required, we have obtained the Management representation about financial information, the compliance of law, rules and regulation and happening of certain events etc.
- 5.The compliance of the provisions of other laws, rules, regulation, standards specifically applicable to the Company is the responsibility of the management. Our examination was limited to the verification of system implemented by the Company on a test basis.
- 6.The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the effectiveness with which the management has conducted the affairs of the Company.

**For Lakshmmi Subramanian and Associates  
Practicing Company Secretaries**

Sd/-  
**S. Vasudevan**  
**Partner**

FCS No. 9495  
C.P.No.27636

Peer review No.6608/2025  
UDIN: F009495H000888142

**Place:** Chennai  
**Date:** 20<sup>th</sup> July 2026

## DISCLOSURES UNDER RULE 5

**Disclosure pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of  
Managerial Personnel) Rules, 2014 for FY 2025-26**

| Disclosure Requirement                                                                                                                                                                                                                                                                                                                              | Disclosure Details                                  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| The ratio of the remuneration of each Director to the median remuneration of the employees of the Company<br><br><b>Mr. Jaijash Tatia – Chairman &amp; Managing Director</b><br><b>Mrs. Henna Jain – Joint Managing Director</b>                                                                                                                    | <b>20:1</b><br><b>20:1</b>                          |
| The percentage increase in remuneration of each Director, CFO, CEO, CS or Manager<br><br><b>Directors</b><br><b>CFO</b><br><b>CS</b>                                                                                                                                                                                                                | <b>Nil</b><br><b>Nil</b><br><b>8.89%</b>            |
| The percentage increase in the median remuneration of employees                                                                                                                                                                                                                                                                                     | <b>12%</b>                                          |
| The number of permanent employees on the rolls of Company                                                                                                                                                                                                                                                                                           | <b>142</b>                                          |
| Average percentile increases 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 | <b>12%</b>                                          |
| The key parameters for any variable component of remuneration availed by the Directors                                                                                                                                                                                                                                                              | <b>No variable components paid to any directors</b> |
| Affirmation that the remuneration is as per the remuneration policy of the Company                                                                                                                                                                                                                                                                  | <b>Yes</b>                                          |





## Disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for FY 2025-26

Statement under Section 134 of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 – Particulars of top 10 employees in terms of remuneration drawn.

| S. No | Name                | Designation                          | Nature of employment |
|-------|---------------------|--------------------------------------|----------------------|
| 1     | Shoba Nahar         | Chief Financial Officer              | Full Time            |
| 2     | William S Ramaiah   | Head - Collections                   | Full Time            |
| 3     | Prathapa Reddy      | Head-Product & Technology            | Full Time            |
| 4     | Sakthivel P         | Deputy Manager - Full Stack Engineer | Full Time            |
| 5     | Madhuri Singh       | Manager-Finance                      | Full Time            |
| 6     | Supriya G           | Manager - Finance                    | Full Time            |
| 7     | Rashmi Balakrishnan | Head - Marketing & Brand Strategy    | Full Time            |
| 8     | Kashif Iqbal        | Senior MERN Stack Engineer           | Full Time            |
| 9     | Niharika Goyal      | Chief Compliance Officer             | Full Time            |
| 10    | Parthiban N         | Head - IT & Infrastructure           | Full Time            |

### NOTES:

- 1.Remuneration includes salary, allowances, performance linked bonus, Diwali gift and commission where applicable.
- 2.Employment of the above person is whole-time and contractual in nature, terminable with two months' notice on either side.

| Date of commencement of employment | Qualification            | Age | Last employment                                      | Remuneration received during FY 2025-26 | % of equity shares of KFSL held |
|------------------------------------|--------------------------|-----|------------------------------------------------------|-----------------------------------------|---------------------------------|
| 31.10.2016                         | BA                       | 48  | NA                                                   | 6,367,602.00                            | 0.11                            |
| 12.05.2025                         | BA                       | 51  | FINAGG Technologies Private Limited                  | 2,259,431.00                            | NIL                             |
| 01.09.2021                         | Bachelor of Technology   | 32  | NA                                                   | 1,619,222.00                            | NIL                             |
| 12.02.2020                         | Bachelor of Technology   | 40  | A & A Dukaan Financial Services Pvt Ltd (BankBazaar) | 1,550,401.00                            | NIL                             |
| 03.03.2025                         | Chartered Accountant     | 30  | Tejas Cargo India limited                            | 1,455,342.00                            | NIL                             |
| 01.04.2023                         | Chartered Accountant     | 28  | NA                                                   | 1,362,943.00                            | NIL                             |
| 05.12.2022                         | Bachelor of Science (CS) | 42  | Monexo P2P                                           | 1,262,909.00                            | NIL                             |
| 15.04.2024                         | Bachelor of Technology   | 30  | Techtrail Technologies Private Limited               | 1,061,868.00                            | NIL                             |
| 16.07.2024                         | LLB.,CS                  | 30  | Tatia Global Vennture Limited                        | 868,155.00                              | NIL                             |
| 01.08.2018                         | B-Tech IT                | 41  | Laserbeam Software Pvt Ltd.                          | 845,251.00                              | NIL                             |

- 3.None of the employees of the Company (in terms of remuneration drawn) were in receipt of remuneration more than Rs.1.02 crores per annum or Rs.8.50 lakhs per month as per Rule 5(2)(i) and (ii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- 4.There are no employees in the service of the Company within the category covered by Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- 5.None of the above employees is the relative of any Director of the Company.




**Annexure- E**
**FORM AOC-2**

(Pursuant to Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements/transactions entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013, including certain arm's length transaction under third proviso thereto.

**Details of Contracts or arrangement or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2026, which were not at arm's length basis.

**Details of contracts or arrangement or transactions at arm's length basis:**

| Sl. No. | Name of the Related Party     | Nature of relationship                                                                                | Salient terms of the contract/ arrangements/tr ansaction including the value    | Nature of the transaction | Duration of transaction | Date of approval by the Board | Amount as advances, if any: Rs.in Lakhs |
|---------|-------------------------------|-------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------------|-------------------------|-------------------------------|-----------------------------------------|
| 1       | Opti Products Private Limited | Enterprises over which Executive Directors/CFO and their relatives can exercise significant influence | Payment of lease rental for office premises taken on rent – ₹3,58,764 per month | Payment of Lease Rental   | 11 months               | 25.07 .2025                   | -                                       |
| 2       | Mrs. Riddhi Lunkad            | Chief Strategy Officer and Spouse of Mr. Jaijash Tatia, Promoter Chairman and Managing Director       | Payment of remuneration - ₹9,16,550/- during the year.                          | Remuneration              | -                       | 13.02.2026                    | -                                       |

On behalf of the Board of Directors  
For **Kreon FInnancial Services Limited**

Sd/-

**Jaijash Tatia**

Chairman and Managing Director  
DIN:08085029

Place: Chennai  
Date: 28.07.2026


**CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER**

In pursuance of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements), 2015, we JaijashTatia, Chairman and Managing Director and Shoba Nahar, Chief Financial Officer to the best of our knowledge and belief, certify that:

A. We have reviewed the financial statements and cash flow statement for the year ended March 31, 2026, and to the best of our knowledge and belief:

1.It does not contain any materially untrue statement or omit any material fact or contain statements that might be misleading

2.It together presents a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.

B. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal, or violative of the Company's code of conduct.

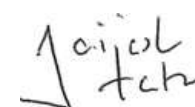
C. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee that there are no deficiencies in the design or operation of such internal controls.

D. We have also indicated the following to the Auditors and the Audit Committee:

1.No Significant changes in internal control over financial reporting during the above-mentioned period.

2.No Significant changes in accounting policies during the above-mentioned period.

3.No instances of significant fraud involving the management or any employee having a significant role in the Company's internal control system over financial reporting were observed during the above-mentioned period.



**(JAIJASH TATIA)**

Chairman & Managing Director  
DIN: 08085029  
Date: 21.05.2026



**(SHOBA NAHAR)**

Chief Financial Officer  
Date: 21.05. 2026







## Annexure- G

## Annexure- H

**CERTIFICATE OF CORPORATE  
GOVERNANCE****TO THE MEMBERS OF KREON FINANCIAL SERVICES LIMITED**

We have examined the compliance conditions of Corporate Governance by Kreon Financial Services Limited for the year ended on 31st March, 2026 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the period 1st April, 2025 to 31st March 2026. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanation given to us, and the representation made by the Directors and the Management, we certify that the Company has materially complied with the conditions of Corporate Governance as stipulated Listing Regulations.

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

**Restriction on use**

The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without my prior consent in writing.

For **M/s Darpan & Associates**  
Chartered Accountants  
ICAI Firm Registration No.016156S

Sd/-  
**CA Darpan Kumar**  
Partner

Membership No. 235817  
UDIN: 26235817SAIGHF4920

Place: Chennai  
Date: 29/05/2026

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
**Kreon Financial Services Limited**  
**#26, 22nd Street, Rathinam Nagar, Thiruvanniyur, Chennai – 600041.**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kreon Financial Services Limited, CIN - L65921TN1994PLC029317 and having Registered Office at No.26, 22nd Street, Rathinam Nagar, Thiruvanniyur, Chennai – 600041, (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 and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 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.

| Sl. | Name of Director         | DIN      | Date of Original Appointment in Company |
|-----|--------------------------|----------|-----------------------------------------|
| 1   | Mr. Jaijash Tatia        | 08085029 | 01.04.2018                              |
| 2   | Mrs. Henna Jain          | 08383395 | 22.03.2019                              |
| 3   | Mr. Anand Manoharlal     | 10718528 | 06.08.2024                              |
| 4   | Mrs. Muthusamy Menaka    | 10550690 | 01.04.2024                              |
| 5   | Mrs. Rajashree Santhanam | 07162071 | 01.04.2024                              |

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

For **AXN Prabhu & Associates**

Sd/-  
CS AXN Prabhu Practising Company Secretary  
M No. 3902; C.P No. 11440  
UDIN: F003902H000162962

Place: Chennai  
Date: 21.04.2026





# Financial Section





# INDEPENDENT AUDITORS' REPORT

To the Members of KREON FINANCIAL SERVICES LIMITED

## Opinion

We have audited the accompanying standalone financial statements of Kreon Financial Services Limited, Chennai, which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2026; and its Profit, Total Comprehensive Income, the changes in Equity, and Cash Flows for the year ended on that date.

## Basis for Opinion

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. 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.

| Sl. No | Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Auditors' Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | Compliance and disclosure requirements under the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <p>We have assessed the systems and processes laid down by the company to appropriately ensure compliance and disclosures as per the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.</p> <p>We have designed and performed audit procedures to assess the completeness and correctness of the details disclosed having regard to the assumptions made by the management in relation to the applicability and extent of disclosure requirements; and have relied on internal records of the company and external confirmations wherever necessary.</p> <p>We checked the stage classification as at the balance sheet date as per the definition of Default of the Company and Reserve Bank of India circulars issued from time to time.</p> <p>We have checked on sample basis that the stage classification for the borrowers has been given in accordance with the Resolution Framework issued by Reserve Bank of India (the 'RBI') and the Board approved policy for ECL provisioning and stage classification with respect to such accounts;</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 2      | Assessment of Expected Credit Loss (ECL) on Trade Receivables<br>As at 31 March 2026, trade receivables constitute a significant financial asset of the Company. The Company measures impairment on trade receivables using the Expected Credit Loss (ECL) model prescribed under Ind AS 109, Financial Instruments. The determination of ECL requires significant management judgement in assessing the recoverability of outstanding receivables, considering historical default experience, ageing of receivables, customer-specific factors and forward-looking information. During the year, the Company also reassessed the recoverability of certain receivables and reversed part of the impairment allowance recognised in earlier periods. | <p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> <li>Obtained an understanding of and evaluated the design and implementation of key internal controls over the Company's processes for credit risk assessment, identification of significant increase in credit risk, loan staging, ECL measurement and recognition of impairment allowances.</li> <li>Evaluated the Company's accounting policies and methodology for recognition and measurement of ECL on financial assets for compliance with the requirements of Ind AS 109, Financial Instruments, and assessed the consistency of their application during the year.</li> <li>Obtained an understanding of the Company's methodology for determining ECL, including the segmentation of the loan portfolio, staging of exposures and the key assumptions and inputs used in the ECL model.</li> <li>Assessed the appropriateness of the criteria used by the Company for identifying significant increases in credit risk and credit-impaired exposures, including the use of days past due and other qualitative and quantitative indicators of credit deterioration.</li> <li>Tested, on a sample basis, the accuracy and completeness of data used in the ECL models, including loan balances, days past due, repayment history and other relevant borrower and exposure-level information, by agreeing such information with underlying records and supporting documentation.</li> <li>Evaluated the reasonableness of key assumptions and parameters used in the determination of ECL, including probability of default, loss given default and exposure at default, by considering historical loss experience, observed recovery patterns, current credit risk conditions and available forward-looking information.</li> <li>Assessed the appropriateness of management's determination of loan exposures classified under Stage 1, Stage 2 and Stage 3, including evaluating the identification of significant increase in credit risk and credit-impaired exposures.</li> <li>For selected credit-impaired and overdue loan exposures, evaluated the recoverability of outstanding amounts by considering subsequent collections, repayment patterns, available security or collateral, where applicable, and other relevant information.</li> </ul> |





| Sl. No | Key Audit Matter                                                                                                                                                                                | Auditors' Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2      | Considering the significance of trade receivables and the judgement involved in estimating the ECL allowance, we determined this matter to be one of the most significant matters in our audit. | <ul style="list-style-type: none"> <li>Evaluated the basis for write-offs and subsequent recoveries, where applicable, and assessed whether the accounting treatment was in accordance with the Company's accounting policy and the requirements of Ind AS 109.</li> <li>Assessed the adequacy of the impairment allowance recognised under Ind AS 109 and evaluated the Company's assessment of any additional provisioning requirements arising from applicable RBI prudential norms.</li> <li>Involved our valuation / credit risk specialists, where considered necessary, to assist us in evaluating the ECL methodology, key assumptions and significant judgements applied by management.</li> <li>Assessed the adequacy and appropriateness of the disclosures relating to loans and advances, credit risk, impairment allowances and ECL included in the standalone financial statements</li> </ul> |

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's report, Management discussion and analysis and Report on corporate governance, but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is no material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the

Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those;
  - c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

- e) On the basis of written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls 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, 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, if any, on its financial position in its standalone financial statements.
  - ii. The Company has made provision, as required under the applicable law and Accounting standards, for material foreseeable losses, if any, on long-term contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the investor's education and protection fund by the Company.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds)

by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year, hence compliance with provision of section 123 is not applicable for the year.
- vi. Relying on representations/explanations from the company and software vendor and 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 the same has operated throughout the year for all relevant transactions recorded in the respective software, except that the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data

changes for the accounting software used for maintaining the books of accounts.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention except for audit trail (edit log) facility at database level as the same was not enabled.

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner

Place: Chennai  
Date: 29.05.2026

Membership. No: 235817  
UDIN: 26235817SGHICS1379





## "Annexure A" to Independent Auditors' Report

(Referred to in Paragraph 2 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the accounts of Kreon Financial Services Limited, ("the Company"), for the year ended March 31, 2026)

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment (PPE).  
b) According to the information and explanations given to us, physical verification of PPE is being conducted in a phased manner by the management under a programme designed to cover all the PPE over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and nature of its business. Pursuant to the program, a portion of the PPE has been physically verified by the management during the year and no material discrepancies between the books records and the physical PPE have been noticed.  
c) There are no immovable properties in the name of the company.  
d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.  
e) Based on the information and explanations furnished to us, No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) a) There are no inventories in the company during the year.  
b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- iii) (a) The Company is registered with Reserve Bank of India (RBI) under section 45-IA as a non-banking financial company, and its

principal business is to give loans. Accordingly, the provisions of clause 3(iii)(a) of the Order are not applicable to the Company.  
b) Based on our examination and the information and explanations given to us, in respect of investments/ guarantees/ securities/ loans/ advances in nature of loan, in our opinion, the terms and conditions under which such loans were granted/ investments were made/ guarantees provided/ security provided are not prejudicial to the Company's interest.  
c) In respect of the loans/ advances in nature of loan, the schedule of repayment of principal and payment of interest has been stipulated by the Company. Considering that the Company is a non-banking financial company engaged in the business of granting loans majorly to retail customers, the entity-wise details of the amount, due date for payment and extent of delay (that has been suggested in the Guidance Note on CARO 2020 issued by the Institute of Chartered Accountants of India for reporting under this clause) have not been reported because it is not practicable to furnish such details owing to the voluminous nature of data generated in the normal course of the Company's business. Further, except for the instances where there are delays or defaults in repayment of principal and/ or interest, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable. The Company has recognised provisions against the above loans, in accordance with the principles of Indian Accounting Standards (Ind AS) and the guidelines issued by the Reserve Bank of India ("RBI") for Income Recognition and Asset Classification.  
d) In respect of the loans/ advances in nature of loans, the total amount overdue for more than ninety days as at March 31, 2026 is Rs.410.23 Lakhs. In such instances, in our

opinion, based on information and explanations provided to us, reasonable steps have been taken by the Company for the recovery of the principal amounts and the interest thereon.

| No. of cases | Principal Amount Overdue | Interest Overdue | Total Overdue |
|--------------|--------------------------|------------------|---------------|
| 17527        | 410.23                   | -                | 410.23        |

- e) This Company is registered with the Reserve Bank of India (RBI) under section 45-IA as a non-banking financial company, and its principal business is to give loans. Accordingly, the provisions of clause 3(iii)(e) of the Order are not applicable to the Company.  
f) The loans/advances in nature of loans granted during the year, including to promoters/related parties had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand.

|                                                                           | All parties | Promoters | Related Parties | Others |
|---------------------------------------------------------------------------|-------------|-----------|-----------------|--------|
| Aggregate amount of loans and advances in the nature of loans granted to: |             |           |                 |        |
| - Repayable on demand (A)                                                 | 1,442.22    | -         | 540.41          | 901.81 |
| - Agreement does not specify any terms or period of Repayment (B)         | -           | -         | -               | -      |
| Total (A+B)                                                               | 1,442.22    | -         | 540.41          | 901.81 |
| Percentage of loans / advances in nature of loan to the total loans       | 28.67%      | 0.00%     | 10.74%          | 17.93% |

- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and sub-section (1) of Section 186 of the Act in respect of the loans and investments made and guarantees and security provided by it. The provisions of sub-sections (2) to (11) of Section 186 are not applicable to the Company as it is a non-banking financial company registered with the RBI engaged in the business of giving loans.
- v) The Company has not accepted any deposits from public during the year hence the directives issued by RBI and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2015, are not applicable.

- vi) The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for maintenance of Cost Records under sub-section (1) of section 148 of the Act.
- vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, cess, and other material statutory dues, as applicable, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in





respect of Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and any other statutory dues were outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no disputed dues of Goods and Services Tax, Sales Tax, Excise Duty, Customs Duty, Value Added Tax etc., which have not been deposited with the appropriate authorities on account of any dispute.

viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix) (a) Based on our audit procedures and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to a financial institution, bank, or dues to debenture holders.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and on overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company does not have any subsidiary, associates or joint venture, hence

sub-clauses (e) and (f) of para 3(ix) of the order are not applicable.

x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company. (b) The Company has not made any preferential allotment of equity shares, warrants and compulsorily convertible preference shares during the year, hence reporting under clause 3(x)(b) of the Order is not applicable.

xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has not received any whistleblower complaints during the year, which have been considered by us for any bearing on our audit and reporting.

xii) In our Opinion, the company is not a Nidhi Company and the Nidhi Rules, 2014 are not

applicable to it. Therefore clause 3 (xii) of the Companies (Auditor's Report) Order is not applicable to the Company.

xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures specified under Section 133 of the Act.

xiv) (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business. (b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi) (a) The Company is required to and has been registered under Section 45-IA of the Reserve Bank of India Act, 1934 as a Non-Deposit Taking Non-Systemically Important NBFC. The company is NBFC - Others - Loan Company (LC). (b) The Company has conducted non-banking financial activities during the year and the Company holds a valid Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

xvii) The Company has not incurred cash loss

during the financial year. The company has not incurred cash losses during the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx) Reporting on CSR: Provisions of Section 135 Corporate Social Responsibility (CSR) are not applicable to the company. Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.





Place: Chennai  
Date: 29.05.2026

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S  
Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817  
UDIN: 26235817SGHICS1379

## "ANNEXURE B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of Kreon Financial Services Limited

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

We have audited the internal financial controls over financial reporting of M/s Kreon Financial Services Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

### Meaning of Internal Financial Controls over Financial Reporting

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

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

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S  
Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817  
UDIN: 26235817SGHICS1379  
Place: Chennai  
Date: 29.05.2026





## Balance sheet as at March 31, 2026

(Rs.in Lakhs)

| Particulars                             | Notes | As at March 31, 2026 | As at March 31, 2025 |
|-----------------------------------------|-------|----------------------|----------------------|
| <b>ASSETS</b>                           |       |                      |                      |
| <b>(1) Financial assets</b>             |       |                      |                      |
| (a) Cash and cash equivalents           | 3     | 226.70               | 117.53               |
| (b) Bank Balance other than (a) above   | 4     | 698.30               | 1,926.81             |
| (c) Loans                               | 5     | 4,917.10             | 2,971.82             |
| (d) Investments                         | 6     | 1,124.89             | 1,132.77             |
| (e) Other Financial assets              | 7     | 92.09                | 19.57                |
| <b>Total financial assets</b>           |       | <b>7,059.08</b>      | <b>6,168.50</b>      |
| <b>(2) Non-financial assets</b>         |       |                      |                      |
| (a) Current tax assets (net)            | 8     | 14.55                | 3.10                 |
| (b) Deferred tax assets (net)           |       | 68.84                | 78.89                |
| (c) Property, plant and equipment       | 9A    | 222.29               | 106.73               |
| (d) Other Intangible assets             | 9A    | 87.73                | 107.71               |
| (e) Intangible assets under development | 9B    | 24.33                | 24.26                |
| (f) ROU Assets                          | 10    | 77.62                | 92.64                |
| (g) Other non-financial assets          | 11    | 99.63                | 35.90                |
| (h) Non-current assets held for sale    | 12    | 4.60                 | 4.60                 |
| <b>Total non-financial assets</b>       |       | <b>599.59</b>        | <b>453.84</b>        |
| <b>TOTAL ASSETS</b>                     |       | <b>7,658.69</b>      | <b>6,622.32</b>      |

(Rs.in Lakhs)

| Particulars                                                                                 | Notes | As at March 31, 2026 | As at March 31, 2025 |
|---------------------------------------------------------------------------------------------|-------|----------------------|----------------------|
| <b>LIABILITIES AND EQUITY</b>                                                               |       |                      |                      |
| <b>(1) Financial Liabilities</b>                                                            |       |                      |                      |
| (a) Payables                                                                                |       |                      |                      |
| (b) I Other Payables                                                                        |       |                      |                      |
| (i) Total outstanding dues of micro enterprises and small enterprises                       |       | -                    | -                    |
| (ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | 13    | 22.46                | 34.94                |
| (d) Borrowings (Other than Debt Securities)                                                 | 14    | 3,614.06             | 3,165.86             |
| (e) Other financial liabilities                                                             | 15    | 207.89               | 216.27               |
| <b>Total financial liabilities</b>                                                          |       | <b>3,844.41</b>      | <b>3,417.07</b>      |
| <b>(2) Non-Financial Liabilities</b>                                                        |       |                      |                      |
| (a) Provisions                                                                              | 16    | 35.99                | 27.75                |
| (b) Other non-financial liabilities                                                         | 17    | 169.79               | 82.96                |
| <b>Total non-financial liabilities</b>                                                      |       | <b>205.78</b>        | <b>110.71</b>        |
| <b>(3) Equity</b>                                                                           |       |                      |                      |
| (a) Equity Share capital                                                                    | 18    | 2,022.20             | 2,022.20             |
| (b) Other Equity                                                                            | 19    | 1,586.26             | 1,072.87             |
| <b>Total equity</b>                                                                         |       | <b>3,608.46</b>      | <b>3,095.07</b>      |
| <b>TOTAL LIABILITIES AND EQUITY</b>                                                         |       | <b>7,658.69</b>      | <b>6,622.32</b>      |



(Rs.in Lakhs)

Summary of significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements.

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

On behalf of the Board of Directors  
For Kreon Financial Services  
Limited

Sd/-  
**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

Sd/-  
**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

Sd/-  
**Shoba Nahar**  
**Chief Financial Officer**

Sd/-  
**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428

## Profit and Loss for the period ended 31<sup>st</sup> March 2026

(Rs.in Lakhs)

| Particulars                              | Notes | As at March 31, 2026 | As at March 31, 2025 |
|------------------------------------------|-------|----------------------|----------------------|
| <b>Revenue from operations</b>           |       |                      |                      |
| (i) Interest income                      | 20    | 178.45               | 172.73               |
| (ii) Dividend income                     |       | 6.18                 | 10.83                |
| (iii) Fees and commission income         | 21    | 3,761.35             | 2,256.76             |
| (iv) Other operating income              | 22    | 372.10               | 212.54               |
| <b>(I) Total Revenue from operations</b> |       | <b>4,318.08</b>      | <b>2,652.85</b>      |
| <b>(II) Other Income</b>                 | 23    | 17.19                | 11.72                |
| <b>(III) Total Income (I+II)</b>         |       | <b>4,335.27</b>      | <b>2,664.57</b>      |

| Particulars                                                                   | Notes | As at March 31, 2026 | As at March 31, 2025 |
|-------------------------------------------------------------------------------|-------|----------------------|----------------------|
| <b>Expenses</b>                                                               |       |                      |                      |
| (i) Finance cost                                                              | 24    | 259.41               | 283.47               |
| (ii) Fees and commission expense                                              | 25    | 256.62               | 366.95               |
| (iii) Net loss on fair value changes                                          | 26    | 52.69                | 194.01               |
| (iv) Impairment on financial instruments                                      | 27    | 1,182.03             | 1,157.29             |
| (v) Employee benefits expenses                                                | 28    | 725.51               | 454.44               |
| (vi) Depreciation, amortisation and impairment                                | 29    | 73.72                | 79.36                |
| (vii) Others expenses                                                         | 30    | 793.57               | 536.38               |
| <b>(IV) Total Expenses</b>                                                    |       | <b>3,344.07</b>      | <b>3,071.89</b>      |
| <b>(V) Profit before exceptional items and tax (III - IV)</b>                 |       | <b>991.20</b>        | <b>-407.31</b>       |
| <b>(VI) Exceptional items</b>                                                 |       | -                    | -                    |
| <b>(VII) Profit before tax (V-VI)</b>                                         |       | <b>991.20</b>        | <b>-407.31</b>       |
| <b>(VIII) Tax expenses</b>                                                    | 8     |                      |                      |
| (1) Current tax                                                               |       | 221.98               | 61.60                |
| (2) Earlier period tax adjustment                                             |       | -2.04                | -                    |
| (3) Deferred tax                                                              |       | 45.40                | -54.78               |
| <b>(IX) Profit/(loss) for the period from continuing operations(VII-VIII)</b> |       | <b>725.85</b>        | <b>-414.14</b>       |
| X. Profit/(loss) from discontinuing operations                                |       | -                    | -                    |
| XI. Tax expense of discontinuing operations                                   |       | -                    | -                    |
| <b>XII. Profit/(loss) from Discontinuing operations (after tax) (X-XI)</b>    |       | -                    | -                    |





(Rs.in Lakhs)

| Particulars                                                                               | Notes | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|-------------------------------------------------------------------------------------------|-------|------------------------------|------------------------------|
| (X) Profit/(Loss) for the period                                                          |       | 725.85                       | -414.14                      |
| (XI) Other Comprehensive Income                                                           |       |                              |                              |
| (A) (i) Items that will not be reclassified to profit or loss (specify items and amounts) |       |                              |                              |
| - Investment in Equity Instruments                                                        |       | -248.59                      | 230.26                       |
| - Defined Benefit Obligation - Acturial Gains                                             |       | 1.39                         | -7.82                        |
| (ii) Income tax relating to items that will not be reclassified to profit or loss         |       | 35.36                        | 14.96                        |
| Subtotal (A)                                                                              |       | -211.84                      | 237.40                       |
| (B) (i) Items that will be reclassified to profit or loss (specify items and amounts)     |       | -                            | -                            |
| (ii) Income tax relating to items that will be reclassified to profit or loss             |       | -                            | -                            |
| Subtotal (B)                                                                              |       | -                            | -                            |
| (XII) Other Comprehensive Income (A + B)                                                  |       | -211.84                      | 237.40                       |
| (XIII) (X+XII) (Comprising Profit (Loss) and other Comprehensive Income)                  |       | 514.02                       | -176.74                      |
| (XIV) Earnings per equity share (for continuing operations)                               | 31    |                              |                              |
| Basic (Rs.)                                                                               |       | 3.59                         | -2.05                        |
| Diluted (Rs.)                                                                             |       | 3.59                         | -2.05                        |

Summary of significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements.

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

On behalf of the Board of Directors  
For Kreon Financial Services  
Limited

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

Sd/-  
**Jaijash Tatia**  
Chairman & Managing Director  
DIN: 08085029

Sd/-  
**Henna Jain**  
Joint Managing Director  
DIN: 08383395

Place: Chennai  
Date: 29.05.2026

Sd/-  
**Shoba Nahar**  
Chief Financial  
Officer

Sd/-  
**Niharika Goyal**  
Chief Compliance Officer  
M.No: A61428

## Cash Flow Statement for the year ended 31<sup>st</sup> March 2026

(Rs.in Lakhs)

| Particulars                                                   | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|---------------------------------------------------------------|------------------------------|------------------------------|
| <b>A. Cash flow from operating activities</b>                 |                              |                              |
| Net profit / (loss) before taxation                           | 991.20                       | -407.31                      |
| Adjustments for:<br>Depreciation, amortisation and impairment | 73.72                        | 79.36                        |
| Interest on income tax refund                                 | -                            | -0.56                        |
| Dividend income                                               | -6.18                        | -10.83                       |
| Interest received on bank deposits                            | -72.21                       | -96.75                       |
| Gratuity provision                                            | 1.39                         | -6.52                        |
| Impairment on financial instruments                           | 56.40                        | 194.01                       |



(Rs.in Lakhs)

| (Rs.in Lakhs)                                                 |                              |                              |
|---------------------------------------------------------------|------------------------------|------------------------------|
| Particulars                                                   | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
| Provision on NPA                                              | 87.37                        | -33.23                       |
| Bad debts                                                     | 1,090.52                     | 1,190.53                     |
| Profit on sale of fixed assets                                | -                            | -10.93                       |
| Interest Paid on borrowings                                   | 249.22                       | 211.64                       |
| <b>Operating profit before working capital changes</b>        | <b>2,471.43</b>              | <b>1,109.39</b>              |
| <b>Change in Operating Assets and Liabilities</b>             |                              |                              |
| (Increase) / Decrease in loan Assets                          | -3,035.79                    | -1,428.64                    |
| (Increase) / Decrease in deferred Tax                         | -10.04                       | -69.74                       |
| (Increase) / Decrease in non-Financial Assets                 | -63.73                       | 0.87                         |
| (Increase) / Decrease in other Financial Assets               | -72.52                       | 47.48                        |
| Increase / (Decrease) in Trade Payables and other payables    | -12.49                       | 7.44                         |
| Increase / (Decrease) in other non-Financial liabilities      | 86.84                        | 37.42                        |
| Increase / (Decrease) in other Financial liabilities          | -8.38                        | 49.34                        |
| Increase / (Decrease) in other Provisions                     | 8.24                         | 20.86                        |
| <b>Cash generated from operations</b>                         | <b>-636.46</b>               | <b>-225.59</b>               |
| Direct taxes paid (Net of refunds)                            | -14.55                       | 3.10                         |
| <b>Net cash flow from / (used) in operating activites (A)</b> | <b>-621.91</b>               | <b>-228.69</b>               |
| <b>B. Cash flow from investing activities</b>                 |                              |                              |
| Purchase of property plant and equipment                      | -154.31                      | -40.15                       |
| Sale of property plant and equipment                          | -                            | 13.00                        |
| Payment towards intangible assets under development           | -0.07                        | -24.26                       |

| Particulars                                                                           | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|---------------------------------------------------------------------------------------|------------------------------|------------------------------|
| Net Investments in bank deposits (having original maturity of more than three months) | 795.03                       | -106.67                      |
| Purchase of Investment - Equity Instruments                                           | -489.90                      | -2,258.32                    |
| Sale of Investment - Equity Instruments                                               | 484.10                       | 2,251.56                     |
| Interest received on bank deposits                                                    | 72.21                        | 96.75                        |
| <b>Net cash flow from / (used) in investing activities (B)</b>                        | <b>707.06</b>                | <b>-68.10</b>                |
| <b>C. Cash flow from financing activities</b>                                         |                              |                              |
| Proceeds/(Repayment) from borrowings (Net)                                            | 289.60                       | 335.66                       |
| Payment of Lease liabilities                                                          | -22.52                       | -19.80                       |
| Interest paid                                                                         | -249.22                      | -211.64                      |
| Dividend income                                                                       | 6.18                         | 10.83                        |
| <b>Net cash flow from / (used) in financing activities (C)</b>                        | <b>24.03</b>                 | <b>115.05</b>                |
| <b>D. Net increase / (decrease) in cash and cash equivalents (A + B + C)</b>          | <b>109.17</b>                | <b>-181.73</b>               |
| <b>E. Cash and cash equivalents as at beginning of the year</b>                       | 117.53                       | 299.26                       |
| <b>F. Cash and cash equivalents as at the end of the year (D + E)</b>                 | 226.70                       | 117.53                       |
| <b>Components of cash and cash equivalents as at year end March 31, 2026</b>          |                              |                              |
| Balances with scheduled banks                                                         |                              |                              |
| - in current accounts                                                                 | 211.06                       | 115.13                       |
| Wallets                                                                               | 12.66                        | 2.40                         |
| Cash in hand                                                                          | 2.98                         | 0.00                         |
| <b>Total cash and cash equivalents (refer note no.3)</b>                              | <b>226.70</b>                | <b>117.53</b>                |





Significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

On behalf of the Board of Directors  
For **Kreon Financial Services Limited**

Sd/-  
**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

Sd/-  
**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

Sd/-  
**Shoba Nahar**  
**Chief Financial Officer**

Sd/-  
**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428

## Notes to the financial statements for the year ended March 31, 2026

### Note No:

#### 1. Corporate information

**Kreon Financial Services Limited** (the company) is a public company domiciled in India and incorporated under the provision of Companies Act, 1956 on 23<sup>rd</sup> November 1994. Its shares are listed on Bombay Stock Exchange ("BSE") in India. The Company is primarily engaged in the business of retail loan lending through its digital platform "**StuCred**". It also lends the money for other business purposes.

The Company is registered with the Reserve Bank of India (RBI) as Non-Deposit Taking NBFC and Classified as NBFC - Investment and Credit Company (NBFC- ICC) and Ministry of Corporate Affairs. The registration details are as follows:

|                                 |                       |
|---------------------------------|-----------------------|
| RBI                             | B-07-00023            |
| Corporate Identity Number (CIN) | L65921TN1994PLC029317 |

The financial statements of the Company for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 29, 2026.

#### 2. Basis of preparation and Presentation of financial statements

##### Preparation:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Rules, 2016, notified under the Section 133 of the Companies Act, 2013 ('the Act'). The financial statements have been

prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting standards and other relevant provisions of the Companies Act 2013, guidelines issued by the RBI as applicable to a NBFCs and other accounting principles generally accepted in India. Any application guidance / clarifications / directions issued by RBI or other regulators are implemented as and when they are issued / applicable

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except provided otherwise.

The financial statements are presented in Indian Rupees in Lakhs which is also the functional currency of the Company and all values are rounded to the nearest lakhs, except when otherwise indicated.

##### Presentation:

The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to Non-banking Finance Companies (NBFCs), as notified by the MCA. The Statement of Cash Flows has been presented as per the requirements of Ind-AS 7 Statement of Cash Flows. The Company classifies its assets and liabilities as financial and non-financial and presents them in the order of liquidity.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only where Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis where permitted by Ind AS.

##### Use of Estimates and Judgements:

The preparation of financial statements in conformity with Indian Accounting Standards requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

#### 2.1 Summary of Significant accounting policies

##### Financial Instruments:

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

All the financial instruments are recognised on the date when the Company becomes party to the contractual provisions of the financial instruments. For tradable securities, the Company recognises the financial instruments on settlement date.

##### I) Financial Assets:

**Initial Measurement:** All financial assets are recognised initially at fair value including transaction costs that are attributable to the acquisition of financial assets except in the case of financial assets recorded at FVTPL where the transaction costs are charged to profit or loss. Generally, the transaction price is treated as fair value unless proved to the contrary.



Subsequent measurement: For the purpose of subsequent measurement, financial assets are classified into the following categories as per the Company's Board approved policy:

- a. Debt instruments at amortised cost
- b. Equity instruments designated under FVOCI

#### **Debt instruments at amortised cost:**

The Company measures its debt instruments at amortised cost if both the following conditions are met:

- The asset is held within a business model of collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

To make the SPPI assessment, the Company applies judgement and considers relevant factors such as the nature of portfolio, the period for which the interest rate is set and other factors which are integral to a lending arrangement.

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Company's business model is not assessed on an instrument by instrument basis, but at a higher level of aggregated portfolios. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated financial assets going forward.

The business model of the Company for assets subsequently measured at amortised cost category is to hold and collect contractual cash flows. However, considering the economic viability

flows. However, considering the economic viability of carrying the delinquent portfolios on the books of the Company, it may enter into immaterial and infrequent transactions to sell these portfolios to banks and/or asset reconstruction companies without affecting the business model of the Company. After initial measurement, such financial assets are subsequently measured at amortised cost on Effective Interest Rate (EIR)

#### **Equity instruments designated under FVOCI:**

All equity investments in scope of Ind AS 109 'Financial instruments' are measured at fair value. The Company has strategic investments in equity for which it has elected to present subsequent changes in the fair value in other comprehensive income. The classification is made on initial recognition and is irrevocable.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments. Equity instruments at FVOCI are not subject to an impairment assessment.

***Derecognition:*** The Company derecognises a financial asset (or, where applicable, a part of a financial asset) when:

- The right to receive cash flows from the asset has expired; or
- The Company has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cashflows in full without material delay to a third party under an assignment arrangement and the Company has transferred substantially all the risks and rewards of the asset.

Once the asset is derecognised, the Company does not have any continuing involvement in the same.

Financial assets subsequently measured at amortised cost are generally held for collection of

contractual cashflow. The Company on looking at economic viability of certain portfolios measured at amortised cost may enter into immaterial and infrequent transaction for sale of portfolios which doesn't affect the business model of the Company.

#### ***Impairment of Financial Assets:***

##### **General Approach**

Expected credit losses ('ECL') are recognised for applicable financial assets held under amortised cost. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss). Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

Lifetime ECLs is calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments. The Company has grouped its loan portfolio into Non-Digital i.e loans repayable on demand and Digital Loans i.e Term loans.

**Based on the above, the Company categorises its loans into Stage 1, Stage 2 and Stage 3 as described below:**

##### **Stage 1**

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. Though there is a rebuttable presumption that the credit risk on financial assets has increased significantly since initial recognition when contractual payments more than 30 days past due. However, the Company is confident as per historical performance that these dues are goods

and fully receivable and accordingly classifies all standard advances and advances up to 90 days (PY:120 days) default under this category.

##### **Stage 2**

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. More than 90 Days (PY:120 days) Past Due but less than 150 days (PY:180 days) is considered as significant increase in credit risk.

##### **Stage 3**

All exposures assessed as credit impaired once it becomes 180 days (PY:360 days) past due are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. As a matter of prudence, at this stage, the company writes off the whole exposure instead of providing for the same.

The above is then compared with the provisions requirement as per Reserve Bank of India Master Circular on Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances and Clarifications dated 01st September 2016 (amended till date). Any short in provisions requirement as per RBI is adjusted accordingly in line with the master circular requirements. (Also refer note no.35)

##### ***Measurement of ECL***

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

**Probability of Default (PD)** - The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously





derecognised and is still in the portfolio. The company has determined the POD for all stages as follows:

Stage 1 - 0.25%  
Stage 2 - 10%  
Stage 3 - 100%

**Exposure at Default (EAD)** - The exposure at default (EAD) represents the gross carrying amount of the financial instruments subject to the impairment calculation.

**Loss Given Default (LGD)** - LGD is an estimate of the loss arising in case where a default occurs. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any security, if any. It is usually expressed as a percentage of the EAD. Company considers 100% of the Exposure at default as Loss Given Default.

#### **Simplified Approach in case of Trade Receivables and other financial assets:**

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables and other financial assets. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables and other financial assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and other financial assets and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated for changes in the forward looking estimates.

#### **II) Financial Liabilities:**

**Initial Measurement:** All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade payables, other payables, and other borrowings.

**Subsequent measurement:** After initial recognition, all financial liabilities are subsequently measured at amortised cost using the EIR method. Any gains or losses arising on derecognition of liabilities are recognised in the Statement of Profit and Loss.

**Derecognition:** The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

#### **III) Offsetting of financial instruments:**

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

#### **IV) Fair Value Determination of financial instruments:**

On initial recognition, all the financial instruments are measured at fair value. For subsequent measurement, the Company measures investment in equity instruments designated at OCI alone at fair value on each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or

2. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

**Level 1 financial instruments** - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

**Level 2 financial instruments** - No Such Instruments.

**Level 3 financial instruments** - No Such Instruments.

#### **1) Revenue Recognition**

#### **Interest Income:**

The Company recognises interest income using

effective interest rate (EIR) on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments / receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets, the Company recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

Penal Charges or like on delayed payments by customers are treated to accrue only on realisation, due to uncertainty of realisation and are accounted accordingly.

#### **Fees and Commission Income:**

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial instruments' is applicable) based on a five step model as set out in Ind AS 115 'Revenue from contracts with customers'.

The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at the fair value of the consideration received or receivable.



### Dividend Income:

Dividend income is recognised when the right to receive the payment is established.

### 2) Property, Plant and Equipment

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, if any, consistent with the criteria specified in Ind AS 16 'Property, plant and equipment'. Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as 'Capital work-in-progress'.

Property, plant and equipment is recognised when it is probable that future economic benefits associated with the item is expected to flow to the Company and the cost of the item can be measured reliably. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income/expenses in the Statement of Profit and Loss when the asset is derecognised.

### 3) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a WDV basis using the rates arrived at, based on the useful lives estimated by the management/Useful life as per schedule II. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The company has used the following rates to provide depreciation on its property, plant and equipment.

| Particulars              | Useful lives estimated by the management/Useful life as per schedule II |
|--------------------------|-------------------------------------------------------------------------|
| Plant and Machineries    | 15 Years                                                                |
| Furniture and Fittings   | 10 Years                                                                |
| Vehicles                 | 8 Years                                                                 |
| Computer and Peripherals | 3 Years                                                                 |
| Leasehold improvements   | The life based on lease period.                                         |

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 4) Intangible assets

Intangible assets, representing softwares, licenses etc. are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment, if any. The Company recognises internally generated intangible assets when it is certain that the future economic benefit attributable to the use of such intangible assets are probable to flow to the Company and the expenditure incurred for development of such intangible assets can be measured reliably. The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating

in the manner intended by the Company. The intangible assets including those internally generated are amortised using the straight line method over a period of five years, which is the Management's estimate of its useful life. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as 'Intangible assets under development'.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the assets are recognised in the Statement of Profit and Loss when the asset is derecognised.

### 5) Leases

The Company follows Ind AS 116 'Leases' for all long term and material lease contracts.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate at the transition date in case of leases existing as on the

date of transition date and in case of leases entered after transition date, incremental borrowing rate as on the date of lease commencement date. In case of existing leases, the said date would be the date of transition. It is remeasured when there is a change in future lease payments arising from a change in a rate, if the Company changes its assessment of whether it will exercise an extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term. The Company's lease asset class consist of leases for office premises.

### 6) Impairment of non-financial assets

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

### 7) Finance Cost:

Borrowing costs on financial liabilities are recognised using the EIR.

### 8) Foreign currency translation

(i) Functional and presentational currency

The standalone financial statements are presented





in Indian Rupees which is also functional currency of the Company and the currency of the primary economic environment in which the Company operates.

## (ii) Transactional and Balances

### a) Initial Recognition:

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

### b) Conversion:

Monetary assets and liabilities denominated in foreign currency, which are outstanding as at the reporting date, are translated at the reporting date at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss or Other Comprehensive Income as permitted under the relevant Ind AS.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the spot exchange rates as at the date of recognition.

## 9) Retirement and other employee benefits

### Short term employee benefit:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus/ex-gratia are recognised in the period in which the employee renders the related service.

### Post-employment benefit:

#### a) Defined contribution schemes:

All the employees of the Company are entitled to

receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

#### b) Defined Benefit schemes:

The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit ("PUC") Method, which recognises each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

Net interest recognised in profit or loss is

calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on the plan assets above or below the discount rate is recognised as part of re-measurement of net defined liability or asset through other comprehensive income. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

## 10) Taxes

### Current Income Taxes:

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Management periodically evaluates

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

### Deferred Income taxes:

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

### Goods and Service Taxes:

Expenses and assets are recognised net of the goods and services tax/value added taxes paid, except:

1. When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition



of the asset or as part of the expense item, as applicable.

2. When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

### 11) Segment Reporting

The Company is primarily engaged in the business of financing and there are no separate reportable segments identified as per the Ind AS 108 - Operating Segments

### 12) Earning per share

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

### 13) Provisions

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as

a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When the effect of the time value of money is material, the enterprise determines the level of provision by discounting the expected cash flows at a pre-tax rate reflecting the current rates specific to the liability. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. As at reporting date, the Company does not have any such provisions where the effect of time value of money is material.

### 14) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements. Contingent liabilities are reviewed at each Balance Sheet date.

### 15) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### 16) Cash Flow Statement

Cash flows are reported under the 'Indirect

method' as set out in Ind AS 7 on 'Statement of Cash Flows, whereby net profit after tax is adjusted for the effects of transactions of non-cash nature, tax and any deferrals or accruals

of past or future cash receipts or payments. The cash flows are prepared for the operating, investing and financing activities of the Company.

### Equity Share Capital:

#### (i) Current reporting period

| Balance at the beginning of the current reporting period (As at 31st March 2025) | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period (As at 31st March 2026) |
|----------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------------------------|
| 2,022.20                                                                         | 0.00                                                       | 2,022.20                                                          | 0.00                                                    | 2,022.20                                                                   |

#### (ii) Previous reporting period

| Balance at the beginning of the current reporting period (As at 31st March 2024) | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period (As at 31st March 2025) |
|----------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------------------------|
| 1,362.30                                                                         | -                                                          | 1,362.30                                                          | 659.90                                                  | 2,022.20                                                                   |





#### 4. Other Equity

##### (i) Current reporting period

|                                                           | Share application money pending allotment | Reserves and Surplus |                    |                                                    |                     |                   |
|-----------------------------------------------------------|-------------------------------------------|----------------------|--------------------|----------------------------------------------------|---------------------|-------------------|
|                                                           |                                           | Capital Reserve      | Securities Premium | Other Reserves                                     |                     |                   |
|                                                           |                                           |                      |                    | Equity component of compound financial instruments | Revaluation Surplus | Retained Earnings |
| Balance at the beginning of the current reporting period  | -                                         | 1.26                 | 1,381.84           | -                                                  | -                   | -627.88           |
| Additions during the year                                 | -                                         | -                    | -                  | -                                                  | -                   | 725.85            |
| Transfer to Statutory Reserves                            | -                                         | -                    | -                  | -                                                  | -                   | -145.17           |
| Capital Expenditure                                       |                                           |                      |                    |                                                    |                     | -                 |
| Other Adjustment                                          | -                                         | -                    | -                  | -                                                  | -                   | -0.62             |
| Transfer of Reaslied profit from OCI to retained earning  | -                                         | -                    | -                  | -                                                  | -                   | 0.20              |
| Equity Issued during the year                             | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Transfer to capital reserves                              |                                           |                      |                    |                                                    |                     |                   |
| <b>Balance at the end of the current reporting period</b> | <b>-</b>                                  | <b>1.26</b>          | <b>1,381.84</b>    | <b>-</b>                                           | <b>-</b>            | <b>-47.62</b>     |

|                    | Other Comprehensive Income                          |                                                                                                          |         | Effective portion of Cash Flow Hedges | Exchange differences on translating the financial statements of a foreign operation | Money received against share warrants | Total    |
|--------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------|---------|---------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------|----------|
| Statutory Reserves | Debt instruments through Other Comperhensive Income | Equity Instruments through Other Comprehensive Income & Remesurement gain/(loss) on defined benefit plan |         |                                       |                                                                                     |                                       |          |
| 167.08             | -                                                   | -                                                                                                        | 150.57  | -                                     | -                                                                                   | -                                     | 1,072.87 |
| -                  | -                                                   | -                                                                                                        | -211.84 | -                                     | -                                                                                   | -                                     | 514.01   |
| 145.17             | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -0.62    |
| -                  | -                                                   | -                                                                                                        | -0.20   | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       |                                       |                                                                                     | -                                     | -        |
| 312.25             | -                                                   | -                                                                                                        | -61.47  | -                                     | -                                                                                   | -                                     | 1,586.26 |



*(ii) Previous reporting period*

|                                                           | Share application money pending allotment | Reserves and Surplus |                    |                                                    |                     |                   |
|-----------------------------------------------------------|-------------------------------------------|----------------------|--------------------|----------------------------------------------------|---------------------|-------------------|
|                                                           |                                           | Capital Reserve      | Securities Premium | Other Reserves                                     |                     |                   |
|                                                           |                                           |                      |                    | Equity component of compound financial instruments | Revaluation Surplus | Retained Earnings |
| Balance at the beginning of the current reporting period  | -                                         | 1.26                 | 1,381.84           | -                                                  | -                   | -530.94           |
| Additions during the year                                 | -                                         | -                    | -                  | -                                                  | -                   | -414.14           |
| Transfer to Statutory Reserves                            | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Capital Expenditure                                       | -                                         | -                    | -                  | -                                                  | -                   | -16.40            |
| Transfer of Reaslied profit from OCI to retained earning  | -                                         | -                    | -                  | -                                                  | -                   | 333.61            |
| Equity Issued during the year                             | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Transfer to capital reserves                              | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| <b>Balance at the end of the current reporting period</b> | <b>-</b>                                  | <b>1.26</b>          | <b>1,381.84</b>    | <b>-</b>                                           | <b>-</b>            | <b>-627.88</b>    |

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

per **Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

|                    | Other Comprehensive Income                          |                                                                                                          |         | Effective portion of Cash Flow Hedges | Exchange differences on translating the financial statements of a foreign operation | Money received against share warrants | Total    |
|--------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------|---------|---------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------|----------|
| Statutory Reserves | Debt instruments through Other Comperhensive Income | Equity Instruments through Other Comprehensive Income & Remesurement gain/(loss) on defined benefit plan |         |                                       |                                                                                     |                                       |          |
| 167.08             | -                                                   |                                                                                                          | 246.78  | -                                     | -                                                                                   | -                                     | 1,266.02 |
| -                  | -                                                   | -                                                                                                        | 237.40  | -                                     | -                                                                                   | -                                     | -176.75  |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -16.40   |
| -                  | -                                                   | -                                                                                                        | -333.61 | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -        |
| 167.08             | -                                                   | -                                                                                                        | 150.57  | -                                     | -                                                                                   | -                                     | 1,072.87 |

For and on behalf of the Board of Directors of  
**Kreon Financial Services Limited**

**Sd/-**  
**Jaijash Tatia**  
Managing Director & Chairman

**Sd/-**  
**Henna Jain**  
Joint Managing Director

**Sd/-**  
**Shoba Nahar**  
Chief Financial Officer

**Sd/-**  
**Niharika Goyal**  
Chief Compliance Officer





## Notes to the financial Statements for the year ended 31<sup>st</sup> March 2026

### 3. Cash and Cash Equivalents

(Rs.in Lakhs)

| Particulars                                                      | As at March, 2026 | As at March, 2025 |
|------------------------------------------------------------------|-------------------|-------------------|
| Cash on hand                                                     | 2.98              | 0.00              |
| Balances with banks (of the nature of cash and cash equivalents) |                   |                   |
| -On current accounts                                             | 211.06            | 115.13            |
| Others:<br>-Wallets                                              | 12.66             | 2.40              |
|                                                                  | 226.70            | 117.53            |

### 4. Bank Balance with other than cash and cash equivalents

(Rs.in Lakhs)

| Particulars                                                     | As at March, 2026 | As at March, 2025 |
|-----------------------------------------------------------------|-------------------|-------------------|
| -Bank deposit with original maturity for more than three months | 698.30            | 1,926.81          |
|                                                                 | 698.30            | 1,926.81          |

### 5. Loans

(Rs.in Lakhs)

| Particulars                       | As at March, 2026 | As at March, 2025 |
|-----------------------------------|-------------------|-------------------|
|                                   | At Amortized Cost | At Amortized Cost |
| (i) Loans repayable on demand     | 1,442.22          | 313.74            |
| (ii) Term Loans*1                 | 3,588.45          | 2,684.29          |
| <b>Total Gross(i+ii)</b>          | <b>5,030.67</b>   | <b>2,998.03</b>   |
| Less: Impairment loss allowance*2 | 113.57            | 26.21             |

(Rs.in Lakhs)

| Particulars                     | As at March, 2026 | As at March, 2025 |
|---------------------------------|-------------------|-------------------|
|                                 | At Amortized Cost | At Amortized Cost |
| <b>TOTAL -Net (A)</b>           | <b>4,917.10</b>   | <b>2,971.82</b>   |
| <b>Unsecured*3</b>              | 5,030.67          | 2,998.03          |
| <b>Total Gross</b>              | <b>5,030.67</b>   | <b>2,998.03</b>   |
| Less: Impairment loss allowance | 113.57            | 26.21             |
| <b>TOTAL -Net (B)</b>           | <b>4,917.10</b>   | <b>2,971.82</b>   |

#### Loans in India

|                                             |                 |                 |
|---------------------------------------------|-----------------|-----------------|
| - Individuals, Private and Public Companies | 5,030.67        | 2,998.03        |
| <b>Total Gross</b>                          | <b>5,030.67</b> | <b>2,998.03</b> |
| Less: Impairment loss allowance             | 113.57          | 26.21           |
| <b>TOTAL -Net (C)</b>                       | <b>4,917.10</b> | <b>2,971.82</b> |

#### NOTE

\*1- Please refer note-35

\*2- Please refer note-35, for provision made as per RBI regulations.

\*3- All loans given are unsecured given to the Individuals, private &amp; public companies.

### 6. Investments

(Rs.in Lakhs)

| Particulars                                 | As at March, 2026 | As at March, 2025 |
|---------------------------------------------|-------------------|-------------------|
| <b>At Fair value through OCI</b>            |                   |                   |
| -Investments in equity instruments          | 355.84            | 562.38            |
| <b>At Fair value through Profit or loss</b> |                   |                   |
| -Investments in equity instruments          | 772.76            | 570.39            |

(Rs.in Lakhs)

| Particulars                     | As at March, 2026 | As at March, 2025 |
|---------------------------------|-------------------|-------------------|
| <b>Total</b>                    | <b>1,128.60</b>   | <b>1,132.77</b>   |
| Investment in India             | 1,128.60          | 1,132.77          |
| Investment outside India        | -                 | -                 |
| <b>Total</b>                    | <b>1,128.60</b>   | <b>1,132.77</b>   |
| Less: Impairment loss allowance | -3.70             | -                 |
| <b>Total Net</b>                | <b>1,124.89</b>   | <b>1,132.77</b>   |

**NOTE:** The dividends of Rs. 6.18 lakhs as on March 31, 2026 (March 31, 2025: Rs. 10.83 lakhs) received from investments in shares are recorded as dividend income.

### 7. Other Financial Assets

(Rs.in Lakhs)

| Particulars                           | As at March, 2026 | As at March, 2025 |
|---------------------------------------|-------------------|-------------------|
| <b>Securities deposits</b>            |                   |                   |
| -Security deposit (at amortised cost) | 1.25              | 3.42              |
| -Rental deposit                       | 18.07             | 10.70             |
| -Telephone deposit                    | 0.02              | 0.02              |
| Income tax refund                     | -                 | 1.97              |
| Other receivables*                    | 72.76             | 3.46              |
| <b>Total</b>                          | <b>92.09</b>      | <b>19.57</b>      |

\*Other receivable include other loan related receivable and amount deposited with the demat account.

### 8. Current Tax Assets (Net)

(Rs.in Lakhs)

| Particulars            | As at March, 2026 | As at March, 2025 |
|------------------------|-------------------|-------------------|
| Advance income tax     | 225.00            | 50.00             |
| Tax deducted at source | 11.52             | 14.70             |

(Rs.in Lakhs)

| Particulars                  | As at March, 2026 | As at March, 2025 |
|------------------------------|-------------------|-------------------|
| Less: Provision for taxation | 221.98            | 61.60             |
|                              | 14.55             | 3.10              |

### 9. Intangible assets under development

(a) Intangible assets under development aging schedule

(Rs.in Lakhs)

| Intangible assets under development | Less than 1 Year | 1-2 Year | 2-3 year | More than 3 Year | TOTAL |
|-------------------------------------|------------------|----------|----------|------------------|-------|
| Projects in progress                | -                | 24.33    | -        | -                | 24.33 |
| Projects temporarily suspended      | NIL              | NIL      | NIL      | NIL              | NIL   |

(b) or Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan, following Intangible assets under development completion schedule shall be given= NIL

#### Intangible assets under development

(a) Intangible assets under development aging schedule

(Rs.in Lakhs)

| Intangible assets under development | Less than 1 Year | 1-2 Year | 2-3 year | More than 3 Year | TOTAL |
|-------------------------------------|------------------|----------|----------|------------------|-------|
| Projects in progress                | 24.26            | 0.00     | 0.00     | 0.00             | 24.26 |
| Projects temporarily suspended      | NIL              | NIL      | NIL      | NIL              | NIL   |

(b) or Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan, following Intangible assets under development completion schedule shall be given= NIL



## 10. Leases

### A) Where the Company is a lessee.

#### (i) Amount recognized in balance sheet

##### Right-of-use Assets:

##### OFFICE PREMISES:

(Rs.in Lakhs)

| Particulars                            | As at March, 2026 | As at March, 2025 |
|----------------------------------------|-------------------|-------------------|
| Opening balance:                       | 92.64             | 107.66            |
| - Additions                            | -                 | -                 |
| - Depreciation charged during the year | 15.02             | 15.02             |
| - Disposals                            | -                 | -                 |
| Closing net carrying amount            | 77.62             | 92.64             |

The Company has not revalued any of its Right-of-use assets during the years ended March 31, 2026. Hence, the amount of change in gross and net carrying amount due to revaluation and impairment losses/reversals is nil.

#### (ii) Amount recognized in statement of profit and loss

(Rs.in Lakhs)

| Particulars                                                                                                               | As at March, 2026 | As at March, 2025 |
|---------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------|
| Depreciation charge of right-of-use assets (included in depreciation, amortisation and impairment)                        | 15.02             | 15.02             |
| Interest expense (included in finance costs)                                                                              | 10.19             | 11.16             |
| Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses) | 32.75             | 5.36              |

| Particulars                                                        | As at March, 2026 | As at March, 2025 |
|--------------------------------------------------------------------|-------------------|-------------------|
| (iii) Gains or losses arising from sale and leaseback transactions | -                 | -                 |
| (iv) Total Cash outflow for leases during the year                 | 57.96             | 31.54             |

The Company does not face a significant liquidity risk with regard to its lease liabilities as the assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

## 11. Other Non-Financial Assets

(Rs.in Lakhs)

| Particulars                                      | As at March, 2026 | As at March, 2025 |
|--------------------------------------------------|-------------------|-------------------|
| Goods and services tax credit (input) receivable | 65.23             | 14.51             |
| Advances to Vendors                              | 20.07             | 7.09              |
| Advance to Employees                             | 4.10              | 3.16              |
| Rental Pre-Payments                              | 5.91              | 6.58              |
| Prepaid Expense                                  |                   | 1.55              |
| Others                                           | 4.32              | 3.00              |
|                                                  | 99.63             | 35.90             |

## 12. Non-Current Assets held for sale

(Rs.in Lakhs)

| Particulars | As at March, 2026 | As at March, 2025 |
|-------------|-------------------|-------------------|
| Bullion     | 4.60              | 4.60              |
|             | 4.60              | 4.60              |

\* Measured at lower of cost or fair value.

## Note 9A : Property, Plant and Equipmentand Intangible Assets

(Rs.in Lakhs)

| Particulars         | Lease hold improvements | Computer and Perihperals | Vehicles | Furniture & Fittings | Plant and Machineries | Intangible Assets [StuCred Application] | Total  |
|---------------------|-------------------------|--------------------------|----------|----------------------|-----------------------|-----------------------------------------|--------|
| Gross block         |                         |                          |          |                      |                       |                                         |        |
| At April 1, 2024    | 8.46                    | 43.99                    | 86.19    | 40.52                | 16.38                 | 190.42                                  | 385.97 |
| Additions           | -                       | 12.89                    | 26.63    | 0.35                 | 0.28                  | -                                       | 40.15  |
| Deletion            | -                       | -                        | 1.44     | -                    | -                     | -                                       |        |
| At March 31, 2025   | 8.46                    | 56.89                    | 111.38   | 40.87                | 16.66                 | 190.42                                  | 424.68 |
| Additions           | -                       | 14.57                    | 129.99   | 5.74                 | 4.01                  | -                                       | 154.31 |
| Deletion            | -                       | -                        | -        | -                    | -                     | -                                       |        |
| At March 31, 2026   | 8.46                    | 71.46                    | 241.37   | 46.61                | 20.67                 | 190.42                                  | 578.99 |
| (d)                 |                         |                          |          |                      |                       |                                         | -      |
| (e)                 |                         |                          |          |                      |                       |                                         | -      |
| At April 1, 2024    | 3.95                    | 32.73                    | 30.36    | 17.15                | 5.95                  | 55.78                                   | 145.91 |
| Charge for the year | 1.28                    | 10.13                    | 17.98    | 6.07                 | 1.94                  | 26.93                                   | 64.33  |
| At March 31, 2025   | 5.23                    | 42.86                    | 48.34    | 23.22                | 7.89                  | 82.71                                   | 210.24 |
| Charge for the year | 0.82                    | 11.80                    | 19.61    | 4.87                 | 1.64                  | 19.98                                   | 58.70  |
| At March 31, 2026   | 6.05                    | 54.66                    | 67.95    | 28.09                | 9.53                  | 102.69                                  | 268.94 |
|                     |                         |                          |          |                      |                       |                                         | -      |
| Net Block           | 2.41                    | 16.80                    | 173.42   | 18.52                | 11.14                 | 87.73                                   | 310.02 |
| At March 31, 2025   | 3.24                    | 14.03                    | 63.05    | 17.65                | 8.77                  | 107.71                                  | 214.44 |
| At March 31, 2026   | 2.41                    | 16.80                    | 173.42   | 18.52                | 11.14                 | 87.73                                   | 310.02 |





### Impairment Loss

(Rs.in Lakhs)

|                     |      |       |        |       |       |        |        |
|---------------------|------|-------|--------|-------|-------|--------|--------|
| At April 1, 2024    | -    | -     | -      | -     | -     | -      | -      |
| Charge for the year | -    | -     | -      | -     | -     | -      | -      |
| Disposals           | -    | -     | -      | -     | -     | -      | -      |
| At March 31, 2025   | -    | -     | -      | -     | -     | -      | -      |
| Charge for the year | -    | -     | -      | -     | -     | -      | -      |
| Disposals           | -    | -     | -      | -     | -     | -      | -      |
| At March 31, 2026   | -    | -     | -      | -     | -     | -      | -      |
| Net Block           | 2.41 | 16.80 | 173.42 | 18.52 | 11.14 | 87.73  | 310.02 |
| At March 31, 2025   | 3.24 | 14.03 | 63.05  | 17.65 | 8.77  | 107.71 | 214.44 |
| At March 31, 2026   | 2.41 | 16.80 | 173.42 | 18.52 | 11.14 | 87.73  | 310.02 |

### 13. Payables

(Rs.in Lakhs)

| Particulars                                                                            | As at 31st March, 2026 | As at 31st March, 2025 |
|----------------------------------------------------------------------------------------|------------------------|------------------------|
| Other Payables                                                                         |                        |                        |
| Dues to Micro and Small Enterprises (also refer note no: 55)                           | -                      | -                      |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 22.46                  | 34.94                  |
|                                                                                        | 22.46                  | 34.94                  |

### Ageing Schedule

(Rs.in Lakhs)

| Outstanding for following periods from due date of payment | Particulars as at March 31, 2026 |        |          |        |
|------------------------------------------------------------|----------------------------------|--------|----------|--------|
|                                                            | Undisputed                       |        | Disputed |        |
|                                                            | MSME                             | Others | MSME     | Others |
| Unbilled Dues                                              | -                                | -      | -        | -      |
| Less than 1 Year                                           |                                  |        | -        | -      |
| 1-2 Years                                                  | -                                | -      | -        | -      |
| 2-3 Years                                                  | -                                | -      | -        | -      |
| More than 3 Years                                          | -                                | -      | -        | -      |
| Not yet due                                                | -                                | 22.46  | -        | -      |
| Total                                                      | -                                | 22.46  | -        | -      |

(Rs.in Lakhs)

| Outstanding for following periods from due date of payment | Particulars as at March 31, 2026 |        |          |        |
|------------------------------------------------------------|----------------------------------|--------|----------|--------|
|                                                            | Undisputed                       |        | Disputed |        |
|                                                            | MSME                             | Others | MSME     | Others |
| Unbilled Dues                                              | -                                | -      | -        | -      |
| Less than 1 Year                                           |                                  |        | -        | -      |
| 1-2 Years                                                  | -                                | -      | -        | -      |
| 2-3 Years                                                  | -                                | -      | -        | -      |
| More than 3 Years                                          | -                                | -      | -        | -      |
| Not yet due                                                | -                                | 34.94  | -        | -      |
| Total                                                      | -                                | 34.94  | -        | -      |

### 14. Borrowings (Other than Debt Securities)

(Rs.in Lakhs)

|                                             | Particulars as at March 31, 2026 |                                      |                                                 |          |
|---------------------------------------------|----------------------------------|--------------------------------------|-------------------------------------------------|----------|
|                                             | At Amortised Cost                | At Fair Value Through profit or loss | Designated at fair value through profit or loss | Total    |
| Loans from related parties (Unsecured)      | 373.87                           | -                                    | -                                               | 373.87   |
| Inter Corporate Deposit - (Unsecured)       | 3,135.59                         | -                                    | -                                               | 3,135.59 |
| Loan from Bank- (Secured -Short Term Loan)* | 104.60                           |                                      |                                                 | 104.60   |
| Total (A)                                   | 3,614.06                         | -                                    | -                                               | 3,614.06 |
| Borrowings in India                         | 3,614.06                         | -                                    | -                                               | 3,614.06 |
| Borrowings outside India                    | -                                | -                                    | -                                               | -        |
| Total (B) to tally with (A)                 | 3,614.06                         | -                                    | -                                               | 3,614.06 |

\* The Company has availed a vehicle loan from HDFC Bank amounting to ₹104.60 lakhs. The loan has been sanctioned for a tenure of 39 months and carries an Annual Percentage Rate (APR) of 7.76%.

(Rs.in Lakhs)

|                                        | Particulars as at March 31, 2026 |                                      |                                                 |          |
|----------------------------------------|----------------------------------|--------------------------------------|-------------------------------------------------|----------|
|                                        | At Amortised Cost                | At Fair Value Through profit or loss | Designated at fair value through profit or loss | Total    |
| Loans from related parties (Unsecured) | 1,122.08                         | -                                    | -                                               | 1,122.08 |
| Inter Corporate Deposit - (Unsecured)  | 2,043.77                         | -                                    | -                                               | 2,043.77 |
| Total (A)                              | 3,165.86                         | -                                    | -                                               | 3,165.86 |
| Borrowings in India                    | 3,165.86                         | -                                    | -                                               | 3,165.86 |
| Borrowings outside India               | -                                | -                                    | -                                               | -        |
| Total (B) to tally with (A)            | 3,165.86                         | -                                    | -                                               | 3,165.86 |

Note: Loan from related parties are for a tenor of one year and are renewable.

### 15. Other financial liabilities

(Rs.in Lakhs)

| Particulars       | As at 31st March, 2026 | As at 31st March, 2025 |
|-------------------|------------------------|------------------------|
| Salary Payable    | 53.81                  | 38.99                  |
| Audit Fee Payable | 1.00                   | 0.75                   |
| Other Payables*   | 52.72                  | 63.84                  |
|                   | 107.53                 | 103.58                 |

\*Other payables includes liability for other expenses and Credit Card Dues.



(Rs.in Lakhs)

| Particulars                              | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|------------------------------------------|---------------------------|---------------------------|
| <b>Lease liability movement</b>          |                           |                           |
| Opening Lease liability                  | 112.69                    | 121.33                    |
| Add : Additional during the year         |                           |                           |
| : Interest on lease liability            | 10.19                     | 11.16                     |
| Less : Deletion during the year          |                           |                           |
| : Lease rental payments                  | <b>22.52</b>              | <b>19.80</b>              |
| Closing Lease liability                  | <b>100.36</b>             | <b>112.69</b>             |
| <b>Total Other financial liabilities</b> | <b>207.89</b>             | <b>216.27</b>             |

## 16. Provisions

| Particulars                     | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|---------------------------------|---------------------------|---------------------------|
| Provision for employee benefits |                           |                           |
| Gratuity (Refer note no: 33)    | 35.99                     | 27.75                     |
|                                 | 35.99                     | 27.75                     |

## 17. Other non-financial liabilities

(Rs.in Lakhs)

| Particulars                                      | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|--------------------------------------------------|---------------------------|---------------------------|
| TDS Payable                                      | 32.42                     | 19.67                     |
| GST Payable                                      | 90.32                     | 37.57                     |
| EPF Payable                                      | 4.59                      | 3.72                      |
| ESI Payable                                      | 0.20                      | 0.12                      |
| Interest Received in advance                     | -                         | 0.45                      |
| Professional Tax Payable                         | 0.66                      | 0.02                      |
| Other Payables*                                  | 41.60                     | 21.40                     |
| <b>*Other payable includes expense payables.</b> | <b>169.79</b>             | <b>82.96</b>              |

## 18. Equity Share capital

(Rs.in Lakhs)

| Particulars                                                                             | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|-----------------------------------------------------------------------------------------|---------------------------|---------------------------|
| <b>(a) Authorized</b>                                                                   |                           |                           |
| 4,50,00,000(31 March 2025) equity shares of `10/- each                                  | 4,500                     | 4,500                     |
| 50,00,000 (31 March 2025) Compulsory convertible preference shares (CCPS) of `10/- each | 500                       | 500                       |
| <b>(b) Issued,Subscribed and fully paid up</b>                                          |                           |                           |
| 2,02,22,000 (31st March 2025: 2,02,22,000) Equity Shares of 10/- Each                   | 2,022.20                  | 2,022.20                  |
| <b>Total issued, subscribed and fully paid-up share capital</b>                         | <b>2,022.20</b>           | <b>2,022.20</b>           |

## (i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

### Equity shares

Amount in Lakhs

| Particulars                               | 31 Mar 2026         |                 | 31 Mar 2025         |                 |
|-------------------------------------------|---------------------|-----------------|---------------------|-----------------|
|                                           | Number of shares    | Amount          | Number of shares    | Amount          |
| At the beginning of the period            | 20,222,000.0        | 2,022.20        | 20,222,000.0        | 2,022.20        |
| Issued during the period                  | -                   | -               | -                   | -               |
| <b>Outstanding at the end of the year</b> | <b>20,222,000.0</b> | <b>2,022.20</b> | <b>20,222,000.0</b> | <b>2,022.20</b> |

## Preference Shares

Amount in Lakhs

| Particulars                               | 31 Mar 2026      |           | 31 Mar 2025      |          |
|-------------------------------------------|------------------|-----------|------------------|----------|
|                                           | Number of shares | Amount    | Number of shares | Amount   |
| At the beginning of the period            | -                | -         | -                | -        |
| Issued during the period                  | -                | -         | -                | -        |
| Coverted to equity during the year        | -                | -         | -                | -        |
| <b>Outstanding at the end of the year</b> | <b>-</b>         | <b>--</b> | <b>-</b>         | <b>-</b> |

## (ii) Term / right attached to equity shares

The company has only one class of equity shares having par value of `10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any, is subject to the approval of the shareholders in the ensuing annual general meeting.

The company has not declared any dividend during the year.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## (iii) Capital management for the Company's objectives, policies and processes for managing capital:

The Company's objective is to maintain

appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment.

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Company manages its capital structure and makes adjustments in the light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and short-term deposits.

(Rs.in Lakhs)

| Gearing Ratio                         | Mar 2026        | Mar 2025        |
|---------------------------------------|-----------------|-----------------|
| Debt                                  | 3,614.06        | 3,165.86        |
| Less: Cash and Cash Equivalents       | 226.70          | 117.53          |
| <b>Net Debt</b>                       | <b>3,387.36</b> | <b>3,048.33</b> |
| Total Equity                          | 3,608.46        | 3,095.07        |
| <b>Net Debt to Total Equity Ratio</b> | <b>0.94</b>     | <b>0.98</b>     |





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

(Rs.in Lakhs)

| Name of the Shareholder                  | 31 Mar 2026      |                        | 31 Mar 2025      |                        |
|------------------------------------------|------------------|------------------------|------------------|------------------------|
|                                          | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of `10 each fully paid     |                  |                        |                  |                        |
| Tatia Global Vennture Limited            | 1,950,000        | 9.64%                  | 1,950,000        | 9.64%                  |
| Subh Labh Infrastructure Private Limited | 1,759,500        | 8.70%                  | 1,759,500        | 8.70%                  |
| Mr. Jaijash Tatia                        | 3,974,300        | 19.65%                 | 3,974,300        | 19.65%                 |
| Ms. Henna Jain                           | 3,000,000        | 14.84%                 | 3,000,000        | 14.84%                 |

As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(v) Details of Promoters holding in the company

(Rs.in Lakhs)

| Promoter Name                        | 31 Mar 2026      |                        |                     |
|--------------------------------------|------------------|------------------------|---------------------|
|                                      | Number of shares | % holding in the class | % Change during the |
| Equity shares of `10 each fully paid |                  |                        |                     |
| 1. Mr. Jaijash Tatia                 | 3,974,300        | 19.65%                 | 0%                  |
| 2. Ms. Henna Jain                    | 3,000,000        | 14.84%                 | 0%                  |
| 3. Tatia Global Vennture Limited     | 1,950,000        | 9.64%                  | 0%                  |
| 4. Ashram online.com Ltd             | 953,100          | 4.71%                  | 0%                  |
| 5. Bharat Jain Tatia                 | 550,219          | 2.72%                  | 0%                  |

(Rs.in Lakhs)

| Promoter Name                         | 31 Mar 2026       |                        |                          |
|---------------------------------------|-------------------|------------------------|--------------------------|
|                                       | Number of shares  | % holding in the class | % Change during the year |
| 6. Chandrakantha Tatia                | 504,850           | 2.50%                  | 0%                       |
| 7. Jinpaad Developers Private Limited | 310,000           | 1.53%                  | 0%                       |
| 8. Pannalal Tatia                     | 100               | 0.00%                  | 0%                       |
| <b>Total</b>                          | <b>11,242,569</b> | <b>55.60%</b>          | <b>0%</b>                |

(Rs.in Lakhs)

| Promoter Name                         | 31 Mar 2025       |                        |                          |
|---------------------------------------|-------------------|------------------------|--------------------------|
|                                       | Number of shares  | % holding in the class | % Change during the year |
| Equity shares of `10 each fully paid  |                   |                        |                          |
| 1. Mr. Jaijash Tatia                  | 3,974,300         | 19.65%                 | 0%                       |
| 2. Ms. Henna Jain                     | 3,000,000         | 14.84%                 | 0%                       |
| 3. Tatia Global Vennture Limited      | 1,950,000         | 9.64%                  | 0%                       |
| 4. Ashram online.com Ltd              | 953,100           | 4.71%                  | 0%                       |
| 5. Bharat Jain Tatia                  | 550,219           | 2.72%                  | 0%                       |
| 6. Chandrakantha Tatia                | 504,850           | 2.50%                  | 0%                       |
| 7. Jinpaad Developers Private Limited | 310,000           | 1.53%                  | 0%                       |
| 8. Pannalal Tatia                     | 100               | 0.00%                  | 0%                       |
| <b>Total</b>                          | <b>11,242,569</b> | <b>55.60%</b>          | <b>0%</b>                |

19. Other Equity

(Rs.in Lakhs)

| Particulars                                                               | As at 31st March, 2026 | As at 31st March, 2025 |
|---------------------------------------------------------------------------|------------------------|------------------------|
| <b>Statutory reserve (Pursuant to Section 45-IC of The RBI Act, 1934)</b> |                        |                        |
| Opening Balance                                                           | 167.09                 | 167.09                 |
| Add: Transferred from Retained Earnings                                   | 145.17                 | -                      |
| <b>Closing Balance</b>                                                    | <b>312.26</b>          | <b>167.09</b>          |
| <b>Capital Reserve</b>                                                    |                        |                        |
| Opening Balance                                                           | 1.26                   | 1.26                   |
| Add: Added during the year                                                | -                      | -                      |
| <b>Closing Balance</b>                                                    | <b>1.26</b>            | <b>1.26</b>            |
| <b>Securities Premium</b>                                                 |                        |                        |
| Opening Balance                                                           | 1,381.84               | 1,381.84               |
| Add: Premium on shares issued during the year                             | -                      | -                      |
| <b>Closing Balance</b>                                                    | <b>1,381.84</b>        | <b>1,381.84</b>        |
| <b>Other Comprehensive Income</b>                                         |                        |                        |
| Opening Balance                                                           | 150.57                 | 246.79                 |
| Add: Additions during the year                                            | -211.84                | 237.40                 |
| Less: Transfer to retained earning(Realised Profits)                      | -0.20                  | -333.61                |
| <b>Closing Balance</b>                                                    | <b>-61.46</b>          | <b>150.57</b>          |
| <b>Retained Earnings</b>                                                  |                        |                        |
| Opening Balance                                                           | -627.88                | -530.94                |
| Add: Profits for the current year                                         | 725.85                 | -414.14                |
| Add: Transfer from other comprehensive income (Realised profits)          | 0.20                   | 333.61                 |

(Rs.in Lakhs)

| Particulars                                                                    | As at 31st March, 2025 | As at 31st March, 2024 |
|--------------------------------------------------------------------------------|------------------------|------------------------|
| Less: Other Adjustments                                                        | -0.62                  |                        |
| Less: Appropriations/ Others                                                   |                        |                        |
| Share capital expenses                                                         | -                      | -16.40                 |
| <b>Transfer to statutory reserve as per Section 45-IC of The RBI Act, 1934</b> | <b>-145.17</b>         | <b>-</b>               |
|                                                                                | -47.62                 | -627.88                |
| <b>Total</b>                                                                   | <b>1,586.26</b>        | <b>1,072.87</b>        |

**Nature and Purpose of Reserves:**

**A)Statutory Reserves:**

Every year the Company transfers a sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(1)in The Reserve Bank of India Act, 1934:

a) Every non-banking financial company (NBFC) shall create a reserve fund and transfer therein a sum not less than twenty per cent of its netprofit every year as disclosed in the profit and loss account and before any dividend is declared.

b) No appropriation of any sum from the reserve fund shall be made by the NBFC except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal:

Provided that the RBI may, in any particular case



and for sufficient cause being shown, extend the period of twenty one days by such further period as it thinks fit or condone any delay in making such report.

c) Notwithstanding anything contained in sub-section (1), the Central Government may, on the recommendation of the RBI and having regard to the adequacy of the paid-up capital and reserves of a NBFC in relation to its deposit liabilities, declare by order in writing that the provisions of sub-section (1) shall not be applicable to the NBFC for such period as may be specified in the order:

Provided that no such order shall be made unless the amount in the reserve fund under sub-section (1) together with the amount in the share premium account is not less than the paid-up capital of the NBFC.

#### B) Securities Premium:

The amount received in excess of face value of the equity shares is recognised in Securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013

#### C) Retained Earnings:

Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve, debenture redemption reserve, general reserve, dividends distributions paid to shareholders and transfer from debenture redemption reserve.

#### D) Other Comprehensive Income:

Other comprehensive income comprises of Changes in actuarial gains on account of Defined

Benefit obligations and Investment in Equity Instruments designated at FVOCI not reclassifiable to Profit and Loss Statement. On derecognition of Equity Instruments, company transfers the amount to Retained Earnings.

#### E) Capital Reserve:

Capital reserve is unexercised warrant amount forfeited. (refer note: 19)

#### 20. Interest Income

|                                | Mar 2026      | Mar 2025      |
|--------------------------------|---------------|---------------|
| Interest on Loans              | 106.24        | 75.98         |
| Interest on deposits with bank | 72.21         | 96.75         |
|                                | <b>178.45</b> | <b>172.73</b> |

#### 21. Fees and Commission Income

|                                                                           | Mar 2026        | Mar 2025        |
|---------------------------------------------------------------------------|-----------------|-----------------|
| Loan Processing fees                                                      | 2,896.37        | 1,651.70        |
| Other Loan related fees including late fee on delayed repayments of loans | 864.98          | 605.06          |
|                                                                           | <b>3,761.35</b> | <b>2,256.76</b> |

#### Revenue from contract with customers

#### Fees and Commission Income

|                                       | Mar 2026 | Mar 2025 |
|---------------------------------------|----------|----------|
| Timing of Revenue Recognition:        |          |          |
| Services transferred at point in time | 3,761.35 | 2,256.76 |
| Services transferred over time        | -        | -        |

#### 22. Other Operating income

|                   | Mar 2026      | Mar 2025      |
|-------------------|---------------|---------------|
| Bad debt recovery | 372.10        | 212.54        |
|                   | <b>372.10</b> | <b>212.54</b> |

#### 23. Other income

|                                                 | Mar 2026     | Mar 2025     |
|-------------------------------------------------|--------------|--------------|
| Interest on income tax refund                   | -            | 0.56         |
| Profit on sale of property, plant and equipment | -            | 10.93        |
| Other Income                                    | 17.19        | 0.23         |
|                                                 | <b>17.19</b> | <b>11.72</b> |

#### 24. Finance Cost

|                                                     | Mar 2026      | Mar 2025      |
|-----------------------------------------------------|---------------|---------------|
| On financial liabilities measured at amortised cost |               |               |
| Interest on borrowings                              | 249.22        | 272.31        |
| Interest on lease liabilities                       | 10.19         | 11.16         |
|                                                     | <b>259.41</b> | <b>283.47</b> |

#### 25. Fees and commission expenses

|                     | Mar 2026      | Mar 2025      |
|---------------------|---------------|---------------|
| Loan Collection Fee | 256.62        | 366.95        |
|                     | <b>256.62</b> | <b>366.95</b> |

#### 26. Net gain/ (loss) on fair value changes\*

| Particulars                                                                        | Mar 2026     | Mar 2025      |
|------------------------------------------------------------------------------------|--------------|---------------|
| (A) Net gain/ (loss) on financial instruments at fair value through profit or loss |              |               |
| (i) On trading portfolio                                                           |              |               |
| - Investments                                                                      | 52.69        | 194.01        |
| - Derivatives                                                                      | -            | -             |
| - Others                                                                           | -            | -             |
| (ii) On financial instruments designated at fair value through profit or loss      |              |               |
| (B) Others ( to be specified)                                                      |              |               |
| Total Net gain/(loss) on fair value changes (C)                                    | <b>52.69</b> | <b>194.01</b> |
| Fair Value changes:                                                                |              |               |
| -Realised                                                                          | 0.20         | 127.83        |
| -Unrealised                                                                        | 52.49        | 66.18         |
| Total Net gain/(loss) on fair value changes(D) to tally with (C)                   | <b>52.69</b> | <b>194.01</b> |

\*Fair value changes in this schedule are other than those arising on account of accrued interest income/expense.

#### 27. Impairment on Financial Instruments

|                                                     | Mar 2026        | Mar 2025        |
|-----------------------------------------------------|-----------------|-----------------|
| On Financial instruments measured at amortized cost |                 |                 |
| On Loans (write-off)                                | 1,090.52        | 1,190.53        |
| Provision on loans                                  | 87.81           | -33.23          |
| Impairment on Investment                            | <b>3.70</b>     | -               |
|                                                     | <b>1,182.03</b> | <b>1,157.29</b> |





## 28. Employee benefits expense

|                                                             | Mar 2026 | Mar 2025 |
|-------------------------------------------------------------|----------|----------|
| Salaries, wages and bonus (Including Director Remuneration) | 661.63   | 413.72   |
| Contribution to provident and other funds                   | 52.66    | 32.74    |
| Gratuity expenses( Refer note 33)                           | 9.63     | 6.52     |
| Staff welfare expenses                                      | 1.59     | 1.46     |
|                                                             | 725.51   | 454.44   |

## 29. Depreciation and Amortization Expenses

|                                                          | Mar 2026 | Mar 2025 |
|----------------------------------------------------------|----------|----------|
| Depreciation on property, plant and equipment            | 38.72    | 37.41    |
| Amortization of Intangible Assets                        | 19.98    | 26.93    |
| Depreciation of Right-Of-Use Assets (Refere note no: 10) | 15.02    | 15.02    |
|                                                          | 73.72    | 79.36    |

## 30. Other Expenses

|                             | Mar 2026 | Mar 2025 |
|-----------------------------|----------|----------|
| Rent, taxes and energy cost | 12.09    | 4.86     |
| Loan origination expense    | 250.98   | 75.38    |
| Business Promotion          | 214.55   | 269.29   |
| Legal and professional fee  | 31.04    | 26.57    |
| Technology expenses         | 109.92   | 90.28    |
| Administrative expenses     | 66.73    | 29.09    |
| Repairs and maintenance     | 15.54    | 5.21     |
| Communication cost          | 15.57    | 6.24     |

|                                          | Mar 2026 | Mar 2025 |
|------------------------------------------|----------|----------|
| Printing and stationery                  | 1.04     | 1.86     |
| Director's fees, allowances and expenses | 6.70     | 3.00     |
| Payment to Auditors (Refer note A)       | 1.00     | 0.75     |
| Insurance expense                        | 3.47     | 3.28     |
| Listing and other filing fee             | 6.10     | 5.22     |
| Postage and courier                      | 0.12     | 0.04     |
| Travelling & conveyance expenses         | 40.77    | 6.99     |
| Membership fees                          | 3.54     | 1.53     |
| Bank Charges                             | 2.75     | 0.95     |
| Other Expenditure                        | 11.65    | 5.84     |
|                                          | 793.57   | 536.38   |

## A. Payment to auditor

|                             | Mar 2026 | Mar 2025 |
|-----------------------------|----------|----------|
| As Auditor: Statutory audit | 1.00     | 0.75     |
| Previous year adjustment    | -        | -        |
|                             | 1.00     | 0.75     |

## 31. Earnings per share (EPS)

|                                                                                    | Mar 2026 | Mar 2025 |
|------------------------------------------------------------------------------------|----------|----------|
| Profits/(Loss) after Tax (A)                                                       | 725.85   | -414.14  |
| Weighted average number of equity shares in calculating basic EPS (B) - In Lakhs   | 202.22   | 202.22   |
| Weighted average number of equity shares in calculating diluted EPS (C) - In Lakhs | 202.22   | 202.22   |

|                                                                                                  | Mar 2026 | Mar 2025 |
|--------------------------------------------------------------------------------------------------|----------|----------|
| Basic earnings per equity share (in Rupees) (face value of Rs. 10/- per share (A/B) - In Lakhs   | 3.59     | -2.05    |
| Diluted earningsper equity share (in Rupees) (face value of Rs. 10/- per share) (A/C) - In Lakhs | 3.59     | -2.05    |

## 32. Expenditure in foreign currency

|                                                                           | Mar 2026 | Mar 2025 |
|---------------------------------------------------------------------------|----------|----------|
| Technology cost including software subscriptions and infrastructure usage | 74.02    | 82.78    |
|                                                                           | 74.02    | 82.78    |

## 33. Gratuity and other post-employment benefit plans

Amount recognised in the statement of profit and loss in respect of the defined benefit plan are as follows

|                                                       | Mar 2026     | Mar 2025     |
|-------------------------------------------------------|--------------|--------------|
| <b>i) Funded status of the plan</b>                   |              |              |
| Present value of unfunded obligations                 | 35.99        | 27.75        |
| <b>Net Defined Benefit Liability/(Assets)</b>         | <b>35.99</b> | <b>27.75</b> |
| <b>ii) Profit and loss account for the period</b>     |              |              |
| Service cost:                                         |              |              |
| Current service cost                                  | 7.88         | 5.58         |
| Past service cost                                     | -            | -            |
| loss/(gain) on curtailments and settlement            | -            | -            |
| Net interest cost                                     | 1.75         | 0.95         |
| Total included in 'Employee Benefit                   | -            | -            |
| Total included in 'Employee Benefit Expenses/(Income) | 9.63         | 6.52         |

|                                                                     | Mar 2026     | Mar 2025     |
|---------------------------------------------------------------------|--------------|--------------|
| <b>iii) Other Comprehensive Income for the period</b>               |              |              |
| <b>Components of actuarial gain/losses on obligations:</b>          |              |              |
| Due to Change in financial assumptions                              | 0.66         | 0.40         |
| Due to change in demographic assumption                             | -            | 3.22         |
| Due to experience adjustments                                       | -2.05        | 4.19         |
| Return on plan assets excluding amounts included in interest income | -            | -            |
| <b>Amounts recognized in Other Comprehensive (Income) / Expense</b> | <b>-1.39</b> | <b>7.82</b>  |
| <b>iv) Reconciliation of defined benefit obligation</b>             |              |              |
| Opening Defined Benefit Obligation                                  | 27.75        | 13.41        |
| Transfer in/(out) obligation                                        | -            | -            |
| Current service cost                                                | 7.88         | 5.58         |
| Interest cost                                                       | 1.75         | 0.95         |
| Components of actuarial gain/losses on obligations:                 | -            | -            |
| Due to Change in financial assumptions                              | 0.66         | 0.40         |
| Due to change in demographic assumption                             | -            | 3.22         |
| Due to experience adjustments                                       | -2.05 -      | 4.19 -       |
| Past service cost                                                   | -            | -            |
| <b>Closing Defined Benefit Obligation</b>                           | <b>35.99</b> | <b>27.75</b> |
| <b>v) Reconciliation of Net Defined Benefit Liability/(Assets)</b>  |              |              |
| Net opening provision in books of accounts                          | 27.75        | 13.41        |
| Transfer in/(out) obligation                                        | -            | -            |
| Transfer (in)/out plan assets                                       | -            | -            |
| Employee Benefit Expense                                            | 9.63         | 6.52         |



(Rs.in Lakhs)

|                                                              | Mar 2026     | Mar 2025     |
|--------------------------------------------------------------|--------------|--------------|
| Amounts recognized in Other Comprehensive (Income) / Expense | -1.39        | 7.82         |
|                                                              | <b>35.99</b> | <b>27.75</b> |
| Benefits paid by the Company                                 | -            | -            |
| Contributions to plan assets                                 | -            | -            |
| <b>Closing provision in books of accounts</b>                | <b>35.99</b> | <b>27.75</b> |

### 34. Related party disclosures

#### A) Names of related parties and related party relationship

| Relationship             | Name of the Party                             |
|--------------------------|-----------------------------------------------|
| Key Management Personnel | Jaijash Tatia, (Chairman & Managing Director) |
|                          | Henna Jain, (Joint Managing Director)         |

| Relationship                                                                       | Name of the Party                                                        |
|------------------------------------------------------------------------------------|--------------------------------------------------------------------------|
| Key Management Personnel                                                           | Mrs. Muthusamy Menaka (Independent Director)                             |
|                                                                                    | Mrs. Rajashree Santhanam (Independent Director)                          |
|                                                                                    | Mr. Anand Manoharlal (Independent Director)                              |
|                                                                                    | Shoba Nahar, (Chief Financial Officer)                                   |
|                                                                                    | Vidya Lakshmi R, Compliance Officer & CS (date of cessation: 15-04-2025) |
|                                                                                    | Niharika Goyal, (Chief Compliance Officer) & CS (w.e.f 16-04-2025)       |
| Relative of Key Management Personnel*                                              | Riddhi Lunkad- Chief Strategy Officer (CSO) - Spouse of MD               |
|                                                                                    | Jinpaad Developers Private Limited                                       |
| Enterprises over which KMPs and their relatives can exercise significant Influence | Ashram Online.com Limited                                                |
|                                                                                    | Tatia Global Venntures Limited                                           |
|                                                                                    | Opti Products Private Limited                                            |

\*Names of relatives of Key Management Personnel with whom the Company has transactions.

#### B) Balance at the year end:

(Rs.in Lakhs)

| Particulars         | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|---------------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|                     | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |
| <b>Remuneration</b> |                                                                                    |             |                                      |             |                          |             |             |             |
| - Jaijash Tatia     | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Shoba Nahar       | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Henna Jain        | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Riddhi Lunkad     | -                                                                                  | -           | 6.25                                 | -           | -                        | -           | 6.25        | -           |
| - Vidya Lakshmi R   | -                                                                                  | -           | -                                    | -           | -                        | 0.85        | -           | 0.85        |
| - Niharika Goyal    | -                                                                                  | -           | -                                    | -           | 0.82                     | -           | 0.82        | -           |

| Particulars | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |

#### Loan Balance\_For Loan Taken

|                             |        |        |   |   |   |   |        |        |
|-----------------------------|--------|--------|---|---|---|---|--------|--------|
| - Jaijash Tatia             | -      | -      | - | - | - | - | -      | -      |
| - Ashram Online.com Ltd     | 130.19 | 130.19 |   | - | - | - | 130.19 | 130.19 |
| - Opti Products Pvt Ltd.    | -      | 300.00 | - | - | - | - | -      | 300.00 |
| - Tatia Global Venture Ltd. | 243.68 | 691.89 | - | - | - | - | 243.68 | 691.89 |

#### Loan Balance\_For Loan Given

|                          |        |   |   |   |   |   |        |   |
|--------------------------|--------|---|---|---|---|---|--------|---|
| - Opti Products Pvt Ltd. | 540.41 | - | - | - | - | - | 540.41 | - |
|--------------------------|--------|---|---|---|---|---|--------|---|

#### C) Transactions with Related parties during the year:

(Rs.in Lakhs)

| Particulars | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |

#### Remuneration

|                   |   |   |       |   |       |       |       |       |
|-------------------|---|---|-------|---|-------|-------|-------|-------|
| - Jaijash Tatia   | - | - | -     | - | 63.68 | 60.00 | 63.68 | 60.00 |
| - Shoba Nahar     | - | - | -     | - | 63.68 | 26.25 | 63.68 | 26.25 |
| - Henna Jain      | - | - | -     | - | 63.68 | 35.00 | 63.68 | 35.00 |
| - Riddhi Lunkad   | - | - | 10.00 | - | -     | -     | 10.00 | -     |
| - Vidya Lakshmi R | - | - | -     | - | -     | 7.67  | -     | 7.67  |
| -Niharika Goyal   |   | - |       |   | 10.20 | -     | 10.20 | -     |

#### Director Sitting Fees Paid

|                 |   |   |   |   |      |   |      |   |
|-----------------|---|---|---|---|------|---|------|---|
| - Jaijash Tatia | - | - | - | - | 1.20 | - | 1.20 | - |
|-----------------|---|---|---|---|------|---|------|---|





(Rs.in Lakhs)

| Particulars                 | Enterprises over which KMPs and their relatives can exercise significant influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-----------------------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|                             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |
| - Henna Jain                | -                                                                                  | -           | -                                    | -           | 0.90                     | -           | 0.90        | -           |
| - Mrs. Muthusamy Menaka     | -                                                                                  | -           | -                                    | -           | 1.70                     | -           | 1.70        | -           |
| - Mrs. Rajashree Santhanam  | -                                                                                  | -           | -                                    | -           | 1.70                     | -           | 1.70        | -           |
| - Mr. Anand Manoharlal      | -                                                                                  | -           | -                                    | -           | 1.20                     | -           | 1.20        | -           |
| <b>Loan Borrowings</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Tatia Global Venture Ltd. | -                                                                                  | 400.00      | -                                    | -           | -                        | -           | -           | 400.00      |
| - Opti Products Pvt Ltd.    | 500.00                                                                             | -           | -                                    | -           | -                        | -           | 500.00      | -           |
| <b>Loan Repayments</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 300.00                                                                             | 64.34       | -                                    | -           | -                        | -           | 300.00      | 64.34       |
| - Tatia Global Venture Ltd. | 435.00                                                                             | -           | -                                    | -           | -                        | -           | 435.00      | -           |
| <b>Interest Expenses</b>    |                                                                                    |             |                                      |             |                          |             |             |             |
| - Ashram Online.com Ltd     | 14.10                                                                              | 14.10       | -                                    | -           | -                        | -           | 14.10       | 14.10       |
| - Opti Products Pvt Ltd.    | -                                                                                  | -           | -                                    | -           | -                        | -           | -           | -           |
| - Tatia Global Venture Ltd. | 43.53                                                                              | 58.21       | -                                    | -           | -                        | -           | 43.53       | 58.21       |
| <b>Interest Income</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 44.90                                                                              | -           | -                                    | -           | -                        | -           | 44.90       | -           |
| <b>Rent Expense</b>         |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 26.91                                                                              | -           | -                                    | -           | -                        | -           | 26.91       | -           |

## 35. Asset Classification as per RBI Norms:

(Rs.in Lakhs)

| Asset Classification as per RBI Norms | Asset Classification as per Ind AS 109 | For the Year Ended March 31, 2026   |                                                           |                     |                                        |                                                          | For the Year Ended March 31, 2025   |                                                           |                     |                                        |                                                          |
|---------------------------------------|----------------------------------------|-------------------------------------|-----------------------------------------------------------|---------------------|----------------------------------------|----------------------------------------------------------|-------------------------------------|-----------------------------------------------------------|---------------------|----------------------------------------|----------------------------------------------------------|
|                                       |                                        | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 provisions and IRACP norms | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 provisions and IRACP norms |
| Performing Assets                     |                                        |                                     |                                                           |                     |                                        |                                                          |                                     |                                                           |                     |                                        |                                                          |
| Standard Assets                       | Stage 1                                | 4,620.44                            | 11.55                                                     | 4,608.89            | 11.55                                  | -                                                        | 2,805.45                            | 6.95                                                      | 2,798.50            | 6.95                                   | -                                                        |
| Non-Performing Assets (NPA)           |                                        |                                     |                                                           |                     |                                        |                                                          |                                     |                                                           |                     |                                        |                                                          |
| a) Sub-Standard                       | Stage 2                                | 342.46                              | 34.25                                                     | 308.21              | 34.25                                  | -                                                        | 192.58                              | 19.26                                                     | 173.32              | 19.26                                  | -                                                        |
| b) Doubtful - upto 1 year (Unsecured) | Stage 3*                               | 1,090.52                            | 1,090.52                                                  | -                   | 1,090.52                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               |                                                          |
| 1 to 3 Years                          | Stage 3                                | 60.00                               | 60.00                                                     | -                   | 60.00                                  | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| More than 3 Years                     | Stage 3                                | -                                   | -                                                         | -                   | -                                      | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| Sub-Total for Doubtful                |                                        | 1,150.52                            | 1,150.52                                                  | -                   | 1,150.52                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               | -                                                        |
| c) Loss Assets                        | Stage 3                                | 7.78                                | 7.78                                                      | -                   | 7.78                                   | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| Sub-Total for NPA                     |                                        | 1,500.75                            | 1,192.54                                                  | 308.21              | 1,192.54                               | -                                                        | 1,383.11                            | 1,209.78                                                  | 173.32              | 1,209.78                               | -                                                        |
| Total                                 | Stage 1                                | 4,620.44                            | 11.55                                                     | 4,608.89            | 11.55                                  | -                                                        | 2,805.45                            | 6.95                                                      | 2,798.50            | 6.95                                   | -                                                        |
|                                       | Stage 2                                | 342.46                              | 34.25                                                     | 308.21              | 34.25                                  | -                                                        | 192.58                              | 19.26                                                     | 173.32              | 19.26                                  | -                                                        |
|                                       | Stage 3                                | 1,158.29                            | 1,158.29                                                  | -                   | 1,158.29                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               | -                                                        |

\* Recorded as Loan Bad Debts (Write offs) in Profit and Loss Statement. Hence, Gross Amount as per Ind AS in Balance Sheet will have a difference to that extent.

| *Reconciliation of Loan Ind As Vs Balancesheet        | Mar 2026  | Mar 2025  |
|-------------------------------------------------------|-----------|-----------|
| Total Gross carrying as per Ind As                    | 6,121.19  | 4,188.55  |
| Less: Bad Debts already written off                   | -1,090.52 | -1,190.53 |
| TOTAL Net Carrying amount of Loan As per Balancesheet | 5,030.67  | 2,998.03  |

\*Note: As required by the RBI Notification, the Company has complied with the requirements of Ind AS and the Guidelines and Policies approved by the Board in recognition of impairment of financial instruments. The overall impairment provision made under Ind AS equals the prudential norms prescribed by the RBI.



36.The Company" Kreon Financial Services Limited" has complied with the various requirements prescribed by Master Direction - Reserve Bank of India (Non-Banking Financial Company – Scale Based 35 Regulation) Directions, 2023

| Capital Adequacy                              |                          |                            | As at March 31,2026 | As at March 31,2025 |
|-----------------------------------------------|--------------------------|----------------------------|---------------------|---------------------|
| Particulars                                   | Numerator (Rs. In lakhs) | Denominator (Rs. In lakhs) | Ratio               | Ratio               |
| Capital to risk-weighted assets ratio (CRAR*) | 3,668.67                 | 7,417.45                   | 49.46%              | 45.25%              |
| Tier I CRAR                                   | 3,668.67                 | 7,417.45                   | 49.46%              | 45.25%              |
| Tier II CRAR*                                 | -                        | 7,417.45                   | 0.00%               | 0.00%               |

#### NOTE

\*Tier II is not applicable on the company.

\*CRAR = (Tier I Capital + Tier II Capital) / Risk-Weighted Assets.

e) Minimum capital ratio consisting of Tier I and Tier II capital of not less than 15 percent of aggregate risk weighted assets on-balance sheet only as the company has no any risk adjusted value of off- balance sheet items.

The Tier I capital at any point of time, shall not be less than 10%

#### B) Calculation of Gross NPA %

| Particulars                                     | As at March 31,2026 | As at March 31,2025 |
|-------------------------------------------------|---------------------|---------------------|
| 1. Gross Loan & Advances                        | 5,030.67            | 2,998.03            |
| 2. Gross Non-Performing Assets (NPAs)           | 410.23              | 192.58              |
| 3. Gross NPAs as a Percentage of Gross Advances | 8.15%               | 6.42%               |

NOTE: GrossNPA %=((Gross NPAs/Gross Advances))\*100

#### C) Calculation of Net NPA %

| Particulars                              | As at March 31,2026 | As at March 31,2025 |
|------------------------------------------|---------------------|---------------------|
| 1. Gross Loan & Advances*                | 5,030.67            | 2,998.03            |
| Less: Provision                          | 113.57              | 26.21               |
| Net Advances                             | 4,917.10            | 2,971.82            |
| Gross Non- Performing Assets (Gross NPA) | 410.23              | 192.58              |
| less: Provision                          | 113.57              | 26.21               |
| Net NPA                                  | 296.66              | 166.38              |
| Net NPA %                                | 6.03%               | 5.60%               |

#### D) Total Provision As per RBI Regulation

| Total Provision As per RBI Regulation | % of Provision | Amount as of 31/3/2026 | Amount as of 31/3/2025 | Provision as on 31/3/2026 | Provision as on 31/3/2025 |
|---------------------------------------|----------------|------------------------|------------------------|---------------------------|---------------------------|
| Standard Assets                       | 0.25%          | 4,620.44               | 2,779.03               | 11.55                     | 6.95                      |
| Sub-Standard Assets                   | 10.00%         | 342.46                 | 192.58                 | 34.25                     | 19.26                     |
| Doubtfull Assets (100%)               | 100.00%        | 67.78                  | -                      | 67.78                     | -                         |
|                                       |                | 5,030.67               | 2,971.61               | 113.57                    | 26.21                     |

The extant NPA classification norm stands changed to the overdue period of more than 90 days for applicable NBFCs. A glide path is provided to applicable NBFCs to adhere to the 90 days NPA norm as under :-

| NPA Norms Timeline | Timeline          |
|--------------------|-------------------|
| >150 days overdue  | By March 31, 2024 |
| >120 days overdue  | By March 31, 2025 |
| > 90 days          | By March 31, 2026 |

#### 37. Disclosure of complaints as per RBI

(i) Summary information on complaints received by an NBFC from customers and from the Offices of Ombudsman

| S.No | Particulars                                                                                                 | March 31,2026 | March 31,2025 |
|------|-------------------------------------------------------------------------------------------------------------|---------------|---------------|
|      | Complaints received by the NBFC from its customers                                                          | -             | -             |
| 1    | Number of complaints pending at beginning of the year                                                       | 175,801.00    | 122,394.00    |
| 2    | Number of complaints received during the year                                                               | 175,801.00    | 122,394.00    |
| 3    | Number of complaints disposed during the year                                                               | NIL           | NIL           |
| 3.1  | Of which, number of complaints rejected by the NBFC                                                         | NIL           | NIL           |
| 4    | Number of complaints pending at the end of the year NIL                                                     | NIL           | NIL           |
|      | Maintainable complaints received by the NBFC from Office of Ombudsman                                       |               |               |
| 5.*  | Number of maintainable complaints received by the NBFC from Office of Ombudsman                             | NA            | NA            |
| 5.1  | Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman                            | NA            | NA            |
| 5.2  | Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman | NA            | NA            |
| 5.3  | Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC         | NA            | NA            |
| 6.*  | Number of Awards unimplemented within the stipulated time (other than those appealed)                       | NA            | NA            |

Note : Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (previously the Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

\* It shall only be applicable to NBFC which is included under the Reserve Bank – Integrated Ombudsman Scheme, 2021.

#### (ii) Top five grounds of complaints received by the NBFC from customers

| Grounds of complaints, (i.e. complaints relating to) | Number of complaints pending at the beginning of the year | Number of complaints received during the year | % increase/ decrease in the number of complaints received over the previous year | Number of complaints pending at the end of the year | Of 5, number of complaints pending beyond 30 days |
|------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------------|
| 1                                                    | 2                                                         | 3                                             | 4                                                                                | 5                                                   | 6                                                 |
| Current Year                                         |                                                           |                                               |                                                                                  |                                                     |                                                   |
| Ground – 1                                           | NIL                                                       | 9402                                          | 368.93% Increase                                                                 | NIL                                                 | 189.00                                            |
| Ground – 2                                           | NIL                                                       | 22,598                                        | 29.01% Decrease                                                                  | NIL                                                 | 452                                               |
| Ground – 3                                           | NIL                                                       | 18,094                                        | 0.64% Decrease                                                                   | NIL                                                 | 361                                               |





| Grounds of complaints,<br>(i.e. complaints relating to) | Number of<br>complaints pending at<br>the beginning of the<br>year | Number of complaints<br>received during the year | % increase/ decrease<br>in the number of<br>complaints received over<br>the previous year | Number of complaints<br>pending at the end of the<br>year | Of 5, number of<br>complaints pending<br>beyond 30 days |
|---------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Ground – 4                                              | NIL                                                                | 11,406                                           | 62.30% Increase                                                                           | NIL                                                       | 228.00                                                  |
| Ground – 5                                              | NIL                                                                | 5,187                                            | 364.78% Increase                                                                          | NIL                                                       | 103                                                     |
| Others                                                  | NIL                                                                | 109,114                                          | 75.42% Increase                                                                           | NIL                                                       | 2182                                                    |
| Total                                                   | NIL                                                                | 109,114                                          | 43.64% Increase                                                                           |                                                           | 3515                                                    |

**Previous Year-31-03-2025**

|            |     |       |     |     |     |
|------------|-----|-------|-----|-----|-----|
| Ground – 1 | NIL | 2,005 | NIL | NIL | NIL |
|            |     |       |     |     |     |

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| Grounds of complaints,<br>(i.e. complaints relating to) | Number of<br>complaints pending at<br>the beginning of the<br>year | Number of complaints<br>received during the year | % increase/ decrease<br>in the number of<br>complaints received over<br>the previous year | Number of complaints<br>pending at the end of the<br>year | Of 5, number of<br>complaints pending<br>beyond 30 days |
|---------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Ground – 2                                              | NIL                                                                | 31,832                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 3                                              | NIL                                                                | 18,211                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 4                                              | NIL                                                                | 7,028                                            | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 5                                              | NIL                                                                | 1,116                                            | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Others                                                  | NIL                                                                | 62,202                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Total                                                   | NIL                                                                | 122,394                                          | NIL                                                                                       | NIL                                                       | NIL                                                     |

The list of grounds of complaints given below are indicative only.

|                                                                              |                              |                                                                       |
|------------------------------------------------------------------------------|------------------------------|-----------------------------------------------------------------------|
| 1. Credit and Bureau- CIBIL issues, CRIF queries, NOC requests, NOC sending. | 2. Transaction and Mandate   | 3. Collections - Defaulter communication, Penalty waivers, Harassment |
| 4. Account Servicing                                                         | 5. User Engagement and Admin |                                                                       |

**38. Contingent Liabilities and Commitments**

| Particulars         | As at<br>March 31, 2026 | As at<br>March 31, 2025 |
|---------------------|-------------------------|-------------------------|
| Forfeited Amounts * | 16.25                   | 16.25                   |
|                     | 16.25                   | 16.25                   |

\*During the year 2022, the company had forfeited outstanding amount of Rs. 16.25 lakhs pertaining to advances received from certain parties more than 5 years back, owing to failure in fulfillment of further commitment by such parties. Such forfeited advance amounts are appropriately considered as income now. No amount would be due to such parties and no claim could be held good against the company in this regard.

However, in line with Ind AS 37, the company recognizes the said amount of Rs. 16.25 lakhs as a Contingent Liability. There are no other unexecuted capital contracts which are outstanding or remaining to be performed.

There is no pending commitments for the financial years ended March 31, 2026 and March 31, 2025

**39. Utilization of borrowings from Banks and Financial Institutions**

The Company has used loan from the bank for the purpose it was availed during the financial year ended March 31, 2026. The Company did not have any borrowings from any bank or financial institution during the financial year ended March 31, 2025.

**40. Details of title deeds of Immovable Property not held in name of the Company: (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee)**

The Company does not possess any immovable property whose title deeds are not held in the name of the Company during the financial year ended March 31, 2026 and March 31, 2025

**41. Details of loans and advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under companies act, 2013) either severally or jointly with any other person:**

The Company hasn't granted any loans or advances to promoters, directors, KMPs and their related parties during the financial year ended March 31, 2026 and March 31, 2025

**42. Details of Benami Property Proceedings under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder:**

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder in the financial years ended March 31, 2026 and March 31, 2025

**43. Borrowings from Banks and Financial Institutions on the basis of Current Assets (Working Capital Funds)**

The company doesn't have any borrowings from banks or financial institutions in the financial years ended March 31, 2026 and March 31, 2025

**44. Details of Wilful Defaulter**

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the financial years ended March 31, 2026 and March 31, 2025.

**45. Details of transactions with Struck-Off Companies**

The company doesn't have any transactions with struck off companies in the financial years ended March 31, 2026 and March 31, 2025.

**46. Details of Over due of Charge Registration with Registrar of Companies**

All charges or satisfaction, if required, are registered with ROC within the statutory period for the financial years ended March 31, 2026 and March 31, 2025. No charges or satisfactions are yet to be registered with ROC beyond the statutory period.

**47. Compliance with number of layers of companies:**

The Company has no subsidiaries for the financial years ended March 31, 2026 and March 31, 2025

**48. Details of undisclosed income under Income Tax Act, 1961 not recorded in books of accounts:**

There are no transactions not recorded in the books of accounts.

**49. Details of Crypto Currency or Virtual Currency:**

The Company has not traded or invested in Crypto currency or Virtual currency during the financial years ended March 31, 2026 and March 31, 2025

**50. Disclosure required under Sec 186(4) of the Companies Act 2013**

The loan made, guarantee given or security provided in the ordinary course of business by a NBFC registered with Reserve Bank of India are exempt from the applicability of provisions of Section 186 of the Act.

**51. Scheme of Arrangements**

The company doesn't have any scheme of arrangements to disclose during the financial years ended March 31, 2026 and March 31, 2025

**52. Utilisation of Borrowed funds and share premium:**

The Company, as part of its normal business, grants loans and advances, makes investment, provides guarantees to and accept deposits and borrowings from its customers, other entities and persons. These transactions are part of Company's normal non-banking finance business, which is conducted ensuring adherence to all regulatory requirements.

Other than the transactions described above, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether



recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has also not received any fund from any parties (Funding Party) with the understanding that the

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

### 53. FINANCIAL RATIOS:

| Ratios                           | Numerator | Denominator | 31 Mar 2026 | 31 Mar 2025 | Variance (%) | Rs In Lakhs Reason*                                                                                          |
|----------------------------------|-----------|-------------|-------------|-------------|--------------|--------------------------------------------------------------------------------------------------------------|
| Current Ratio                    | 7,059.08  | 3,844.41    | 1.84        | 1.81        | 2%           | NA                                                                                                           |
| Debt-Equity Ratio                | 3,614.06  | 3,608.46    | 1.0016      | 1.02        | -2%          | NA                                                                                                           |
| Debt Service Coverage Ratio      | 741.98    | 3,614.06    | 20.53       | -13.43      | -253%        | As the company had loss in the previous year and profit in the current year, this has significantly impacted |
| Return on equity ratio           | 725.85    | 3,608.46    | 20.12       | -13.38      | -250%        | -Do-                                                                                                         |
| Net profit ratio                 | 725.85    | 4,335.27    | 16.74       | -15.54      | -208%        | -Do-                                                                                                         |
| Return on capital employed ratio | 741.98    | 7,222.52    | 10.27       | -2.16       | -576%        | -Do-                                                                                                         |

\*Reasons are provided for variance more than 25%.

### 54. Financial Risk Management:

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational / financial performance.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

Borrowings, trade payables and other financial liabilities constitute the Company's primary financial liabilities and investment in shares, trade receivables, loans, cash and cash equivalents and other financial assets are the financial assets.

#### Credit Risk:

Credit risk refers to the risk of default on the loan receivables to the Company that may result in financial loss. The maximum exposure from unsecured loan receivables amounts to Rs. 4917.10 Lakhs and Rs. 2998.03 Lakhs as of March 31, 2026 and March 31, 2025 respectively.

Loans are advanced to Corporates and to individual business entities and to the student community. Credit risk is being managed through credit approvals, establishing credit limits and monitoring the creditworthiness of customers to allow credit terms in the normal course of business. Generally, the loan tenure is for a

the creditworthiness of customers to allow credit terms in the normal course of business. Generally, the loan tenure is for a period of one year and renewable based on the request of the borrower. In the case of loans offered to students through its "StuCred" App, the credit period is up to 150 days.

#### Liquidity Risk:

The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk through cash credit limits and undrawn borrowing facilities by continuously monitoring forecast and actual cash flows. The Company invests its surplus funds in bank fixed deposit which carry minimal mark to market risks.

#### Market Risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk for the entity comprises two types of risk: currency risk, interest rate risk and equity price risk. Financial instruments affected by market risk include borrowings, trade payables in foreign currency and investment in unquoted equity shares. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return.

#### Currency Risk:

The Company is not exposed to any significant currency risk. During the year under review, the company has bought/subscribed to software in foreign currency at the time of purchase/subscription.

#### Sensitivity analysis:

Since the company is not exposed to any currency risk, sensitivity analysis of foreign currency transactions is not applicable

#### Interest Rate Risk:

The Company is not exposed to any interest rate risk. The company's fixed rate instruments are carried at amortized cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

#### Equity Price Risk:

Company has investments in listed companies which are measured at FVTOCI or FVTPL. The valuation is dependent on market conditions.

#### 55. Dues to MSME:

Management has determined that there are no overdue amounts payable to Micro, Small and Medium Enterprises as defined under The Small and Medium Enterprises Development Act, 2006 based on information available with the Company as at March 31, 2026 and March 31, 2025. Further, the Company has not paid any interest to any Small and Medium Enterprises during the current year.

#### 56. Events after the reporting date:

There have been no events after the reporting date.

#### 57. Comparatives

Previous year's figures have been regrouped/ reclassified wherever necessary to confirm to current year's classification.

#### 58. Round offs

The figures appearing in the financial statements have been rounded off to the nearest lakhs.

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

For and On behalf of the Board of  
Directors  
of **Kreon Financial Services Limited**

**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

**Shoba Nahar**  
**Chief Financial Officer**

**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428





# NOTICE OF 32<sup>nd</sup>

## ANNUAL GENERAL MEETING

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting (the “AGM”) of the Members of Kreon Financial Services Limited (the “Company”) will be held on Wednesday, August 26, 2026, at 11:00 AM through Video Conferencing (VC) for which purpose the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, India, 600041 shall be considered as deemed venue for the 32nd AGM, to transact the following business(es):

### ORDINARY BUSINESS

#### 1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, including the Audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended March 31, 2026, together with the schedules and notes annexed and the reports of the Board of Directors and Independent Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

#### 2. DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mrs. Henna Jain (DIN:08383395), who retires by rotation and being eligible, offers herself for re-appointment and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Mrs. Henna Jain (DIN: 08383395), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.”

### SPECIAL BUSINESS

#### 3. REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

To consider the revision to the remuneration of Mr. Jaijash Tatia, Chairman and Managing Director and if thought fit, to pass the following resolution, with or without modification(s), as a **SPECIAL RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mr. Jaijash Tatia, DIN:08085029, Chairman and Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of his tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** not with standing anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Jaijash Tatia as Chairman and Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (here in after referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary the terms and conditions of remuneration of Mr. Jaijash Tatia, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mr. Jaijash Tatia as Chairman and Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

**RESOLVED FURTHER THAT** any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

#### 4. REMUNERATION OF JOINT MANAGING DIRECTOR

To consider the revision to the remuneration of Mrs. Henna Jain, Joint Managing Director, and if thought fit, to pass the following resolution, with or without



modification(s), as a **SPECIAL RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mrs. Henna Jain, DIN:08383395, Joint Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of her tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** notwithstanding anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mrs. Henna Jain as Joint Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary

the terms and conditions of remuneration of Mrs. Henna Jain, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mrs. Henna Jain as Joint Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

**RESOLVED FURTHER THAT** any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

## 5. MATERIAL RPTs WITH TGV L

### a) BORROWINGS

To consider the borrowing of funds from TGV L and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company.”

### b) LENDINGS

To consider the lending of funds to TGV L and if

thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount,





tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 6. MATERIAL RPTs WITH AOL

### a) BORROWINGS

To consider the borrowing of funds from AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial

assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

### b) LENDINGS

To consider the lending of funds to AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the

Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary

desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 7. MATERIAL RPTs WITH OPPL

### a) BORROWINGS

To consider the borrowing of funds from OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations,



the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## B) LENDINGS

To consider the lending of funds to OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 8. MATERIAL RPTs WITH MR. JAIJASH TATIA

To consider the borrowing of funds from Mr. Jaijash Tatia and if thought fit, to pass the following

resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Mr. Jaijash Tatia, Chairman and Managing Director and a related party of the Company, for availing borrowings, including loans and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be

considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

By and on behalf of the Board of Directors  
For **KREON FINANCIAL SERVICES LIMITED**  
Sd/-

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

Place: Chennai  
Date: 28.07.2026

## NOTES:

1. In compliance with the Ministry of Corporate Affairs (the 'MCA') circulars dated April 08, 2020, April 13, 2020, May 05, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), physical attendance of the Members to the AGM venue is not required and AGM can be held through Video Conferencing (VC). Hence, Members can attend and participate in the 32<sup>nd</sup> AGM through VC and Members joining through VC shall be reckoned for the purpose of quorum under Section 103 of the Act. Further, all resolutions in the meeting shall be passed through the facility of e-Voting.
2. Pursuant to the MCA Circular No.14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for 32<sup>nd</sup> AGM. Hence, the proxy form is not annexed in the Notice. However, pursuant to the provisions of Sections 112 and 113 of the Act, the Corporate Members are entitled to appoint authorized representatives to attend the AGM through VC and participate and cast their votes through e-Voting. In this regard, the Body





Corporates are required to send a certified true copy of the Board Resolution/ Authorization Letter/ Power of Attorney (POA) authorizing their representative(s) to attend the meeting and vote on their behalf through e-Voting. The said resolution/letter/POA shall be sent by the Body Corporate through its registered e-mail address to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in) with a copy marked to <https://evoting.purvashare.com/>.

3. In compliance with MCA Circular No. 20/2020 dated May 05, 2020 and SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025, the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report FY 2025-26) and Notice of 32<sup>nd</sup> AGM are being sent in electronic mode to Members whose email ID is registered with the Company or the Depository Participant(s) (the 'DP') as on Friday, July 31, 2026, and to all other persons so entitled.

4. A letter providing web-link of annual report has been sent to the physical shareholders and shareholders without email addresses.

5. The proceedings of 32<sup>nd</sup> AGM shall be deemed to be held at the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, 600041, India.

6. The Members can join the 32<sup>nd</sup> AGM, through VC mode, 15 minutes before and after the scheduled time of commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1000 Members on first come first served basis. However, this number does not include the large shareholders i.e., Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction

on account of first come first served basis.

7. The relevant explanatory statement pursuant to Section 102 of the Act in respect of the special businesses set out in the Notice is annexed hereto.

8. In case of joint holders, the Member 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 during the AGM.

9. All documents referred to in the Notice shall be made available electronically for inspection by writing at [cs@kreon.in](mailto:cs@kreon.in) till the date of 32<sup>nd</sup> AGM.

10. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available electronically for inspection by writing an email at [cs@kreon.in](mailto:cs@kreon.in).

11. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, August 20, 2026, to Wednesday, August 26, 2026, (both days inclusive) for the purpose of the 32<sup>nd</sup> AGM.

12. The Board of Directors, at its meeting held on July 28, 2026, have appointed M/s. Lakshmmi Subramanian and Associates, Practicing Company Secretaries, Chennai as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

13. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, relevant SEBI/MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 32<sup>nd</sup> AGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (the 'Purva'), for facilitating e-Voting, as the authorized

agency. The facility of casting votes by Members using remote e-Voting or e-Voting on the date of the 32<sup>nd</sup> AGM will be provided by Purva.

14. In line with MCA Circulars, the Notice calling the 32<sup>nd</sup> AGM has been uploaded on the website of the Company at [www.kreon.in](http://www.kreon.in). The Notice can also be accessed from the website of the Bombay Stock Exchange Limited at [www.bseindia.com](http://www.bseindia.com) and also disseminated on the website of Purva at <https://evoting.purvashare.com/>.

15. The 32<sup>nd</sup> AGM shall be convened through VC in compliance with applicable provisions of the Act read with MCA Circulars and therefore, the route map and attendance slip are not annexed to the Notice.

16. The recorded transcript of this meeting, shall be uploaded on the website of the Company at [www.kreon.in](http://www.kreon.in).

17. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail this facility may send their nomination in the prescribed form duly filled in to RTA. Members interested in obtaining a copy of the Nomination Form may write to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in).

18. All grievances connected with the facility for e-Voting or attending the 32<sup>nd</sup> AGM may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132, 022-49700138 or 022-35220056.

## INSTRUCTIONS AND OTHER INFORMATION RELATING TO E-VOTING

1. The e-voting period commences from Sunday, August 23, 2026, at 9:00 AM IST and ends on Tuesday, August 25, 2026, at 5:00 PM IST. During this period, the Members holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The remote e-Voting module shall be disabled thereafter by Purva.

2. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / Beneficial Owner List maintained by the Depositories as on Wednesday, August 19, 2026 (the "cut-off date").

3. Shareholders whose name appears in the Register of Members / Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-Voting or e-Voting during the 32<sup>nd</sup> AGM. A person who is not a Member as on the cut-off date should treat this Notice only for information purpose

4. Any person who becomes a Member after dispatch of Notice and holds shares as on the cut-off date, may obtain the user ID and password by sending a request at [evoting@purvashare.com](mailto:evoting@purvashare.com).

5. The Scrutinizer shall, immediately after the conclusion of voting at the 32<sup>nd</sup> AGM, unblock the votes cast during the AGM and votes cast through remote e-Voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against and provide it, not later than two working days from the conclusion of the 32<sup>nd</sup> AGM, to the Chairman or a person authorized by him in writing, who shall countersign the same.

6. The results, along with the Scrutinizer's Report, shall be declared within two working days and shall be placed on the Company's website at [www.kreon.in](http://www.kreon.in) and communicated to the Bombay Stock Exchange Limited where the shares of the Company are listed.



## INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM AND JOINING THE MEETING THROUGH VC

1. Members who already voted through remote e-Voting prior to the meeting date would not be entitled to vote again during the 32<sup>nd</sup> AGM.
2. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts to access e-Voting facility.

3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, and Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-Voting facility to its Shareholders, in respect of all resolutions. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (the "Purva") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by Purva.

## LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE (CDSL/NSDL) AND PHYSICAL MODE

| Type of shareholders                                               | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Provider</li> </ol> |

| Type of shareholders                                                                                   | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|--------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL                                     | <ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 &amp; voting during the meeting.</li> <li>4. Shareholders can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div> <ol style="list-style-type: none"> <li>5. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | <p>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 &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |

**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 <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30               |

## LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS

- The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- Click on "Shareholder/Member" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

## LOGIN METHOD FOR FIRST TIME USERS

|                                              | 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) <ul style="list-style-type: none"> <li>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.</li> </ul>                 |
| 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. <ul style="list-style-type: none"> <li>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).</li> </ul> |

## GENERAL INSTRUCTIONS

- As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred/transmitted and transposed only in dematerialized form. In view of this and to eliminate all risks associated with the physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form by contacting their Depository Participants ('DP').
- Members are requested to register/update their email ID and addresses in respect of shares held in dematerialized form with their respective DP and in respect of shares held in physical form with the Company's RTA. Members holding

shares in physical form, are requested to dematerialize their shares to avail the benefits of electronic trading/holding and to facilitate share transfer.

- Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel, Mumbai, Maharashtra – 400 011 is the Company's Registrar and Share Transfer Agent ('RTA') for physical transfer of shares and all correspondence may be addressed directly to them. In respect of shares held in dematerialized form, the Members may send requests or correspond through their respective DPs.

- Members who have multiple folios in identical names in the same order are requested to send all the Share Certificates either to the Company addressed to the Registered Office or to the Company's RTA for consolidation of such folios into one to facilitate better services.

- Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 for the above-mentioned requests and surrender their original securities certificate(s) for processing of service requests to the RTA. The RTA shall thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a

request to the DP for dematerialising the said securities. Form ISR-4 is available on the website of RTA.

- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Company's RTA at [support@purvashare.com](mailto:support@purvashare.com) in case the shares are held in physical form, quoting their folio number.

- SEBI vide its Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the [ODR Portal](#).

By and on behalf of the Board of Directors  
For **KREON FINANCIAL SERVICES LIMITED**  
Sd/-

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

Place: Chennai  
Date: 28.07.2026



## ANNEXURES TO THE NOTICE

### ADDITIONAL INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED

(As per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings)

|                                                                                               |                                                                                                                                                                                                                                                               |
|-----------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Item No.                                                                                      | 2                                                                                                                                                                                                                                                             |
| Name of the Director                                                                          | Mrs. Henna Jain                                                                                                                                                                                                                                               |
| Date of Birth                                                                                 | 23.11.1994                                                                                                                                                                                                                                                    |
| Age                                                                                           | 31                                                                                                                                                                                                                                                            |
| DIN                                                                                           | 08383395                                                                                                                                                                                                                                                      |
| Nature of Appointment                                                                         | Director is liable to retire by rotation and being eligible, offers herself for re-appointment.                                                                                                                                                               |
| Date of First Appointment                                                                     | 22.03.2019                                                                                                                                                                                                                                                    |
| Qualification                                                                                 | MBA from Columbia Business School, USA; MA in International Relations and Economics from the University of St. Andrews, Scotland, UK.                                                                                                                         |
| No. of. Shares held                                                                           | 30,00,000 shares having face value of ₹10/- each                                                                                                                                                                                                              |
| Nature of expertise/experience                                                                | Specialization in operations, marketing and overall management of the Company                                                                                                                                                                                 |
| Terms and conditions of re-appointment and remuneration                                       | There is no change in the terms and conditions of her appointment as Joint Managing Director w.e.f September 01, 2024, except for the revision in her remuneration, the details of which are set out in Item No. 4 forming part of the Explanatory Statement. |
| Relationship with any other Director or KMP                                                   | Immediate relative (sister) of Mr. Jaijash Tatia (Chairman and Managing Director)                                                                                                                                                                             |
| Number of Board Meetings attended during FY 2025-26                                           | 4 (100% attendance)                                                                                                                                                                                                                                           |
| Directorship in other companies & LLPs                                                        | NIL                                                                                                                                                                                                                                                           |
| Chairman/ Member of the Committees of Company                                                 | Member of Stakeholders Relationship Committee                                                                                                                                                                                                                 |
| Chairman/Member of the Committee of other Public Limited Companies in which she is a director | NIL                                                                                                                                                                                                                                                           |
| Last approved remuneration drawn                                                              | ₹60,00,000/-                                                                                                                                                                                                                                                  |
| Names of the listed entities from which the Director has resigned in the past three years     | NIL                                                                                                                                                                                                                                                           |
| Brief resume                                                                                  | She is the Co-founder of StuCred, a mobile application that offers instant short-term loans to college students. The platform currently serves approximately 10,00,000 users and has a presence across nearly 40,000 colleges.                                |

## EXPLANATORY STATEMENT

(pursuant to Section 102 of the Companies Act, 2013)

(Rs.in Lakhs)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

### ITEM NO. 03 – REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mr. Jaijash Tatia as the Chairman and Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of his appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the Nomination and Remuneration Committee ("NRC") periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mr. Jaijash Tatia. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mr. Jaijash Tatia, subject to the approval of the Members.

Accordingly, it is proposed to revise the annual remuneration payable to Mr. Jaijash Tatia with effect from April 01, 2026, as set out below:

| Particulars         | Existing Remuneration | Revised Remuneration |
|---------------------|-----------------------|----------------------|
| Annual Remuneration | ₹6,000,000            | ₹7,500,000           |

The proposed revision in the remuneration of Mr. Jaijash Tatia forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mr. Jaijash Tatia.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mr. Jaijash Tatia, having regard to his experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Jaijash Tatia as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mr. Jaijash Tatia being the Chairman and Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to him. Mrs. Henna Jain, Joint Managing Director, being an immediate relative (sister) of Mr. Jaijash Tatia, is also deemed to be concerned or interested in the resolution.





Save and except Mr. Jaijash Tatia and Mrs. Henna Jain, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 03 of the Notice for approval of the Members.

#### ITEM NO. 04 – REMUNERATION OF JOINT MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mrs. Henna Jain as the Joint Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of her appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the NRC periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mrs. Henna Jain. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mrs. Henna Jain, subject to the approval of the Members of the Company.

Accordingly, it is proposed to revise the annual remuneration payable to Mrs. Henna Jain with effect

from April 01, 2026, as set out below:

(Rs.in Lakhs)

| Particulars         | Existing Remuneration | Revised Remuneration |
|---------------------|-----------------------|----------------------|
| Annual Remuneration | ₹6,000,000            | ₹7,500,000           |

The proposed revision in the remuneration of Mrs. Henna Jain forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mrs. Henna Jain.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mrs. Henna Jain, having regard to her experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mrs. Henna Jain as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mrs. Henna Jain, Joint Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to her. Mr. Jaijash Tatia, Chairman and Managing Director, being an immediate relative (brother) of Mrs. Henna Jain, is also deemed to be concerned or interested in the resolution.

Save and except Mrs. Henna Jain and Mr. Jaijash Tatia, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 04 of the Notice for approval of the Members.

#### Items No. 05 to 08 – MATERIAL RELATED PARTY TRANSACTIONS

The following statement sets out all the material facts relating to Resolutions No. 05 to 08 to be passed as mentioned in the accompanying Notice:

As per Regulation 2(1)(zc) of the SEBI Listing Regulations, a related party transaction ("RPT") includes a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

As per the SEBI Listing Regulations read with Schedule XII thereto, considering that the total turnover of the Company for FY2025-26 being ₹43.35 crores, an RPT is considered 'material' if the RPTs to be entered into individually or taken together with previous transactions during FY 2026-27 exceeds ₹43.35 lakhs, i.e., 10% of the annual turnover of the Company.

Further, in terms of Regulation 23(4) of the SEBI Listing Regulations, all material RPTs and subsequent material modifications shall require prior approval of the Members of the listed entity by way of an Ordinary Resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis, and no related party shall vote to approve such resolution, irrespective of whether the entity is a party to the particular

transaction or not.

Members may note in the ordinary course of business, various transactions are undertaken between the Company and such related parties in order to ensure operational efficiency, optimal resource utilization, timely execution of commitments, value creation, and smooth conduct of business activities. In view of the scale, nature and interdependent functioning of the Company, it is essential to continue entering into transactions which are necessary for efficient business conduct and for strengthening the Company's growth trajectory.

In view of the above, the RPTs of the Company, though in the ordinary course of the business and at an arm's length, are expected to exceed the aforesaid threshold of ₹43.35 lakhs and hence are being placed for the approval of the Members of the Company as Ordinary Resolutions at Items No. 05 to 08.

The Company has not entered into any of the proposed transactions as of the date hereof. The execution of such transactions shall be undertaken only upon obtaining the requisite approval of the Members, in accordance with the applicable laws and regulatory requirements.

The Audit Committee reviewed the relevant details of the proposed material RPTs as required under the SEBI Listing Regulations, including the material terms and the ordinary course of business and granted approval for the RPTs to be entered into by the Company as mentioned in Items No. 05-08 of the Notice. The Board of Directors, at its meeting held on May 29, 2026, considered the recommendation of the Audit Committee and reviewed all the relevant details of the proposed RPTs and recommended the same to the Members for their approval.

In view of the above, the necessary details are mentioned for each of the RPTs in the Explanatory Statement for Items No. 05 to 08.



#### ITEM NO. 05 – MATERIAL RPTs WITH TGV L

##### Background, Details and Justification of the transaction(s)

Tatia Global Vennture Limited ("TGV L") is a member of promoter group and a related party of the Company. TGV L is primarily engaged in the textile segment and infrastructure-related projects and ventures, with its business strategy focused on both organic and inorganic growth opportunities.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with TGV L comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable

regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGV L are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGV L as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                        |
|-------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Tatia Global Vennture Limited ("TGV L")                                                                                           |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and related party of the Company.                                                                        |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to TGV L aggregating up to ₹10 crores; and<br>(ii) Borrowing of funds from TGV L aggregating up to ₹50 crores. |
| <b>Tenure of the transaction</b>                                                          | Three (3) years commencing from the date of 32nd AGM                                                                              |

| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value of the proposed transaction</b>                                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                                                                                                                                                                                                                                                                                                       |
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with TGV L as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                         |

#### ITEM NO. 06 – MATERIAL RPTs WITH AOL

##### Background, Details and Justification of the transaction(s)

Ashram Online.Com Limited ("AOL") is a member of promoter group and a related party of the Company. AOL is primarily engaged in providing a broad range of spiritual and religious service offerings, including Homam, Puja, Pariharam and Samskaram ceremonies, designed to cater to various aspects of individual well-being such as wealth, health, career, education, relationships, marriage and financial stability.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with AOL comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the





Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGVV as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                 |
|-------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Ashram Online.com Limited (AOL)                                                                                            |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and a related party of the Company.                                                               |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to AOL aggregating up to ₹10 crores; and (ii) Borrowing of funds from AOL aggregating up to ₹50 crores. |

| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Tenure of the transaction</b>                                                                          | Three (3) years commencing from the date of 32nd AGM                                                                                                                                                                                                                                                                                                                                                 |
| <b>Value of the proposed transaction</b>                                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                                                                                                                                                                                                                                                                                                       |
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                           |

## ITEM NO. 07 – MATERIAL RPTs WITH OPPL Background, Details and Justification of the transaction(s)

Opti Products Private Limited ("OPPL") is a member of promoter group and a related party of the Company. OPPL is primarily engaged in the business of food stuffs and grain grinding.

The Company proposes to enter into certain financing arrangements with OPPL during a period of three (3) years commencing from the date of 32nd AGM, comprising (i) grant of loans to OPPL aggregating up to ₹10 crores; and (ii) borrowing of funds from OPPL aggregating up to ₹50 crores, and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of OPPL in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the

ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an **Ordinary Resolution**.

The Company has not entered into any of the proposed transactions with OPPL as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                   |
|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Opti Products Private Limited (OPPL)                                                                                         |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and a related party of the Company.                                                                 |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to OPPL aggregating up to ₹10 crores; and (ii) Borrowing of funds from OPPL aggregating up to ₹50 crores. |
| <b>Tenure of the transaction</b>                                                          | Three (3) years commencing from the date of 32nd AGM                                                                         |
| <b>Value of the proposed transaction</b>                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                               |



| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                           |

#### ITEM NO. 08 – MATERIAL RPTs WITH MR. JAIJASH TATIA

Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director and a related party of the Company. He holds 39,74,300 equity shares, constituting 19.65% of the paid-up equity share capital of the Company.

Kreon Financial Services Limited, being an NBFC primarily engaged in financing activities, the Company requires adequate and timely availability of funds to support its lending operations, maintain liquidity, optimize its capital structure, meet regulatory requirements, and ensure uninterrupted business operations. The availability of diversified funding sources is critical for sustaining the Company's lending portfolio and supporting future business growth.

In order to meet its funding requirements, the Company proposes to borrow, from time to time, an aggregate amount not exceeding ₹10 crores (Rupees Ten Crores only) from Mr. Jaijash Tatia over a period of three (3) years with effect from date of 32nd AGM.

The proposed borrowing shall primarily be utilized for the Company's lending business, including disbursement of loans to eligible borrowers, meeting working capital requirements, maintaining adequate liquidity, repayment or refinancing of existing borrowings, meeting regulatory and operational funding requirements, and other general corporate purposes in the ordinary course of business.

The proposed borrowing shall be unsecured and shall be undertaken on an arm's length basis. The commercial terms, including the amount to be drawn, tenure of each drawdown, interest rate, repayment schedule and other terms and conditions, shall be determined having regard to prevailing market conditions and shall be comparable with similar borrowings available to the Company from unrelated parties. The Company shall ensure that the borrowing is undertaken in compliance with all applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, directions issued by the RBI applicable to NBFCs and other applicable laws.

The Audit Committee has reviewed the proposal and, after considering the necessity of the transaction, the business rationale, ordinary course of business, expected benefits to the Company, impact on the financial position of the Company and all other information prescribed under Clause 4 of the Industry Standards, recommended the transaction to the Board for its approval.

The Board of Directors has also reviewed the proposed transaction and is of the opinion that the proposed borrowing is in the best interests of the Company and Members as it would ensure availability of funds for the Company's financing activities and business expansion while maintaining financial flexibility.

Although the proposed borrowing is in the ordinary course of business and on an arm's length basis, the aggregate value of the proposed transaction is expected to exceed the materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations.

The Company has not entered into the proposed borrowing arrangement as on the date of this Notice and shall enter into the transaction only after obtaining the approval of the Members.

Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                                                             |
|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Mr. Jaijash Tatia                                                                                                                                                      |
| <b>Nature of relationship with the Company</b>                                            | Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director, holding 39,74,300 equity shares, constituting 19.65% of the Company's paid-up equity share capital. |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | Borrowing from Mr. Jaijash Tatia by way of unsecured loan(s) up to an aggregate amount of ₹10 crores.                                                                  |
| <b>Tenure of the transaction</b>                                                          | Three (3) years from the date of 32nd AGM.                                                                                                                             |
| <b>Value of the proposed transaction</b>                                                  | ₹10 crores                                                                                                                                                             |





Notes:

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

**Place:** Chennai  
**Date:** 28.07.2026



Notes:

[illegible]

Notes:

[illegible]



# Building Today Inspiring Tomorrow

As we close another chapter of growth and achievement, we remain committed to creating enduring value for our stakeholders and a better tomorrow for all



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Thiruvannamiyur, Chennai, Tamil Nadu, 600041



# Creating Enduring Value



Annual Report

**20  
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Kreon Financial Services Limited



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The theme of Kreon Financial Services Limited's Annual Report for FY26 is 'Creating Enduring Value'. It captures Kreon's evolution into one of India's most ambitious fintech platforms — a company that treats its RBI-licensed NBFC framework as the foundation for scale, not as its identity.

'**Creating**' represents our relentless pursuit of innovation. For Kreon, being a fintech company first, means value is engineered, not incidental — built through proprietary technology, intelligent underwriting and product design that is designed to scale to serve millions.

'**Enduring**' reflects our ambition to build an institution that outlasts any single product cycle. Our regulatory license gives us the stability and trust of a licensed lender; our DNA is that of a technology company — built to compound value over decades, not quarters.

'**Value**' is the sum of what our technology, our people and our licensed framework create together — for the millions of young Indians we serve, the investors backing our growth story, and the regulators overseeing a fintech built to last.

Welcome to Kreon Financial Services Limited's ('KFSL' or 'the Company') Annual Report for FY26.



KFSL is a fintech company that has built its scale on proprietary technology, data-led decisioning and a digital-first distribution model — and is licensed and regulated by the Reserve Bank of India as a Non-Deposit-Taking Non-Banking Financial Company ('NBFC-ICC'). Our license is the foundation that lets us lend responsibly at scale; our technology platform is what defines who we are.

Through its regulated NBFC platform, digital infrastructure and technology-driven operating model, engineered end-to-end as a technology product, from acquisition and underwriting to servicing and collections. KFSL develops and delivers accessible credit solutions for underserved and emerging customer segments.

The Company's flagship digital credit platform, StuCred is the clearest expression of Kreon's identity: a fintech company that happens to hold an NBFC license, not the reverse — the convergence of Kreon's technology infrastructure, distribution engine, risk systems and product design.

KFSL was originally incorporated as 'Tatia Financial Services Limited'. In 2008, the Company was renamed 'Kreon Financial Services Limited', under which it has continued to operate. Listed on the BSE, Kreon combines the credibility of a public company with the agility of a fast-scaling fintech — positioning the Company to emerge as a leading fintech in the years ahead.

## Investor Information

|                        |                                              |
|------------------------|----------------------------------------------|
| AGM Date               | August 26, 2026                              |
| AGM Mode               | Video Conference                             |
| VC Platform and Voting | Purva Share registry (India) Private Limited |



[www.kreon.in](http://www.kreon.in)

## Forward-looking Statement

The Report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could differ from those projected in any forward-looking statements.

The Company assumes no responsibility to publicly amend, modify, or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

## Your Feedback Matters

At Kreon Financial Services Limited, we value your feedback and are committed to transparency, continuous improvement, and meaningful stakeholder engagement. We invite you to share your views on our Annual Report FY 2025-26 by completing the feedback form using the link below. You may also send your comments directly to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in)

## Stakeholder Feedback Form

Your insights are invaluable in helping us improve our future disclosures and strengthen our engagement with all stakeholders.





# About KFSL



At Kreon Financial Services Limited, we are building India's one of the most ambitious fintech platforms — a technology company that uses its regulated NBFC license to operate, not as its identity. We combine proprietary technology, data-led decisioning and digital-first distribution to deliver financial solutions at the speed India expects.



Over the years, we have built a scalable digital credit ecosystem engineered for underserved and emerging segments, particularly students and young adults. Through StuCred, we enable access to short-tenure credit — powered by technology, not paperwork.



Our ambition extends far beyond originating loans. We are building a technology company with the discipline and trust of a regulated institution — one capable of standing among India's leading fintech enterprises.



Every initiative we undertake advances our purpose: using technology to help customers learn, earn, grow and pursue their aspirations, while building the platform, scale and institutional strength required for Kreon to create sustainable, enduring value for all our stakeholders.

## OUR VISION

Empowering every individual through accessible, intelligent and inclusive financial solutions



## OUR MISSION

Engineering intelligent, technology-first financial solutions that enable lifelong growth



## OUR VALUES

Innovation. Scale. Trust. Inclusion. Growth.







# A Glimpse into

## Kreon Financial Services Limited

### OUR LEGACY

Incorporated on 23 November 1994, Kreon began as a traditional financial services company — but has spent the last decade re-engineering itself into a fintech company that happens to hold a regulated NBFC license, not a lender that adopted technology.

### DIGITAL MILESTONE

The clearest proof of this shift was the launch of StuCred — not a lending product with a digital layer, but a technology platform that happens to lend, built on Kreon's proprietary infrastructure, distribution engine and underwriting systems.

### LEADERSHIP & MANAGEMENT

Kreon is led by a Board and leadership team built for scale — professionals who combine fintech-first thinking with the discipline required of a regulated institution, positioning Kreon to stand among India's top companies.

### OUR PRESENCE

Headquartered in Chennai with a growing operations base in Indore, Kreon is a fintech company licensed and regulated as an NBFC by the RBI, and listed on BSE Limited — scaling its presence across India the way a technology company scales.

|                       |                                          |
|-----------------------|------------------------------------------|
| BSE Ticker            | KREONFIN                                 |
| CIN                   | L65921TN1994PLC029317                    |
| ISIN                  | INE302C01018                             |
| Market Capitalisation | ₹49.79 crore (as on 31 March 2026)       |
| Listed On             | BSE Limited                              |
| Industry              | Financial Technology and Digital Lending |
| NBFC Classification   | NBFC-Investment and Credit Company       |

### WHAT SETS US APART

- ◆ A fintech-first company, licensed for scale
- ◆ Proprietary, data-driven technology platform
- ◆ Ambitious, technology-native leadership
- ◆ Institutional-grade governance and risk discipline
- ◆ A regulatory foundation built for responsible scale





# 32 Years of Evolving Excellence

Building on a foundation established over three decades, Kreon Financial Services Limited continues its evolution into a technology-led fintech institution with the regulated capabilities of an NBFC.

Kreon has paired three decades of institutional trust with the speed of a technology company. That momentum accelerated further this year with the launch of StuCred App 3.0 — a release that materially improved the platform's experience, functionality and digital credit journey.

Kreon's sustained investment in technology, data science, customer experience and product design has built a platform capable of serving an evolving market at speed — positioning Kreon to compete with the country's fastest-growing financial technology companies.

As it enters its next chapter, Kreon's ambition is unambiguous: to build a fintech company that ranks among India's top 100 companies within the next few years — creating enduring value for customers, employees, shareholders and society at large.



## Performance Snapshot

Our performance this year reflects the strength of our digital-first approach and the trust placed in us by our growing customer base. Anchored in disciplined execution and sustainable growth, these numbers reflect not just where we stand today, but the momentum we carry into the future.

# 1000+Cr

as on 31<sup>st</sup> March 2026  
(Credit extended since inception)

**660.05** Crores  
Fresh Disbursements  
in last 5 years

**39,897**  
Colleges covered

**2,23,427**  
New Users added

**43.35** Crores  
Total Revenue

**7.26** Crores  
PAT

**36.08** Crores  
Networth

**142**  
Total employees

**95.38 %**  
Collection Efficiency

**12.21%**  
Market Captilisation  
comparing to last year

**10.21** lakh user  
Registered User Base  
(FY 25-26)

**49.17** Crores  
AUM





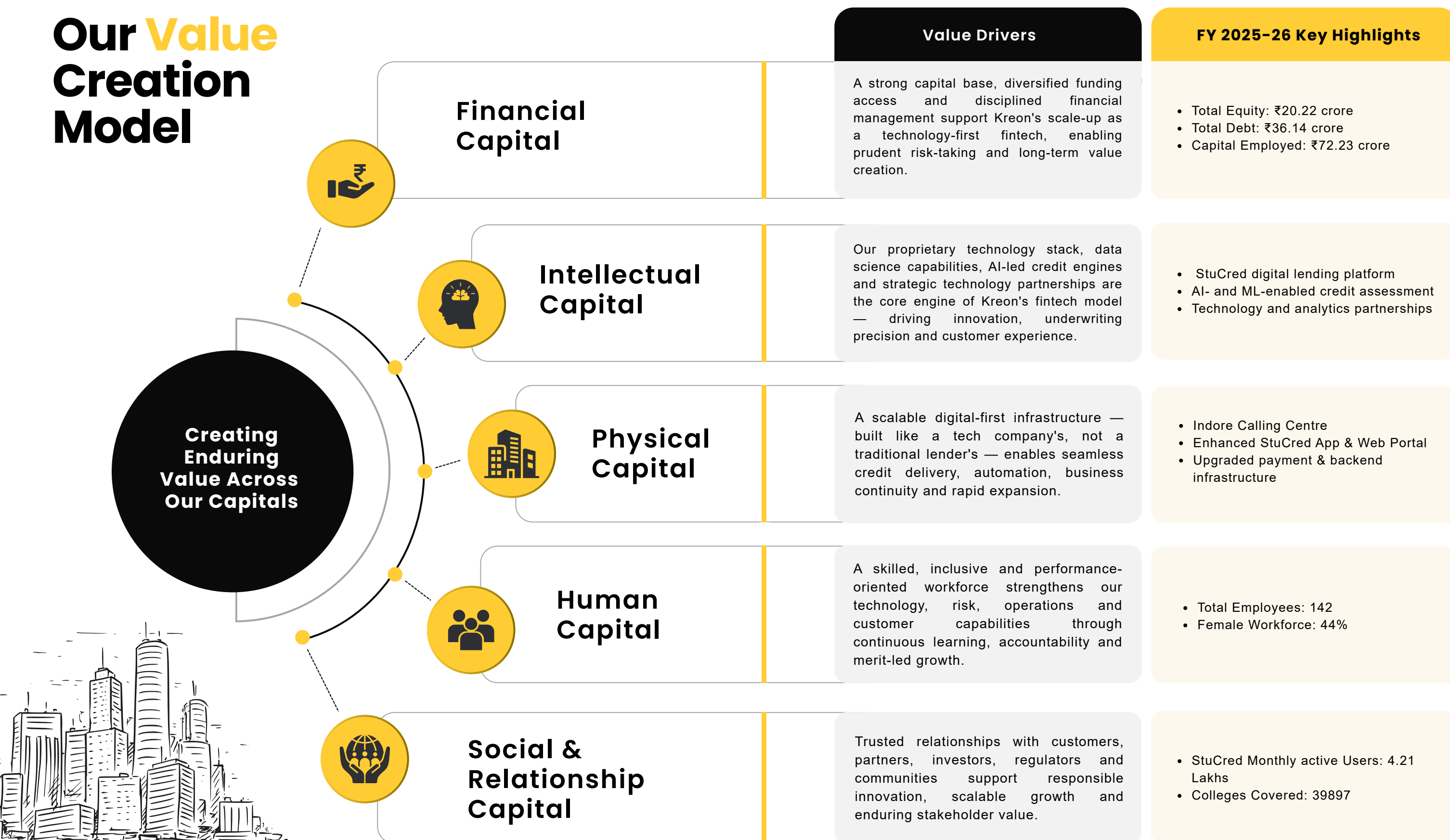
# Key Milestones & Momentum







# Our Value Creation Model







# Chairman's Message

## Dear Shareholders,

The true measure of a fintech company is not the year it delivers, but the platform it builds for the decade ahead.

At Kreon, we are building a technology company first — one that happens to hold a regulated NBFC license, rather than a lender that has bolted on technology. FY 2025–26 marked a defining step in that journey: a year of stronger financial performance, disciplined execution and real progress across the business. More importantly, it reinforced our belief that lasting value gets built when technology, governance and customer trust move forward together.

India is one of the world's fastest-growing digital economies, and its financial-services landscape is being rebuilt by technology companies, not traditional lenders. Digital payments, deeper smartphone penetration, advances in data science and a progressive regulatory framework are redrawing how financial products are designed and delivered. Yet millions of young Indians remain outside the formal credit ecosystem — despite the aspiration, potential and ability to participate meaningfully in the economy.

For Kreon, this is not just a market opportunity. It is the opportunity that defines our next decade.

Our approach is to solve this gap the way a technology company would, not the way a traditional lender would. Through StuCred, we built a fintech platform purpose-engineered for students — a segment conventional lenders can't serve profitably because their models were never built for alternate data, automated decisioning or digital-first distribution. Kreon's technology stack is.



FY 2025–26 was among the strongest years in the Company's history. Total Income increased by 63% to ₹43.35 crore, while Revenue from Operations grew by nearly 63% to ₹43.18 crore. The Company reported a Profit After Tax of ₹7.26 crore, compared with a loss in the previous financial year. EBITDA turned positive at ₹10.65 crore — proof of the operating leverage a true technology platform generates at scale.

This is not one-time growth. It reflects sustained improvement across lending, collections, operating efficiency and funding — the kind of compounding performance we expect from a company built to become one of India's top 100 in the years ahead.

Our platform scaled meaningfully too. Through StuCred, we disbursed ₹357.61 crore across approximately 18.9 lakh loans, up more than 54% year-on-year. Assets Under Management grew 65.5% to ₹49.17 crore, while cumulative disbursements since the launch of StuCred crossed ₹1,000+ crore.

These numbers demonstrate scale — but the platform's real strength shows up in reach and loyalty. Our registered user base crossed 10 lakh, our reach extended to nearly 40,000 colleges, and we recorded a 91% customer retention rate — the clearest signal that Kreon is building a platform, not just processing loans.

Technology remains the core of everything we do. We have invested in proprietary underwriting, behavioural analytics, digital distribution and automated decisioning — the building blocks of a fintech company, not a lender's back office. This year, we strengthened our credit models further, expanded data-led underwriting and introduced AI-enabled collections, sharpening both efficiency and customer outcomes.

Our objective was never to digitise lending. It is to build an intelligent, continuously improving technology platform capable of serving India at massive scale — with the discipline of a regulated institution and the speed of a fintech.

As a technology company operating in a regulated space, we take security and governance as seriously as any bank. Our ISO 9001:2015 and ISO/IEC 27001:2022 certifications reflect our commitment to protecting customer data and strengthening the resilience of our digital infrastructure — because trust, for a fintech, is the product.

Governance remains foundational to our ambition. As a listed company operating under an RBI-regulated NBFC license, we understand that our license is a privilege that enables scale, not a constraint on it. Every decision is guided by ethical practice, prudent risk management and sound governance — because a company aiming to be among India's top 100 cannot cut corners on trust.

Looking ahead, our opportunity is significant. We will continue to lead in student credit while selectively expanding into adjacent segments where our technology and data advantage travel well. MDPD, our proposed Earned Wage Access platform, is one such initiative — extending our fintech capabilities to India's salaried workforce.

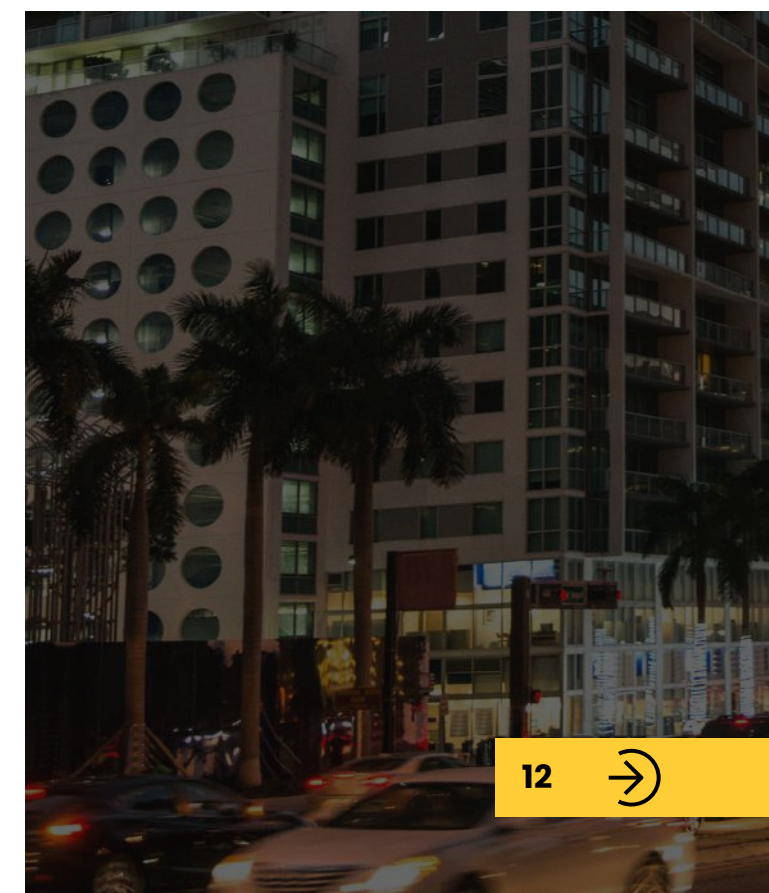
As we pursue this, our approach stays disciplined: innovation balanced with prudent risk management, growth backed by operational strength. Scale must never come at the cost of trust. This balance will define Kreon's next phase — and our path to becoming one of India's most consequential fintech companies.

None of this would be possible without our people, whose energy and ownership drive Kreon forward. I thank our Board for their guidance, our regulators for a progressive operating environment, our lenders and partners for their confidence, our customers for their trust, and above all, our shareholders for backing this vision.

We enter the next phase with confidence, humility and clarity: FY 2025–26 was an important milestone, but only one chapter in a larger story. Our ambition is to build Kreon into one of India's leading fintech companies — defined by technology, responsible growth, and the ambition to rank among the country's top 100 companies in the years to come.

We remain committed to strengthening our platform, scaling responsibly and building a company that delivers sustainable value for every stakeholder.

Warm Regards,  
**Jaijash Tatia**  
Chairman & Managing Director  
**Kreon Financial Services Limited**







# Joint Managing Director's Message

At Kreon, we believe that enduring success is created by building ahead of the opportunity—not merely responding to it. Our ambition is to develop Kreon into a technology-led fintech institution that combines innovation, responsible credit and institutional discipline to create lasting value for every stakeholder.

FY 2025–26 was a year in which this ambition translated into meaningful execution. We strengthened our digital capabilities, improved customer journeys, enhanced operating efficiency and continued to build the systems required to support sustainable scale. In a financial landscape being reshaped by technology, data and evolving customer expectations, our ability to adapt with speed and discipline remains one of our greatest strengths.

Our focus is not simply on growing a lending business. We are building a financial technology platform capable of understanding customers better, making decisions more intelligently and delivering relevant financial solutions with greater speed, transparency and consistency.

At the centre of this journey are our customers. Their trust drives us to continuously improve every aspect of their experience—from product discovery and onboarding to credit assessment, disbursement, repayment and support. We remain committed to creating solutions that are simple,

accessible and responsible, while ensuring that every interaction reflects the standards expected from a trusted digital financial institution.

Technology is fundamental to achieving this objective. During the year, we continued to invest in our digital platforms, data capabilities, automation and operational infrastructure. These investments are enabling faster decision-making, more personalised customer experiences and greater efficiency across the lending lifecycle. They are also strengthening our ability to scale without compromising the quality of service or the discipline of our risk framework.

The next phase of Kreon's growth will be shaped by how effectively we convert data, technology and customer insight into better financial outcomes. This requires us to remain curious, agile and prepared to challenge conventional models. It also requires a sharp focus on execution. Innovation creates opportunity, but disciplined execution converts that opportunity into enduring enterprise value.

Our regulated NBFC framework provides the institutional foundation on which these capabilities are being built. Strong governance, ethical conduct, prudent risk management and regulatory compliance remain non-negotiable. We believe that technology-led growth can only be sustainable when it is supported by accountability, transparency and responsible decision-making.

As a listed company, we recognise the responsibility that accompanies the trust placed in us by shareholders, regulators, lenders, customers and business partners. Our governance and risk-management systems enable us to pursue growth opportunities while maintaining the stability, integrity and resilience of the institution we are building.

None of this progress would have been possible without our people. Their professionalism, adaptability and willingness to take ownership continue to drive Kreon forward. Across technology, product, risk, operations, collections, customer service and corporate functions, our teams have worked with a shared sense of purpose and an unwavering commitment to improvement.

I extend my sincere appreciation to every member of the Kreon family. Their ability to collaborate, solve difficult problems and consistently raise standards is central to our competitive strength. As we grow, we will continue to invest in our people, develop future leaders and foster a culture where performance, innovation and integrity reinforce one another.

I would also like to thank our Board of Directors for their guidance, strategic perspective and continued support. Their stewardship has helped the Company navigate a rapidly evolving environment while remaining focused on long-term value creation and institutional strength.

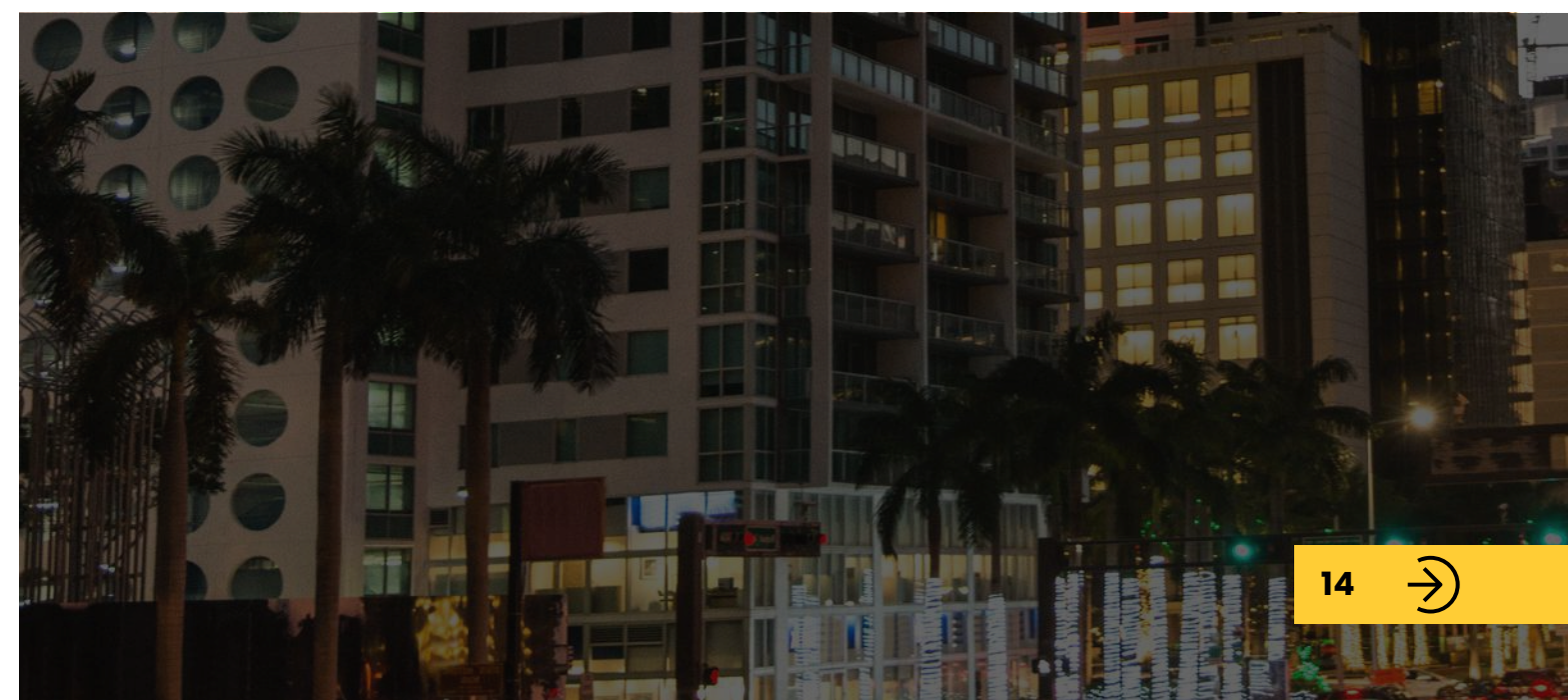
Looking ahead, our direction is clear. We will strengthen StuCred, expand our technology and underwriting capabilities, explore adjacent opportunities with discipline and build an operating platform capable of supporting the next stage of growth.

Our aspiration is to build Kreon into one of India's leading fintech institutions—an enterprise recognised for innovation, customer impact, governance and sustainable value creation. Achieving this will require ambition without complacency, speed without compromise and growth without losing sight of responsibility.

We enter the next chapter with confidence in our strategy, conviction in our people and clarity about the institution we intend to build. The opportunity before us is substantial. So is our determination to realise it.

Thank you for your continued trust and support.

Warm Regards,  
Henna Jain  
Joint Managing Director  
Kreon Financial Services Limited







# Corporate Overview





# Leadership Perspectives

“

**Evangeline Jebamalar**

Head - KYC & Support



The financial year 2025–26 was marked by significant progress across Customer Care, KYC & Reverification, and College Desk operations.

Through a strong focus on customer satisfaction, process excellence, data accuracy and digital transformation, our teams delivered measurable improvements that strengthened operational efficiency and enhanced stakeholder experience. These achievements reflect our commitment to innovation, quality, and continuous improvement while laying a strong foundation for future growth.

”



**William S Ramaiah**

Head - Collections

At Kreon Finnancial Services Ltd., we are committed to delivering excellence in collections through a combination of technology, data-driven decision-making, and a highly skilled workforce.

As the industry evolves, we are actively embracing AI, automation, and advanced analytics to enhance customer engagement, improve operational efficiency, and drive better collection outcomes. While technology remains a key enabler, our people continue to be our greatest asset. Through strong leadership, continuous learning, and a culture of professionalism, we empower our teams to deliver exceptional results. Our vision is to build a future-ready collections organization that combines innovation, compliance, and customer-centricity to create sustainable value for all stakeholders.

”

“

**Rashmi Balakrishnan**

Head - Marketing & Brand Strategy



Since joining StuCred in 2022, I have witnessed firsthand a team driven by a singular, unwavering mission building a financially inclusive India by empowering its youth.

Over the years, conversations with countless college students have reinforced just how meaningful this work is; access to small funds during moments of crisis has not only eased the pressures of college life but restored a sense of dignity that every student deserves. Our growth speaks to the impact we are creating year on year, we have more than doubled our customer base, a testament to the trust students place in us. I am proud to be part of a team that shows up every day with purpose and conviction. As we look ahead, our marketing team remains committed to expanding our reach forging new digital and offline channels to ensure more students discover StuCred and engage with our services responsibly.

”



**Prathapa Reddy**

Head - Product & Technology

This year has been a journey of continuous learning, technical growth, and leadership. I had the opportunity to contribute to key technology initiatives, drive automation, strengthen system integrations, and build scalable, reliable solutions that support our business objectives.

I am proud of my team's commitment and engineering excellence. Together, we successfully delivered critical projects, optimized operational workflows, improved platform reliability, and accelerated process automation, enabling greater efficiency and a better customer experience. Looking ahead, we will continue to focus on innovation, scalability, and operational excellence, leveraging technology to solve complex business challenges and drive the next phase of the company's growth. I sincerely thank my team for their ownership, collaboration, and dedication in making this possible.

”



# Creating Enduring Value through Prudent Strategies

India's higher-education ecosystem is expanding fast — and so is the appetite for a fintech company built to serve it. Conventional credit models, built around collateral, income documentation and established credit histories, were never designed for young borrowers at the very start of their financial journeys.

Kreon was built to address this structural gap. Through technology, data and responsible credit, we are creating a digital financial platform capable of serving students reliably across geographies and economic cycles. Our ambition extends beyond increasing disbursements; it is to build a scalable fintech institution with the underwriting discipline, governance standards and operating resilience required to create enduring value.

During the year, StuCred extended credit to students across every state in India, disbursing 12,17,853 loans aggregating ₹357.61 crore, including extensions. The platform worked through 4,466 partner colleges within a broader network covering nearly 39,897 institutions. Four strategic priorities anchored our progress during the year.

## Technology & Platform Resilience

As a technology company first, we continued modernising the StuCred ecosystem — upgrading the web portal, application and backend architecture to improve scalability, reliability and operating efficiency at fintech speed. Integrations with banking and payment partners strengthened transaction success rates and delivered a faster, more seamless repayment experience. These investments aren't built just for today's volumes — they're built the way a technology company builds infrastructure: to support future products, larger customer cohorts and increasingly sophisticated data and decisioning needs.

## Credit & Portfolio Quality

Sustainable scale starts with underwriting built like a data company's. During the year, we expanded our data-led credit assessment framework, initiated integration with a leading credit bureau and engaged a specialist analytics partner to evaluate alternative-data models and predictive techniques.

We also sharpened our proprietary read on customer behaviour. Repayment patterns, platform engagement and historical usage are increasingly layered alongside bureau data to power smarter lending decisions. More than 2 lakh users returned to the platform for a subsequent loan during the year — proof of both product relevance and underwriting discipline. This growth stands on a strong capital position, with a Capital Adequacy Ratio of 49.45% at year-end — well above the regulatory requirement and a solid base for the scale we're building towards.

## Collections & Customer Engagement

Collections is not a back-office recovery function for Kreon — it's a data and engagement problem we solve with technology. During the year, we deployed an AI-enabled conversation-intelligence platform across collections, sharpening quality monitoring, agent-performance evaluation and campaign optimisation. The platform added 10.21 lakh users during the year, with 3.94 lakh active on StuCred. AI-led insights drove more consistent customer follow-ups and sharper visibility into agent-level performance and collection activity. Customer experience stayed central to how we operate. StuCred rated 4.1 on the App Store and 4.4 on the Play Store — a fintech-grade experience, not just a lending app's. We'll keep improving the end-to-end journey through better product design, communication and service execution.

## Governance & Institutional Strength

As Kreon scales, governance and institutional resilience remain non-negotiable. During the year, we strengthened our information-security framework through periodic reviews, infrastructure audits, vendor-risk assessments and data-privacy initiatives—ensuring that growth is supported by secure, compliant and dependable systems. We also maintained a sharp focus on asset quality, liquidity and financial discipline. Revenue increased to ₹43.35 crore, Profit After Tax reached ₹7.26 crore, Assets Under Management stood at ₹49.17 crore and net worth increased to ₹36.08 crore, delivering a Return on Assets of 20.12%.

India's student-credit market remains significantly underserved — substantial headroom for StuCred and for Kreon's wider fintech ambitions. Backed by experienced leadership, a disciplined risk framework and an increasingly sophisticated technology platform, we believe these strategies position Kreon not merely for near-term growth, but for its ambition to become one of India's top 100 companies in the years ahead.





# Creating Enduring Value by Leveraging Technology

Technology isn't just an enabler for Kreon — it is the company. Our NBFC license lets us lend; our technology platform is what lets us compete with India's best fintech companies. During the year, we continued strengthening our customer-facing platforms, modernising our architecture and extending automation across the business — the way any leading technology company scales.

The launch of StuCred App 3.0, alongside our new iOS application, was a major step in our platform's evolution — built the way a technology company ships product, not the way a lender adds a feature. The upgraded experience made customer journeys faster, simpler and more responsive. Enhancements to our mandate-management framework, integration with the Easebuzz payment gateway and stronger digital-verification processes further simplified onboarding, repayment and servicing.

We also expanded artificial intelligence and machine learning across credit assessment and decision-making — the kind of capability that separates a fintech from a lender with an app. These models let us read customer data more effectively, sharpen risk differentiation, speed up approvals and deliver more relevant financial products, while building deeper customer understanding without compromising underwriting discipline.

Beyond the customer interface, we kept strengthening the technology backbone behind our operations. Intelligent backend systems, scalable API architecture, automation-led workflows and sharper monitoring improved efficiency, accelerated delivery and tightened risk controls — while enabling smoother integration with our banking, payment and technology partners.

The migration of key infrastructure to India-based servers, supported by regular data backups and enhanced security controls, further strengthened the resilience, reliability and regulatory readiness of our digital environment.

As Kreon progresses towards becoming a scaled financial technology institution, our technology strategy remains focused on building a secure, intelligent and adaptable platform. By combining customer-centric design, data-led decisioning, scalable architecture and operational automation, we are creating the digital foundation required to support new products, wider customer segments and sustainable long-term growth.







# Creating Enduring Value through a People Centric Culture

## Diversity, Equity & Inclusion

Building a technology company at scale takes more than good code — it takes a culture engineered for high performance. At Kreon, our people philosophy is guided by Trust, Inclusion, Empowerment, Value and Growth. A diverse, equitable and inclusive workplace strengthens innovation, sharpens decision-making and builds the resilience a scaling fintech needs. Our Diversity, Equity and Inclusion approach is embedded across recruitment, development, performance and career-progression practices. We remain committed to equal opportunity, merit-led advancement and a culture of fairness — the kind of talent engine a fast-scaling technology company depends on.

## Building Capability and Performance

Building a high-performing fintech institution requires continuous investment in skills, leadership and professional development. Our performance-management framework aligns individual objectives with the Company's strategic priorities, reinforcing accountability, execution excellence and continuous improvement. Our appraisal process evaluates performance across achievements, competencies and future potential. It is supported by transparent, merit-based progression practices that recognise high performance, encourage continuous learning and provide meaningful opportunities for career development. As Kreon expands its technology, product, risk and operating capabilities, we will continue to develop the talent required to support increasingly complex and scalable business models.

## Employee Engagement and Well-being

Creating an engaged, high-trust workplace remains a key priority. We foster collaboration, open communication and ownership — empowering employees to innovate, solve problems and contribute meaningfully to Kreon's growth. Our employee-well-being initiatives focus on a safe and inclusive working environment, supportive workplace practices, professional fulfilment and sustainable work-life integration. An engaged workforce is fundamental to delivering strong customer outcomes and sustaining long-term performance. As Kreon expands its footprint, we're building a future-ready workforce equipped with the skills, agility and mindset a fast-scaling fintech demands. By nurturing talent and building a culture of high performance, we're strengthening one of our biggest long-term competitive advantages.

## Quality Assurance and Compliance

During FY26, the Company continued to strengthen operational excellence, quality management, information security and regulatory compliance through adherence to internationally recognised management-system standards. Continuous process improvement, structured governance and cross-functional collaboration enabled us to improve operational consistency while responding to evolving regulatory, technology and information-security requirements. These systems provide a dependable institutional foundation for responsible innovation, customer trust and sustainable scale.

## ISO Certifications and Adherence

The Company continued to maintain and comply with the requirements of internationally recognised ISO standards, reflecting its long-term commitment to quality, governance and operational resilience.

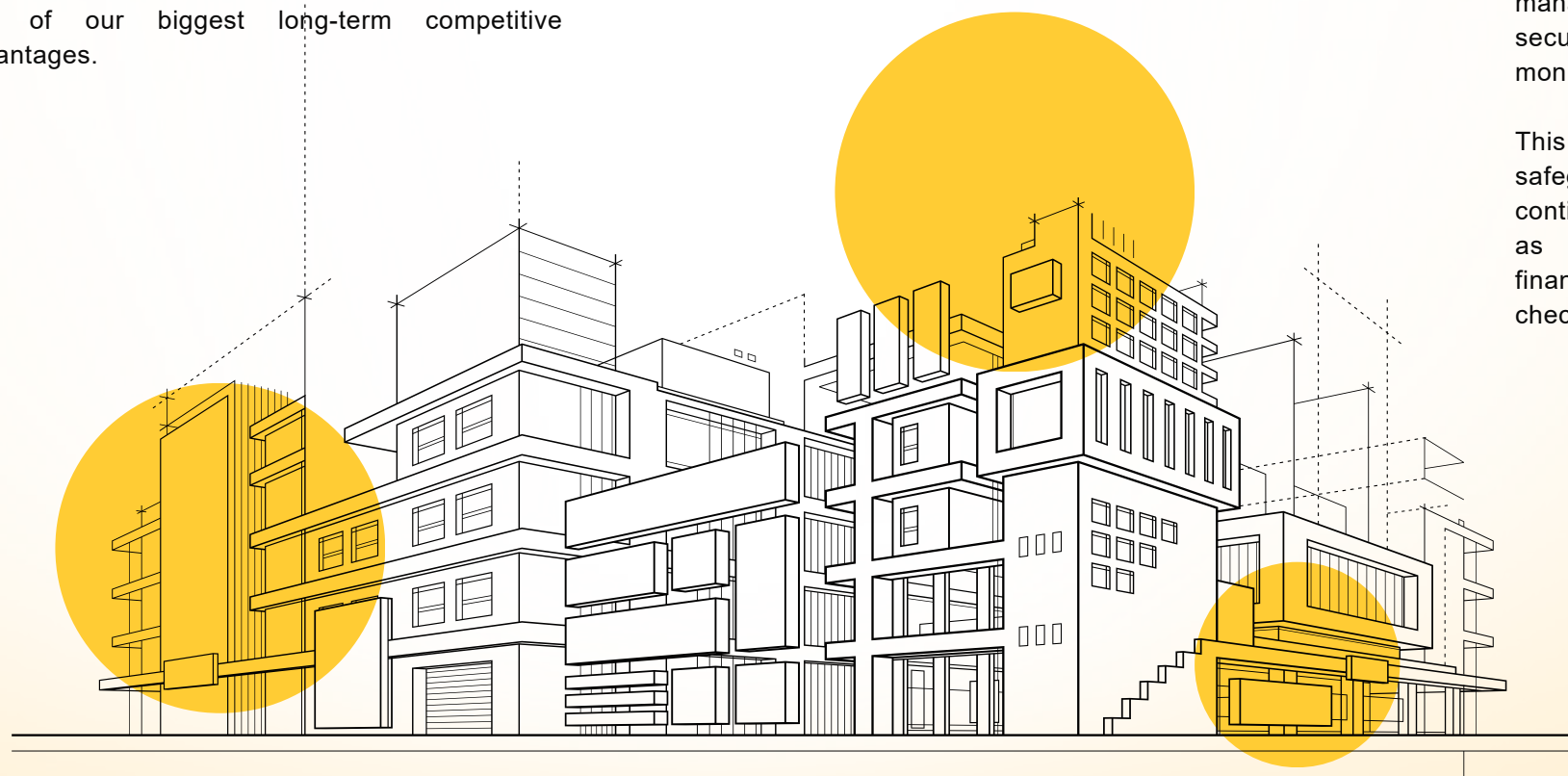
## ISO 9001:2015 — Quality Management System (QMS)

Quality Management System: The Company maintained its ISO 9001:2015 framework with a continued focus on customer satisfaction, process efficiency and continual improvement. During the year, regular internal quality audits, Standard Operating Procedure reviews, document-control activities and Management Review Meetings were conducted to reinforce operating consistency and adherence to quality-management requirements.

## ISO/IEC 27001:2022 — Information Security Management System (ISMS)

Information Security Management System: During FY26, the Company aligned its Information Security Management System with the ISO/IEC 27001:2022 standard, further strengthening its information-security governance and risk-management framework. The upgraded framework focuses on protecting the confidentiality, integrity and availability of organisational and customer information through enhanced security controls, ongoing risk assessments, asset and access management, incident-response protocols, vendor-security reviews and continuous compliance monitoring.

This reinforces Kreon's commitment to safeguarding customer data and business continuity — the standard we'd expect of ourselves as a technology company handling sensitive financial data at scale, not just a regulatory checkbox.







# Crafting bespoke digital journeys

**StuCred** is KFSL's digital lending platform, developed to make short-term credit more accessible, convenient and secure for students. The application offers an end-to-end digital borrowing experience, enabling users to seamlessly complete onboarding, verification, loan disbursement and repayment through a single interface. Powered by intelligent automation, continuous technological enhancements and a secure digital ecosystem, StuCred delivers a fast and reliable customer experience while supporting Kreon's commitment to creating enduring value through responsible digital lending

## E summit – IIT INDORE

Recognized as the Credit Partner for E-Summit'25 at IIT Indore, StuCred operated a two-day on-ground stall, driving strong brand visibility and collecting 150+ student leads for targeted ads and follow-up communication. Free tote bags and pop socket giveaways boosted engagement, while the activation also contributed to 60+ organic Instagram followers.



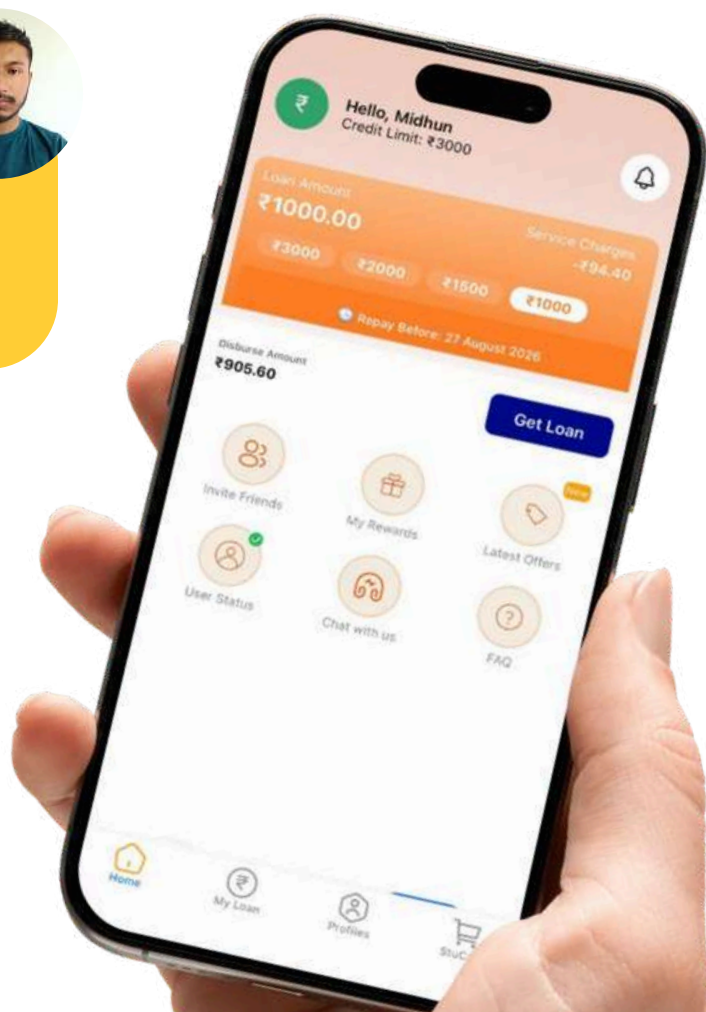
“I've had a good experience with StuCred. It provides quick access to student friendly financial services whenever needed. The app is simple to use, and it has been a helpful part of my routine by making payments. I would also like to know if there are any opportunities to work with StuCred going forward”

Manowar Jaman



## New StuCred App 3.0

Enhanced user experience with faster performance and improved digital lending capabilities.



“StuCred was a lifesaver during my college years, providing essential financial support exactly when I needed it most. It helped me build a solid CIBIL score early on, and I thoroughly enjoyed their interactive quizzes, which were not only engaging but also a great way to win prize money.”

Mamidipalli Jeswanth



## StuCred Totes giveaway

Distributed 1,400+ branded tote bags through online contests and sponsorship stalls across colleges in India, creating organic brand recall and increasing StuCred's visibility among students. The initiative helped strengthen on-campus presence while encouraging sustained engagement with the brand.



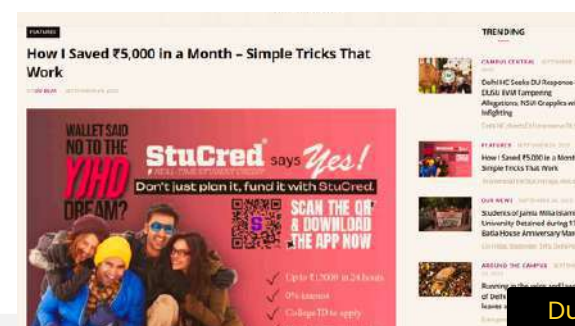
## Comedy Night – IIT Madras Paradox 25'

Sponsored the Paradox'25 Comedy Night at IIT Madras, hosted by renowned writer and stand-up comedian Sorabh Pant. Engaged students through branded tote bag giveaways, creating strong on-ground visibility, enhancing brand recall, and strengthening StuCred's presence among the campus audience.



“StuCred is not one of the best but “the best student loan app in India” due to its less charges on loans and extension facility. Whenever I'm in urgent need of money, I choose StuCred due to its easy loan process.”

Murtuza Husain



## Du Beat

Partnered with DU Beat, Delhi University's first student newspaper from (August 2025 – April 2026), to make StuCred more relatable through interactive game-based Solus ads in print and digital editions. Extended the collaboration to social media with engaging memes and student-centric content, generating 6,100+ impressions, 30+ app installs, boosting brand visibility and recall.

## Digital Security

Secure payment integrations, DigiLocker Aadhaar verification and India-based data hosting ensure trusted digital transactions.

## KEY HIGHLIGHTS

- **Platform Modernisation:** Successfully launched StuCred App 3.0, iOS App and the Smart SBA backend platform, enhancing user experience and operational efficiency.
- **Digital Integrations:** Strengthened the lending ecosystem through integrations with Easebuzz, Yes Bank, IDFC, DigiLocker, Equifax and Google Analytics.
- **Reliable Infrastructure:** Maintained 99.9%+ platform availability through proactive monitoring, secure cloud infrastructure and daily data backup.
- **AI & Advanced Analytics:** Expanded AI-assisted development, intelligent data validation and analytics-driven decision support to improve productivity and operational efficiency.
- **Scalable Technology:** Delivered 50+ production releases during the year with zero major business disruptions, demonstrating a resilient and agile technology platform.
- **Secure Digital Ecosystem:** Strengthened cybersecurity with India-based data hosting, secure payment architecture and enhanced data protection measures.





# Expansion of Footprints

India's digital financial-services landscape is being rebuilt by technology companies — and Kreon has positioned itself to lead that shift. Recognising a structural gap in short-tenure student credit, Kreon built StuCred in 2018 not as a lending product, but as a fintech platform: paperless, data-native and engineered for scale from day one.

Since its inception, StuCred has developed into a scalable digital credit ecosystem that enables students to access timely financial support through a simplified borrowing journey. Continuous investments in technology, automation, data-led underwriting and strategic partnerships have strengthened the platform's capabilities, allowing Kreon to expand its reach while delivering a secure, efficient and responsible credit experience. Since inception, the Company has extended total credit of ₹1,000+ crore, reflecting the relevance of the platform and the trust it has earned among students.

During FY 2025–26, the Company expanded its operating capabilities through a combination of digital infrastructure development and selective physical investment. A significant milestone was the establishment of an in-house calling centre in Indore, Madhya Pradesh, strengthening collections, customer support and portfolio-management capabilities. The facility enhanced operating capacity, improved customer engagement and reinforced business continuity through a larger in-house workforce.

We also continued to strengthen the technology architecture underlying our platform. Enhancements to the StuCred web portal, mobile application, backend systems and payment ecosystem improved scalability and efficiency. Partnerships with technology providers, credit bureaus, payment-service providers and analytics specialists — including deeper bureau integration and predictive analytics — sharpened our underwriting, servicing and risk-management capabilities.

Kreon also broadened its footprint across nearly 40,000 colleges, reaching a larger student community through a digital distribution model that doesn't depend on a conventional branch network — the kind of scale only a technology company can achieve.

By combining technology-led innovation with focused investment, Kreon is building a fintech platform capable of acquiring, underwriting, servicing and retaining customers at national scale. Our regulated NBFC license gives us the institutional foundation for responsible lending; our technology, data and distribution capabilities are what will take us there.

As Kreon scales, our focus is clear: deepen our technology and underwriting capabilities, strengthen operational resilience, and build a fintech platform ambitious enough to rank among India's top 100 companies — creating enduring value for every stakeholder along the way.





# Creating Enduring Value Through Stakeholder Engagement

“  
Our long-term ambition — to build one of India's top fintech companies — depends on how well we understand, engage and respond to the people who make that possible.  
”

Over the past three decades, Kreon's progress has been shaped by enduring relationships across the financial-services ecosystem — relationships that have strengthened our ability to evolve, innovate and scale as a technology-first company.

At Kreon, stakeholder engagement is fundamental to building a fintech company trusted at scale. Our stakeholders contribute capital, expertise, customer insight, operating capabilities and regulatory guidance — resources essential to staying relevant, resilient and responsible in a fast-moving digital economy.

Through a structured and multidimensional engagement framework, we actively gather and integrate stakeholder perspectives into strategic and operational decision-making. This continuous feedback loop strengthens our products, sharpens execution and ensures that our value-creation model remains aligned with customer expectations, technological change, regulatory priorities and broader socioeconomic needs.

Our engagement mechanisms include formal consultations, collaborative platforms, digital outreach, governance-aligned reporting and regular operating interactions. By institutionalising this process, we build transparency, mutual trust

and shared accountability—creating relationships designed not merely for a reporting period, but for the long term.

## Stakeholder engagement proces

Our stakeholder-engagement process comprises five stages: identify and assess, plan, engage, review and report.

After identifying our principal stakeholder groups, we determine the scope and objectives of engagement based on their influence, relevance and impact. Resources and communication channels are then aligned with these priorities. This structured approach enables Kreon to evaluate concerns effectively, incorporate material feedback into decision-making and develop strategies that create sustainable, mutually beneficial outcomes.

## Risk Management

At Kreon Financial Services Limited, risk management is integral to the development of a scalable and trusted fintech platform. Our enterprise-wide risk-management framework is aligned with the Company's risk appetite, Board directives and regulatory expectations, and is embedded across strategic, financial, technological and operational decision-making.

| Stakeholders                      | Stakeholder priorities                                                                                                                                                                                                                       | Engagement mode                                                                                                                                                                                                                                                                                             | Frequency                                                                                                               |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|
| Shareholders/<br>Investors        | Brand reputation and trust; sustainable financial performance; long-term share-price performance; disciplined risk management; business strategy; governance, ethics and transparency; stability, security and resilience of digital systems | <ul style="list-style-type: none"> <li>Annual/quarterly results</li> <li>Quarterly business updates</li> <li>Annual General Meeting</li> <li>Annual Report</li> </ul>                                                                                                                                       | <ul style="list-style-type: none"> <li>Quarterly</li> <li>Half yearly</li> <li>Annually</li> <li>Event based</li> </ul> |
| Employees                         | Training and development; Fair and timely remuneration; Reward, recognition, and appreciation for the performance; Diverse, open, non discriminatory, and safe working environment; Work life balance                                        | <ul style="list-style-type: none"> <li>Review meets</li> <li>Employee surveys</li> <li>Learning and development initiatives Newsletters and portals</li> <li>Discussions with senior leaders</li> <li>Engagement initiatives / off sites</li> </ul>                                                         | <ul style="list-style-type: none"> <li>Daily</li> <li>Weekly</li> <li>Monthly</li> <li>Annually</li> </ul>              |
| Customers                         | Aggressive customer acquisition strategies and services; Access to digital channels; Seamless customer service; Secure transactions; Fair and responsive grievance redressal mechanism; Financial inclusion                                  | <ul style="list-style-type: none"> <li>Corporate website</li> <li>Contact Number</li> <li>Digital platforms</li> <li>Social media</li> <li>Customer relationship managers</li> <li>Customer satisfaction surveys</li> <li>Media campaigns and advertising</li> <li>Knowledge seminars and events</li> </ul> | <ul style="list-style-type: none"> <li>Daily</li> <li>Weekly</li> <li>Monthly</li> <li>Annually</li> </ul>              |
| Business Partners                 | Maintaining relationships; Growth opportunities; Quick and efficient payments; Quick response to queries                                                                                                                                     | <ul style="list-style-type: none"> <li>Online one to one meeting with the top management</li> <li>Product/process trainings for new and old partners</li> <li>Industry Speak and Webinars for product updates</li> <li>Conferences and Forums</li> </ul>                                                    | <ul style="list-style-type: none"> <li>Weekly</li> <li>Annually</li> <li>Event based</li> </ul>                         |
| Government /<br>Regulatory Bodies | Compliance with laws and regulations; Ethical business practices; Active participation in industry and regulatory working groups; Timely reporting to regulatory authorities.                                                                | <ul style="list-style-type: none"> <li>Industry associations</li> <li>Corporate Presentations</li> <li>Written Communications</li> <li>One to one meetings</li> <li>Mandatory regulatory filings</li> </ul>                                                                                                 | <ul style="list-style-type: none"> <li>Weekly</li> <li>Quarterly</li> <li>Annually</li> <li>Event based</li> </ul>      |

Our approach encompasses the identification, assessment, monitoring and mitigation of financial, credit, operational, technology, cybersecurity, regulatory and reputational risks. These risks are addressed through defined controls, dynamic monitoring, periodic stress testing and data-led insights.

We foster a culture of risk awareness and accountability across the organisation, ensuring that risk considerations are embedded in strategic planning and day-to-day execution. This disciplined and forward-looking approach protects financial soundness, strengthens operational resilience and enables Kreon to pursue innovation and growth responsibly.

For further information on risk management, please refer to the [Management Discussion & Analysis section](#) of this Annual Report.





# Board of Directors

## Stewards of Governance

“Providing strategic oversight and principled leadership, our Board of Directors upholds the highest standards of governance while shaping the Company's long-term vision and sustainable growth.”



**JAIJASH TATIA**  
Chairman & Managing Director



**HENNA JAIN**  
Joint Managing Director



**ANAND MANOHarLAL**  
Independent Director



**RAJASHREE SANTHANAM**  
Independent Director



**MUTHUSAMY MENAKA**  
Independent Director

# Leadership Team

## Driving Strategic Execution

“Our Senior Management transforms strategy into action through operational excellence, innovation, and disciplined execution, fostering sustainable value for all stakeholders.”



**SHOBA NAHAR**  
Chief Financial Officer



**NIHARIKA GOYAL**  
Chief Compliance Officer



**RIDDHI LUNKAD**  
Chief Strategy Officer



**RASHMI BALAKRISHNAN**  
Head - Marketing & Brand Strategy



**PRATHAPA REDDY**  
Head - Product & Technology



**PARTHIBAN**  
Head - IT & Infrastructure



**WILLIAM S RAMAIAH**  
Head - Collections



**EVANGELINE JEBAMALAR**  
Head - KYC & Support



**UMA MAHESWARI**  
Head - Quality Assurance





# Corporate Information

## BOARD OF DIRECTORS

Mr. Jaijash Tatia, Chairman and Managing Director  
Mrs. Henna Jain, Joint Managing Director  
Mrs. Rajashree Santhanam, Independent Director  
Mrs. Muthusamy Menaka, Independent Director  
Mr. Anand Manoharlal, Independent Director

## BOARD COMMITTEES'

### 1. Audit Committee

Mrs. Rajashree Santhanam, Chairperson  
Mr. Jaijash Tatia, Member  
Mrs. Muthusamy Menaka, Member  
Mr. Anand Manoharlal, Member

### 2. Stakeholder Relationship Committee

Mrs. Muthusamy Menaka, Chairperson  
Mrs. Henna Jain, Member  
Mrs. Rajashree Santhanam, Member

### 3. Nomination and Remuneration Committee

Mrs. Rajashree Santhanam, Chairperson  
Mrs. Muthusamy Menaka, Member  
Mr. Anand Manoharlal, Member

## KEY MANAGERIAL PERSONNEL

Mrs. Shoba Nahar - Chief Financial Officer  
Ms. Niharika Goyal - Chief Compliance Officer

## INVESTOR GRIEVANCE AND COMPLIANCE OFFICER

Ms. Niharika Goyal  
Chief Compliance Officer  
E-mail ID: [investor.relations@kreon.in](mailto:investor.relations@kreon.in)

## REGISTERED OFFICE

No. 26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Chennai, Tamil Nadu – 600 041  
Ph: 044-24487769/044-42696634  
E-mail ID: [info@kreon.in](mailto:info@kreon.in)  
Website: [www.kreon.in](http://www.kreon.in)  
CIN – L65921TN1994PLC029317

## STOCK EXCHANGE

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400001  
Phones : 91-22-22721233/4, 91-22-66545695  
Email: [corp.comm@bseindia.com](mailto:corp.comm@bseindia.com)

## BANKERS

ICICI BANK  
YES BANK  
HDFC BANK  
AXIS BANK  
RBL BANK  
IDFC BANK

## REGISTRAR AND SHARE TRANSFER AGENT

Purva Shareregistry (India) Private Limited  
No. 9, Shiv Shakti Ind. Estate,  
J.R. Boricha Marg, Lower Parel (E),  
Mumbai, Maharashtra – 400 011  
Ph: +91 22 4134 3255 +91 22 4134 3256  
E-mail ID: [support@purvashare.com](mailto:support@purvashare.com)

## STATUTORY AUDITOR

M/s. Darpan & Associates,  
Chartered Accountants,  
#11/2, Shyam Avenue, College Road,  
Nungambakkam, Chennai, Tamil Nadu – 600 006,  
India  
Ph: 044-28223233  
E-mail: [darpannassociates@gmail.com](mailto:darpannassociates@gmail.com)

## INTERNAL AUDITOR

M/s. R. Baskaran & Co, Chartered Accountants,  
Flat No. 4, 2<sup>nd</sup> Floor, Venkata Vijayam Apts. No.11,  
South Road, West CIT Nagar, Nandanam  
Chennai, Tamil Nadu – 600 035  
PH: 044-42316400  
E-mail ID: [baskaranandco@gmail.com](mailto:baskaranandco@gmail.com)

## SECRETARIAL AUDITOR

M/s. Lakshmmi Subramanian & Associates,  
#81, Murugesu Naicker Complex, Greaves Road,  
Thousand Lights, Chennai,  
Tamil Nadu – 600 006  
Ph: 044-28292272/73  
E-mail: [lsacustomerservices@gmail.com](mailto:lsacustomerservices@gmail.com)

# Statutory Reports





# BOARD REPORT

## Dear Members,

Your Board of Directors (the “Board”) has the pleasure of presenting the 32<sup>nd</sup> Board Report on the business and operations of Kreon Financial Services Limited (the “Company”) along with standalone financial statements for the year ended March 31, 2026, and auditor’s report.

## 1.FINANCIAL PERFORMANCE

The financial statements for the year ended March 31, 2026, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs (MCA).

Key highlights of the financial results for year ended March 31, 2026 (In Lakhs).

| Particulars                                      | Year ended<br>31.03.2026 | Year ended<br>31.03.2025 |
|--------------------------------------------------|--------------------------|--------------------------|
| Revenue from Operations                          | 4335.27                  | 2664.57                  |
| Profit / (Loss) before Depreciation and Interest | 1324.34                  | (44.48)                  |
| Less: Interest                                   | (259.41)                 | (283.47)                 |
| Less: Depreciation                               | (73.72)                  | (79.37)                  |
| <b>Profit / (Loss) before Tax</b>                | <b>991.20</b>            | <b>(407.32)</b>          |
| Prior Period Tax                                 | (2.04)                   | 0.00                     |
| Provision for Tax/Current Tax                    | 221.98                   | 61.60                    |
| Deferred Tax                                     | 45.40                    | (54.78)                  |
| <b>Profit / (Loss) after Tax</b>                 | <b>725.85</b>            | <b>(414.14)</b>          |
| Other Comprehensive Income                       | (211.84)                 | 237.40                   |
| <b>Total Comprehensive Income</b>                | <b>514.02</b>            | <b>(176.74)</b>          |

## 2.BUSINESS OPERATIONS

During the year under review, the Company clocked revenue of Rs. 4335.27 lakhs compared to Rs. 2664.57 lakhs for FY 2024-25. The Company made a profit of Rs. 725.85 lakhs in FY 2025-26 as compared to a loss of Rs. 414.14 lakhs in FY 2024-25. The significant improvement in profitability was primarily attributable to the continued growth in the Company's lending operations, enhanced collections and recoveries, optimization of operating costs and effective management of funding costs.

## 3.CHANGE IN THE NATURE OF BUSINESS

There has been no change in business of the Company during FY 2025-26.

## 4.CHANGE IN STATUS OF THE COMPANY

During the financial year under review, there was no change in the status of the Company under any regulatory registration, approval, or recognition granted by the Reserve Bank of India (RBI), SEBI, BSE Limited, or under the UDYAM Registration framework.

## 5.DIVIDEND

To conserve resources for future operations, the Board decided not to declare any dividend for FY 2025-26.

## 6.TRANSFER TO RESERVES

In compliance with the provisions of Section 45-IC of the RBI Act, 1934, applicable to Non-Banking Financial Companies (NBFCs), the Company has transferred ₹1,45,17,093 (One crore Forty Five lakhs Seventeen Thousand and Ninety Three Rupees), being 20% of its net profit for the financial year ended March 31, 2026, to the Special Reserves.

## 7.CORPORATE GOVERNANCE

### a) Corporate Governance Philosophy

Your Company believes that good corporate governance is fundamental to sustainable growth, stakeholder confidence and long-term value creation.

The Company is committed to maintaining the highest standards of transparency, accountability, integrity and ethical business conduct while ensuring compliance with all applicable laws and regulations.

The Board provides strategic direction and oversight to the Company's governance framework and is committed to protecting the interests of all stakeholders through responsible decision-making, effective risk management and sound corporate practices.

### b) Board Diversity

The Company believes that a truly diverse Board will leverage differences in perspective, knowledge, skill, regional and industry experience, cultural and geographical backgrounds, age, ethnicity, race, and gender, which will help us retain our competitive advantage. The Board approved Policy on Board Diversity sets out its approach to diversity, which is available on our website at [Board Diversity Policy](#). Additional details on Board diversity are available in the Report on Corporate Governance that forms part of this Annual Report.

### c) Board Composition and Key Managerial Personnel (KMP)

The composition of Board confirms with Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and Section 149 of the Companies Act, 2013 (Act).

As on date of this report, the Board comprises five Directors, further classified into two Executive Directors and three Non-Executive Independent Directors. Further, out of three Independent Directors, two are Woman Director. The Chairman of the Board is a Promoter-Executive Director.

As on date of this report, the Company has the following KMP:

- Mr. Jaijash Tatia – Chairman and Managing Director
- Mrs. Henna Jain – Joint Managing Director
- Mrs. Shoba Nahar – Chief Financial Officer
- Mrs. Niharika Goyal – Company Secretary and Chief Compliance Officer



**Strong  
governance.  
Enduring  
value**





#### d) Changes in Director and KMP

During FY 2025-26 and till date of this report, no changes have taken place in the composition of Board of Directors and KMP.

#### e) Re-appointment of Director retiring by rotation

In terms of the provisions of Section 152 of the Act, Mrs. Henna Jain (DIN:08383395), Joint Managing Director, retires at the ensuing AGM scheduled to be held on August 26, 2026, and being eligible, seeks re-appointment. The necessary resolution for re-appointment of Mrs. Henna Jain forms part of the Notice convening the ensuing AGM. The profile and particulars of experience, attributes and skills that qualify her for board membership, are disclosed in the said notice.

#### f) Number of Board Meetings

The Board met four (04) times during FY 2025-26. The details of such meetings are provided in the Report on Corporate Governance that forms part of this Annual Report. The maximum interval between any two consecutive meetings did not exceed one hundred and twenty days (120 days), as prescribed under the Act.

#### g) Familiarization programme for Independent Directors

Pursuant to the provisions of Regulation 25(7) of the SEBI Listing Regulations read with Schedule IV of the Act, the Company has in place a familiarization programme for its Independent Directors to acquaint them with the Company, their roles and responsibilities, business model, operational aspects and governance framework of the Company. Through this program, the Independent Directors are provided with relevant information and insights to enable them to gain a comprehensive understanding of the Company's business and to contribute effectively to the Board and its Committees.

The familiarization sessions are conducted through presentations, briefings, and interactions with Senior Management, as and when required. Details of the familiarization sessions program for Independent Directors are also disclosed on the Company's website at [Familiarization Programme for Independent Directors](#).

#### h) Separate meeting of Independent Directors

In terms of requirements under Schedule IV of the Act and Regulation 25(3) of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on February 12, 2026.

The Independent Directors at the meeting, inter-alia, reviewed the following:

- Performance of Non-Independent Directors;
- Performance of the Board as a whole;
- Performance of Chairperson of the Company considering the views of executive directors and non-executive directors;
- Assessment of the quality, quantity, and timeliness of the flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties;
- Any unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.

#### i) Subsidiaries, Associates, and Joint Ventures

As on March 31, 2026, the Company does not have any Subsidiary or Associate Company or Joint Ventures.

#### j) Developments, Acquisition and Assignment of Material Intellectual Property Rights

During FY 2025-26, the Company did not undertake any development, acquisition or assignment of material intellectual property rights.

#### k) Manner and Criteria of formal annual evaluation of Board's performance and that of its Committees and Individual Directors

In terms of the requirements under the Act and SEBI Listing Regulations, the Nomination and Remuneration Committee (NRC) has formulated a criterion for evaluation of the performance of Board as a whole, individual Directors, Chairman and the Board Committees. The criteria cover the areas relevant to the functioning of the Board and its Committees such as its composition, structure, oversight, effectiveness, performance, skill set, knowledge, strategy, and risk management. The performance of individual Directors was assessed on parameters such as attendance and participation in Board and Committee meetings, personal attributes and competence, independence in judgement and adherence to the Company's Code of Conduct, knowledge and skills, and ability to manage relationships.

The performance of the Chairperson was evaluated based on factors including leadership effectiveness, availability and attendance, impartiality in decision-making, engagement and communication with shareholders and the Board, and effective utilization of the support systems and resources provided by the Company to the Board.

The performance of the Board Committees was also evaluated against defined criteria, including the effectiveness of the Committee in fulfilling its mandate, appropriateness of its composition, adequacy of its structure and meetings, quality of management interaction, and the quality, timeliness and effectiveness of recommendations submitted to the Board.

#### l) Board Committees

Pursuant to the provisions under the Act and SEBI Listing Regulations, the Board has constituted following Committees:

- **Audit Committee;**
- **Nomination and Remuneration Committee;**
- **Stakeholders Relationship Committee.**

Pursuant to the provisions of Section 135 of the Act, the Corporate Social Responsibility ("CSR") provisions became applicable to the Company with effect from FY 2026-27 as the

Company met the prescribed applicability criteria on March 31, 2026. However, as the Company's CSR obligation for FY 2026-27 does not exceed ₹50 lakhs, the Company is not required to constitute a CSR Committee in terms of Section 135(9) of the Act. Accordingly, the Board of Directors has assumed and shall discharge all the functions and responsibilities of the CSR Committee as prescribed under the Act and the rules made thereunder.

Details of composition, terms of reference, number of meetings and attendance of Members in these Committees are provided in the Report on Corporate Governance that forms part of this Annual Report.

#### m) Recommendations made by Board Committee's

The Board, during FY 2025-26, has accepted all recommendations made to it by its Committees including Audit Committee.

#### n) Composition of Audit Committee

The composition of the Audit Committee, as on March 31, 2026, is given below:

| Name                     | Category                          |
|--------------------------|-----------------------------------|
| Mrs. Rajashree Santhanam | Independent Director, Chairperson |
| Mrs. Menaka Muthusamy    | Independent Director, Member      |
| Mr. Anand Manoharlal     | Independent Director, Member      |
| Mr. Jaijash Tatia        | Managing Director, Member         |

#### o) Declaration by Independent Directors

The Company has received the necessary declaration from each Independent Director that he/she meets the criteria of independence laid down in Section 149(7) of the Act and Regulation 16 and 25 of the SEBI Listing Regulations.





All Independent Directors have affirmed compliance with the Code of Conduct for Independent Directors as per Schedule IV of the Act as well as the Code of Conduct for Directors and Senior Management of the Company.

#### **p) Compliance with Secretarial Standards**

During FY 2025-26, the Company has complied with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

#### **q) Risk Management**

Financing activity inherently involves the management of risks, which is supported through appropriate credit models and robust systems and operational processes. The Company's risk management framework is continuously monitored and overseen by the Audit Committee. The Committee supervises the processes and policies adopted by the Company for determining its risk tolerance levels and periodically reviews Management's assessment and measurement of risks against such established parameters. The significant risks identified across various business and functional areas are systematically evaluated and addressed through appropriate mitigation measures on an ongoing basis. The Risk Management Policy of the Company is available on our website at [Risk Management Policy](#).

#### **r) Board Policies**

The details of the policies approved, adopted or reviewed by the Board are provided in the Report on Corporate Governance that forms part of this Annual Report.

#### **s) Statutory Compliance**

The Company has established adequate systems and processes to monitor compliance with all applicable laws, regulations and guidelines to the extent and as far as possible and shall always strive to abide by the laws as applicable.

#### **t) RBI guidelines**

The Company continues to comply with all the

applicable regulations prescribed by the RBI, from time to time.

### **8.DISCLOSURE / ANNEXURES**

#### **a) Annual Return**

Pursuant to the provisions of Section 92(3) and Section 134(3)(a) of the Act, the Company has placed a copy of the annual return on its website and can be accessed at [Annual Return – FY' 25-26](#).

#### **b) Report on Corporate Governance**

The Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the principle that an organization's corporate governance is directly linked to high performance.

The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in the creation of value and wealth for all stakeholders.

The compliance report on corporate governance along with a certificate from M/s. Darpan & Associates, Statutory Auditors, regarding compliance of conditions of the corporate governance, as stipulated under Schedule V of the SEBI Listing Regulations, is attached herewith as **Annexure-G** to this report.

#### **c) Certificate of Non-Disqualification of Directors**

Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI Listing Regulations, the Certificate of Non-Disqualification of Directors for the financial year ended March 31, 2026, obtained from M/s. AXN Prabhu & Associates, Practicing Company Secretary, COP 11440, FCS No. 3902, is annexed as **Annexure-H** to this report.

#### **d) Management Discussion and Analysis Report**

The Management Discussion and Analysis Report, along with detailed analysis of Company's performance for the year under review, as stipulated under Regulation 34 of the SEBI Listing Regulations and applicable provisions of the Master Direction issued by the RBI, forms part of this annual report.

#### **e) Certificate by MD and CFO**

Mr. Jaijash Tatia, Chairman and Managing Director and Mrs. Shoba Nahar, Chief Financial Officer, have submitted the certificate, in terms of Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations to the Board. The certificate by CFO and MD is herewith attached as **Annexure-F** to this report.

#### **f) Related Party Transactions**

All related party transactions (RPTs) during FY 2025-26 were in the ordinary course of business and at an arm's length basis and were in compliance with the Act, SEBI Listing Regulations and Accounting Standards and are disclosed in the notes forming part of the financial statements.

During FY 2025-26, the Audit Committee reviewed, on a quarterly basis, all RPTs undertaken by the Company, including those covered under the omnibus approval granted by it, in accordance with the applicable statutory and regulatory requirements.

The particulars of contracts or arrangements or transactions with related parties during FY 2025-26, as referred to in Section 188(1) and applicable rules of the Act in Form AOC-2, are provided as an **Annexure-E** to this report.

Further, there were no materially significant RPTs entered into by the Company during FY 2025-26, which may have potential conflict with the interest of the Company at large.

There were no pecuniary relationships or

transactions entered by the Independent Directors with the Company during FY 2025-26.

The policy on related party transactions as approved by the Board is available on the Company's website and can be accessed at [Policy on Related Party Transactions](#)

#### **g) Managerial Remuneration and Employee Related Disclosures**

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report. Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **Annexure-D**.

#### **h) Conservation of energy**

i. **Steps taken or impact on conservation of energy:** Optimized cloud resource utilization, automated infrastructure scheduling, reduced manual processing through digital workflows, lowering computing and operational overhead.

ii. **The steps taken by the Company for utilizing alternate sources of energy-** Leveraged energy-efficient cloud infrastructure and virtualization technologies provided by cloud service partners.

iii. **Capital investment on energy conservation equipment-** No significant capital investment in energy consumption equipment; focus remained on software-driven optimization and efficient cloud resource management.



### i) Technology absorption, adoption and innovation

#### i. Efforts made towards technology absorption:

Continuous upskilling, proof-of-concept development, internal knowledge-sharing sessions, and hands-on implementation of modern APIs and cloud technologies.

**ii. Benefits derived like product improvement, cost reduction, product development or import substitution:** Faster product delivery, improved automation, reduced operational effort, enhanced platform reliability, lower processing time, and better customer experience.

**iii.** In case of **imported technology** (imported during the last three financial years reckoned from the beginning of the financial year)

- **Technology imported:** Adoption of third-party cloud platforms, external API services, and SaaS-based development and analytics tools.
- **Year of import:** 2025-26
- **Whether the technology has fully been absorbed:** Yes, the adopted technologies have been successfully integrated into production systems.
- **If not fully absorbed, area where absorption has not taken place and reason thereof:** Nil

**iv. Expenditure incurred on Research and Development:** Continuous investment in internal product innovation, automation initiatives, API modernization, and AI-assisted engineering practices as part of regular technology development activities.

### j) Particulars of loans, guarantees, or investments under Section 186

Pursuant to Section 186(11)(a) of the Act read with Rule 11(2) of the Companies (Meetings of Board and its Powers) Rules, 2014, the loan made, guarantee given or security provided in the ordinary course of business by an NBFC registered with RBI are exempted from the applicability of the provisions of Section 186 of the Act. During FY 2025-26, the Company has invested funds in various securities in the ordinary

course of business. For details of the investments of the Company, refer to Note No. 06 of the financial statements.

### k) Foreign Exchange Earnings and Outgo

| Sr. No. | Particulars                     | Year Ended March 31, 2026 | Year Ended March 31, 2025 |
|---------|---------------------------------|---------------------------|---------------------------|
| 1       | Expenditure in foreign Currency | Rs. 74.02 lakhs           | Rs. 82.78 lakhs           |
| 2       | Earning in Foreign Currency     | Rs. 09.56 lakhs           | NIL                       |

*Note: The expenditure was incurred on purchase/ marketing/ subscription of software.*

### l) Material changes and commitments

There were no material changes and commitments occurring between March 31, 2026, and the date of this Report which materially affects the financial position of the Company.

### m) Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Act do not apply to the Company as there was no dividend declared and paid since the incorporation of the Company.

### n) One-time settlement with any Bank or Financial Institution along with reasons

During FY 2025-26, there were no instances of one-time settlement with any Bank or Financial Institution.

### o) Proceedings under Insolvency and Bankruptcy Code, 2016

During FY 2025-26, there were no applications made or no proceedings that were filed by/against the Company, which stands as pending under the Insolvency and Bankruptcy Code, 2016, as amended, before National Company Law Tribunal or other Courts.

### p) Significant material orders passed by Regulators

There are no significant material orders passed by the Regulators/ Courts/ Tribunals impacting on the going-concern status and future operations of the Company.

### q) Credit rating

During FY 2025-26, the Company did not obtain any credit rating.

### r) Other Disclosures

During FY 2025-26, the Company has not obtained any registration/ license/ authorization, by whatever name called from any other financial sector regulators.

## 9.AUDIT AND AUDITORS

### a) Statutory Auditors

The Members of the Company, in 29<sup>th</sup> AGM held on July 28, 2023, appointed M/s. Darpan & Associates, Chartered Accountants (FRN:016156S), as the Statutory Auditors for a period of five consecutive years to hold office till the conclusion of 34<sup>th</sup> AGM to be held in the calendar year 2028.

M/s. Darpan & Associates, Chartered Accountants, have confirmed that they have not been disqualified to act as Statutory Auditors of the Company and that the continuation is within the ceiling limit as prescribed under Section 141 of the Act and/or any other relevant statute.

### b) Statutory Auditor's Report

The report given by M/s. Darpan & Associates, Statutory Auditors, on the financial statements of the Company for the year ended March 31, 2026, forms part of this Annual Report. It does not contain any qualification, disclaimer, reservation, or adverse remark. The Audit Report being self-explanatory does not call for any further comments from the Board.

### c) Secretarial Auditors

The Members of the Company, in 31<sup>st</sup> AGM held on August 29, 2025, appointed M/s. Lakshmmi

Subramanian & Associates, Practicing Company Secretaries (Peer Review Certificate No. 6608/2025, COP:3122), as the Secretarial Auditors for a term of five consecutive years to hold office till the conclusion of 36<sup>th</sup> AGM to be held in the calendar year 2030.

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, have confirmed that they are not disqualified to act as Secretarial Auditors of the Company.

### d) Secretarial Audit Report

The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed to the Board Report as **Annexure-C**.

The following qualifications have been mentioned in the Secretarial Audit Report:

| Act / Rules / Regulation               | Qualifications                                            | Action taken against the Company                        | Response by Company            |
|----------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|--------------------------------|
| 23(9) of SEBI (LODR) Regulations, 2015 | Delay in filing disclosure of related party transactions. | The Company was fined Rs.5,900/- by BSE for such delay. | The Company has paid the fine. |

The Board has taken note of the observation made by the Secretarial Auditor. The Company has taken the necessary corrective actions to address the matter and has implemented appropriate Standard Operating Procedures (SOPs) and strengthened its internal compliance framework to ensure timely compliance with the applicable provisions and to prevent recurrence of such instances in the future.

### e) Cost Audit and Cost Records

Maintenance of cost records and requirement of Cost Audit as prescribed under Section 148(1) of the Act read with Companies (Cost Records and Audit) Rules, 2014 is not applicable to the business activities carried out by the Company.





#### **f) Reporting of fraud by Auditors**

During FY 2025-26, none of the Auditors, namely Statutory Auditors and Secretarial Auditors, reported any instances of fraud committed against the Company by its officers or employees to the Audit Committee under Section 143(12) of the Act. Accordingly, no disclosure is required to be made under Section 134(3)(ca) of the Act.

### **10. SHARE CAPITAL AND LISTING ON STOCK EXCHANGE**

#### **a) Authorized share capital**

As of March 31, 2026, the total authorized share capital of the Company stood at Rs. 50,00,00,000 (Rupees Fifty Crores only) divided into 4,50,00,000 (Four Crores Fifty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each and 50,00,000 (Fifty Lakhs only) Compulsory Convertible Preference Shares of Rs.10/- (Rupees Ten only) each.

#### **b) Paid-up share capital**

As of March 31, 2026, the total paid-up share capital of the Company stood at Rs.20,22,20,000/- (Rupees Twenty Crores Twenty-Two Lakhs Twenty Thousand Only) consisting of 2,02,22,000 (Two Crore Two Lakh Twenty-Two Thousand) equity shares of Rs.10/- each. There were no additions or alterations made to the paid-up share capital of the Company during FY 2025-26.

#### **c) Issue of shares/warrants on preferential basis**

During FY 2025-26, the Company has not made any allotment of shares/warrants on a preferential basis.

#### **d) Issue of equity shares with differential rights**

The Company has not issued any equity shares with differential rights during FY 2025-26.

#### **e) Issue of sweat equity shares**

The Company did not issue any sweat equity shares during FY 2025-26.

#### **f) Issue of employee stock options**

The Company did not issue any employee stock options during FY 2025-26.

#### **g) Listing on Stock Exchange**

The Company's equity shares are listed on BSE Limited under scrip code 530139.

#### **h) Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of the employees**

The Company has not made any provision for the purchase of its own shares by employees or by trustees for the benefit of the employees during FY 2025-26.

#### **i) Suspension of shares from trading**

During FY 2025-26, shares of the Company were not suspended from trading on the stock exchange.

### **11. POLICY DISCLOSURES**

#### **a) Code of Conduct for Board of Directors and Senior Management**

The Company has formulated a Code of Conduct for the Board of Directors and Senior Management and has complied with all the requirements mentioned in the aforesaid code. A declaration to this effect has been signed by Mr. Jaijash Tatia, Chairman and Managing Director, and forms part of this Annual Report. The Code of Conduct shall be available on the website of the Company at [Code of Conduct for Board of Directors, Senior Management & Independent Directors](#).

#### **b) Nomination and Remuneration Policy**

The Board and NRC has framed a policy/criterion for selection and appointment of Directors, KMPs and Senior Management Personnel (SMP) including qualifications, positive attributes, independence of a director, remuneration, and other matters provided under Section 178(3) of the Act and the SEBI Listing Regulations.

Pursuant to Section 134(3) of the Act, the detailed nomination and remuneration policy of the Company which lays down the criteria, is available on the Company's website at [Nomination and Remuneration Policy](#).

The key points outlined in the Nomination and Remuneration Policy are as follows:

- The Policy aims to appoint Directors, KMP's, and Senior Management who possess significant skills, competence and experience relevant to the position, in alignment with applicable laws and regulations.
- Evaluation of individuals against various criteria, including industry experience and other attributes necessary for successful performance in the role, while also considering the benefits of board diversity.
- Examination of the individual's current positions, including directorships or other affiliations and how these roles might impact their ability to exercise independent judgement.
- Consideration of how the individual is likely to contribute to the overall effectiveness of the Company and collaborate constructively with others.
- Remuneration is designed to align with the individual's role, responsibilities, and performance, balancing fixed and variable components.

#### **c) Vigil Mechanism / Whistle Blower Policy**

Pursuant to the provisions of Section 177(9) and (10) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company has formulated a vigil mechanism through whistle blower policy to deal with instances of unethical behavior, actual or suspected fraud, violation of Company's code of conduct or policy. The mechanism ensures to provide adequate safeguards against victimization. No person has been denied access to the Chairperson of the Audit Committee. The details of the policy are explained in the Report on Corporate Governance and posted on the website of the Company and can be accessed at [Whistleblower Policy](#).

#### **d) Code for Prohibition of Insider Trading**

The Company has adopted a code of conduct to regulate, monitor, and report trading by designated persons and their immediate relatives as per the requirements under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company has also adopted a Code for Prevention of Insider Trading in accordance with the aforesaid regulations and the same has been made available on the website of the Company at [Code for prevention of Insider Trading](#).

#### **e) Sexual Harassment at Workplace**

As per the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH), the Company has a robust mechanism in place to redress complaints reported under it. The Company has a formal policy known as [POSH Policy](#) for the prevention of sexual harassment of the employees at the workplace. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Hence, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, with the following members:

Mrs. Shoba Nahar – Presiding Officer  
Ms. Soundarya Sekar – Internal Member  
Mr. Midhun Sukumaran – Internal Member  
Ms. Anjanaa Aravindan – Internal Member

The Appellate Authority constituted under the Internal Complaints Committee comprises the following members:

Mrs. Henna Jain – Joint Managing Director  
Mrs. Niharika Goyal – Chief Compliance Officer

During FY 2025-26,

- Number of complaints of sexual harassment received in the year: NIL



- Number of complaints disposed off during the year: NIL
- Number of cases for more than ninety days: NIL
- Several POSH sessions were also conducted at regular intervals for all employees covered under POSH policy.

#### **f) Maternity Benefit Policy**

The Company has a well-structured and inclusive Maternity Benefit Policy that supports the health, well-being, and career continuity of its women employees. This policy is designed in compliance with the provisions of the Maternity Benefit Act, 1961, and Code on Social Security, 2020, and reflects the Company's commitment to fostering a supportive and inclusive workplace. It offers paid maternity leave, job protection, medical support, and flexible work arrangements, ensuring that employees can focus on their personal and family responsibilities without compromising their professional growth.

During FY 2025-26, the Company has complied with all the applicable provisions given under the Maternity Benefit Act, 1961 and Code on Social Security, 2020.

#### **g) Quality Policies**

The Company has been awarded ISO 9001:2015 and ISO 27001:2022 certifications by Impleton Management Systems, an independent and internationally accredited certification body. These internationally recognized certifications reaffirm the Company's commitment to maintaining robust quality management and information security management systems, ensuring consistent delivery of high-quality products and services while effectively meeting customer expectations and safeguarding information assets.

#### **h) Equal Opportunity Policy**

In accordance with the principles of fairness, transparency, and inclusivity, the Company has adopted an Equal Opportunity Policy that upholds the right of every individual to work in an environment free from discrimination and bias. As a responsible employer and a listed NBFC, the

the Company ensures compliance with all applicable laws including the Rights of Persons with Disabilities Act, 2016 and SEBI Listing Regulations.

The Policy prohibits discrimination on the grounds of gender, religion, caste, race, disability, marital status, sexual orientation, or any other category protected by applicable laws. The Company is committed to promoting diversity and inclusivity across all levels of employment and provides equal access to opportunities for growth, development, and advancement.

The Policy is communicated to all employees, and any grievances under this Policy are addressed through a fair and structured redressal mechanism. The implementation of the Equal Opportunity Policy is monitored periodically by the Human Resources Department under the oversight of the Board.

The above policy is available on the Company's website at [Equal Employment Opportunity Policy](#).

#### **i) Anti-Bribery and Anti-Corruption Policy**

The Company is committed to conducting its business with the highest standards of integrity, ethics, transparency, and accountability. It maintains a zero-tolerance approach towards bribery, corruption, fraud, and any form of unethical or unlawful business conduct. The Company strictly prohibits the offering, giving, soliciting, accepting, or authorizing of bribes, kickbacks, facilitation payments, or any other improper payments or benefits, whether directly or indirectly, in connection with its business activities.

The above policy is also available on the website of the Company and can be accessed at [Anti-Bribery and Anti-Corruption Policy](#).

#### **j) Stakeholders Engagement Policy**

The Company recognizes that strong and continuous stakeholder engagement is integral to

long-term sustainability and responsible governance. In line with SEBI Listing Regulations and RBI guidelines applicable to NBFCs, the Company has put in place a Stakeholders Engagement Policy to maintain transparent and effective communication with all stakeholders, including shareholders, regulators, customers, employees, lenders, vendors, credit rating agencies, and the broader community. Engagement is achieved through multiple channels such as disclosures on stock exchange and Company website, customer feedback mechanisms, grievance redressal platforms and regulatory interactions. The Company strives to incorporate stakeholder feedback into its decision-making processes and strategic planning.

The Board of Directors, through its Committees and Management, periodically reviews stakeholder engagement practices to ensure they are aligned with the Company's values, compliance framework, and business objectives.

The above policy is available on the Company's website at [Stakeholder Engagement Policy](#).

#### **12.DEPOSITS**

Being a non-deposit taking NBFC and as per RBI Master Directions for Public Deposits, the Directors hereby report that the Company did not accept any public deposits during FY 2025-26 and have no public deposits outstanding as on March 31, 2026.

There are no outstanding or unclaimed deposits, unclaimed/unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2026.

#### **13.CORPORATE SOCIAL RESPONSIBILITY**

The provisions relating to Corporate Social Responsibility (CSR) under Section 135(1) of the Act were not applicable to the Company during FY 2025-26, as the Company did not meet the prescribed applicability thresholds during the relevant period. Accordingly, the Company was

not required to undertake CSR activities or incur CSR expenditure during FY 2025-26.

However, in view of the Company having exceeded the net profit threshold of ₹5 crore as on March 31, 2026, the provisions of Section 135 of the Act become applicable to the Company with effect from FY 2026-27.

The Company shall, therefore, comply with all applicable CSR requirements, including the prescribed CSR expenditure, in accordance with the provisions of the Act and the rules made thereunder and in line with the CSR policy of the Company. The CSR policy deals with the CSR activities to be undertaken by the Company, Annual Action Plan to be formulated by the Board, guiding principles for CSR activities, responsibility of the Board with respect to CSR activities, etc. The policy is available on the Company's website and can be accessed at [CSR Policy](#).

#### **14.ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including the adherence to Company's policies, safeguarding of its assets, timely prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information. The Board has laid down IFC systems to be followed by the Company and that such systems are adequate and operating effectively.

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. The Board has adopted procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. It ensures that all





financial and other records are reliable for preparing financial statements, other data and for maintaining accountability of assets.

#### Role of Internal Audit

Internal Audit is an independent function within the Company, which provides assurance to the Management on the design and operating effectiveness of IFC systems as well as suggesting improvements to them. Internal Audit assesses and promotes strong ethics and values within the organization and facilitates in managing changes in the business and regulatory environment. Internal Audit responsibilities encompass all locations, operating entities and geographies of the Company, in which all aspects of business, viz. operational, financial, information systems and regulatory compliances are reviewed periodically.

The Audit Committee reviews the findings and recommendations given in the Internal Audit Report and makes suggestions for improvement to the Board. Direct reporting to the Audit Committee ensures that Internal Audit functions independently of the business. To conduct an internal audit of the Company, the Board appointed M/s. R. Baskaran & Co., Chartered Accountants, as the Internal Auditors of the Company.

#### 15.DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3) (c) of the Act, to the best of their knowledge and belief and according to the information and explanations obtained by them, the Directors hereby confirm that:

- in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 ended March 31, 2026, and of the profit and loss of the Company for that period;

- the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared annual accounts on a going concern basis;
- the Directors had laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively, and;
- the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### 16.APPRECIATION

The Board of Directors places on record its sincere appreciation to the Company's shareholders, customers, lenders, business partners, regulators and all other stakeholders for their continued confidence, trust and support.

The Board also extends its heartfelt gratitude to every member of the KFSL team for their unwavering commitment, dedication and hard work throughout the year. The collective efforts of the employees, leadership team and management have been instrumental in driving the Company's growth, strengthening its operational resilience and achieving its strategic objectives.

As the Company moves forward, it remains committed to creating sustainable value for all stakeholders through responsible governance, customer-centricity, innovation and operational excellence. With the continued support of all stakeholders and the dedication of its people, the Company is confident of building on its achievements and pursuing new opportunities for long-term and sustainable growth.

On behalf of the Board of Directors  
For **Kreon Financial Services Limited**  
sd/-  
(Jaijash Tatia)  
Chairman and Managing Director  
DIN:08085029

Place: Chennai  
Date: 28.07.2026





## Annexure- A

# MANAGEMENT DISCUSSION AND ANALYSIS

## 1. Industry Structure and Developments

India's financial-services ecosystem is undergoing a structural transformation, driven by rapid digital adoption, increasing smartphone penetration, UPI-enabled payment infrastructure, advances in data analytics and the growing demand for convenient, technology-led financial solutions. Within this landscape, digital credit has emerged as one of the fastest-growing segments, extending formal financial access to customer groups that have historically remained outside conventional underwriting frameworks.

Kreon Financial Services Limited is a technology-led financial-services company operating through an RBI-registered NBFC framework. Through StuCred, its flagship digital credit platform, the Company serves a focused and structurally underserved segment: India's college-student population.

StuCred provides short-tenure, small-ticket personal credit ranging from ₹1,000 to ₹20,000, ordinarily for 30 days and extendable by up to an additional 60 days. The platform has been designed for young borrowers who may not possess independent income proof, collateral or an established credit history. Kreon has developed a scalable, alternate-data-led underwriting and servicing model specifically suited to this demographic.

The regulatory framework governing digital lending continued to mature during the year. The Reserve Bank of India's Digital Lending Directions, 2025 and related regulatory guidance reinforced requirements relating to direct disbursement into borrowers' bank accounts, standardised Key Fact Statements, cooling-off periods, customer-data protection, grievance redressal and responsible lending conduct.

The Company originates and carries its loan portfolio entirely on its own balance sheet, retaining direct responsibility for underwriting, credit risk, servicing and collections. Its operating model does not rely on third-party Lending Service Provider-led origination or Default Loss Guarantee structures. This provides Kreon with direct ownership of the customer relationship and greater control over credit decisioning, service quality, regulatory compliance and portfolio outcomes.

During FY 2025–26, the Company disbursed ₹357.61 crore across approximately 18.9 lakh loan transactions, comprising 12.18 lakh fresh disbursements and 6.72 lakh extension or repeat disbursements. Disbursement value increased by 54.4% over ₹231.53 crore in FY 2024–25.

Assets Under Management increased to ₹49.17 crore as at 31 March 2026 from ₹29.72 crore in the previous year. The portfolio achieved an AUM churn of approximately 7.28 times during the year, consistent with the short-tenure nature of the product. Average monthly disbursement reached ₹30.72 crore during Q4 FY 2025–26, reflecting sustained customer acquisition, repeat usage and increasing operating scale.

## 2. Opportunities and Threats

### Opportunities

India's college-student population represents a large and structurally underserved credit market. Traditional banks and conventional financial institutions are generally unable to serve this segment profitably because many students do not possess independent income, collateral or established bureau histories.

StuCred's purpose-built underwriting framework uses alternate data, behavioural insights, platform usage and repayment history to assess customers for whom conventional credit-assessment models may have limited applicability. This creates an opportunity for Kreon to build specialised customer knowledge, proprietary underwriting intelligence and long-term relationships at an early stage in the borrower's financial lifecycle.

The Company's principal near-term opportunity lies in deepening engagement with its existing customer base. By progressively converting first-time borrowers into repeat users through disciplined credit-limit management, positive repayment reinforcement and increasingly informed behavioural decisioning, Kreon can grow customer lifetime value while improving acquisition efficiency.

During FY 2025–26, extension and repeat disbursements increased to ₹129.06 crore, representing 36.1% of total disbursement value, compared with ₹73.08 crore in FY 2024–25. Continued development of this repeat-borrower funnel offers a comparatively capital-efficient growth pathway because returning customers possess more established repayment and risk profiles than first-time borrowers.

Additional opportunities include:

- Expanding geographic reach and college-network coverage across India's growing higher-education ecosystem.
- Continuously refining alternate-data and behavioural credit models as repayment histories and customer-level insights accumulate.
- Introducing adjacent financial products for customers progressing through different life stages, including graduated credit limits for final-year students and customers transitioning into employment.
- Extending the Company's underwriting and digital-servicing capabilities into complementary customer segments and products.
- Building deeper technology, analytics, bureau, payment and institutional partnerships.





- Diversifying the Company's revenue base while preserving responsible underwriting and sound unit economics.

### Threats

#### Competitive intensity

The student and young-adult segment is increasingly attracting digital lenders, embedded-finance platforms and general-purpose personal-loan providers. Several participants offer instant, small-ticket credit with comparable tenure structures, creating competition for customer attention and increasing acquisition costs.

Certain student-focused competitors have also expanded into broader personal lending. Although this may reduce their direct concentration on the student segment, well-capitalised participants could re-enter or intensify competition through pricing, marketing or higher acquisition expenditure.

#### Regulatory evolution

The regulatory framework for digital lending and unsecured small-ticket credit continues to evolve. Further changes relating to customer protection, data usage, pricing, interest and fee structures, underwriting practices or digital-credit conduct may affect product design and operating flexibility.

The Company monitors regulatory developments closely and seeks to incorporate regulatory expectations into product architecture, operating processes and customer communication at an early stage.

#### Borrower-income volatility

The student demographic, by definition, generally lacks stable independent income. Portfolio behaviour may therefore be more sensitive to academic calendars, examination periods, semester-fee cycles, family cash flows and seasonal patterns than a conventional salaried-borrower portfolio.

#### Concentration risk

The Company's revenue and strategic focus remain substantially concentrated in digital, short-tenure student credit. While this specialisation has enabled Kreon to develop differentiated capabilities and customer knowledge, adverse developments affecting the student-lending segment could disproportionately affect performance relative to a more diversified financial institution.

The Company continues to evaluate opportunities to broaden its customer, product and revenue base while maintaining strategic and regulatory discipline.

#### SCOT Analysis

The following summarizes the Company's key strengths, challenges, opportunities, and threats, consistent with the discussion in the preceding and subsequent sections of this Management Discussion and Analysis.

|                                             | HELPFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                  | HARMFUL (to achieving the objective)                                                                                                                                                                             |
|---------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INTERNAL ORIGIN (Attributes of the Company) | <b>STRENGTHS</b> <ul style="list-style-type: none"> <li>• Multi-year specialisation in an underserved niche — cumulative disbursement of ₹1000+ Crore since 2018</li> <li>• Proprietary alternate-data underwriting for borrowers without income proof or credit history</li> <li>• Fully own-book lending — no DLG/FLDG or LSP dependency</li> </ul> | <b>CHALLENGES</b> <ul style="list-style-type: none"> <li>• Concentrated exposure to a single, non-income-earning borrower demographic</li> <li>• Gross NPA increased from 6.93% to 8.91% year-on-year</li> </ul> |

|                                             | HELPFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | HARMFUL (to achieving the objective)                                                                                                                                                                                                                                                                                                                                                          |
|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| INTERNAL ORIGIN (Attributes of the Company) | <b>STRENGTHS</b> <ul style="list-style-type: none"> <li>• Broad footprint across all Indian states and 39,897 colleges</li> <li>• FY25-26 financial turnaround — Total Income up 62.7%, swing from loss to profit</li> <li>• ISO/IEC 27001:2022 and ISO 9001:2015 certified</li> </ul>                                                                                                                                                                                                                  | <b>CHALLENGES</b> <ul style="list-style-type: none"> <li>• Collections function dependent on in-house calling staff, with attrition risk</li> <li>• Modest capital base (₹36.08 Crore Net Worth) relative to disbursement scale</li> </ul>                                                                                                                                                    |
| INTERNAL ORIGIN (Attributes of the Company) | <b>OPPORTUNITIES</b> <ul style="list-style-type: none"> <li>• Deepening wallet share — repeat disbursements already 36.1% of total disbursement value</li> <li>• Expansion of college and geographic coverage within India's growing higher-education base</li> <li>• Adjacent product development (e.g., MDPD earned-wage-access)</li> <li>• Ongoing evaluation of opportunities to diversify the revenue base</li> <li>• Improving underwriting precision as repayment history accumulates</li> </ul> | <b>THREATS</b> <ul style="list-style-type: none"> <li>• Concentrated exposure to a single, non-income-earning borrower demographic</li> <li>• Gross NPA increased from 6.42% to 8.51% year-on-year</li> <li>• Collections function dependent on in-house calling staff, with attrition risk</li> <li>• Modest capital base (₹36.08 Crore Net Worth) relative to disbursement scale</li> </ul> |

### 3. Segment / Product-wise Performance

The Company's performance during FY 2025–26 continued to be driven primarily by StuCred, its flagship digital credit platform. The year reflected Kreon's strategic progression towards a scalable, technology-led and data-driven lending model.

#### Scale and Reach

During FY 2025–26, the Company disbursed ₹357.61 crore across approximately 18.9 lakh transactions. This comprised ₹228.61 crore in fresh disbursements across 12.18 lakh loans and ₹129.06 crore in extension or repeat disbursements across 6.72 lakh transactions.

The average ticket size during the year was approximately ₹1,892, consistent with the Company's focus on short-tenure, small-ticket and high-frequency credit rather than conventional large-ticket unsecured lending.

The StuCred network expanded to cover 39,897 colleges, with customers present across all Indian states and Union Territories. Geographic distribution remained broad-based, with Andhra Pradesh contributing 23.3% of users, followed by Karnataka at 8.9%, Telangana at 8.8%, Tamil Nadu at 8.0% and Maharashtra at 7.7%.

This geographic spread reflects a deliberately digital distribution model rather than dependence on a single city, region or physical branch network.

#### User Funnel and Engagement

- Registered users increased to 10.21 lakh during the year.
- Approximately 2.23 lakh unique new transacting users were onboarded, including 2.03 lakh credit-bureau-approved users.
- Active users stood at 3.94 lakh as at the year-end.



- Repeat borrowers who had taken a second, third or subsequent loan reached 2.02 lakh.
- Customer retention was approximately 91%.
- StuCred maintained ratings of 4.1 on the App Store and 4.4 on the Play Store.
- Customer Acquisition Cost was maintained at approximately ₹96 against an internal ceiling of ₹150.

These indicators reflect the platform's ability to acquire customers efficiently, convert first-time users into recurring borrowers and maintain strong engagement within its target segment.

#### 4. Outlook

The Company's near-term priorities are centred on deepening engagement within its existing student customer base while progressively broadening its product capabilities and addressable market.

##### **Consolidating the Core Platform**

Having crossed annual disbursements of ₹357.61 crore and 50 lakh platform downloads, the Company intends to prioritise sustainable repeat usage over dependence on pure new-user acquisition.

Kreon will continue to use proprietary behavioural data, repayment histories, bureau information and internal credit-assessment systems to progressively extend credit limits to customers who demonstrate responsible repayment behaviour.

This approach is expected to improve customer lifetime value, lower marginal acquisition costs and strengthen underwriting visibility because repeat borrowers carry a more established risk profile than first-time users.

The Company will also continue investing in underwriting, collections and portfolio-management infrastructure. Planned initiatives include:

- AI-enabled reminders across pre-due and early post-due stages.

- Enhanced customer-segmentation and collections strategies.
- Continued development of CRIF-based and other bureau-led credit filters.
- Greater automation across underwriting, monitoring and servicing.
- Improved early-warning indicators and delinquency-management systems.
- More sophisticated behavioural scoring based on customer-level platform data.

##### **Product and Market Expansion**

Beyond its core student-credit platform, the Company is evaluating adjacent opportunities that build on its existing technology, underwriting capabilities, customer relationships and operating infrastructure.

These opportunities include:

- **MDPD – My Day Pay Day:** A proposed Earned Wage Access solution enabling salaried employees to access a portion of accrued wages before the scheduled payday through employer partnerships. The product would extend Kreon's digital underwriting, servicing and payment capabilities into the broader workforce.
- **Student commerce and lifecycle solutions:** Exploratory initiatives designed to support the financial, academic and early-career requirements of students beyond short-tenure credit.
- **Geographic and institutional deepening:** Building on the Company's network of 39,897 colleges to improve engagement, penetration and responsible customer acquisition across educational institutions.

##### **Long-term Direction**

Kreon's long-term strategy is to build a diversified, technology-led financial-services platform serving underserved and emerging communities across India. This strategy will remain anchored by StuCred's position in student credit and may be extended through complementary products such as MDPD and other customer-lifecycle solutions.

The Company will evaluate new opportunities based on regulatory clarity, customer relevance, capital availability, risk-adjusted returns and demonstrated unit economics. Material initiatives will move from evaluation to execution only after satisfying these criteria.

#### 5. Risks and Concerns

Given the nature of the Company's business—unsecured, small-ticket lending to a largely non-income-earning student demographic—credit quality, collections discipline, operational resilience, information security and regulatory compliance remain the principal risk considerations.

##### **Credit Risk and Asset Quality**

The Company's loan portfolio is unsecured and is extended to borrowers who may not possess independent income, established credit histories or collateral at the time of their first borrowing. The segment is therefore inherently more volatile than conventional salaried or secured retail lending.

| Metric                    | FY25-26   | FY24-25   |
|---------------------------|-----------|-----------|
| Gross NPA (%)             | 8.15%     | 6.42%     |
| Net NPA (%)               | 6.03%     | 5.60%     |
| Collection Efficiency (%) | 95.38%    | 95.22%    |
| 1–30 DPD (%)              | 64.80%    | 64.29%    |
| 31–60 DPD (%)             | 14.77%    | 15.84%    |
| 61–90 DPD (%)             | 8.86%     | 11.91%    |
| 90+ DPD (%)               | 16.53%    | 16.84%    |
| Write-offs (₹ Crore)      | ₹10.91 Cr | ₹11.91 Cr |

Collection Efficiency remained strong and improved marginally during the year. However, Gross NPA increased from 6.42% to 8.15%.

Management recognises that portfolio behaviour in this segment may be influenced by seasonal and cohort-specific factors, including academic calendars, examination periods, semester-fee cycles and the behaviour of first-time borrowers.

The Company continues to strengthen early-delinquency interventions, bureau filtering, alternate-data assessment, behavioural scoring and AI-enabled customer engagement to improve underwriting precision and portfolio outcomes.

##### **Concentration Risk**

The Company's performance remains substantially anchored in digital, short-tenure student credit. Any material change affecting student borrowing behaviour, higher-education participation, campus access or the regulatory treatment of digital lending may disproportionately affect the Company relative to a diversified NBFC.

This risk is partially mitigated by the Company's pan-India customer base and coverage of 39,897 colleges, which reduce dependence on any single region or institution. Kreon is also evaluating opportunities to diversify its customer segments, product capabilities and revenue streams over time.

##### **Regulatory Risk**

The Company operates within an evolving regulatory framework for digital lending. The RBI's Digital Lending Directions, 2025 and subsequent guidance relating to customer conduct, privacy, grievance redressal, unsecured credit and small-ticket lending may continue to develop.

Changes to interest, fee, pricing, data, underwriting or customer-communication requirements could affect product design and operating economics. Kreon continuously reviews its arrangements, customer journeys, policies and Standard Operating Procedures to maintain





regulatory alignment.

### Operational and Talent Risk

Collections and customer engagement depend materially on trained in-house personnel. The Company has therefore identified employee retention, performance management and capability development as important operational priorities.

Kreon continues to address these risks through structured incentives, training, career-progression frameworks and stronger employee engagement. AI-enabled calling is increasingly deployed for pre-due and early-stage delinquency, allowing trained human personnel to focus on later-stage accounts requiring judgement, negotiation and sustained engagement.

### Information Security and Technology Risk

As an app-based fintech platform, the Company is exposed to cybersecurity, technology availability, data-privacy and system-continuity risks.

During FY 2025–26, the Company reported no material cybersecurity incidents. Kreon maintained ISO/IEC 27001:2022 and ISO 9001:2015 certifications, conducted Vulnerability Assessment and Penetration Testing every six months, and maintained security-patch compliance above 98%.

The Company continues to strengthen application security, access controls, vendor-risk assessments, infrastructure monitoring, disaster-recovery capabilities and customer-data protection.

### 6. Internal Control Systems and Their Adequacy

The Company maintains a structured internal-control framework covering financial, operational, technology, information-security and quality-management processes. The framework is designed to safeguard assets, maintain accurate financial reporting, support regulatory compliance

and provide reasonable assurance over the effectiveness of business operations.

### Quality and Process Governance

The Company maintained its ISO 9001:2015 Quality Management System certification during FY 2025–26.

The quality-governance framework includes periodic internal audits, Standard Operating Procedure reviews, document-control processes and Management Review Meetings. Department-level Key Performance Indicators are monitored, and Corrective and Preventive Actions are implemented where required.

These mechanisms support greater process consistency, accountability and operating discipline as the Company scales.

### Information Security Controls

During the year, the Company transitioned its Information Security Management System to ISO/IEC 27001:2022, strengthening its governance over the confidentiality, integrity and availability of customer and organisational data.

Controls include:

- Periodic Vulnerability Assessment and Penetration Testing.
- Asset inventory and classification reviews.
- Access-control and privileged-user reviews.
- Vendor and third-party risk assessments.
- Security-incident response procedures.
- Disaster-recovery drills conducted on a half-yearly basis.
- Ongoing patching, monitoring and compliance reviews.

Security-patch compliance remained above 98% through the year, and no material cybersecurity incidents were reported.

### Collections and Credit Controls

Collection operations are supported by AI-enabled

calling for early-stage customer engagement, beginning approximately five days before the due date and continuing through the first ten days after delinquency.

This enables the Company to allocate human collections resources more effectively towards later-stage accounts requiring sustained engagement and judgement. The Company also continues to automate dashboards and Management Information Systems to improve real-time visibility into portfolio performance, customer behaviour and collections outcomes.

### Statutory and Internal Audit

The Statutory Auditors issued an unqualified opinion regarding the adequacy and operating effectiveness of the Company's Internal Financial Controls over financial reporting for FY 2025–26.

Internal Audit is conducted by an independent external firm, providing objective assessments of process and control effectiveness across material operational and financial functions. Findings and recommendations are reviewed by the Audit Committee of the Board, which oversees the Company's internal-control and risk-management framework.

### Adequacy

The Board and Management consider the Company's internal-control systems adequate and commensurate with its current size, scale and operating model.

As Kreon grows, the Company will continue investing in automation, governance, monitoring and control infrastructure to reduce manual intervention, enhance visibility and maintain appropriate control standards.

### 7. Discussion on Financial Performance with respect to Operational Performance

FY 2025–26 marked a decisive financial turnaround for the Company.

Total Income increased by 62.7% to ₹43.35 crore from ₹26.65 crore, supported by a 54.4% increase in disbursement value and a 65.5% increase in Assets Under Management to ₹49.17 crore.

Income growth significantly outpaced the increase in operating expenses. Total Expenses increased by 8.8% to ₹33.44 crore, demonstrating operating leverage as the technology platform scaled.

The Company moved from a Loss Before Tax of ₹4.07 crore in FY 2024–25 to a Profit Before Tax of ₹9.91 crore in FY 2025–26. Profit After Tax improved from a loss of ₹4.14 crore to a profit of ₹7.26 crore.

The improvement reflects a combination of revenue growth, operating efficiency, funding-cost optimisation and disciplined cost management.

| Metric                               | FY25-26   | FY24-25   | YoY Change |
|--------------------------------------|-----------|-----------|------------|
| Total Income (₹ Crore)               | ₹43.35 Cr | ₹26.65 Cr | 62.70%     |
| Total Expenses (₹ Crore)             | ₹33.44 Cr | ₹30.72 Cr | 8.80%      |
| Profit / (Loss) Before Tax (₹ Crore) | ₹9.91 Cr  | -₹4.07 Cr | Turnaround |
| Profit / (Loss) After Tax (₹ Crore)  | ₹7.26 Cr  | -₹4.14 Cr | Turnaround |
| Earnings Per Share – Basic (₹)       | ₹3.59     | -₹2.05    | Turnaround |
| Total Assets (₹ Crore)               | ₹76.59 Cr | ₹66.22 Cr | 15.60%     |
| Loans / AUM (₹ Crore)                | ₹49.17 Cr | ₹29.72 Cr | 65.50%     |
| Borrowings (₹ Crore)                 | ₹36.14 Cr | ₹31.66 Cr | 14.20%     |
| Net Worth (₹ Crore)                  | ₹36.08 Cr | ₹30.95 Cr | 16.60%     |



Return on Equity improved to 20.12%, while Return on Assets reached 10.17%, reflecting the improvement in profitability and capital productivity.

Provisioning for NPAs and standard assets moved from a net reversal of ₹0.33 crore in FY 2024–25 to a net charge of ₹0.88 crore in FY 2025–26, consistent with the increase in Gross NPA discussed earlier.

The Debt-Equity Ratio remained broadly stable at 1.00 times compared with 1.02 times in the previous year. Net worth increased by 16.6% to ₹36.08 crore, supported primarily by internal accruals. Paid-up share capital remained unchanged at ₹20.22 crore.

The Capital Adequacy Ratio improved to 49.45% from 45.25% and remained substantially above the applicable regulatory minimum, providing financial capacity for responsible balance-sheet growth.

| Metric                     | FY25-26 | FY24-25 | YoY Change |
|----------------------------|---------|---------|------------|
| Return on Equity (%)       | 20.12%  | -13.38% | Turnaround |
| Return on Assets (%)       | 10.17%  | -6.39%  | Turnaround |
| Debt-Equity Ratio (x)      | 1.00x   | 1.02x   | -2.10%     |
| Capital Adequacy Ratio (%) | 49.46%  | 45.25%  | 9.30%      |

## 8. Disclosure of Accounting Treatment

The Company's financial statements have been prepared in accordance with the applicable provisions of the Companies Act, 2013, the Indian Accounting Standards (Ind AS) notified under Section 133 of the Act, the relevant Rules made thereunder, and the guidelines and directions issued by the Reserve Bank of India applicable to Non-Banking Financial Companies (NBFCs).

The financial statements have been prepared on a historical cost basis, except for those financial instruments and other items that are required to be measured at fair value in accordance with the applicable accounting standards.

The accounting policies followed by the Company are consistent with those applied in the previous financial year, except where changes have been made to comply with revised accounting standards or regulatory requirements.

## 9. Material Developments in Human Resources

The Company's people strategy remained aligned with its objective of building a scalable, technology-led and financially inclusive institution.

During FY 2025–26, the workforce increased from 124 employees at the beginning of the year to 142 employees as at 31 March 2026. Recruitment supported the Company's expanding operations, including the establishment of the Indore office and the development of a dedicated in-house calling and business-process capability.

Women represented 44.37% of the total workforce, reflecting a male-to-female ratio of approximately 1.25:1. Seven members of senior management were women, reinforcing the Company's commitment to gender diversity in leadership.

Employees between the ages of 20 and 25 represented 55 of the Company's 142-member workforce, bringing fresh perspectives,

adaptability and early-career energy to the organisation.

The Company also strengthened its people-management and employee-engagement structures during the year. Dedicated functional and departmental leadership was established across key operating areas to improve supervision, accountability and capability development.

Employee-engagement initiatives included team events, festive celebrations, recognition programmes and structured communication. Mandatory compliance and POSH-awareness training was also conducted during the year.

Looking ahead, Kreon's human-resources priorities will include strengthening employee retention, conducting regular employee-connect sessions, improving feedback mechanisms, creating defined career-development pathways and continuing strategic hiring for technology, analytics, risk, product and operations.

The objective is to build a stable, high-performance and future-ready workforce capable of supporting the Company's next phase of institutional growth.

## 10. Details of Significant Changes in Key Financial Ratios

| Particulars                      | FY 2025-26 | FY 2024-25 | % Variance | Explanation for variance (25% or more)                                                                                                                                                                                                                                                                                                                           |
|----------------------------------|------------|------------|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) Interest Coverage Ratio      | 3.80       | (0.46)     | 926.09%    | The significant variation in this ratio is primarily attributable to the Company's transition from a loss in the previous financial year to a profit in the current financial year.                                                                                                                                                                              |
| (ii) Current Ratio               | 1.84       | 1.81       | 1.66%      | The Current Ratio improved marginally from 1.81 in FY 2024-25 to 1.84 in FY 2025-26, reflecting a modest strengthening of the Company's short-term liquidity position, driven by an increase in current assets relative to current liabilities. The year-on-year variation of 1.66% is well below the 25% threshold and does not represent a significant change. |
| (iii) Debt Equity Ratio          | 1.0016     | 1.02       | (1.80%)    | The Debt Equity Ratio remained largely stable, decreasing marginally from 1.02 in FY 2024-25 to 1.0016 in FY 2025-26. The variation is below the prescribed threshold of 25% and, therefore, does not constitute a significant change.                                                                                                                           |
| (iv) Operating Profit Margin (%) | 29.00%     | (4.69%)    | 718.34%    | The Operating Profit Margin improved from (4.69)% in FY 2024-25 to 29.00% in FY 2025-26, representing an improvement of 718.34 percentage points. The Company transitioned from an operating loss in the previous financial year to an operating profit in the current financial year, supported by higher business volumes and improved operating efficiencies. |
| (v) Net Profit Margin (%)        | 16.74%     | (15.54%)   | 208%       | The Net Profit Margin improved from (15.54)% in FY 2024-25 to 16.74% in FY 2025-26, representing an improvement of 208% percentage points. The Company transitioned from a net loss in the previous financial year to a net profit in the current financial year, resulting in a significant improvement in the Net Profit Margin.                               |





### Details of Change in Return on Net Worth (RoNW)

The change in the Return on Net Worth (RoNW) as compared to the immediately preceding financial year is on account of the Company's improved financial performance during FY 2025-26. The Company had reported a net loss in FY 2024-25, whereas it reported a net profit in FY 2025-26, resulting in a significant improvement in RoNW.

## 11. TECHNOLOGY & INNOVATION

Technology remains the cornerstone of the Company's business model and competitive differentiation.

StuCred has been built as a fully digital lending platform integrating customer onboarding, credit underwriting, fraud detection, collections management, customer engagement and compliance monitoring through proprietary technology and data-driven decision-making.

The Company continues to enhance its AI-assisted underwriting models using alternate data, repayment behaviour and continuously evolving credit analytics to improve underwriting precision while expanding financial inclusion responsibly.

During the year, the Company further strengthened automation across customer servicing, early-stage collections and operational workflows while continuing investments in cybersecurity, information security, disaster recovery and technology governance. These initiatives enable the Company to scale efficiently while maintaining strong operational controls and regulatory compliance.

Technology will remain central to the Company's future growth strategy as it expands both its product offerings and customer reach.

### Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations, or plans may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied, depending on economic conditions, government policies, regulatory developments, and other incidental factors. The Company assumes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by applicable law.





# REPORT ON CORPORATE GOVERNANCE

## Annexure-B

Corporate governance refers to fostering integrity, openness, responsibility, adherence to core principles, and ethical behaviour in business operations, while ensuring the interests of all stakeholders are duly considered.

In line with the Companies Act, 2013 (the “Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including subsequent amendments (collectively referred to as the “SEBI Listing Regulations”) and the applicable regulatory guidelines issued by the Reserve Bank of India for Non-Banking Financial Companies (the “NBFC Regulations”), the following report presents the governance framework and practices followed by Kreon Financial Services Limited (“the Company” or “KFSL”) during FY 2025–26.

It is evident that KFSL’s governance structure and its disclosures not only meet but significantly comply with applicable requirements mandated under these legal and regulatory frameworks. It enjoys the highest standards of ethical and responsible conduct of business to create value for all stakeholders.

It continues to focus on good corporate governance in line with emerging local and global standards. It understands and respects its fiduciary role in the corporate world.

### 1. CORPORATE GOVERNANCE PHILOSOPHY

At KFSL, corporate governance is not merely a regulatory requirement - it is a core expression of the Company’s unwavering commitment to transparency, ethical leadership, and responsible stewardship toward all stakeholders, including investors, employees, customers, and the broader community.

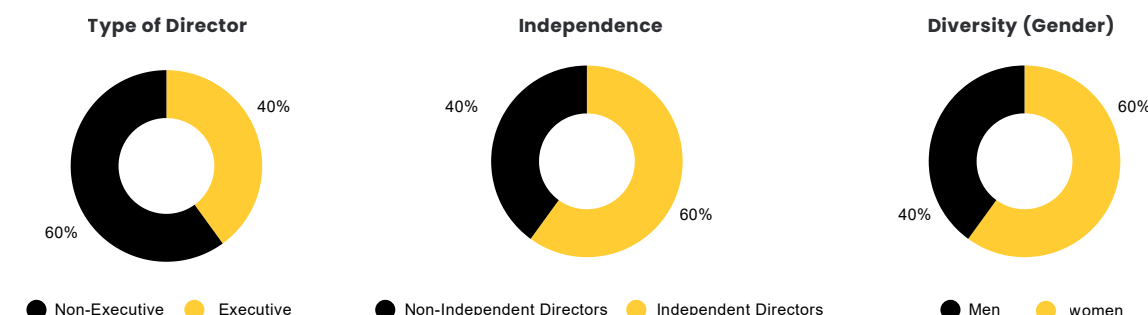
The Company’s governance philosophy is anchored in intellectual integrity and goes beyond statutory compliance to promote leadership and long-term organizational resilience. This commitment is reflected through a robust Code of Conduct for Directors and Senior Management, well-structured Board-level governance framework, and strong internal audit and control mechanisms. Together, they ensure the highest standards of transparency, accountability, and ethical conduct in all operations and disclosures.

By embedding these values into its corporate fabric, the KFSL enables the Board and Management to make informed decisions, ensures prudent financial management, and creates sustained value for shareholders - all while nurturing a culture of professionalism, trust, and openness.

### 2. BOARD OF DIRECTORS

The Board holds the overall accountability for overseeing the Company’s operations, strategic direction, and performance outcomes. Serving a fiduciary function, it offers leadership and steers the Company with a forward-looking vision, while maintaining an independent and balanced perspective. In carrying out its duties, the Board ensures that the management upholds high standards of ethical conduct, maintains transparency, and complies with all disclosure norms.

#### Composition Analysis:



#### a) Composition of Board of Directors

The Board remains broad-based and consists of eminent individuals from industrial, managerial, compliance, financial, banking and marketing backgrounds with considerable expertise and experience to guide the Management in the operations of the Company. The Board composition is in conformity with Regulation 17 of the SEBI Listing Regulations and Section 149 of the Act.

As on the date of this report, the Board comprises of a judicious combination of two Executive Director and three Non-Executive Independent Directors out of which two are Independent Woman Director. The Chairman of the Board is a Promoter-Executive Director. To be in line with the Company’s philosophy on Corporate Governance, all statutory subjects are placed before the Board to discharge its responsibilities as trustees of the shareholders.





# BOARD OF DIRECTORS



**JAIJASH TATIA**

Chairman and Managing  
Director/ Promoter  
DIN: 08085029

**Appointed:** 01.09.2024  
**No. of shares held in KFSL:** 39,74,300  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-1, C-0

## **Skills / Expertise**

- Integrity
- Ability to function as Team
- Leadership Quality
- Commitment
- Vision and Innovation



**RAJASHREE SANTHANAM\*\***

Non-Executive Independent  
Director  
DIN: 07162071

**Appointed:** 01.04.2025  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 3  
**Committee Positions (including KFSL):** M-4, C-4

## **Skills / Expertise**

- Leadership Skills
- Finance
- Corporate Laws
- Taxation

**Appointed:** 01.09.2024  
**No. of shares held in KFSL:** 30,00,000  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-1, C-0

## **Skills / Expertise**

- Integrity
- Leadership Skills
- Ability to function as Team
- Commitment
- Vision and Innovation



**HENNA JAIN**

Joint Managing Director /  
Promoter  
DIN: 08383395

**Appointed:** 01.04.2025  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-2, C-1

## **Skills / Expertise**

- Leadership Skills
- Finance
- Corporate Law
- Insolvency



**MUTHUSAMY MENAKA\*\***

Non-Executive Independent  
Director  
DIN: 10550690

**Appointed:** 01.04.2025  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-2, C-1

## **Skills / Expertise**

- Leadership Skills
- Finance
- Corporate Law
- Insolvency



**ANAND MANOHARLAL**

Non-Executive Independent  
Director  
DIN: 10718528

**Appointed:** 06.08.2024  
**No. of shares held in KFSL:** NIL  
**Directorships (including KFSL):** 1  
**Committee Positions (including KFSL):** M-2, C-0

## **Skills / Expertise**

- Leadership Skills
- Finance
- International Business
- Financial crime

\*\*re-appointed by the Company through Postal ballot w.e.f April 01, 2025, for second tenure of five consecutive years.  
M = Committee Memberships and C = Committee Chairpersonships of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee across all public companies, including the Company. Directorship held in other private limited companies, foreign companies, Section 8 companies. Alternate directorship has not been considered.

Mrs. Rajashree Santhanam is a Director of Panasonic Carbon India Company Limited and serves as a Member of its Audit Committee and Nomination and Remuneration Committee. She is also a Director of Panasonic Appliances India Company Limited, where she serves as the Chairperson of the Nomination and Remuneration Committee and Stakeholders Relationship Committee and as a Member of the Audit Committee.



## NOTES:

1. Mr. Jaijash Tatia and Mrs. Henna Jain are related to each other.
2. Details of the Director retiring or being re-appointed at the ensuing AGM are furnished in the Notice convening the AGM of the shareholders along with their brief profile.
3. None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.
4. The criteria for making payments to Non-Executive Directors are available on the website of the Company at [www.kreon.in](http://www.kreon.in).
5. The independence of a Director is determined by the criteria stipulated under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act.
6. None of the Directors on the Board holds directorship in more than 20 companies or more than 10 public companies whether listed or not. Necessary disclosures regarding directorship positions in other companies as on March 31, 2026, have been provided by the Directors.
7. None of the Directors of the Company holds the position of Independent Director in more than seven listed companies.
8. None of the Directors on the Board is a member of more than 10 Committees or Chairperson of more than 5 Committees pursuant to Regulation 26 of the SEBI Listing Regulations across all the public companies, whether listed or not, in which he is a director. Necessary disclosures regarding positions in Committees in other companies as on March 31, 2026, have been made by the Director

## b) Board Meetings

During FY 2025-26, four (4) Board Meetings were held in compliance with the applicable Act and Regulations. The meetings were conducted through video conferencing and were deemed to have been held at the Registered Office of the Company, inter alia, to review and approve the quarterly financial results and to deliberate on matters relating to the Company's business

operations, policies, and strategies.

The Board Meetings were held on the following dates: May 16, 2025, July 25, 2025, November 06, 2025, and February 13, 2026. The meetings were convened and conducted as per the provisions of the Act, SEBI Listing Regulations, Secretarial Standards on Meetings of the Board of Directors (the "SS-1") and necessary quorum was present for all the above-mentioned meetings. The gap between either of the two meetings did not exceed 120 days as per the requirements of Regulation 17(2) of the SEBI Listing Regulations and provisions of the Act.

*The details of attendance of each Director at the Board Meeting and the Annual General Meeting are given below:*

| Name of the Director | No. of Board Meetings held | No. of Board Meetings attended | Attendance at AGM |
|----------------------|----------------------------|--------------------------------|-------------------|
| Jaijash Tatia        | 4                          | 4                              | Yes               |
| Henna Jain           | 4                          | 4                              | Yes               |
| Rajashree Santhanam  | 4                          | 4                              | Yes               |
| Muthusamy Menaka     | 4                          | 4                              | Yes               |
| Anand Manoharlal     | 4                          | 3                              | Yes               |

## c) Separate Meeting of Independent Directors

Pursuant to Regulation 25(3) of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on February 12, 2026, where only the Independent Directors of the Company were present.

## d) Relationship among Directors on the Board

Mr. Jaijash Tatia, Chairman and Managing Director, is the brother of Mrs. Henna Jain, Joint Managing Director. None of the other Directors are related to each other.

## e) Opinion of the Board on Independent Directors

Based on the declarations received from the Independent Directors and after due assessment of the veracity thereof, the Board is of the opinion that all the Independent Directors fulfil the conditions of independence as specified under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. The Board is also satisfied that the Independent Directors possess the requisite integrity, expertise, experience (including proficiency where applicable), and competencies required to effectively discharge their duties.

## f) Compliance with Code of Conduct for Board of Directors and Senior Management Personnel

Mr. Jaijash Tatia, Chairman and Managing Director, declared that the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct for the Board of Directors and Senior Management Personnel during FY 2025-26

## g) Familiarization programmes imparted to Independent Directors

During FY 2025-26, the Independent Directors were familiarised with the Company's business model, regulatory developments applicable to NBFCs, risk management framework, internal financial controls, information security, customer grievance mechanism, and strategic initiatives. The details of the familiarisation programmes, including the number of programmes conducted, hours spent and cumulative hours, are available on the Company's website at [Familiarization Program 2025-26](#).

## h) Resignation of an Independent Director

During the year under review, no Independent Director has resigned from the Company.

## i) Senior Management

Particulars of the Senior Management and changes therein, from the close of the previous financial year:

| S. No | Name                      | Designation                              |
|-------|---------------------------|------------------------------------------|
| 1     | Shoba Nahar               | Chief Financial Officer                  |
| 2     | Niharika Goyal            | Chief Compliance Officer                 |
| 3     | Vidyalakshmi Rajagopalan* | Company Secretary and Compliance Officer |
| 4     | Riddhi Lunkad**           | Chief Strategy Officer                   |
| 5     | Parthiban Nandakumar      | Head – IT & infrastructure               |
| 6     | Prathapa Reddy            | Head - Product & Technology              |
| 7     | Rashmi Balakrishnan       | Head - Marketing & Brand Strategy        |
| 8     | Evangeline Jebamalar      | Head - KYC & Support                     |
| 9     | Uma Maheshwari            | Head - Quality Assurance                 |
| 10    | William S Ramiah          | Head - Collections                       |
| 11    | Madhan Mohan***           | Head – Data Analytics                    |

\*Vidyalakshmi Rajagopalan, Company Secretary & Compliance Officer resigned on April 15, 2025

\*\*Riddhi Lunkad was appointed as the Chief Strategy Officer w.e.f February 13, 2026.

\*\*\*Madhan Mohan, Head – Data Analytics, resigned on December 15, 2025.

## j) Core skills/expertise/competence available with the Board

The Board is comprised of qualified members who possess the required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.





# BOARD OF DIRECTORS



## JAIJASH TATIA

Chairman and Managing Director

Jaijash Tatia is a business graduate from Regents University, London, specializing in Financial Economics and Business Management consisting of various courses including Asset Management and Risk Management. He has undergone various additional modules such as Managerial and Financial Accounting and Statistics at City University, London, United Kingdom. The Company benefited from his knowledge and expertise.



## MUTHUSAMY MENAKA

Independent Director

She is a Finance professional, a postgraduate in Commerce and Masters in Business Administration with more than 15 years of vast experience in the areas of accountancy, finance, audits, corporate laws and taxation.



## HENNA JAIN

Joint Managing Director

Henna Jain, a flourishing young entrepreneur, has been one of the core team members at the helm of StuCred since August 2017 and has been positively contributing to the areas of marketing and business operations. She has completed Master of Business Administration (MBA) from Columbia Business School, USA, and Master of Arts (Hons) in International Relations and Economics from the University of St. Andrews, Scotland. To constantly expand her knowledge and expertise, she has completed 3 advanced level online courses in Marketing, specializing in Social Media Marketing from Northwestern University, USA.



## ANAND MANOHARLAL

Independent Director

He is an experienced professional with over 20 years of financial experience, operational and leadership skills gained through management roles in several international businesses including financial crime, accounting and auditing principles and methodologies. His professional achievements include developing and executing a comprehensive risk-based internal audit plan across diverse sectors including banking, telecom, oil and gas and real estate, successfully implementing Oracle ERP in contracting divisions, ensuring internal controls and best practices, etc.



## RAJASHREE SANTHANAM

Independent Director

She is a Practicing Company Secretary. She is a Graduate in Law, a Postgraduate in Commerce, Fellow Member of the Institute of Company Secretaries of India, an Insolvency Professional and a Registered Valuer, registered with Insolvency and Bankruptcy Board of India. She has vast experience of over 35 years in the areas of Insurance, Finance, Legal, Insolvency and Valuation.





### 3. BOARD COMMITTEES

The Board has constituted various committees to deal with specific areas and activities which concern the Company and needs a closer check. The Committees are formed with the Board's approval and function under their respective charters which defines the scope, powers and composition of the Committee. These Committees play an important role in the overall management of the day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals and take necessary steps to perform their duties entrusted by the Board. The composition of various Committees of the Board is available on the website of the Company at [www.kreon.in](http://www.kreon.in)

As on March 31, 2026, we have the following Committees of the Board as under:

- A) Audit Committee.
- B) Nomination and Remuneration Committee.
- C) Stakeholders Relationship Committee.

### 4. AUDIT COMMITTEE

As a measure of good Corporate Governance and to assist the Board in fulfilling its responsibilities, an Audit Committee has been constituted consisting majorly of Independent Directors. The primary objective of the Audit Committee is to exercise effective control and supervision over the financial reporting to ensure accurate, timely and proper disclosure of the financials of the Company. The power, roles, and functions of the Audit Committee cover the areas contemplated under Regulation 18 of the SEBI Listing Regulations and Section 177 of the Act.

The Committee consists of four Directors out of which three are Independent Directors. The Chairperson of the Committee is also an Independent Director. The Company Secretary acts as Secretary to the Committee. The Chief Financial Officer, Statutory Auditors and Internal Auditors of the Company are regular invitee(s) to the Audit Committee meeting.

#### a) Composition of Audit Committee

All the Members of the Audit Committee are financially literate and possess the requisite financial/business acumen to specifically investigate the internal controls and audit procedures. The Committee undertakes periodic discussions with the Statutory Auditors, for financial statements of your Company. Also, quarterly/half-yearly/annual financial results along with limited review report or auditor's report are reviewed by the Audit Committee before consideration and approval by the Board of Directors.

The composition of the Audit Committee and attendance of its Members during FY 2025-26 is as follows:

| Name of the Member  | Designation in Committee | Category of Director           | Meetings held | Meetings attended |
|---------------------|--------------------------|--------------------------------|---------------|-------------------|
| Rajashree Santhanam | Chairperson              | Independent Director           | 4             | 4                 |
| Muthusamy Menaka    | Member                   | Independent Director           | 4             | 4                 |
| Anand Manoharlal    | Member                   | Independent Director           | 4             | 3                 |
| Jaijash Tatia       | Member                   | Chairman and Managing Director | 4             | 4                 |

#### b) Meetings of Audit Committee

During FY 2025-26, four (4) meetings of the Audit Committee were held with the necessary quorum on May 16, 2025, July 25, 2025, November 06, 2025, and February 13, 2026. The maximum gap between any two consecutive meetings did not exceed 120 days as per the Act and SEBI Listing Regulations.

#### c) Recommendations of Audit Committee

During FY 2025-26, all recommendations made by the Audit Committee were accepted by the Board of Directors.

#### d) Terms of reference

As per Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Act, the Audit Committee has been entrusted with the following responsibilities and terms of reference:

- oversight of the financial reporting process and the disclosure of the financial information to ensure that the financial statements are correct, sufficient, and credible;
- recommendation for appointment, remuneration, and terms of appointment of Auditors of the Company;
- approval for payment to Statutory Auditors for any other services rendered by them;
- reviewing, with the Management, the following:
  - a. the quarterly/half-yearly/annual financial statements and limited review report / auditor's report thereon before submission to the Board for approval;
  - b. performance of statutory auditors and internal auditors;
  - c. adequacy of internal control systems;
  - d. matters required to be included in the Director's Responsibility Statement (which forms part of Board Report) in terms of Section 134(3)(c) of the Act;
  - e. changes, if any, in accounting policies and practices and reasons for the same;
  - f. major accounting entries involving estimates based on the exercise of judgment by the Management;
  - g. significant adjustments made in the financial statements arising out of the audit findings;
  - h. compliance with listing and other legal requirements relating to financial statements;
  - i. disclosure of any related party transactions;
  - j. modified opinion(s) in the draft audit report, if any;
  - k. the statement of uses / application of funds raised through an issue (public issue, right 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.

- reviewing and monitoring the auditor's independence and performance, and effectiveness of the audit process;
- approval or any subsequent modification of transactions of the Company with the related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of the undertakings or assets of the Company;
- evaluation of internal financial controls and risk management systems;
- reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official head of the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up thereon;
- 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 material nature and reporting the matter to the Board;
- 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;
- 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;
- to review the functioning of the vigil mechanism / whistle blower policy;
- approval for appointment of Chief Financial Officer after assessing the qualifications, experience, and background of the proposed candidate;
- consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;





- such other role/functions as may be specifically referred to the Committee by the Board and/or other committees of Directors of the Company and specified in the SEBI Listing Regulations or Act.

## 5. NOMINATION AND REMUNERATION COMMITTEE

The Board constituted a Nomination and Remuneration Committee (the “NRC”) pursuant to the provisions of Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations.

### a) Composition of the NRC

The present NRC comprises three Non-Executive Independent Directors viz. Mrs. Rajashree Santhanam, Mrs. Muthusamy Menaka and Mr. Anand Manoharlal.

Mrs. Rajashree Santhanam, Non-Executive Independent Director, acts as the Chairperson of the Committee. Mrs. Niharika Goyal, Chief Compliance Officer, acts as the Secretary to the Committee.

### b) Terms of reference

The powers, role, and terms of reference of the NRC cover the areas as contemplated under Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, as well as other terms as specified by the Board. It has been entrusted with the responsibility to review and grant annual increments, vary and/or modify the terms and conditions of appointment/re-appointment including remuneration and perquisites, commission, etc. payable to Directors within the overall ceiling of remuneration.

The terms of reference of the NRC include the following

- to formulate criteria for determining qualifications, positive attributes, and independence of a director;

- to recommend to the Board, a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- for every appointment of an Independent Director, the NRC shall evaluate the balance of skills, knowledge and experience on the Board and based on such evaluation, prepare a description of the role and capabilities required for an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. To identify suitable candidates, the Committee may:

- a) use the services of external agencies, if required;
- b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
- c) consider the commitments of the candidates.

- to formulate criteria for evaluation of performance of Independent Directors and the Board as whole;
- to devise a policy on diversity of Board of Directors;
- to identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- whether to extend or continue the terms of appointment of the Independent Director, on the basis of the performance evaluation report of Independent Directors;
- to ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality which are required to run the Company successfully;
- to see that relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- to make sure that the remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives

appropriate to the working of the Company and its goals;

- to recommend to the Board all remuneration, in whatever form, payable to Senior Management;
- such other role/functions as may be specifically referred by the Board or other Committees or mentioned in the SEBI Listing Regulations.

### c) Performance evaluation criteria

In terms of the requirement with the Act and SEBI Listing Regulations, the NRC has formulated a criterion for evaluation of the performance of Board, individual Directors, Chairman and the Board Committees. The criteria cover the areas relevant to the functioning of the Board and its Committees such as its composition, structure, oversight, effectiveness, performance, skill set, knowledge, strategy, and risk management. The individual Directors, particularly the Independent Directors, were evaluated on parameters such as integrity, participation, skill, and knowledge, independent judgment, preparation, conduct, and effectiveness.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations, and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interests of the Company and its minority shareholders, etc.

The performance evaluation of the Board, Committees of the Board, Chairman, Executive Directors and Independent Directors was carried out in accordance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The Independent Directors evaluated the performance of the Chairman, Non-

Independent Directors and the Board as a whole. The Board also evaluated the performance of its Committees based on their effectiveness in discharging their respective responsibilities.

### d) Meetings of NRC and attendance of Members during the year under review

During FY 2025-26, the NRC met four times on May 16, 2025, July 25, 2025, November 06, 2025, and February 12, 2026, respectively.

| Name of the Member  | Designation in Committee | Category of Director | Meetings held | Meetings attended |
|---------------------|--------------------------|----------------------|---------------|-------------------|
| Rajashree Santhanam | Chairperson              | Independent Director | 4             | 4                 |
| Muthusamy Menaka    | Member                   | Independent Director | 4             | 4                 |
| Anand Manoharlal    | Member                   | Independent Director | 4             | 3                 |

### e) Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company is available on the Company’s website and lays down the criteria for appointment, remuneration and evaluation of Directors, Key Managerial Personnel and Senior Management Personnel.

## 6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (the “SRC”) oversees and monitors, inter alia, transfer/transmission of securities, investors’ grievances such as complaints on the transfer of shares, non-receipt of annual report, non-receipt of declared dividends, dematerialization/rematerialization, etc. and redressal thereof within the purview of the guidelines set out in the SEBI Listing Regulations.



The Committee also review matters of issue of duplicate share certificates, approval/rejection of application for dematerialization, sub-division, consolidation, transposition, and thereupon issue of share certificates to the shareholders, etc.

The roles and responsibilities of the said Committee as prescribed under the Act and SEBI Listing Regulations are mentioned under the terms of reference of the Committee.

#### a) Constitution and Composition of the Committee

The present SRC comprises of three Directors viz. Mrs. Muthusamy Menaka, Mrs. Rajashree Santhanam and Mrs. Henna Jain. Mrs. Muthusamy Menaka, Non-Executive Independent Director, acts as the Chairperson of the Committee. Ms. Niharika Goyal, Chief Compliance Officer, acts as the Secretary to the Committee.

#### b) Terms of Reference

This Committee has been entrusted with the following role and responsibilities:

- resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non receipt of the annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc;
- review of measures taken for the effective exercise of voting rights by shareholders;
- review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent (RTA);
- review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the Shareholders of the Company;
- looking into the redressal of shareholders' and investors' complaints and other areas of investor services;

- such other role/functions as may be specifically referred to the Committee by the Board of Directors and/or other Committees of Directors of the Company and/or mentioned in the SEBI Listing Regulations.

#### c) Number of Shareholders' complaints during FY 2025-26

|                                                        |   |
|--------------------------------------------------------|---|
| Number of complaints received during FY 2025-26        | 0 |
| Number of complaints not resolved as of March 31, 2026 | 0 |
| Number of pending complaints as on March 31, 2026      | 0 |

#### d) Meeting of SRC and attendance of Members during the year under review

During FY 2025-26, one meeting of the SRC was held on February 12, 2026 and attendance of Members is given below.

| Name of the Member  | Designation in Committee | Category of Director               | Meetings held | Meetings attended |
|---------------------|--------------------------|------------------------------------|---------------|-------------------|
| Muthusamy Menaka    | Chairperson              | Non-Executive Independent Director | 1             | 1                 |
| Rajashree Santhanam | Member                   | Non-Executive Independent Director | 1             | 1                 |
| Henna Jain          | Member                   | Joint Managing Director            | 1             | 1                 |

#### e) Delegated authority for share transfers and connected work

| Name                                      | Designation                        | Address                                                                                                                | Contact      | Email ID                                                                                                                       |
|-------------------------------------------|------------------------------------|------------------------------------------------------------------------------------------------------------------------|--------------|--------------------------------------------------------------------------------------------------------------------------------|
| Niharika Goyal                            | Chief Compliance Officer           | No. 26, 22nd Street, Rathinam Nagar, Thiruvanniyur, Chennai – 600041                                                   | 9363485087   | <a href="mailto:investor.relations@kreon.in">investor.relations@kreon.in</a> /<br><a href="mailto:cs@kreon.in">cs@kreon.in</a> |
| Purva Sharegistry (India) Private Limited | Registrar and Share Transfer Agent | Unit No-9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai – 400 011 | 022-23018261 | <a href="mailto:support@purvashare.com">support@purvashare.com</a>                                                             |

#### 7. REMUNERATION OF DIRECTORS

| Particulars             | Managing Director | Joint Managing Director | Independent Directors |                  |                  |
|-------------------------|-------------------|-------------------------|-----------------------|------------------|------------------|
|                         | Jaijash Tatia     | Henna Jain              | Rajashree Santhanam   | Muthusamy Menaka | Anand Manoharlal |
| Sitting Fees            | 1,20,000/-        | 90,000/-                | 1,70,000/-            | 1,70,000/-       | 1,20,000/-       |
| Salaries and Allowances | 60,00,000/-       | 60,00,000/-             | -                     | -                | -                |
| Perquisites             | -                 | -                       | -                     | -                | -                |
| Commission/ Bonus       | -                 | -                       | -                     | -                | -                |
| Diwali gift             | 3,67,602/-        | 3,67,602/-              | -                     | -                | -                |
| Total                   | 64,87,602/-       | 64,57,602/-             | 1,70,000/-            | 1,70,000/-       | 1,20,000/-       |
| Stock Options           | -                 | -                       | -                     | -                | -                |
| Severance fees          | -                 | -                       | -                     | -                | -                |

#### NOTES:

- No performance-linked incentives are paid to any of the Directors.
- The Company has not entered into any Service Contract with the Directors, except agreement with Mr. Jaijash Tatia and Mrs. Henna Jain.
- The notice period for Executive Directors shall

be three months. Further, there is no notice period for Independent Directors of the Company.

- The Company does not pay any severance fees to any of the Directors.
- The Independent Directors shall not be entitled to participate in the Stock Option scheme, if any, introduced by the Company.





## 8. GENERAL BODY MEETINGS

### a) Details of the last three AGMs

| Year    | Location                 | Date       | Time     | Special Resolutions Passed                                                                                                                                                                                                                                                            |
|---------|--------------------------|------------|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2022-23 | Through Video Conference | 28.07.2023 | 11:00 AM | <ul style="list-style-type: none"> <li>Approval of the issuance of Non-Convertible Debentures.</li> </ul>                                                                                                                                                                             |
| 2023-24 | Through Video Conference | 28.06.2024 | 12:15 PM | <ul style="list-style-type: none"> <li>Appointment of Mrs. M. Menaka (DIN:10550690) as an Independent Director</li> <li>Appointment of Mrs. Rajashree Santhanam (DIN:07162071) as an Independent Director</li> <li>Approval of the issuance of Non-Convertible Debentures.</li> </ul> |
| 2024-25 | Through Video Conference | 29.08.2025 | 11.00 AM | <ul style="list-style-type: none"> <li>Amendment of Memorandum of Association of the Company</li> </ul>                                                                                                                                                                               |

#### NOTES:

- Meetings held through the video conferencing ("VC") shall be deemed to have been held at the Registered Office of the Company.
- All resolutions placed before the Members at the last three (3) AGM's were passed by the Members.

### b) Special Resolution passed through postal ballot

| Date of Postal Ballot Notice | Resolution passed through Postal Ballot                                               | Votes in favour/against the resolution        | Approval date | Date of Scrutinizer Report |
|------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------|---------------|----------------------------|
| 16.05.2025                   | Re-appointment of Mrs. Rajashree Santhanam as the Independent Director of the Company | Votes in favour: 14421663<br>Votes against: 0 | 20.06.2025    | 20.06.2025                 |
|                              | Re-appointment of Mrs. Menaka Muthusamy as the Independent Director of the Company.   | Votes in favour: 14421663<br>Votes against: 0 |               |                            |
| 13.02.2026                   | Appointment of Mrs. Riddhi Lunkad as the Chief Strategy Officer of the Company.       | Votes in favour: 9954965<br>Votes against: 0  | 20.03.2026    | 20.03.2026                 |

As on the date of this report, your Company does not propose to pass any special resolution for the time being by way of postal ballot.

### c) Procedure for Postal Ballot

The postal ballot is conducted in accordance with the provisions contained in Section 110 and any other applicable provisions, if any, of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014. The shareholders are provided with the facility to vote through remote e-Voting. The postal ballot notice is sent to the shareholders as per the permitted mode wherever applicable. The Company also publishes a notice in the newspapers in accordance with the requirements under the Act.

Shareholders holding equity shares as on the cut-off date may cast their votes through e-Voting during the voting period decided for the said purpose. After completion of scrutiny of votes, the Scrutinizer submits his report to the Chairman and the results of voting by postal ballot are announced within the time prescribed under law. The results are displayed on the website of the Company and communicated to the Stock Exchanges, Depositories and RTA. The resolutions, if passed by the requisite majority, are deemed to have been passed on the last date specified for receipt of duly completed postal ballot forms or e-Voting.

However, during FY 2025-26, the Company did not send the physical ballot paper forms due to relaxation provided by Ministry of Corporate Affairs. Your Company has followed the aforesaid procedure stipulated in the Act and has carried out Postal Ballot for the item mentioned above.

#### d) Person who conducted the postal ballot exercise

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer for conducting both the postal ballots through remote e-voting process in accordance with the applicable provision of the Act and SEBI Listing Regulations, during the year under review.

There is no immediate proposal for passing any resolution through postal ballot. However, if required, the same shall be passed in compliance with provisions of the Act, the SEBI Listing Regulations or any other applicable laws.

## 9. MEANS OF COMMUNICATION

As per Regulation 33 of the SEBI Listing Regulations, the Board approves the financial results in the proforma prescribed by the SEBI within the statutory period and announces forthwith the results to the stock exchange where the shares of the Company are listed and publishes the financial results in the Newspapers viz. Trinity Mirror (English) and Makkal Kural (Tamil).

The quarterly/annual financial results are also available on the website of the Company at [www.kreon.in](http://www.kreon.in) and Stock Exchange website at [www.bseindia.com](http://www.bseindia.com). Official press/news releases and presentations on investor calls made by the Company from time to time and presentations made to investors and analysts are displayed on the Company's website. All material information about the Company is promptly sent to the Stock Exchange where shares are listed and to the media and the investor community.

## 10. GENERAL SHAREHOLDER INFORMATION

### a) Registered Office

Kreon Financial Services Limited  
No. 26, 22nd Street, Rathinam Nagar,  
Thiruvannamiyur, Chennai – 600041, Tamil Nadu,  
India  
Ph – 93634 85087  
Email ID - [investor.relations@kreon.in/cs@kreon.in](mailto:investor.relations@kreon.in/cs@kreon.in)

### b) Annual General Meeting

The 32<sup>nd</sup> Annual General Meeting of the Company shall be held on August 26, 2026, Wednesday at 11:00 AM through Video Conference in accordance with Ministry of Corporate Affairs ("MCA") and SEBI circulars.


**c) Financial calendar (proposed) for FY 2026-27**

| Quarter                      | Period ending     | Date / Period                  |
|------------------------------|-------------------|--------------------------------|
| First Quarter                | 30 June 2026      | Declared on July 28, 2026      |
| Second Quarter/<br>Half-Year | 30 September 2026 | On or before November 14, 2026 |
| Third Quarter                | 31 December 2026  | On or before February 14, 2027 |
| Fourth Quarter /<br>year     | 31 March 2027     | On or before May 30, 2027      |
| Annual General Meeting       | 31 March 2027     | July/August 2027               |

**d) Trading Window Closure**

The trading restriction shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results or as may be deemed fit to the Chief Compliance Officer.

**e) Dividend payment and book closure date**

Your Company has not declared any dividend so far.

**f) Listing at Stock Exchanges**

The equity shares of the Company are listed on the Bombay Stock Exchange Limited (BSE), having its registered office at Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. The annual listing fees for FY 2025-26 have been duly paid to the said stock exchange.

**g) Stock Code**

BSE Stock Code: 530139  
ISIN: INE302C01018

**h) Registrar and Share Transfer Agent**

Purva Sharegistry (India) Private Limited  
No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel, Mumbai, Maharashtra - 400 011, India  
Ph: 022-4961 4132 /022-3522 0056 / 022-49700138  
Email: [support@purvashare.com](mailto:support@purvashare.com)  
Website: [www.purvashare.com](http://www.purvashare.com)

**i) Share transfer system**

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 01, 2019, except in case of request received for transmission or transposition or re-lodgment of securities. Members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Transfer of equity shares in electronic form are effected through the depositories with no involvement of the Company.

As per SEBI notification SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 read with SEBI Press Release dated December 03, 2018, the requests for effecting transfer of securities (except in case of transmission, transposition or re-lodgment of securities) is not being processed after March 31, 2019, unless the securities are held in the dematerialized form with the depositories.

**INFORMATION FOR PHYSICAL SHAREHOLDERS**

Pursuant to the applicable circulars, on common and simplified norms for processing investor's service, shareholders holding shares in physical form, to furnish the following documents mandatorily to Company/RTA to lodge grievance or avail service request from the RTA and further shall not be eligible for receipt of dividend in physical mode w.e.f. April 01, 2024.

- Valid PAN including all Joint Shareholders duly linked with Aadhaar and KYC details (Form

ISR-1);

- Bank Account details (Bank Name, Branch, Bank Account No, IFSC Code and MICR code) (Form ISR-1);
- Address with pincode, email ID and mobile number (Form ISR-1);
- Specimen Signature (Form ISR-2);
- Registration of Nominee (Form No. SH-13) or Declaration for opting-out of Nomination (Form ISR- 3)

Details of the above forms are available on the website of the Company as well as RTA's website. Necessary communication through letters has already been sent to all the shareholders.

**j) Shares suspended from trading**

During FY 2025-26, the shares of your Company were not suspended from trading on the stock exchange.

**k) Dematerialization of shares**

Trading in shares of the Company is permitted only in dematerialized form. As of March 31, 2026, 94.43% of equity shares of the Company are in dematerialized form.

**i) Outstanding ESOPs / GDRs / ADRs / Warrants or any convertible instruments, conversion date, and likely impact on equity**

Not Applicable

**m) Commodity price risk or foreign exchange risk and hedging activities**

Not Applicable

**n) Credit Rating**

Not Applicable

**o) Disclosure of 'loans and advances in the nature of loans to firms/companies in which directors are interested' by name and amount**

No Loans were advanced to firms/companies in which directors are interested during the financial year ended March 31, 2026

**p) Plant Locations**

The Company does not have any plant location.

**q) Market Price Data**

| Month     | Share Price (Rs.) |       |         | Month    | Share Price (Rs.) |       |         |
|-----------|-------------------|-------|---------|----------|-------------------|-------|---------|
|           | High              | Low   | Closing |          | High              | Low   | Closing |
| Apr 2025  | 23.90             | 18.50 | 22.67   | Oct 2025 | 42.00             | 34.05 | 35.98   |
| May 2025  | 29.89             | 17.88 | 23.85   | Nov 2025 | 42.73             | 31.26 | 33.27   |
| Jun 2025  | 27.99             | 20.50 | 23.00   | Dec 2025 | 38.89             | 26.69 | 32.99   |
| Jul 2025  | 45.28             | 19.26 | 45.28   | Jan 2026 | 37.00             | 24.15 | 30.99   |
| Aug 2025  | 55.00             | 39.72 | 39.72   | Feb 2026 | 39.00             | 24.10 | 32.75   |
| Sept 2025 | 42.00             | 33.16 | 36.44   | Mar 2026 | 39.30             | 23.92 | 24.62   |





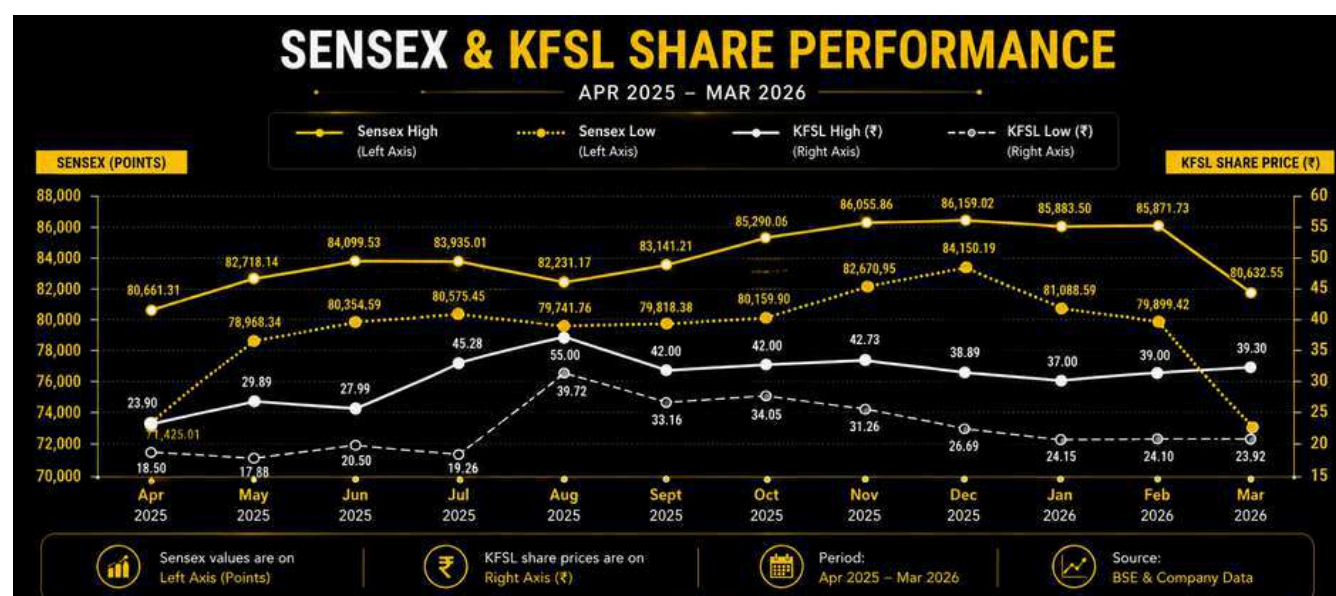
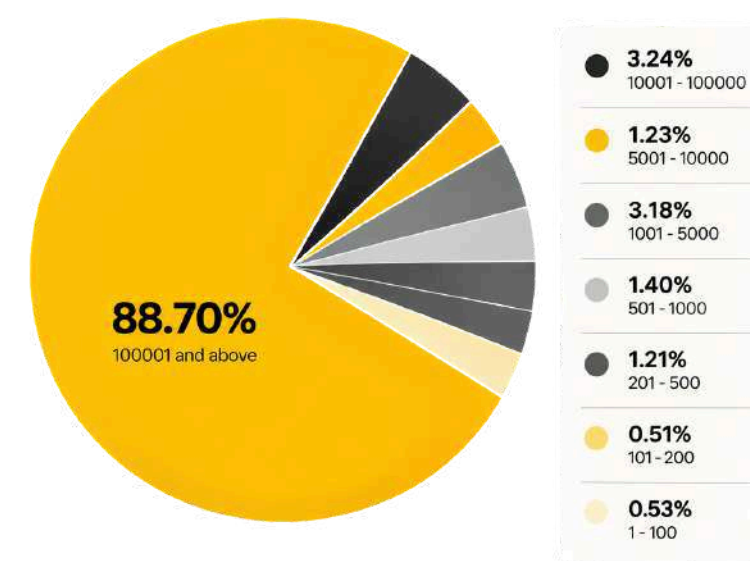
### r) Performance in comparison to broad-based indices (BSE Sensex)

| Month     | Sensex    |           | KFSL share |       |
|-----------|-----------|-----------|------------|-------|
|           | High      | Low       | High       | Low   |
| Apr 2025  | 80,661.31 | 71,425.01 | 23.90      | 18.50 |
| May 2025  | 82,718.14 | 78,968.34 | 29.89      | 17.88 |
| Jun 2025  | 84,099.53 | 80,354.59 | 27.99      | 20.50 |
| Jul 2025  | 83,935.01 | 80,575.45 | 45.28      | 19.26 |
| Aug 2025  | 82,231.17 | 79,741.76 | 55.00      | 39.72 |
| Sept 2025 | 83,141.21 | 79,818.38 | 42.00      | 33.16 |
| Oct 2025  | 85,290.06 | 80,159.90 | 42.00      | 34.05 |
| Nov 2025  | 86,055.86 | 82,670.95 | 42.73      | 31.26 |
| Dec 2025  | 86,159.02 | 84,150.19 | 38.89      | 26.69 |
| Jan 2026  | 85,883.50 | 81,088.59 | 37.00      | 24.15 |
| Feb 2026  | 85,871.73 | 79,899.42 | 39.00      | 24.10 |
| Mar 2026  | 80,632.55 | 71,774.13 | 39.30      | 23.92 |

### s) Distribution of shareholding

| No. of shares    | Shareholders    | % of total shareholders | No. of shares        | % of total shares |
|------------------|-----------------|-------------------------|----------------------|-------------------|
| 1-100            | 1,945.00        | 50.65                   | 106,279.00           | 0.53              |
| 101-200          | 544.00          | 14.17                   | 103,068.00           | 0.51              |
| 201-500          | 621.00          | 16.18                   | 244,488.00           | 1.21              |
| 501-1000         | 342.00          | 8.91                    | 283,317.00           | 1.40              |
| 1001-5000        | 302.00          | 7.87                    | 643,200.00           | 3.18              |
| 5001-10000       | 34.00           | 0.89                    | 248,864.00           | 1.23              |
| 10001-100000     | 30.00           | 0.78                    | 655,485.00           | 3.24              |
| 100001 and above | 21.00           | 0.55                    | 17,937,299.00        | 88.70             |
| <b>Total</b>     | <b>3,839.00</b> | <b>100.00</b>           | <b>20,222,000.00</b> | <b>100.00</b>     |

### % OF TOTAL SHARES





#### t) Address for correspondence

Secretarial Department,  
Kreon Financial Services Limited,  
No. 26, 22nd Street, Thiruvanimiyur,  
Chennai – 600 041, Tamil Nadu, India.  
Phone No: +91 93634 85057  
Email: [investor.relations@kreon.in/cs@kreon.in](mailto:investor.relations@kreon.in/cs@kreon.in)

## 11. OTHER DISCLOSURES

#### a) **Materially Significant Related Party Transactions**

There were no materially significant related party transactions made by the Company that may have potential conflict with the interests of the Company at large.

Details of transactions with related parties are disclosed in Note No. 34 to the Financial Statements and in Form AOC-2, which form part of this Annual Report.

#### b) **Vigil Mechanism / Whistle Blower Policy**

The Company has adopted the Vigil Mechanism / Whistle Blower Policy that covers our Directors and Employees. The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The employees are free to report violations of applicable laws and regulations and the Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors and Employees and provides for direct access to the Chairman of the Audit Committee. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

The Company has a dedicated Whistle Blower Policy, available at the Company's website and it is affirmed that no personnel have been denied access to the Audit Committee.

#### c) **Details of cyber security incidents or breaches or loss of data**

During the year under review, no cyber security incidents or any other incidents resulting in breaches or loss of data have occurred.

#### d) **Information disclosed under clause 5A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

During the year under review, no such agreements have been carried out by the Company. Hence, no information needs to be disclosed under this clause.

#### e) **Utilization of funds**

The Company has not raised any funds through preferential allotment or qualified institutional placements as specified under Regulation 32(7A) of the SEBI Listing Regulations.

#### f) **Recommendation of Board Committees'**

The Board has accepted all the recommendations made by various Committees of the Board which are mandatorily required to be made during FY 2025-26.

#### g) **Fees paid to Statutory Auditors**

During FY 2025-26, total fees for all services paid by the Company to the Statutory Auditors amount to Rs. 1,58,500/-.

#### h) **Compliance with Mandatory Requirements**

The Company has complied with all the mandatory requirements as prescribed under the SEBI Listing Regulations.

#### i) **Disclosures with respect to demat suspense account / unclaimed suspense account**

Not Applicable

#### j) **Disclosures related to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)**

As per the requirement of POSH Act, the Company has a robust mechanism in place to redress complaints reported under it. An Internal Complaints Committee (ICC) has been set up as per the provisions of POSH, to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is the summary of the complaints received and disposed off during FY 2025-26:

| S. No | Particulars                                              | Complaints |
|-------|----------------------------------------------------------|------------|
| a)    | No. of complaints filed during the financial year        | Nil        |
| b)    | No. of complaints disposed off during the financial year | Nil        |
| c)    | No. of complaints pending at the end of financial year:  | Nil        |

#### k) **Details of non-compliance by the Company, penalties, strictures imposed on the listed entity by stock exchange(s) or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.**

| Regulation                             | Observation                                                   | Action taken against the Company                         | Company's action plan          |
|----------------------------------------|---------------------------------------------------------------|----------------------------------------------------------|--------------------------------|
| 23(9) of SEBI (LODR) Regulations, 2015 | Delay in reporting related party transactions of the Company. | The Company was fined Rs.5,900/- by BSE for such delay.  | The Company has paid the fine. |
| 29(1) of SEBI (LODR) Regulations, 2015 | Delay in furnishing prior intimation about the Board meeting. | The Company was fined Rs.11,800/- by BSE for such delay. | The Company has paid the fine. |

#### i) **SEBI Complaints Redressal System (SCORES)**

The investor complaints are processed in a centralized web-based complaints redressal system established by SEBI. The salient features of this system are the availability of a centralized database of all complaints and online uploading of Action Taken Reports (ATRs) by concerned companies.

Through SCORES, an investor can track the status of their complaints and the action taken by the Company in response. In its efforts to improve ease of doing business, the SEBI has launched a mobile app "SEBI SCORES", making it easier for investors to lodge their grievances with SEBI, as they can now access SCORES conveniently via their smartphones.

The upgraded SEBI Complaint Redressal System (SCORES) is available at <https://scores.sebi.gov.in> for registering and/or lodging new complaints.

#### m) **Prohibition of Insider Trading**

In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI Listing Regulations, the Company has established a Code of Conduct for Prohibition of Insider Trading in the securities of the Company.

The objective of this Code is to prevent misuse of any unpublished price sensitive information (UPSI) and prohibit any insider trading activity, to protect the interest of the shareholders at large.

During the year under review, the Company adhered to the SEBI PIT Regulations and no violations of the Code or instances of insider trading were observed.

Also, the Company has established a robust mechanism to deal with sharing of UPSI to prevent any misuse of such UPSI by any person. The Company has installed well-defined software where any information related to UPSI has been recorded in real time, also known as Structured Digital Database (SDD).





### n) Related Party Transactions

All Related Party Transactions entered into during FY 2025–26 were in the ordinary course of business and on an arm's length basis. The Audit Committee reviewed and approved all Related Party Transactions in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.

### o) Secretarial Compliance

The Annual Secretarial Compliance Report for FY 2025–26 issued by the Practicing Company Secretary has been submitted to BSE Limited within the prescribed timelines.

### p) Information Security and Data Privacy

The Company has implemented appropriate information security controls and cybersecurity measures to safeguard customer information and business data. Periodic reviews of the information security framework are carried out by the Management and presented to the Board.

### q) Website

The Company maintains a functional website containing all mandatory disclosures prescribed under the SEBI Listing Regulations, including policies, financial results, shareholding pattern, corporate governance disclosures, annual reports, notices, investor presentations and other statutory information.

### r) RBI Compliances

Being an NBFC registered with the RBI, the Company has established an effective compliance framework to ensure adherence to the applicable provisions of the RBI Act, directions issued by the RBI, SEBI Regulations, the Companies Act, 2013 and other applicable laws. The Board periodically reviews the compliance status through reports submitted by the Chief Compliance Officer.

### s) Internal Financial Controls

The Company has in place adequate internal financial controls commensurate with the size, nature and complexity of its operations. These controls are periodically reviewed by the Internal Auditors, Audit Committee and the Board to ensure their effectiveness.

### t) Weblink for various policies or documents

| Particulars and Policies                                                               |
|----------------------------------------------------------------------------------------|
| Policy on Board Diversity                                                              |
| Policy on related party transactions                                                   |
| Vigil mechanism / whistle blower policy                                                |
| Code of conduct for Board of Directors and Senior Management Personnel                 |
| Policy for determination of materiality of events or information                       |
| Familiarization programme for Independent Directors                                    |
| Policy on preservation and archival of documents                                       |
| Nomination and Remuneration Policy                                                     |
| Performance Evaluation Policy                                                          |
| Succession Plan                                                                        |
| Policy for prevention, prohibition and redressal of sexual harassment at the workplace |
| Code for prevention of Insider Trading in the securities                               |
| Risk Management Policy                                                                 |

## 12. DISCRETIONARY REQUIREMENTS

The Company has adopted the following discretionary requirements given under Part E of Schedule II of the SEBI Listing Regulations.

### a) Modified opinion(s) in the audit report

The Company is in the regime of financial statements with unmodified audit opinion.

### b) Reporting of internal auditors

The internal auditors report directly to the Audit Committee.

## 13. CERTIFICATION / DECLARATION

### a) Declaration by Managing Director regarding affirmation with compliance of code of conduct

The Board of Directors of the Company, in compliance with Regulation 17(5) of the SEBI Listing Regulations, has laid down the Code of Conduct for the Board Members and the Senior Management Personnel of the Company, which have also been posted on the website of the Company viz. [www.kreon.in](http://www.kreon.in). Pursuant to the above, the Company has received 'Affirmation of Compliance' from the Directors and the Senior Management Personnel of the Company and accordingly, the Managing Director makes the following declaration:

I, Jaijash Tatia, Managing Director, hereby confirm that all the Directors and the Senior Management Personnel have affirmed compliance with the provisions of the Code of Conduct for Directors and Senior Management Personnel during the financial year ended March 31, 2026.

For **Kreon Financial Services Limited**  
sd/-

(**Jaijash Tatia**)

Place: Chennai  
Date: 29.05.2026

Chairman and Managing Director  
DIN:08085029

### b) Compliance Certificate on Corporate Governance

The certificate regarding the compliance of conditions of corporate governance, issued by M/s. Darpan & Associates, Statutory Auditors, has been attached as **Annexure-G** to the Annual Report.

### c) Certificate of Non-Disqualification of Directors

The Company has received a Certificate from M/s. AXN Prabhu & Associates, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI / Ministry of Corporate Affairs or any such Statutory Authority. The Certificate is attached as **Annexure-H** to the Annual Report.

### d) MD & CFO Certificate

Mr. Jaijash Tatia, Chairman and Managing Director and Mrs. Shoba Nahar, Chief Financial Officer, has submitted the certificate, in terms of Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations, to the Board. The said certificate has been attached as **Annexure-F** to the Annual Report.

## 14. CORPORATE GOVERNANCE COMPLIANCE

| Particulars                                                                                            | Regulation                    | Status |
|--------------------------------------------------------------------------------------------------------|-------------------------------|--------|
| Appointment/re-appointment of Independent Directors as per criteria of independence and/or eligibility | 16(1)(b), 25(2A), (6)         | Yes    |
| Board Composition                                                                                      | 17(1), (1A), (1C), (1D), (1E) | Yes    |
| Meeting of Board of Directors                                                                          | 17(2)                         | Yes    |
| Quorum of Board Meeting                                                                                | 17(2A)                        | Yes    |



| Particulars                                             | Regulation | Status |
|---------------------------------------------------------|------------|--------|
| Review of Compliance Reports                            | 17(3)      | Yes    |
| Plans for orderly succession of appointments            | 17(4)      | Yes    |
| Code of Conduct                                         | 17(5)      | Yes    |
| Fees / Compensation                                     | 17(6)      | Yes    |
| Minimum Information to be placed before Board           | 17(7)      | Yes    |
| Compliance Certificate                                  | 17(8)      | Yes    |
| Risk Assessment and Management                          | 17(9)      | Yes    |
| Performance Evaluation of Independent Directors         | 17(10)     | Yes    |
| Recommendation of Board                                 | 17(11)     | Yes    |
| Maximum number of Directorships                         | 17A        | Yes    |
| Composition of Audit Committee                          | 18(1)      | Yes    |
| Meetings and Quorum of Audit Committee                  | 18(2)      | Yes    |
| Role of Audit Committee                                 | 18(3)      | Yes    |
| Composition of Nomination and Remuneration Committee    | 19(1), (2) | Yes    |
| Quorum of Nomination and Remuneration Committee meeting | 19(2A)     | Yes    |

| Particulars                                                                                               | Regulation           | Status |
|-----------------------------------------------------------------------------------------------------------|----------------------|--------|
| Meeting of Nomination and Remuneration Committee                                                          | 19(3A)               | Yes    |
| Role of Nomination and Remuneration Committee                                                             | 19(4)                | Yes    |
| Composition of Stakeholders Relationship Committee                                                        | 20(1), (2), (2A)     | Yes    |
| The Chairperson of the Stakeholders Relationship Committee shall be present at the Annual General Meeting | 20(3)                | Yes    |
| Meeting of Stakeholders Relationship Committee                                                            | 20(3A)               | Yes    |
| Role of Stakeholders Relationship Committee                                                               | 20(4)                | Yes    |
| Composition of Risk Management Committee                                                                  | 21(1), (2), (3), (4) | NA     |
| Meeting of Risk Management Committee                                                                      | 21(3A), (3C)         | NA     |
| Quorum of Meeting of Risk Management Committee                                                            | 21(3B)               | NA     |
| Role of Risk Management Committee                                                                         | 21(4), (6)           | NA     |
| Vigil Mechanism                                                                                           | 22                   | Yes    |
| Material related party transactions                                                                       | 23(1), (1A), (4)     | Yes    |
| Policy on related party transactions                                                                      | 23(1)                | Yes    |
| Prior or omnibus approval for related party transactions                                                  | 23(2), (3), (5)      | Yes    |

| Particulars                                                              | Regulation                | Status |
|--------------------------------------------------------------------------|---------------------------|--------|
| Half-yearly disclosure of related party transactions                     | 23(9)                     | Yes    |
| Composition of Board of unlisted material subsidiary                     | 24(1)                     | NA     |
| Other corporate governance with respect to subsidiaries of listed entity | 24(2), (3), (4), (5), (6) | NA     |
| Listed entity has a listed subsidiary                                    | 24(7)                     | NA     |
| Annual Secretarial Compliance Report                                     | 24A                       | Yes    |
| No Alternate Director to Independent Director                            | 25(1)                     | Yes    |
| Tenure, appointment, re-appointment or removal of Independent Director   | 25(2), (2A)               | Yes    |
| Meeting of Independent Directors                                         | 25(3), (4)                | Yes    |
| Resignation/removal of Independent Directors                             | 25(6), (11)               | NA     |
| Familiarization of Independent Directors                                 | 25(7)                     | Yes    |
| Declaration from Independent Directors                                   | 25(8), (9)                | Yes    |
| D&O Insurance for Independent Directors                                  | 25(10), (12)              | NA     |

| Particulars                                                                                                                 | Regulation | Status |
|-----------------------------------------------------------------------------------------------------------------------------|------------|--------|
| Membership in Committees                                                                                                    | 26(1), (2) | Yes    |
| Affirmation of compliance with code of conduct                                                                              | 26(3)      | Yes    |
| Disclosures by Senior Management regarding any transactions where their personal interest conflicts with Company's interest | 26(5)      | NA     |
| Agreement by employee with any shareholder or third party                                                                   | 26(6)      | NA     |
| Vacancies in respect of certain Key Managerial Personnel                                                                    | 26A        | NA     |
| Compliances to discretionary requirements                                                                                   | 27(1)      | Yes    |
| Quarterly compliance report on corporate governance                                                                         | 27(2)      | Yes    |
| Website                                                                                                                     | 46         | Yes    |





## Annexure- C

### FORM NO MR- 3 SECRETARIAL AUDIT REPORT

#### For the Financial Year Ended on 31<sup>st</sup> 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,  
**Kreon Financial Services Limited**  
26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Thiruvannamiyur, Chennai, Tamil Nadu- 600041

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kreon Financial Services Limited** having its registered office at No. 26, 22<sup>nd</sup> Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu- 600041 (hereinafter called “**the Company**”) during the financial year from 01<sup>st</sup> April, 2025 to 31<sup>st</sup> March, 2026 (hereinafter called the year/ audit period/ period under review).

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/ statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management.

We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2026, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

The members are requested to read this report along with my letter of even date which is annexed to this report as an Annexure – I and forms an integral part of this report.

#### 1. Compliance with specific statutory provisions

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

- (i) The Companies Act, 2013 (the Act) and the Rules and the Regulations made thereunder;
- (ii) Secretarial Standards (SS-1) on “Meetings of the Board of Directors” and Secretarial Standards (SS-2) on “General Meetings” issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contract (Regulation) Act, 1956 and the Rules made thereunder;

iv) The Depositories Act, 1996 and the Regulations bye-laws framed thereunder;

(v) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings and to the extent of their applicability to the Company.

(vi) The following Regulations and Guidelines are prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”).
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST”);
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025, to the extent of the Listed Entity engaging the RTA;
- f) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; and
- g) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

(vii) The Company, being a Non-Banking Financial Institution, has the following material laws specifically applicable to the Company:

- a) Reserve Bank of India Act, 1934
- b) Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025
- c) Master Direction - Know Your Customer (KYC) Direction, 2016
- d) Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021, as amended from time to time.
- e) Reserve Bank of India (Non-Banking Financial Companies – Income Recognition, Asset Classification and Provisioning (IRAC)) Master Directions, 2025
- f) Other Master directions and guidelines issued by the RBI for NBFCs from time to time.

1.2 In relation to the period under review, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us, complied with the laws mentioned in clauses (i) to (vi) of paragraph 1.1 above except for:

- a) During the quarter ended September 30, 2025, the Company was levied a fine of ₹5,900/- by the Stock Exchange(s) for non-compliance with the requirement to disclose related party transactions in the format specified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and within the prescribed timeline. The Company has since ensured compliance and ₹5,900/- has been paid towards the said fine;

1.3 Generally complied with the laws specifically applicable to the Company mentioned in sub paragraph (vii) of paragraph 1.1.



1.4 We are informed that, during/ in respect of the year, no events have occurred which required the Company to comply with the following laws/ rules/ regulations and consequently was not required to maintain any books, papers, minute books or other records or file any forms/ returns under the same:

- a) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- b) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- c) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- f) The Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/ guidelines issued thereunder

## 2. Board Processess

We further report that:

2.1 The Board of Directors of the Company is duly constituted with a proper balance of Directors including Executive Directors, Non-Executive Directors, Independent Directors, Women Director in accordance with the provisions of the Act.

2.2 There were changes in the composition of the Board of Directors during the period under review and those were carried out in compliance with the provisions of the Act.

2.3 Adequate notice is given to all directors to schedule the Board Meetings at least seven days in advance/consent of directors was received for meetings held at a shorter notice, if any. The agenda and detailed notes on the agenda were also circulated to the Board members prior to the meetings.

2.4 A system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

2.5 All decisions at the Board Meetings were out carried unanimously as recorded in the minutes of the Meetings of the Board of Directors

## 3. Compliance mechanism:

We further report that:

3.1 There are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliance with all applicable laws, including labour laws, environmental laws, and other industrial-specific laws applicable to the Company.

3.2 The compliance by the Company of applicable finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Audit and other designated professionals.

## 4. Specific Events/ actions:

We further report that during the audit period the following specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc. took place:

- Resignation of Mrs. R Vidyalakshmi as Company Secretary & Compliance Officer of the Company w.e.f. closure of business hours of 15th April 2025.
- Appointment of Ms. Niharika Goyal as Company Secretary & Compliance Officer of the Company with effect from 16th April, 2025.
- During the period under review, the Company has altered/amended its Memorandum of Association (MoA) by passing a Special Resolution at the Annual General Meeting (AGM) held on August 29, 2025. The amendment was made by inserting a new sub-paragraph (d) after sub-paragraph (c) in Clause III(A), Paragraph 6. This authorizes the Company to carry on business as a Payment Aggregator and Payment Gateway, as defined by RBI, and to provide associated payment collection services to government, corporate, and individual clients. It further permits the Company to design and develop payment systems/software, whether for its own use, on behalf of others, or for sale. The clause also covers IT services relating to electronic transactions (Netbanking, UPI, e-wallets, card payments, etc.) through internet, mobile, or POS devices, in India and abroad.
- Mrs. Rajashree Santhanam (DIN: 07162071) was re-appointed as an Independent Director of the Company for a further term of five (5) years, with effect from April 1, 2025 up to March 31, 2030, pursuant to the approval of the Members accorded by way of Postal Ballot, the voting period for which ended on June 20, 2025 at 5:00 P.M
- Mrs. Muthusamy Menaka (DIN: 10550690) was re-appointed as an Independent Director of the Company for a further term of five (5) years, with effect from April 1, 2025 up to March 31, 2030, pursuant to the approval of the Members accorded by way of Postal Ballot, the voting period for which ended on June 20, 2025 at 5:00 P.M.
- The Members, based on the recommendation of Audit Committee and Board of Directors, approved the appointment of M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries ) (Peer Review Certificate No. 6608/2025, COP:3122), as Secretarial Auditors of the Company, for a term of 5 (five) consecutive years starting from the conclusion of the 31st AGM of the Company until the conclusion of 36th AGM of the Company
- Mr. Madhan Mohan R, Head – Data Analytics, who is part of the Senior Management Personnel of the Company, resigned from his position with effect from December 15, 2025.
- Mrs. Riddhi Lunkad was appointed as the Chief Strategy Officer of the Company with effect from February 13, 2026, and shall form part of the Senior Management Personnel of the Company

**For Lakshmmi Subramanian and Associates  
Practicing Company Secretaries**

Sd/-  
**S. Vasudevan**  
**Partner**  
FCS No. 9495  
C.P.No.27636

Peer review No.6608/2025  
UDIN: F009495H000888142

**Place:** Chennai  
**Date:** 20<sup>th</sup> July 2026





## Annexure- D

## Annexure

**(To the Secretarial Audit Report of M/s. Kreon Financial Services Limited  
for the financial year ended on 31<sup>st</sup> March, 2026)**

To  
The Members  
**Kreon Financial Services Limited**  
26, 22<sup>nd</sup> Street, Rathinam Nagar,  
Thiruvanniyur, Chennai, Tamil Nadu, 600041

Our Secretarial Audit Report (Form No. MR-3) of even date for the financial year ended 31<sup>st</sup> March, 2026 is to be read along with this Annexure.

- 1.Maintenance of Secretarial record and ensuring compliance with all applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2.We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
- 3.We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as they are subject to audit by the Auditors of the Company appointed under Section 139 of the Act.
- 4.Wherever required, we have obtained the Management representation about financial information, the compliance of law, rules and regulation and happening of certain events etc.
- 5.The compliance of the provisions of other laws, rules, regulation, standards specifically applicable to the Company is the responsibility of the management. Our examination was limited to the verification of system implemented by the Company on a test basis.
- 6.The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the effectiveness with which the management has conducted the affairs of the Company.

**For Lakshmmi Subramanian and Associates  
Practicing Company Secretaries**

Sd/-  
**S. Vasudevan**  
**Partner**

FCS No. 9495  
C.P.No.27636

Peer review No.6608/2025  
UDIN: F009495H000888142

**Place:** Chennai  
**Date:** 20<sup>th</sup> July 2026

## DISCLOSURES UNDER RULE 5

**Disclosure pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of  
Managerial Personnel) Rules, 2014 for FY 2025-26**

| Disclosure Requirement                                                                                                                                                                                                                                                                                                                              | Disclosure Details                                  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| The ratio of the remuneration of each Director to the median remuneration of the employees of the Company<br><br><b>Mr. Jaijash Tatia – Chairman &amp; Managing Director</b><br><b>Mrs. Henna Jain – Joint Managing Director</b>                                                                                                                    | <b>20:1</b><br><b>20:1</b>                          |
| The percentage increase in remuneration of each Director, CFO, CEO, CS or Manager<br><br><b>Directors</b><br><b>CFO</b><br><b>CS</b>                                                                                                                                                                                                                | <b>Nil</b><br><b>Nil</b><br><b>8.89%</b>            |
| The percentage increase in the median remuneration of employees                                                                                                                                                                                                                                                                                     | <b>12%</b>                                          |
| The number of permanent employees on the rolls of Company                                                                                                                                                                                                                                                                                           | <b>142</b>                                          |
| Average percentile increases 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 | <b>12%</b>                                          |
| The key parameters for any variable component of remuneration availed by the Directors                                                                                                                                                                                                                                                              | <b>No variable components paid to any directors</b> |
| Affirmation that the remuneration is as per the remuneration policy of the Company                                                                                                                                                                                                                                                                  | <b>Yes</b>                                          |



## Disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for FY 2025-26

Statement under Section 134 of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 – Particulars of top 10 employees in terms of remuneration drawn.

| S. No | Name                | Designation                          | Nature of employment |
|-------|---------------------|--------------------------------------|----------------------|
| 1     | Shoba Nahar         | Chief Financial Officer              | Full Time            |
| 2     | William S Ramaiah   | Head - Collections                   | Full Time            |
| 3     | Prathapa Reddy      | Head-Product & Technology            | Full Time            |
| 4     | Sakthivel P         | Deputy Manager - Full Stack Engineer | Full Time            |
| 5     | Madhuri Singh       | Manager-Finance                      | Full Time            |
| 6     | Supriya G           | Manager - Finance                    | Full Time            |
| 7     | Rashmi Balakrishnan | Head - Marketing & Brand Strategy    | Full Time            |
| 8     | Kashif Iqbal        | Senior MERN Stack Engineer           | Full Time            |
| 9     | Niharika Goyal      | Chief Compliance Officer             | Full Time            |
| 10    | Parthiban N         | Head - IT & Infrastructure           | Full Time            |

### NOTES:

- 1.Remuneration includes salary, allowances, performance linked bonus, Diwali gift and commission where applicable.
- 2.Employment of the above person is whole-time and contractual in nature, terminable with two months' notice on either side.

| Date of commencement of employment | Qualification            | Age | Last employment                                      | Remuneration received during FY 2025-26 | % of equity shares of KFSL held |
|------------------------------------|--------------------------|-----|------------------------------------------------------|-----------------------------------------|---------------------------------|
| 31.10.2016                         | BA                       | 48  | NA                                                   | 6,367,602.00                            | 0.11                            |
| 12.05.2025                         | BA                       | 51  | FINAGG Technologies Private Limited                  | 2,259,431.00                            | NIL                             |
| 01.09.2021                         | Bachelor of Technology   | 32  | NA                                                   | 1,619,222.00                            | NIL                             |
| 12.02.2020                         | Bachelor of Technology   | 40  | A & A Dukaan Financial Services Pvt Ltd (BankBazaar) | 1,550,401.00                            | NIL                             |
| 03.03.2025                         | Chartered Accountant     | 30  | Tejas Cargo India limited                            | 1,455,342.00                            | NIL                             |
| 01.04.2023                         | Chartered Accountant     | 28  | NA                                                   | 1,362,943.00                            | NIL                             |
| 05.12.2022                         | Bachelor of Science (CS) | 42  | Monexo P2P                                           | 1,262,909.00                            | NIL                             |
| 15.04.2024                         | Bachelor of Technology   | 30  | Techtrail Technologies Private Limited               | 1,061,868.00                            | NIL                             |
| 16.07.2024                         | LLB.,CS                  | 30  | Tatia Global Vennture Limited                        | 868,155.00                              | NIL                             |
| 01.08.2018                         | B-Tech IT                | 41  | Laserbeam Software Pvt Ltd.                          | 845,251.00                              | NIL                             |

- 3.None of the employees of the Company (in terms of remuneration drawn) were in receipt of remuneration more than Rs.1.02 crores per annum or Rs.8.50 lakhs per month as per Rule 5(2)(i) and (ii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- 4.There are no employees in the service of the Company within the category covered by Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- 5.None of the above employees is the relative of any Director of the Company.




**Annexure- E**
**FORM AOC-2**

(Pursuant to Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements/transactions entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013, including certain arm's length transaction under third proviso thereto.

**Details of Contracts or arrangement or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2026, which were not at arm's length basis.

**Details of contracts or arrangement or transactions at arm's length basis:**

| Sl. No. | Name of the Related Party     | Nature of relationship                                                                                | Salient terms of the contract/ arrangements/tr ansaction including the value    | Nature of the transaction | Duration of transaction | Date of approval by the Board | Amount as advances, if any: Rs.in Lakhs |
|---------|-------------------------------|-------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------------|-------------------------|-------------------------------|-----------------------------------------|
| 1       | Opti Products Private Limited | Enterprises over which Executive Directors/CFO and their relatives can exercise significant influence | Payment of lease rental for office premises taken on rent – ₹3,58,764 per month | Payment of Lease Rental   | 11 months               | 25.07 .2025                   | -                                       |
| 2       | Mrs. Riddhi Lunkad            | Chief Strategy Officer and Spouse of Mr. Jaijash Tatia, Promoter Chairman and Managing Director       | Payment of remuneration - ₹9,16,550/- during the year.                          | Remuneration              | -                       | 13.02.2026                    | -                                       |

On behalf of the Board of Directors  
For **Kreon FInnancial Services Limited**

Sd/-

**Jaijash Tatia**

Chairman and Managing Director  
DIN:08085029

Place: Chennai  
Date: 28.07.2026

**Annexure- F**
**CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER**

In pursuance of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements), 2015, we JaijashTatia, Chairman and Managing Director and Shoba Nahar, Chief Financial Officer to the best of our knowledge and belief, certify that:

A. We have reviewed the financial statements and cash flow statement for the year ended March 31, 2026, and to the best of our knowledge and belief:

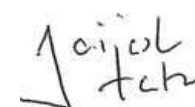
- 1.It does not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
- 2.It together presents a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.

B. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal, or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee that there are no deficiencies in the design or operation of such internal controls.

D. We have also indicated the following to the Auditors and the Audit Committee:

- 1.No Significant changes in internal control over financial reporting during the above-mentioned period.
- 2.No Significant changes in accounting policies during the above-mentioned period.
- 3.No instances of significant fraud involving the management or any employee having a significant role in the Company's internal control system over financial reporting were observed during the above-mentioned period.



**(JAIJASH TATIA)**

Chairman & Managing Director  
DIN: 08085029  
Date: 21.05.2026



**(SHOBA NAHAR)**

Chief Financial Officer  
Date: 21.05. 2026


**Annexure- G**
**CERTIFICATE OF CORPORATE  
GOVERNANCE**
**TO THE MEMBERS OF KREON FINANCIAL SERVICES LIMITED**

We have examined the compliance conditions of Corporate Governance by Kreon Financial Services Limited for the year ended on 31st March, 2026 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub- regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for the period 1st April, 2025 to 31st March 2026. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanation given to us, and the representation made by the Directors and the Management, we certify that the Company has materially complied with the conditions of Corporate Governance as stipulated Listing Regulations.

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

**Restriction on use**

The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without my prior consent in writing.

For **M/s Darpan & Associates**  
Chartered Accountants  
ICAI Firm Registration No.016156S

Sd/-  
**CA Darpan Kumar**  
Partner

Membership No. 235817  
UDIN: 26235817SAIGHF4920

**Place:** Chennai  
**Date:** 29/05/2026


**Annexure- H**
**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,

**Kreon Financial Services Limited**

**#26, 22nd Street, Rathinam Nagar, Thiruvanniyur, Chennai – 600041.**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kreon Financial Services Limited, CIN - L65921TN1994PLC029317 and having Registered Office at No.26, 22nd Street, Rathinam Nagar, Thiruvanniyur, Chennai – 600041, (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 and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 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.

| Sl. | Name of Director         | DIN      | Date of Original Appointment in Company |
|-----|--------------------------|----------|-----------------------------------------|
| 1   | Mr. Jaijash Tatia        | 08085029 | 01.04.2018                              |
| 2   | Mrs. Henna Jain          | 08383395 | 22.03.2019                              |
| 3   | Mr. Anand Manoharlal     | 10718528 | 06.08.2024                              |
| 4   | Mrs. Muthusamy Menaka    | 10550690 | 01.04.2024                              |
| 5   | Mrs. Rajashree Santhanam | 07162071 | 01.04.2024                              |

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

For **AXN Prabhu & Associates**

Sd/-

CS AXN Prabhu Practising Company Secretary  
M No. 3902; C.P No. 11440  
UDIN: F003902H000162962

**Place:** Chennai  
**Date:** 21.04.2026







# Financial Section





# INDEPENDENT AUDITORS' REPORT

To the Members of KREON FINANCIAL SERVICES LIMITED

## Opinion

We have audited the accompanying standalone financial statements of Kreon Financial Services Limited, Chennai, which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2026; and its Profit, Total Comprehensive Income, the changes in Equity, and Cash Flows for the year ended on that date.

## Basis for Opinion

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. 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.

| Sl. No | Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Auditors' Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | Compliance and disclosure requirements under the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>We have assessed the systems and processes laid down by the company to appropriately ensure compliance and disclosures as per the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.</p> <p>We have designed and performed audit procedures to assess the completeness and correctness of the details disclosed having regard to the assumptions made by the management in relation to the applicability and extent of disclosure requirements; and have relied on internal records of the company and external confirmations wherever necessary.</p> <p>We checked the stage classification as at the balance sheet date as per the definition of Default of the Company and Reserve Bank of India circulars issued from time to time.</p> <p>We have checked on sample basis that the stage classification for the borrowers has been given in accordance with the Resolution Framework issued by Reserve Bank of India (the 'RBI') and the Board approved policy for ECL provisioning and stage classification with respect to such accounts;</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 2      | <p>Assessment of Expected Credit Loss (ECL) on Trade Receivables</p> <p>As at 31 March 2026, trade receivables constitute a significant financial asset of the Company. The Company measures impairment on trade receivables using the Expected Credit Loss (ECL) model prescribed under Ind AS 109, Financial Instruments.</p> <p>The determination of ECL requires significant management judgement in assessing the recoverability of outstanding receivables, considering historical default experience, ageing of receivables, customer-specific factors and forward-looking information. During the year, the Company also reassessed the recoverability of certain receivables and reversed part of the impairment allowance recognised in earlier periods.</p> | <p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> <li>Obtained an understanding of and evaluated the design and implementation of key internal controls over the Company's processes for credit risk assessment, identification of significant increase in credit risk, loan staging, ECL measurement and recognition of impairment allowances.</li> <li>Evaluated the Company's accounting policies and methodology for recognition and measurement of ECL on financial assets for compliance with the requirements of Ind AS 109, Financial Instruments, and assessed the consistency of their application during the year.</li> <li>Obtained an understanding of the Company's methodology for determining ECL, including the segmentation of the loan portfolio, staging of exposures and the key assumptions and inputs used in the ECL model.</li> <li>Assessed the appropriateness of the criteria used by the Company for identifying significant increases in credit risk and credit-impaired exposures, including the use of days past due and other qualitative and quantitative indicators of credit deterioration.</li> <li>Tested, on a sample basis, the accuracy and completeness of data used in the ECL models, including loan balances, days past due, repayment history and other relevant borrower and exposure-level information, by agreeing such information with underlying records and supporting documentation.</li> <li>Evaluated the reasonableness of key assumptions and parameters used in the determination of ECL, including probability of default, loss given default and exposure at default, by considering historical loss experience, observed recovery patterns, current credit risk conditions and available forward-looking information.</li> <li>Assessed the appropriateness of management's determination of loan exposures classified under Stage 1, Stage 2 and Stage 3, including evaluating the identification of significant increase in credit risk and credit-impaired exposures.</li> <li>For selected credit-impaired and overdue loan exposures, evaluated the recoverability of outstanding amounts by considering subsequent collections, repayment patterns, available security or collateral, where applicable, and other relevant information.</li> </ul> |





| Sl. No | Key Audit Matter                                                                                                                                                                                | Auditors' Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2      | Considering the significance of trade receivables and the judgement involved in estimating the ECL allowance, we determined this matter to be one of the most significant matters in our audit. | <ul style="list-style-type: none"> <li>Evaluated the basis for write-offs and subsequent recoveries, where applicable, and assessed whether the accounting treatment was in accordance with the Company's accounting policy and the requirements of Ind AS 109.</li> <li>Assessed the adequacy of the impairment allowance recognised under Ind AS 109 and evaluated the Company's assessment of any additional provisioning requirements arising from applicable RBI prudential norms.</li> <li>Involved our valuation / credit risk specialists, where considered necessary, to assist us in evaluating the ECL methodology, key assumptions and significant judgements applied by management.</li> <li>Assessed the adequacy and appropriateness of the disclosures relating to loans and advances, credit risk, impairment allowances and ECL included in the standalone financial statements</li> </ul> |

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's report, Management discussion and analysis and Report on corporate governance, but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is no material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the

Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those;
  - c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

- e) On the basis of written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls 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, 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, if any, on its financial position in its standalone financial statements.
  - ii. The Company has made provision, as required under the applicable law and Accounting standards, for material foreseeable losses, if any, on long-term contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the investor's education and protection fund by the Company.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds)

by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year, hence compliance with provision of section 123 is not applicable for the year.
- vi. Relying on representations/explanations from the company and software vendor and 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 the same has operated throughout the year for all relevant transactions recorded in the respective software, except that the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data

changes for the accounting software used for maintaining the books of accounts.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention except for audit trail (edit log) facility at database level as the same was not enabled.

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner

Place: Chennai  
Date: 29.05.2026

Membership. No: 235817  
UDIN: 26235817SGHICS1379





## "Annexure A" to Independent Auditors' Report

(Referred to in Paragraph 2 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the accounts of Kreon Financial Services Limited, ("the Company"), for the year ended March 31, 2026)

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment (PPE).  
b) According to the information and explanations given to us, physical verification of PPE is being conducted in a phased manner by the management under a programme designed to cover all the PPE over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and nature of its business. Pursuant to the program, a portion of the PPE has been physically verified by the management during the year and no material discrepancies between the books records and the physical PPE have been noticed.  
c) There are no immovable properties in the name of the company.  
d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.  
e) Based on the information and explanations furnished to us, No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) a) There are no inventories in the company during the year.  
b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- iii) (a) The Company is registered with Reserve Bank of India (RBI) under section 45-IA as a non-banking financial company, and its

principal business is to give loans. Accordingly, the provisions of clause 3(iii)(a) of the Order are not applicable to the Company.  
b) Based on our examination and the information and explanations given to us, in respect of investments/ guarantees/ securities/ loans/ advances in nature of loan, in our opinion, the terms and conditions under which such loans were granted/ investments were made/ guarantees provided/ security provided are not prejudicial to the Company's interest.  
c) In respect of the loans/ advances in nature of loan, the schedule of repayment of principal and payment of interest has been stipulated by the Company. Considering that the Company is a non-banking financial company engaged in the business of granting loans majorly to retail customers, the entity-wise details of the amount, due date for payment and extent of delay (that has been suggested in the Guidance Note on CARO 2020 issued by the Institute of Chartered Accountants of India for reporting under this clause) have not been reported because it is not practicable to furnish such details owing to the voluminous nature of data generated in the normal course of the Company's business. Further, except for the instances where there are delays or defaults in repayment of principal and/ or interest, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable. The Company has recognised provisions against the above loans, in accordance with the principles of Indian Accounting Standards (Ind AS) and the guidelines issued by the Reserve Bank of India ("RBI") for Income Recognition and Asset Classification.  
d) In respect of the loans/ advances in nature of loans, the total amount overdue for more than ninety days as at March 31, 2026 is Rs.410.23 Lakhs. In such instances, in our

opinion, based on information and explanations provided to us, reasonable steps have been taken by the Company for the recovery of the principal amounts and the interest thereon.

| No. of cases | Principal Amount Overdue | Interest Overdue | Total Overdue |
|--------------|--------------------------|------------------|---------------|
| 17527        | 410.23                   | -                | 410.23        |

- e) This Company is registered with the Reserve Bank of India (RBI) under section 45-IA as a non-banking financial company, and its principal business is to give loans. Accordingly, the provisions of clause 3(iii)(e) of the Order are not applicable to the Company.  
f) The loans/advances in nature of loans granted during the year, including to promoters/related parties had stipulated the scheduled repayment of principal and payment of interest and the same were not repayable on demand.

|                                                                           | All parties | Promoters | Related Parties | Others |
|---------------------------------------------------------------------------|-------------|-----------|-----------------|--------|
| Aggregate amount of loans and advances in the nature of loans granted to: |             |           |                 |        |
| - Repayable on demand (A)                                                 | 1,442.22    | -         | 540.41          | 901.81 |
| - Agreement does not specify any terms or period of Repayment (B)         | -           | -         | -               | -      |
| Total (A+B)                                                               | 1,442.22    | -         | 540.41          | 901.81 |
| Percentage of loans / advances in nature of loan to the total loans       | 28.67%      | 0.00%     | 10.74%          | 17.93% |

- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and sub-section (1) of Section 186 of the Act in respect of the loans and investments made and guarantees and security provided by it. The provisions of sub-sections (2) to (11) of Section 186 are not applicable to the Company as it is a non-banking financial company registered with the RBI engaged in the business of giving loans.
- v) The Company has not accepted any deposits from public during the year hence the directives issued by RBI and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2015, are not applicable.
- vi) The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for maintenance of Cost Records under sub-section (1) of section 148 of the Act.
- vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, cess, and other material statutory dues, as applicable, with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amounts payable in



respect of Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and any other statutory dues were outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no disputed dues of Goods and Services Tax, Sales Tax, Excise Duty, Customs Duty, Value Added Tax etc., which have not been deposited with the appropriate authorities on account of any dispute.

viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix) (a) Based on our audit procedures and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to a financial institution, bank, or dues to debenture holders.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

(d) According to the information and explanations given to us, and on overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company does not have any subsidiary, associates or joint venture, hence

sub-clauses (e) and (f) of para 3(ix) of the order are not applicable.

x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company. (b) The Company has not made any preferential allotment of equity shares, warrants and compulsorily convertible preference shares during the year, hence reporting under clause 3(x)(b) of the Order is not applicable.

xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has not received any whistleblower complaints during the year, which have been considered by us for any bearing on our audit and reporting.

xii) In our Opinion, the company is not a Nidhi Company and the Nidhi Rules, 2014 are not

applicable to it. Therefore clause 3 (xii) of the Companies (Auditor's Report) Order is not applicable to the Company.

xiii) The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures specified under Section 133 of the Act.

xiv) (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business. (b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi) (a) The Company is required to and has been registered under Section 45-IA of the Reserve Bank of India Act, 1934 as a Non-Deposit Taking Non-Systemically Important NBFC. The company is NBFC - Others - Loan Company (LC). (b) The Company has conducted non-banking financial activities during the year and the Company holds a valid Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

xvii) The Company has not incurred cash loss

during the financial year. The company has not incurred cash losses during the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx) Reporting on CSR: Provisions of Section 135 Corporate Social Responsibility (CSR) are not applicable to the company. Accordingly, reporting under clause 3(xx)(a) and (b) of the Order is not applicable for the year.

xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.





Place: Chennai  
Date: 29.05.2026

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817  
UDIN: 26235817SGHICS1379

## “ANNEXURE B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Kreon Financial Services Limited

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

We have audited the internal financial controls over financial reporting of M/s Kreon Financial Services Limited (“the Company”) as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management’s Responsibility for Internal Financial Controls

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

records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

### Meaning of Internal Financial Controls over Financial Reporting

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

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

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817  
UDIN: 26235817SGHICS1379

Place: Chennai  
Date: 29.05.2026



## Balance sheet as at March 31, 2026

(Rs.in Lakhs)

| Particulars                             | Notes | As at March 31, 2026 | As at March 31, 2025 |
|-----------------------------------------|-------|----------------------|----------------------|
| <b>ASSETS</b>                           |       |                      |                      |
| <b>(1) Financial assets</b>             |       |                      |                      |
| (a) Cash and cash equivalents           | 3     | 226.70               | 117.53               |
| (b) Bank Balance other than (a) above   | 4     | 698.30               | 1,926.81             |
| (c) Loans                               | 5     | 4,917.10             | 2,971.82             |
| (d) Investments                         | 6     | 1,124.89             | 1,132.77             |
| (e) Other Financial assets              | 7     | 92.09                | 19.57                |
| <b>Total financial assets</b>           |       | <b>7,059.08</b>      | <b>6,168.50</b>      |
| <b>(2) Non-financial assets</b>         |       |                      |                      |
| (a) Current tax assets (net)            | 8     | 14.55                | 3.10                 |
| (b) Deferred tax assets (net)           |       | 68.84                | 78.89                |
| (c) Property, plant and equipment       | 9A    | 222.29               | 106.73               |
| (d) Other Intangible assets             | 9A    | 87.73                | 107.71               |
| (e) Intangible assets under development | 9B    | 24.33                | 24.26                |
| (f) ROU Assets                          | 10    | 77.62                | 92.64                |
| (g) Other non-financial assets          | 11    | 99.63                | 35.90                |
| (h) Non-current assets held for sale    | 12    | 4.60                 | 4.60                 |
| <b>Total non-financial assets</b>       |       | <b>599.59</b>        | <b>453.84</b>        |
| <b>TOTAL ASSETS</b>                     |       | <b>7,658.69</b>      | <b>6,622.32</b>      |

(Rs.in Lakhs)

| Particulars                                                                                 | Notes | As at March 31, 2026 | As at March 31, 2025 |
|---------------------------------------------------------------------------------------------|-------|----------------------|----------------------|
| <b>LIABILITIES AND EQUITY</b>                                                               |       |                      |                      |
| <b>(1) Financial Liabilities</b>                                                            |       |                      |                      |
| (a) Payables                                                                                |       |                      |                      |
| (b) I Other Payables                                                                        |       |                      |                      |
| (i) Total outstanding dues of micro enterprises and small enterprises                       |       | -                    | -                    |
| (ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | 13    | 22.46                | 34.94                |
| (d) Borrowings (Other than Debt Securities)                                                 | 14    | 3,614.06             | 3,165.86             |
| (e) Other financial liabilities                                                             | 15    | 207.89               | 216.27               |
| <b>Total financial liabilities</b>                                                          |       | <b>3,844.41</b>      | <b>3,417.07</b>      |
| <b>(2) Non-Financial Liabilities</b>                                                        |       |                      |                      |
| (a) Provisions                                                                              | 16    | 35.99                | 27.75                |
| (b) Other non-financial liabilities                                                         | 17    | 169.79               | 82.96                |
| <b>Total non-financial liabilities</b>                                                      |       | <b>205.78</b>        | <b>110.71</b>        |
| <b>(3) Equity</b>                                                                           |       |                      |                      |
| (a) Equity Share capital                                                                    | 18    | 2,022.20             | 2,022.20             |
| (b) Other Equity                                                                            | 19    | 1,586.26             | 1,072.87             |
| <b>Total equity</b>                                                                         |       | <b>3,608.46</b>      | <b>3,095.07</b>      |
| <b>TOTAL LIABILITIES AND EQUITY</b>                                                         |       | <b>7,658.69</b>      | <b>6,622.32</b>      |





(Rs.in Lakhs)

Summary of significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements.

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

On behalf of the Board of Directors  
For Kreon Financial Services  
Limited

Sd/-  
**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

Sd/-  
**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

Sd/-  
**Shoba Nahar**  
**Chief Financial Officer**

Sd/-  
**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428

## Profit and Loss for the period ended 31<sup>st</sup> March 2026

(Rs.in Lakhs)

| Particulars                              | Notes | As at March 31, 2026 | As at March 31, 2025 |
|------------------------------------------|-------|----------------------|----------------------|
| <b>Revenue from operations</b>           |       |                      |                      |
| (i) Interest income                      | 20    | 178.45               | 172.73               |
| (ii) Dividend income                     |       | 6.18                 | 10.83                |
| (iii) Fees and commission income         | 21    | 3,761.35             | 2,256.76             |
| (iv) Other operating income              | 22    | 372.10               | 212.54               |
| <b>(I) Total Revenue from operations</b> |       | <b>4,318.08</b>      | <b>2,652.85</b>      |
| <b>(II) Other Income</b>                 | 23    | 17.19                | 11.72                |
| <b>(III) Total Income (I+II)</b>         |       | <b>4,335.27</b>      | <b>2,664.57</b>      |

| Particulars                                                                   | Notes | As at March 31, 2026 | As at March 31, 2025 |
|-------------------------------------------------------------------------------|-------|----------------------|----------------------|
| <b>Expenses</b>                                                               |       |                      |                      |
| (i) Finance cost                                                              | 24    | 259.41               | 283.47               |
| (ii) Fees and commission expense                                              | 25    | 256.62               | 366.95               |
| (iii) Net loss on fair value changes                                          | 26    | 52.69                | 194.01               |
| (iv) Impairment on financial instruments                                      | 27    | 1,182.03             | 1,157.29             |
| (v) Employee benefits expenses                                                | 28    | 725.51               | 454.44               |
| (vi) Depreciation, amortisation and impairment                                | 29    | 73.72                | 79.36                |
| (vii) Others expenses                                                         | 30    | 793.57               | 536.38               |
| <b>(IV) Total Expenses</b>                                                    |       | <b>3,344.07</b>      | <b>3,071.89</b>      |
| <b>(V) Profit before exceptional items and tax (III - IV)</b>                 |       | <b>991.20</b>        | <b>-407.31</b>       |
| <b>(VI) Exceptional items</b>                                                 |       | -                    | -                    |
| <b>(VII) Profit before tax (V-VI)</b>                                         |       | <b>991.20</b>        | <b>-407.31</b>       |
| <b>(VIII) Tax expenses</b>                                                    | 8     |                      |                      |
| (1) Current tax                                                               |       | 221.98               | 61.60                |
| (2) Earlier period tax adjustment                                             |       | -2.04                | -                    |
| (3) Deferred tax                                                              |       | 45.40                | -54.78               |
| <b>(IX) Profit/(loss) for the period from continuing operations(VII-VIII)</b> |       | <b>725.85</b>        | <b>-414.14</b>       |
| X. Profit/(loss) from discontinuing operations                                |       | -                    | -                    |
| XI. Tax expense of discontinuing operations                                   |       | -                    | -                    |
| <b>XII. Profit/(loss) from Discontinuing operations (after tax) (X-XI)</b>    |       | -                    | -                    |



(Rs.in Lakhs)

| Particulars                                                                               | Notes | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|-------------------------------------------------------------------------------------------|-------|------------------------------|------------------------------|
| <b>(X) Profit/(Loss) for the period</b>                                                   |       | <b>725.85</b>                | <b>-414.14</b>               |
| <b>(XI) Other Comprehensive Income</b>                                                    |       |                              |                              |
| (A) (i) Items that will not be reclassified to profit or loss (specify items and amounts) |       |                              |                              |
| - Investment in Equity Instruments                                                        |       | -248.59                      | 230.26                       |
| - Defined Benefit Obligation - Acturial Gains                                             |       | 1.39                         | -7.82                        |
| (ii) Income tax relating to items that will not be reclassified to profit or loss         |       | 35.36                        | 14.96                        |
| <b>Subtotal (A)</b>                                                                       |       | <b>-211.84</b>               | <b>237.40</b>                |
| (B) (i) Items that will be reclassified to profit or loss (specify items and amounts)     |       | -                            | -                            |
| (ii) Income tax relating to items that will be reclassified to profit or loss             |       | -                            | -                            |
| <b>Subtotal (B)</b>                                                                       |       | <b>-</b>                     | <b>-</b>                     |
| <b>(XII) Other Comprehensive Income (A + B)</b>                                           |       | <b>-211.84</b>               | <b>237.40</b>                |
| <b>(XIII) (X+XII) (Comprising Profit (Loss) and other Comprehensive Income)</b>           |       | <b>514.02</b>                | <b>-176.74</b>               |
| <b>(XIV) Earnings per equity share (for continuing operations)</b>                        | 31    |                              |                              |
| Basic (Rs.)                                                                               |       | 3.59                         | -2.05                        |
| Diluted (Rs.)                                                                             |       | 3.59                         | -2.05                        |

Summary of significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements.

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

On behalf of the Board of Directors  
For Kreon Financial Services  
Limited

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

Sd/-  
**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

Sd/-  
**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

**Place:** Chennai  
**Date:** 29.05.2026

Sd/-  
**Shoba Nahar**  
**Chief Financial Officer**

Sd/-  
**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428

## Cash Flow Statement for the year ended 31<sup>st</sup> March 2026

(Rs.in Lakhs)

| Particulars                                                   | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|---------------------------------------------------------------|------------------------------|------------------------------|
| <b>A. Cash flow from operating activities</b>                 |                              |                              |
| <b>Net profit / (loss) before taxation</b>                    | <b>991.20</b>                | <b>-407.31</b>               |
| Adjustments for:<br>Depreciation, amortisation and impairment | 73.72                        | 79.36                        |
| Interest on income tax refund                                 | -                            | -0.56                        |
| Dividend income                                               | -6.18                        | -10.83                       |
| Interest received on bank deposits                            | -72.21                       | -96.75                       |
| Gratuity provision                                            | 1.39                         | -6.52                        |
| Impairment on financial instruments                           | 56.40                        | 194.01                       |





(Rs.in Lakhs)

| (Rs.in Lakhs)                                                 |                              |                              |
|---------------------------------------------------------------|------------------------------|------------------------------|
| Particulars                                                   | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
| Provision on NPA                                              | 87.37                        | -33.23                       |
| Bad debts                                                     | 1,090.52                     | 1,190.53                     |
| Profit on sale of fixed assets                                | -                            | -10.93                       |
| Interest Paid on borrowings                                   | 249.22                       | 211.64                       |
| <b>Operating profit before working capital changes</b>        | <b>2,471.43</b>              | <b>1,109.39</b>              |
| <b>Change in Operating Assets and Liabilities</b>             |                              |                              |
| (Increase) / Decrease in loan Assets                          | -3,035.79                    | -1,428.64                    |
| (Increase) / Decrease in deferred Tax                         | -10.04                       | -69.74                       |
| (Increase) / Decrease in non-Financial Assets                 | -63.73                       | 0.87                         |
| (Increase) / Decrease in other Financial Assets               | -72.52                       | 47.48                        |
| Increase / (Decrease) in Trade Payables and other payables    | -12.49                       | 7.44                         |
| Increase / (Decrease) in other non-Financial liabilities      | 86.84                        | 37.42                        |
| Increase / (Decrease) in other Financial liabilities          | -8.38                        | 49.34                        |
| Increase / (Decrease) in other Provisions                     | 8.24                         | 20.86                        |
| <b>Cash generated from operations</b>                         | <b>-636.46</b>               | <b>-225.59</b>               |
| Direct taxes paid (Net of refunds)                            | -14.55                       | 3.10                         |
| <b>Net cash flow from / (used) in operating activites (A)</b> | <b>-621.91</b>               | <b>-228.69</b>               |
| <b>B. Cash flow from investing activities</b>                 |                              |                              |
| Purchase of property plant and equipment                      | -154.31                      | -40.15                       |
| Sale of property plant and equipment                          | -                            | 13.00                        |
| Payment towards intangible assets under development           | -0.07                        | -24.26                       |

| Particulars                                                                           | Year Ended<br>March 31, 2026 | Year Ended<br>March 31, 2025 |
|---------------------------------------------------------------------------------------|------------------------------|------------------------------|
| Net Investments in bank deposits (having original maturity of more than three months) | 795.03                       | -106.67                      |
| Purchase of Investment - Equity Instruments                                           | -489.90                      | -2,258.32                    |
| Sale of Investment - Equity Instruments                                               | 484.10                       | 2,251.56                     |
| Interest received on bank deposits                                                    | 72.21                        | 96.75                        |
| <b>Net cash flow from / (used) in investing activities (B)</b>                        | <b>707.06</b>                | <b>-68.10</b>                |
| <b>C. Cash flow from financing activities</b>                                         |                              |                              |
| Proceeds/(Repayment) from borrowings (Net)                                            | 289.60                       | 335.66                       |
| Payment of Lease liabilities                                                          | -22.52                       | -19.80                       |
| Interest paid                                                                         | -249.22                      | -211.64                      |
| Dividend income                                                                       | 6.18                         | 10.83                        |
| <b>Net cash flow from / (used) in financing activities (C)</b>                        | <b>24.03</b>                 | <b>115.05</b>                |
| <b>D. Net increase / (decrease) in cash and cash equivalents (A + B + C)</b>          | <b>109.17</b>                | <b>-181.73</b>               |
| <b>E. Cash and cash equivalents as at beginning of the year</b>                       | 117.53                       | 299.26                       |
| <b>F. Cash and cash equivalents as at the end of the year (D + E)</b>                 | 226.70                       | 117.53                       |
| <b>Components of cash and cash equivalents as at year end March 31, 2026</b>          |                              |                              |
| Balances with scheduled banks                                                         |                              |                              |
| - in current accounts                                                                 | 211.06                       | 115.13                       |
| Wallets                                                                               | 12.66                        | 2.40                         |
| Cash in hand                                                                          | 2.98                         | 0.00                         |
| <b>Total cash and cash equivalents (refer note no.3)</b>                              | <b>226.70</b>                | <b>117.53</b>                |



Significant accounting policies 2.1 The accompanying notes are an integral part of the financial statements

As per our report of even date  
For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

On behalf of the Board of Directors  
For **Kreon Financial Services Limited**

Sd/-  
**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

Sd/-  
**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

Sd/-  
**Shoba Nahar**  
**Chief Financial Officer**

Sd/-  
**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428

## Notes to the financial statements for the year ended March 31, 2026

**Note No:**

### 1. Corporate information

**Kreon Financial Services Limited** (the company) is a public company domiciled in India and incorporated under the provision of Companies Act, 1956 on 23<sup>rd</sup> November 1994. Its shares are listed on Bombay Stock Exchange ("BSE") in India. The Company is primarily engaged in the business of retail loan lending through its digital platform "**StuCred**". It also lends the money for other business purposes.

The Company is registered with the Reserve Bank of India (RBI) as Non-Deposit Taking NBFC and Classified as NBFC - Investment and Credit Company (NBFC- ICC) and Ministry of Corporate Affairs. The registration details are as follows:

|                                 |                       |
|---------------------------------|-----------------------|
| RBI                             | B-07-00023            |
| Corporate Identity Number (CIN) | L65921TN1994PLC029317 |

The financial statements of the Company for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 29, 2026.

### 2. Basis of preparation and Presentation of financial statements

#### Preparation:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Rules, 2016, notified under the Section 133 of the Companies Act, 2013 ('the Act'). The financial statements have been

prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting standards and other relevant provisions of the Companies Act 2013, guidelines issued by the RBI as applicable to a NBFCs and other accounting principles generally accepted in India. Any application guidance / clarifications / directions issued by RBI or other regulators are implemented as and when they are issued / applicable

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except provided otherwise.

The financial statements are presented in Indian Rupees in Lakhs which is also the functional currency of the Company and all values are rounded to the nearest lakhs, except when otherwise indicated.

#### Presentation:

The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to Non-banking Finance Companies (NBFCs), as notified by the MCA. The Statement of Cash Flows has been presented as per the requirements of Ind-AS 7 Statement of Cash Flows. The Company classifies its assets and liabilities as financial and non-financial and presents them in the order of liquidity.

The Company generally reports financial assets and financial liabilities on a gross basis in the Balance Sheet. They are offset and reported net only where Ind AS specifically permits the same or it has an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event. Similarly, the Company offsets incomes and expenses and reports the same on a net basis where permitted by Ind AS.

#### Use of Estimates and Judgements:

The preparation of financial statements in conformity with Indian Accounting Standards requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

#### 2.1 Summary of Significant accounting policies

##### Financial Instruments:

A financial instrument is defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Trade receivables and payables, loan receivables, investments in securities, debt securities and other borrowings, preferential and equity capital etc. are some examples of financial instruments.

All the financial instruments are recognised on the date when the Company becomes party to the contractual provisions of the financial instruments. For tradable securities, the Company recognises the financial instruments on settlement date.

##### I) Financial Assets:

**Initial Measurement:** All financial assets are recognised initially at fair value including transaction costs that are attributable to the acquisition of financial assets except in the case of financial assets recorded at FVTPL where the transaction costs are charged to profit or loss. Generally, the transaction price is treated as fair value unless proved to the contrary.





Subsequent measurement: For the purpose of subsequent measurement, financial assets are classified into the following categories as per the Company's Board approved policy:

- a. Debt instruments at amortised cost
- b. Equity instruments designated under FVOCI

#### **Debt instruments at amortised cost:**

The Company measures its debt instruments at amortised cost if both the following conditions are met:

- The asset is held within a business model of collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

To make the SPPI assessment, the Company applies judgement and considers relevant factors such as the nature of portfolio, the period for which the interest rate is set and other factors which are integral to a lending arrangement.

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Company's business model is not assessed on an instrument by instrument basis, but at a higher level of aggregated portfolios. If cash flows after initial recognition are realised in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated financial assets going forward.

The business model of the Company for assets subsequently measured at amortised cost category is to hold and collect contractual cash flows. However, considering the economic viability

flows. However, considering the economic viability of carrying the delinquent portfolios on the books of the Company, it may enter into immaterial and infrequent transactions to sell these portfolios to banks and/or asset reconstruction companies without affecting the business model of the Company. After initial measurement, such financial assets are subsequently measured at amortised cost on Effective Interest Rate (EIR)

#### **Equity instruments designated under FVOCI:**

All equity investments in scope of Ind AS 109 'Financial instruments' are measured at fair value. The Company has strategic investments in equity for which it has elected to present subsequent changes in the fair value in other comprehensive income. The classification is made on initial recognition and is irrevocable.

All fair value changes of the equity instruments, excluding dividends, are recognised in OCI and not available for reclassification to profit or loss, even on sale of investments. Equity instruments at FVOCI are not subject to an impairment assessment.

***Derecognition:*** The Company derecognises a financial asset (or, where applicable, a part of a financial asset) when:

- The right to receive cash flows from the asset has expired; or
- The Company has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cashflows in full without material delay to a third party under an assignment arrangement and the Company has transferred substantially all the risks and rewards of the asset.

Once the asset is derecognised, the Company does not have any continuing involvement in the same.

Financial assets subsequently measured at amortised cost are generally held for collection of

contractual cashflow. The Company on looking at economic viability of certain portfolios measured at amortised cost may enter into immaterial and infrequent transaction for sale of portfolios which doesn't affect the business model of the Company.

#### ***Impairment of Financial Assets:***

##### **General Approach**

Expected credit losses ('ECL') are recognised for applicable financial assets held under amortised cost. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss). Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

Lifetime ECLs is calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments. The Company has grouped its loan portfolio into Non-Digital i.e loans repayable on demand and Digital Loans i.e Term loans.

**Based on the above, the Company categorises its loans into Stage 1, Stage 2 and Stage 3 as described below:**

##### **Stage 1**

All exposures where there has not been a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date and that are not credit impaired upon origination are classified under this stage. Though there is a rebuttable presumption that the credit risk on financial assets has increased significantly since initial recognition when contractual payments more than 30 days past due. However, the Company is confident as per historical performance that these dues are goods

and fully receivable and accordingly classifies all standard advances and advances up to 90 days (PY:120 days) default under this category.

##### **Stage 2**

All exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired are classified under this stage. More than 90 Days (PY:120 days) Past Due but less than 150 days (PY:180 days) is considered as significant increase in credit risk.

##### **Stage 3**

All exposures assessed as credit impaired once it becomes 180 days (PY:360 days) past due are classified in this stage. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount. As a matter of prudence, at this stage, the company writes off the whole exposure instead of providing for the same.

The above is then compared with the provisions requirement as per Reserve Bank of India Master Circular on Prudential norms on Income Recognition, Asset Classification and Provisioning pertaining to Advances and Clarifications dated 01st September 2016 (amended till date). Any short in provisions requirement as per RBI is adjusted accordingly in line with the master circular requirements. (Also refer note no.35)

##### ***Measurement of ECL***

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

**Probability of Default (PD)** - The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously



derecognised and is still in the portfolio. The company has determined the POD for all stages as follows:

Stage 1 - 0.25%  
Stage 2 - 10%  
Stage 3 - 100%

**Exposure at Default (EAD)** - The exposure at default (EAD) represents the gross carrying amount of the financial instruments subject to the impairment calculation.

**Loss Given Default (LGD)** - LGD is an estimate of the loss arising in case where a default occurs. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realisation of any security, if any. It is usually expressed as a percentage of the EAD. Company considers 100% of the Exposure at default as Loss Given Default.

#### **Simplified Approach in case of Trade Receivables and other financial assets:**

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables and other financial assets. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables and other financial assets. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and other financial assets and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated for changes in the forward looking estimates.

#### **II) Financial Liabilities:**

**Initial Measurement:** All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade payables, other payables, and other borrowings.

**Subsequent measurement:** After initial recognition, all financial liabilities are subsequently measured at amortised cost using the EIR method. Any gains or losses arising on derecognition of liabilities are recognised in the Statement of Profit and Loss.

**Derecognition:** The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

#### **III) Offsetting of financial instruments:**

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

#### **IV) Fair Value Determination of financial instruments:**

On initial recognition, all the financial instruments are measured at fair value. For subsequent measurement, the Company measures investment in equity instruments designated at OCI alone at fair value on each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or

2. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

**Level 1 financial instruments** - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

**Level 2 financial instruments** - No Such Instruments.

**Level 3 financial instruments** - No Such Instruments.

#### **1) Revenue Recognition**

#### **Interest Income:**

The Company recognises interest income using

effective interest rate (EIR) on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments / receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets, the Company recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

Penal Charges or like on delayed payments by customers are treated to accrue only on realisation, due to uncertainty of realisation and are accounted accordingly.

#### **Fees and Commission Income:**

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial instruments' is applicable) based on a five step model as set out in Ind AS 115 'Revenue from contracts with customers'.

The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at the fair value of the consideration received or receivable.





### Dividend Income:

Dividend income is recognised when the right to receive the payment is established.

### 2) Property, Plant and Equipment

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, if any, consistent with the criteria specified in Ind AS 16 'Property, plant and equipment'. Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as 'Capital work-in-progress'.

Property, plant and equipment is recognised when it is probable that future economic benefits associated with the item is expected to flow to the Company and the cost of the item can be measured reliably. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included under other income/expenses in the Statement of Profit and Loss when the asset is derecognised.

### 3) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a WDV basis using the rates arrived at, based on the useful lives estimated by the management/Useful life as per schedule II. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

The company has used the following rates to provide depreciation on its property, plant and equipment.

| Particulars              | Useful lives estimated by the management/Useful life as per schedule II |
|--------------------------|-------------------------------------------------------------------------|
| Plant and Machineries    | 15 Years                                                                |
| Furniture and Fittings   | 10 Years                                                                |
| Vehicles                 | 8 Years                                                                 |
| Computer and Peripherals | 3 Years                                                                 |
| Leasehold improvements   | The life based on lease period.                                         |

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 4) Intangible assets

Intangible assets, representing softwares, licenses etc. are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment, if any. The Company recognises internally generated intangible assets when it is certain that the future economic benefit attributable to the use of such intangible assets are probable to flow to the Company and the expenditure incurred for development of such intangible assets can be measured reliably. The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating

in the manner intended by the Company. The intangible assets including those internally generated are amortised using the straight line method over a period of five years, which is the Management's estimate of its useful life. The useful lives of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as 'Intangible assets under development'.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the assets are recognised in the Statement of Profit and Loss when the asset is derecognised.

### 5) Leases

The Company follows Ind AS 116 'Leases' for all long term and material lease contracts.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate at the transition date in case of leases existing as on the

date of transition date and in case of leases entered after transition date, incremental borrowing rate as on the date of lease commencement date. In case of existing leases, the said date would be the date of transition. It is remeasured when there is a change in future lease payments arising from a change in a rate, if the Company changes its assessment of whether it will exercise an extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term. The Company's lease asset class consist of leases for office premises.

### 6) Impairment of non-financial assets

An assessment is done at each Balance Sheet date to ascertain whether there is any indication that an asset may be impaired. If any such indication exists, an estimate of the recoverable amount of asset is determined. If the carrying value of relevant asset is higher than the recoverable amount, the carrying value is written down accordingly.

### 7) Finance Cost:

Borrowing costs on financial liabilities are recognised using the EIR.

### 8) Foreign currency translation

(i) Functional and presentational currency

The standalone financial statements are presented



in Indian Rupees which is also functional currency of the Company and the currency of the primary economic environment in which the Company operates.

## (ii) Transactional and Balances

### a) Initial Recognition:

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

### b) Conversion:

Monetary assets and liabilities denominated in foreign currency, which are outstanding as at the reporting date, are translated at the reporting date at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss or Other Comprehensive Income as permitted under the relevant Ind AS.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the spot exchange rates as at the date of recognition.

## 9) Retirement and other employee benefits

### Short term employee benefit:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus/ex-gratia are recognised in the period in which the employee renders the related service.

### Post-employment benefit:

#### a) Defined contribution schemes:

All the employees of the Company are entitled to

receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

#### b) Defined Benefit schemes:

The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit ("PUC") Method, which recognises each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

Net interest recognised in profit or loss is

calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on the plan assets above or below the discount rate is recognised as part of re-measurement of net defined liability or asset through other comprehensive income. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

## 10) Taxes

### Current Income Taxes:

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Management periodically evaluates

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

### Deferred Income taxes:

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

### Goods and Service Taxes:

Expenses and assets are recognised net of the goods and services tax/value added taxes paid, except:

1. When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition





of the asset or as part of the expense item, as applicable.

2. When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

### 11) Segment Reporting

The Company is primarily engaged in the business of financing and there are no separate reportable segments identified as per the Ind AS 108 - Operating Segments

### 12) Earning per share

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

### 13) Provisions

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as

a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When the effect of the time value of money is material, the enterprise determines the level of provision by discounting the expected cash flows at a pre-tax rate reflecting the current rates specific to the liability. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. As at reporting date, the Company does not have any such provisions where the effect of time value of money is material.

### 14) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements. Contingent liabilities are reviewed at each Balance Sheet date.

### 15) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### 16) Cash Flow Statement

Cash flows are reported under the 'Indirect

method' as set out in Ind AS 7 on 'Statement of Cash Flows, whereby net profit after tax is adjusted for the effects of transactions of non-cash nature, tax and any deferrals or accruals

of past or future cash receipts or payments. The cash flows are prepared for the operating, investing and financing activities of the Company.

### Equity Share Capital:

#### (i) Current reporting period

| Balance at the beginning of the current reporting period (As at 31st March 2025) | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period (As at 31st March 2026) |
|----------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------------------------|
| 2,022.20                                                                         | 0.00                                                       | 2,022.20                                                          | 0.00                                                    | 2,022.20                                                                   |

#### (ii) Previous reporting period

| Balance at the beginning of the current reporting period (As at 31st March 2024) | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period (As at 31st March 2025) |
|----------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------------------------|
| 1,362.30                                                                         | -                                                          | 1,362.30                                                          | 659.90                                                  | 2,022.20                                                                   |



#### 4. Other Equity

##### (i) Current reporting period

|                                                           | Share application money pending allotment | Reserves and Surplus |                    |                                                    |                     |                   |
|-----------------------------------------------------------|-------------------------------------------|----------------------|--------------------|----------------------------------------------------|---------------------|-------------------|
|                                                           |                                           | Capital Reserve      | Securities Premium | Other Reserves                                     |                     |                   |
|                                                           |                                           |                      |                    | Equity component of compound financial instruments | Revaluation Surplus | Retained Earnings |
| Balance at the beginning of the current reporting period  | -                                         | 1.26                 | 1,381.84           | -                                                  | -                   | -627.88           |
| Additions during the year                                 | -                                         | -                    | -                  | -                                                  | -                   | 725.85            |
| Transfer to Statutory Reserves                            | -                                         | -                    | -                  | -                                                  | -                   | -145.17           |
| Capital Expenditure                                       |                                           |                      |                    |                                                    |                     | -                 |
| Other Adjustment                                          | -                                         | -                    | -                  | -                                                  | -                   | -0.62             |
| Transfer of Reaslied profit from OCI to retained earning  | -                                         | -                    | -                  | -                                                  | -                   | 0.20              |
| Equity Issued during the year                             | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Transfer to capital reserves                              |                                           |                      |                    |                                                    |                     |                   |
| <b>Balance at the end of the current reporting period</b> | <b>-</b>                                  | <b>1.26</b>          | <b>1,381.84</b>    | <b>-</b>                                           | <b>-</b>            | <b>-47.62</b>     |

|                    | Other Comprehensive Income                          |                                                                                                          |         | Effective portion of Cash Flow Hedges | Exchange differences on translating the financial statements of a foreign operation | Money received against share warrants | Total    |
|--------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------|---------|---------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------|----------|
| Statutory Reserves | Debt instruments through Other Comperhensive Income | Equity Instruments through Other Comprehensive Income & Remesurement gain/(loss) on defined benefit plan |         |                                       |                                                                                     |                                       |          |
| 167.08             | -                                                   | -                                                                                                        | 150.57  | -                                     | -                                                                                   | -                                     | 1,072.87 |
| -                  | -                                                   | -                                                                                                        | -211.84 | -                                     | -                                                                                   | -                                     | 514.01   |
| 145.17             | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -0.62    |
| -                  | -                                                   | -                                                                                                        | -0.20   | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       |                                       |                                                                                     | -                                     | -        |
| 312.25             | -                                                   | -                                                                                                        | -61.47  | -                                     | -                                                                                   | -                                     | 1,586.26 |





(ii) Previous reporting period

|                                                           | Share application money pending allotment | Reserves and Surplus |                    |                                                    |                     |                   |
|-----------------------------------------------------------|-------------------------------------------|----------------------|--------------------|----------------------------------------------------|---------------------|-------------------|
|                                                           |                                           | Capital Reserve      | Securities Premium | Other Reserves                                     |                     |                   |
|                                                           |                                           |                      |                    | Equity component of compound financial instruments | Revaluation Surplus | Retained Earnings |
| Balance at the beginning of the current reporting period  | -                                         | 1.26                 | 1,381.84           | -                                                  | -                   | -530.94           |
| Additions during the year                                 | -                                         | -                    | -                  | -                                                  | -                   | -414.14           |
| Transfer to Statutory Reserves                            | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Capital Expenditure                                       | -                                         | -                    | -                  | -                                                  | -                   | -16.40            |
| Transfer of Reaslied profit from OCI to retained earning  | -                                         | -                    | -                  | -                                                  | -                   | 333.61            |
| Equity Issued during the year                             | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| Transfer to capital reserves                              | -                                         | -                    | -                  | -                                                  | -                   | -                 |
| <b>Balance at the end of the current reporting period</b> | <b>-</b>                                  | <b>1.26</b>          | <b>1,381.84</b>    | <b>-</b>                                           | <b>-</b>            | <b>-627.88</b>    |

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

per **Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

|                    | Other Comprehensive Income                          |                                                                                                          |         | Effective portion of Cash Flow Hedges | Exchange differences on translating the financial statements of a foreign operation | Money received against share warrants | Total    |
|--------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------|---------|---------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------|----------|
| Statutory Reserves | Debt instruments through Other Comperhensive Income | Equity Instruments through Other Comprehensive Income & Remesurement gain/(loss) on defined benefit plan |         |                                       |                                                                                     |                                       |          |
| 167.08             | -                                                   |                                                                                                          | 246.78  | -                                     | -                                                                                   | -                                     | 1,266.02 |
| -                  | -                                                   | -                                                                                                        | 237.40  | -                                     | -                                                                                   | -                                     | -176.75  |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
|                    |                                                     |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -16.40   |
| -                  | -                                                   | -                                                                                                        | -333.61 | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   | -                                                                                                        | -       | -                                     | -                                                                                   | -                                     | -        |
| -                  | -                                                   |                                                                                                          | -       | -                                     | -                                                                                   | -                                     | -        |
| 167.08             | -                                                   | -                                                                                                        | 150.57  | -                                     | -                                                                                   | -                                     | 1,072.87 |

For and on behalf of the Board of Directors of  
**Kreon Financial Services Limited**

**Sd/-**  
**Jaijash Tatia**  
Managing Director & Chairman

**Sd/-**  
**Henna Jain**  
Joint Managing Director

**Sd/-**  
**Shoba Nahar**  
Chief Financial Officer

**Sd/-**  
**Niharika Goyal**  
Chief Compliance Officer



## Notes to the financial Statements for the year ended 31<sup>st</sup> March 2026

### 3. Cash and Cash Equivalents

(Rs.in Lakhs)

| Particulars                                                      | As at March, 2026 | As at March, 2025 |
|------------------------------------------------------------------|-------------------|-------------------|
| Cash on hand                                                     | 2.98              | 0.00              |
| Balances with banks (of the nature of cash and cash equivalents) |                   |                   |
| -On current accounts                                             | 211.06            | 115.13            |
| Others:<br>-Wallets                                              | 12.66             | 2.40              |
|                                                                  | 226.70            | 117.53            |

### 4. Bank Balance with other than cash and cash equivalents

(Rs.in Lakhs)

| Particulars                                                     | As at March, 2026 | As at March, 2025 |
|-----------------------------------------------------------------|-------------------|-------------------|
| -Bank deposit with original maturity for more than three months | 698.30            | 1,926.81          |
|                                                                 | 698.30            | 1,926.81          |

### 5. Loans

(Rs.in Lakhs)

| Particulars                       | As at March, 2026 | As at March, 2025 |
|-----------------------------------|-------------------|-------------------|
|                                   | At Amortized Cost | At Amortized Cost |
| (i) Loans repayable on demand     | 1,442.22          | 313.74            |
| (ii) Term Loans*1                 | 3,588.45          | 2,684.29          |
| <b>Total Gross(i+ii)</b>          | <b>5,030.67</b>   | <b>2,998.03</b>   |
| Less: Impairment loss allowance*2 | 113.57            | 26.21             |

(Rs.in Lakhs)

| Particulars                     | As at March, 2026 | As at March, 2025 |
|---------------------------------|-------------------|-------------------|
|                                 | At Amortized Cost | At Amortized Cost |
| <b>TOTAL -Net (A)</b>           | <b>4,917.10</b>   | <b>2,971.82</b>   |
| <b>Unsecured*3</b>              | 5,030.67          | 2,998.03          |
| <b>Total Gross</b>              | <b>5,030.67</b>   | <b>2,998.03</b>   |
| Less: Impairment loss allowance | 113.57            | 26.21             |
| <b>TOTAL -Net (B)</b>           | <b>4,917.10</b>   | <b>2,971.82</b>   |

#### Loans in India

|                                             |                 |                 |
|---------------------------------------------|-----------------|-----------------|
| - Individuals, Private and Public Companies | 5,030.67        | 2,998.03        |
| <b>Total Gross</b>                          | <b>5,030.67</b> | <b>2,998.03</b> |
| Less: Impairment loss allowance             | 113.57          | 26.21           |
| <b>TOTAL -Net (C)</b>                       | <b>4,917.10</b> | <b>2,971.82</b> |

#### NOTE

\*1- Please refer note-35

\*2- Please refer note-35, for provision made as per RBI regulations.

\*3- All loans given are unsecured given to the Individuals, private &amp; public companies.

### 6. Investments

(Rs.in Lakhs)

| Particulars                                 | As at March, 2026 | As at March, 2025 |
|---------------------------------------------|-------------------|-------------------|
| <b>At Fair value through OCI</b>            |                   |                   |
| -Investments in equity instruments          | 355.84            | 562.38            |
| <b>At Fair value through Profit or loss</b> |                   |                   |
| -Investments in equity instruments          | 772.76            | 570.39            |

(Rs.in Lakhs)

| Particulars                     | As at March, 2026 | As at March, 2025 |
|---------------------------------|-------------------|-------------------|
| <b>Total</b>                    | <b>1,128.60</b>   | <b>1,132.77</b>   |
| Investment in India             | 1,128.60          | 1,132.77          |
| Investment outside India        | -                 | -                 |
| <b>Total</b>                    | <b>1,128.60</b>   | <b>1,132.77</b>   |
| Less: Impairment loss allowance | -3.70             | -                 |
| <b>Total Net</b>                | <b>1,124.89</b>   | <b>1,132.77</b>   |

**NOTE:** The dividends of Rs. 6.18 lakhs as on March 31, 2026 (March 31, 2025: Rs. 10.83 lakhs) received from investments in shares are recorded as dividend income.

### 7. Other Financial Assets

(Rs.in Lakhs)

| Particulars                           | As at March, 2026 | As at March, 2025 |
|---------------------------------------|-------------------|-------------------|
| <b>Securities deposits</b>            |                   |                   |
| -Security deposit (at amortised cost) | 1.25              | 3.42              |
| -Rental deposit                       | 18.07             | 10.70             |
| -Telephone deposit                    | 0.02              | 0.02              |
| Income tax refund                     | -                 | 1.97              |
| Other receivables*                    | 72.76             | 3.46              |
| <b>Total</b>                          | <b>92.09</b>      | <b>19.57</b>      |

\*Other receivable include other loan related receivable and amount deposited with the demat account.

### 8. Current Tax Assets (Net)

(Rs.in Lakhs)

| Particulars            | As at March, 2026 | As at March, 2025 |
|------------------------|-------------------|-------------------|
| Advance income tax     | 225.00            | 50.00             |
| Tax deducted at source | 11.52             | 14.70             |

(Rs.in Lakhs)

| Particulars                  | As at March, 2026 | As at March, 2025 |
|------------------------------|-------------------|-------------------|
| Less: Provision for taxation | 221.98            | 61.60             |
|                              | 14.55             | 3.10              |

### 9. Intangible assets under development

(a) Intangible assets under development aging schedule

(Rs.in Lakhs)

| Intangible assets under development | Less than 1 Year | 1-2 Year | 2-3 year | More than 3 Year | TOTAL |
|-------------------------------------|------------------|----------|----------|------------------|-------|
| Projects in progress                | -                | 24.33    | -        | -                | 24.33 |
| Projects temporarily suspended      | NIL              | NIL      | NIL      | NIL              | NIL   |

(b) or Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan, following Intangible assets under development completion schedule shall be given= NIL

#### Intangible assets under development

(a) Intangible assets under development aging schedule

(Rs.in Lakhs)

| Intangible assets under development | Less than 1 Year | 1-2 Year | 2-3 year | More than 3 Year | TOTAL |
|-------------------------------------|------------------|----------|----------|------------------|-------|
| Projects in progress                | 24.26            | 0.00     | 0.00     | 0.00             | 24.26 |
| Projects temporarily suspended      | NIL              | NIL      | NIL      | NIL              | NIL   |

(b) or Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan, following Intangible assets under development completion schedule shall be given= NIL





## 10. Leases

### A) Where the Company is a lessee.

#### (i) Amount recognized in balance sheet

##### Right-of-use Assets:

##### OFFICE PREMISES:

(Rs.in Lakhs)

| Particulars                            | As at March, 2026 | As at March, 2025 |
|----------------------------------------|-------------------|-------------------|
| Opening balance:                       | 92.64             | 107.66            |
| - Additions                            | -                 | -                 |
| - Depreciation charged during the year | 15.02             | 15.02             |
| - Disposals                            | -                 | -                 |
| Closing net carrying amount            | 77.62             | 92.64             |

The Company has not revalued any of its Right-of-use assets during the years ended March 31, 2026. Hence, the amount of change in gross and net carrying amount due to revaluation and impairment losses/reversals is nil.

#### (ii) Amount recognized in statement of profit and loss

(Rs.in Lakhs)

| Particulars                                                                                                               | As at March, 2026 | As at March, 2025 |
|---------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------|
| Depreciation charge of right-of-use assets (included in depreciation, amortisation and impairment)                        | 15.02             | 15.02             |
| Interest expense (included in finance costs)                                                                              | 10.19             | 11.16             |
| Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses) | 32.75             | 5.36              |

| Particulars                                                        | As at March, 2026 | As at March, 2025 |
|--------------------------------------------------------------------|-------------------|-------------------|
| (iii) Gains or losses arising from sale and leaseback transactions | -                 | -                 |
| (iv) Total Cash outflow for leases during the year                 | 57.96             | 31.54             |

The Company does not face a significant liquidity risk with regard to its lease liabilities as the assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

## 11. Other Non-Financial Assets

(Rs.in Lakhs)

| Particulars                                      | As at March, 2026 | As at March, 2025 |
|--------------------------------------------------|-------------------|-------------------|
| Goods and services tax credit (input) receivable | 65.23             | 14.51             |
| Advances to Vendors                              | 20.07             | 7.09              |
| Advance to Employees                             | 4.10              | 3.16              |
| Rental Pre-Payments                              | 5.91              | 6.58              |
| Prepaid Expense                                  |                   | 1.55              |
| Others                                           | 4.32              | 3.00              |
|                                                  | 99.63             | 35.90             |

## 12. Non-Current Assets held for sale

(Rs.in Lakhs)

| Particulars | As at March, 2026 | As at March, 2025 |
|-------------|-------------------|-------------------|
| Bullion     | 4.60              | 4.60              |
|             | 4.60              | 4.60              |

\* Measured at lower of cost or fair value.

## Note 9A : Property, Plant and Equipmentand Intangible Assets

(Rs.in Lakhs)

| Particulars         | Lease hold improvements | Computer and Perihperals | Vehicles | Furniture & Fittings | Plant and Machineries | Intangible Assets [StuCred Application] | Total  |
|---------------------|-------------------------|--------------------------|----------|----------------------|-----------------------|-----------------------------------------|--------|
| Gross block         |                         |                          |          |                      |                       |                                         |        |
| At April 1, 2024    | 8.46                    | 43.99                    | 86.19    | 40.52                | 16.38                 | 190.42                                  | 385.97 |
| Additions           | -                       | 12.89                    | 26.63    | 0.35                 | 0.28                  | -                                       | 40.15  |
| Deletion            | -                       | -                        | 1.44     | -                    | -                     | -                                       |        |
| At March 31, 2025   | 8.46                    | 56.89                    | 111.38   | 40.87                | 16.66                 | 190.42                                  | 424.68 |
| Additions           | -                       | 14.57                    | 129.99   | 5.74                 | 4.01                  | -                                       | 154.31 |
| Deletion            | -                       | -                        | -        | -                    | -                     | -                                       |        |
| At March 31, 2026   | 8.46                    | 71.46                    | 241.37   | 46.61                | 20.67                 | 190.42                                  | 578.99 |
| (d)                 |                         |                          |          |                      |                       |                                         | -      |
| (e)                 |                         |                          |          |                      |                       |                                         | -      |
| At April 1, 2024    | 3.95                    | 32.73                    | 30.36    | 17.15                | 5.95                  | 55.78                                   | 145.91 |
| Charge for the year | 1.28                    | 10.13                    | 17.98    | 6.07                 | 1.94                  | 26.93                                   | 64.33  |
| At March 31, 2025   | 5.23                    | 42.86                    | 48.34    | 23.22                | 7.89                  | 82.71                                   | 210.24 |
| Charge for the year | 0.82                    | 11.80                    | 19.61    | 4.87                 | 1.64                  | 19.98                                   | 58.70  |
| At March 31, 2026   | 6.05                    | 54.66                    | 67.95    | 28.09                | 9.53                  | 102.69                                  | 268.94 |
|                     |                         |                          |          |                      |                       |                                         | -      |
| Net Block           | 2.41                    | 16.80                    | 173.42   | 18.52                | 11.14                 | 87.73                                   | 310.02 |
| At March 31, 2025   | 3.24                    | 14.03                    | 63.05    | 17.65                | 8.77                  | 107.71                                  | 214.44 |
| At March 31, 2026   | 2.41                    | 16.80                    | 173.42   | 18.52                | 11.14                 | 87.73                                   | 310.02 |



### Impairment Loss

(Rs.in Lakhs)

|                     |      |       |        |       |       |        |        |
|---------------------|------|-------|--------|-------|-------|--------|--------|
| At April 1, 2024    | -    | -     | -      | -     | -     | -      | -      |
| Charge for the year | -    | -     | -      | -     | -     | -      | -      |
| Disposals           | -    | -     | -      | -     | -     | -      | -      |
| At March 31, 2025   | -    | -     | -      | -     | -     | -      | -      |
| Charge for the year | -    | -     | -      | -     | -     | -      | -      |
| Disposals           | -    | -     | -      | -     | -     | -      | -      |
| At March 31, 2026   | -    | -     | -      | -     | -     | -      | -      |
| Net Block           | 2.41 | 16.80 | 173.42 | 18.52 | 11.14 | 87.73  | 310.02 |
| At March 31, 2025   | 3.24 | 14.03 | 63.05  | 17.65 | 8.77  | 107.71 | 214.44 |
| At March 31, 2026   | 2.41 | 16.80 | 173.42 | 18.52 | 11.14 | 87.73  | 310.02 |

### 13. Payables

(Rs.in Lakhs)

| Particulars                                                                            | As at 31st March, 2026 | As at 31st March, 2025 |
|----------------------------------------------------------------------------------------|------------------------|------------------------|
| Other Payables                                                                         |                        |                        |
| Dues to Micro and Small Enterprises (also refer note no: 55)                           | -                      | -                      |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 22.46                  | 34.94                  |
|                                                                                        | 22.46                  | 34.94                  |

### Ageing Schedule

(Rs.in Lakhs)

| Outstanding for following periods from due date of payment | Particulars as at March 31, 2026 |        |          |        |
|------------------------------------------------------------|----------------------------------|--------|----------|--------|
|                                                            | Undisputed                       |        | Disputed |        |
|                                                            | MSME                             | Others | MSME     | Others |
| Unbilled Dues                                              | -                                | -      | -        | -      |
| Less than 1 Year                                           |                                  |        | -        | -      |
| 1-2 Years                                                  | -                                | -      | -        | -      |
| 2-3 Years                                                  | -                                | -      | -        | -      |
| More than 3 Years                                          | -                                | -      | -        | -      |
| Not yet due                                                | -                                | 22.46  | -        | -      |
| Total                                                      | -                                | 22.46  | -        | -      |

(Rs.in Lakhs)

| Outstanding for following periods from due date of payment | Particulars as at March 31, 2026 |        |          |        |
|------------------------------------------------------------|----------------------------------|--------|----------|--------|
|                                                            | Undisputed                       |        | Disputed |        |
|                                                            | MSME                             | Others | MSME     | Others |
| Unbilled Dues                                              | -                                | -      | -        | -      |
| Less than 1 Year                                           |                                  |        | -        | -      |
| 1-2 Years                                                  | -                                | -      | -        | -      |
| 2-3 Years                                                  | -                                | -      | -        | -      |
| More than 3 Years                                          | -                                | -      | -        | -      |
| Not yet due                                                | -                                | 34.94  | -        | -      |
| Total                                                      | -                                | 34.94  | -        | -      |

### 14. Borrowings (Other than Debt Securities)

(Rs.in Lakhs)

|                                             | Particulars as at March 31, 2026 |                                      |                                                 |          |
|---------------------------------------------|----------------------------------|--------------------------------------|-------------------------------------------------|----------|
|                                             | At Amortised Cost                | At Fair Value Through profit or loss | Designated at fair value through profit or loss | Total    |
| Loans from related parties (Unsecured)      | 373.87                           | -                                    | -                                               | 373.87   |
| Inter Corporate Deposit - (Unsecured)       | 3,135.59                         | -                                    | -                                               | 3,135.59 |
| Loan from Bank- (Secured -Short Term Loan)* | 104.60                           |                                      |                                                 | 104.60   |
| Total (A)                                   | 3,614.06                         | -                                    | -                                               | 3,614.06 |
| Borrowings in India                         | 3,614.06                         | -                                    | -                                               | 3,614.06 |
| Borrowings outside India                    | -                                | -                                    | -                                               | -        |
| Total (B) to tally with (A)                 | 3,614.06                         | -                                    | -                                               | 3,614.06 |

\* The Company has availed a vehicle loan from HDFC Bank amounting to ₹104.60 lakhs. The loan has been sanctioned for a tenure of 39 months and carries an Annual Percentage Rate (APR) of 7.76%.

(Rs.in Lakhs)

|                                        | Particulars as at March 31, 2026 |                                      |                                                 |          |
|----------------------------------------|----------------------------------|--------------------------------------|-------------------------------------------------|----------|
|                                        | At Amortised Cost                | At Fair Value Through profit or loss | Designated at fair value through profit or loss | Total    |
| Loans from related parties (Unsecured) | 1,122.08                         | -                                    | -                                               | 1,122.08 |
| Inter Corporate Deposit - (Unsecured)  | 2,043.77                         | -                                    | -                                               | 2,043.77 |
| Total (A)                              | 3,165.86                         | -                                    | -                                               | 3,165.86 |
| Borrowings in India                    | 3,165.86                         | -                                    | -                                               | 3,165.86 |
| Borrowings outside India               | -                                | -                                    | -                                               | -        |
| Total (B) to tally with (A)            | 3,165.86                         | -                                    | -                                               | 3,165.86 |

Note: Loan from related parties are for a tenor of one year and are renewable.

### 15. Other financial liabilities

(Rs.in Lakhs)

| Particulars       | As at 31st March, 2026 | As at 31st March, 2025 |
|-------------------|------------------------|------------------------|
| Salary Payable    | 53.81                  | 38.99                  |
| Audit Fee Payable | 1.00                   | 0.75                   |
| Other Payables*   | 52.72                  | 63.84                  |
|                   | 107.53                 | 103.58                 |

\*Other payables includes liability for other expenses and Credit Card Dues.





(Rs.in Lakhs)

| Particulars                              | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|------------------------------------------|---------------------------|---------------------------|
| <b>Lease liability movement</b>          |                           |                           |
| Opening Lease liability                  | 112.69                    | 121.33                    |
| Add : Additional during the year         |                           |                           |
| : Interest on lease liability            | 10.19                     | 11.16                     |
| Less : Deletion during the year          |                           |                           |
| : Lease rental payments                  | 22.52                     | 19.80                     |
| Closing Lease liability                  | 100.36                    | 112.69                    |
| <b>Total Other financial liabilities</b> | <b>207.89</b>             | <b>216.27</b>             |

## 16. Provisions

| Particulars                     | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|---------------------------------|---------------------------|---------------------------|
| Provision for employee benefits |                           |                           |
| Gratuity (Refer note no: 33)    | 35.99                     | 27.75                     |
|                                 | 35.99                     | 27.75                     |

## 17. Other non-financial liabilities

(Rs.in Lakhs)

| Particulars                                      | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|--------------------------------------------------|---------------------------|---------------------------|
| TDS Payable                                      | 32.42                     | 19.67                     |
| GST Payable                                      | 90.32                     | 37.57                     |
| EPF Payable                                      | 4.59                      | 3.72                      |
| ESI Payable                                      | 0.20                      | 0.12                      |
| Interest Received in advance                     | -                         | 0.45                      |
| Professional Tax Payable                         | 0.66                      | 0.02                      |
| Other Payables*                                  | 41.60                     | 21.40                     |
| <b>*Other payable includes expense payables.</b> | <b>169.79</b>             | <b>82.96</b>              |

## 18. Equity Share capital

(Rs.in Lakhs)

| Particulars                                                                             | As at<br>31st March, 2026 | As at<br>31st March, 2025 |
|-----------------------------------------------------------------------------------------|---------------------------|---------------------------|
| <b>(a) Authorized</b>                                                                   |                           |                           |
| 4,50,00,000(31 March 2025) equity shares of `10/- each                                  | 4,500                     | 4,500                     |
| 50,00,000 (31 March 2025) Compulsory convertible preference shares (CCPS) of `10/- each | 500                       | 500                       |
| <b>(b) Issued,Subscribed and fully paid up</b>                                          |                           |                           |
| 2,02,22,000 (31st March 2025: 2,02,22,000) Equity Shares of 10/- Each                   | 2,022.20                  | 2,022.20                  |
| <b>Total issued, subscribed and fully paid-up share capital</b>                         | <b>2,022.20</b>           | <b>2,022.20</b>           |

## (i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

### Equity shares

Amount in Lakhs

| Particulars                               | 31 Mar 2026         |                 | 31 Mar 2025         |                 |
|-------------------------------------------|---------------------|-----------------|---------------------|-----------------|
|                                           | Number of shares    | Amount          | Number of shares    | Amount          |
| At the beginning of the period            | 20,222,000.0        | 2,022.20        | 20,222,000.0        | 2,022.20        |
| Issued during the period                  | -                   | -               | -                   | -               |
| <b>Outstanding at the end of the year</b> | <b>20,222,000.0</b> | <b>2,022.20</b> | <b>20,222,000.0</b> | <b>2,022.20</b> |

## Preference Shares

Amount in Lakhs

| Particulars                               | 31 Mar 2026      |           | 31 Mar 2025      |          |
|-------------------------------------------|------------------|-----------|------------------|----------|
|                                           | Number of shares | Amount    | Number of shares | Amount   |
| At the beginning of the period            | -                | -         | -                | -        |
| Issued during the period                  | -                | -         | -                | -        |
| Coverted to equity during the year        | -                | -         | -                | -        |
| <b>Outstanding at the end of the year</b> | <b>-</b>         | <b>--</b> | <b>-</b>         | <b>-</b> |

## (ii) Term / right attached to equity shares

The company has only one class of equity shares having par value of `10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any, is subject to the approval of the shareholders in the ensuing annual general meeting.

The company has not declared any dividend during the year.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## (iii) Capital management for the Company's objectives, policies and processes for managing capital:

The Company's objective is to maintain

appropriate levels of capital to support its business strategy taking into account the regulatory, economic and commercial environment.

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Company manages its capital structure and makes adjustments in the light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and short-term deposits.

(Rs.in Lakhs)

| Gearing Ratio                         | Mar 2026        | Mar 2025        |
|---------------------------------------|-----------------|-----------------|
| Debt                                  | 3,614.06        | 3,165.86        |
| Less: Cash and Cash Equivalents       | 226.70          | 117.53          |
| <b>Net Debt</b>                       | <b>3,387.36</b> | <b>3,048.33</b> |
| Total Equity                          | 3,608.46        | 3,095.07        |
| <b>Net Debt to Total Equity Ratio</b> | <b>0.94</b>     | <b>0.98</b>     |



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

(Rs.in Lakhs)

| Name of the Shareholder                  | 31 Mar 2026      |                        | 31 Mar 2025      |                        |
|------------------------------------------|------------------|------------------------|------------------|------------------------|
|                                          | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Equity shares of `10 each fully paid     |                  |                        |                  |                        |
| Tatia Global Vennture Limited            | 1,950,000        | 9.64%                  | 1,950,000        | 9.64%                  |
| Subh Labh Infrastructure Private Limited | 1,759,500        | 8.70%                  | 1,759,500        | 8.70%                  |
| Mr. Jaijash Tatia                        | 3,974,300        | 19.65%                 | 3,974,300        | 19.65%                 |
| Ms. Henna Jain                           | 3,000,000        | 14.84%                 | 3,000,000        | 14.84%                 |

As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(v) Details of Promoters holding in the company

(Rs.in Lakhs)

| Promoter Name                        | 31 Mar 2026      |                        |                     |
|--------------------------------------|------------------|------------------------|---------------------|
|                                      | Number of shares | % holding in the class | % Change during the |
| Equity shares of `10 each fully paid |                  |                        |                     |
| 1. Mr. Jaijash Tatia                 | 3,974,300        | 19.65%                 | 0%                  |
| 2. Ms. Henna Jain                    | 3,000,000        | 14.84%                 | 0%                  |
| 3. Tatia Global Vennture Limited     | 1,950,000        | 9.64%                  | 0%                  |
| 4. Ashram online.com Ltd             | 953,100          | 4.71%                  | 0%                  |
| 5. Bharat Jain Tatia                 | 550,219          | 2.72%                  | 0%                  |

(Rs.in Lakhs)

| Promoter Name                         | 31 Mar 2026       |                        |                          |
|---------------------------------------|-------------------|------------------------|--------------------------|
|                                       | Number of shares  | % holding in the class | % Change during the year |
| 6. Chandrakantha Tatia                | 504,850           | 2.50%                  | 0%                       |
| 7. Jinpaad Developers Private Limited | 310,000           | 1.53%                  | 0%                       |
| 8. Pannalal Tatia                     | 100               | 0.00%                  | 0%                       |
| <b>Total</b>                          | <b>11,242,569</b> | <b>55.60%</b>          | <b>0%</b>                |

(Rs.in Lakhs)

| Promoter Name                         | 31 Mar 2025       |                        |                          |
|---------------------------------------|-------------------|------------------------|--------------------------|
|                                       | Number of shares  | % holding in the class | % Change during the year |
| Equity shares of `10 each fully paid  |                   |                        |                          |
| 1. Mr. Jaijash Tatia                  | 3,974,300         | 19.65%                 | 0%                       |
| 2. Ms. Henna Jain                     | 3,000,000         | 14.84%                 | 0%                       |
| 3. Tatia Global Vennture Limited      | 1,950,000         | 9.64%                  | 0%                       |
| 4. Ashram online.com Ltd              | 953,100           | 4.71%                  | 0%                       |
| 5. Bharat Jain Tatia                  | 550,219           | 2.72%                  | 0%                       |
| 6. Chandrakantha Tatia                | 504,850           | 2.50%                  | 0%                       |
| 7. Jinpaad Developers Private Limited | 310,000           | 1.53%                  | 0%                       |
| 8. Pannalal Tatia                     | 100               | 0.00%                  | 0%                       |
| <b>Total</b>                          | <b>11,242,569</b> | <b>55.60%</b>          | <b>0%</b>                |

19. Other Equity

(Rs.in Lakhs)

| Particulars                                                               | As at 31st March, 2026 | As at 31st March, 2025 |
|---------------------------------------------------------------------------|------------------------|------------------------|
| <b>Statutory reserve (Pursuant to Section 45-IC of The RBI Act, 1934)</b> |                        |                        |
| Opening Balance                                                           | 167.09                 | 167.09                 |
| Add: Transferred from Retained Earnings                                   | 145.17                 | -                      |
| <b>Closing Balance</b>                                                    | <b>312.26</b>          | <b>167.09</b>          |
| <b>Capital Reserve</b>                                                    |                        |                        |
| Opening Balance                                                           | 1.26                   | 1.26                   |
| Add: Added during the year                                                | -                      | -                      |
| <b>Closing Balance</b>                                                    | <b>1.26</b>            | <b>1.26</b>            |
| <b>Securities Premium</b>                                                 |                        |                        |
| Opening Balance                                                           | 1,381.84               | 1,381.84               |
| Add: Premium on shares issued during the year                             | -                      | -                      |
| <b>Closing Balance</b>                                                    | <b>1,381.84</b>        | <b>1,381.84</b>        |
| <b>Other Comprehensive Income</b>                                         |                        |                        |
| Opening Balance                                                           | 150.57                 | 246.79                 |
| Add: Additions during the year                                            | -211.84                | 237.40                 |
| Less: Transfer to retained earning(Realised Profits)                      | -0.20                  | -333.61                |
| <b>Closing Balance</b>                                                    | <b>-61.46</b>          | <b>150.57</b>          |
| <b>Retained Earnings</b>                                                  |                        |                        |
| Opening Balance                                                           | -627.88                | -530.94                |
| Add: Profits for the current year                                         | 725.85                 | -414.14                |
| Add: Transfer from other comprehensive income (Realised profits)          | 0.20                   | 333.61                 |

(Rs.in Lakhs)

| Particulars                                                                    | As at 31st March, 2025 | As at 31st March, 2024 |
|--------------------------------------------------------------------------------|------------------------|------------------------|
| Less: Other Adjustments                                                        | -0.62                  |                        |
| Less: Appropriations/ Others                                                   |                        |                        |
| Share capital expenses                                                         | -                      | -16.40                 |
| <b>Transfer to statutory reserve as per Section 45-IC of The RBI Act, 1934</b> | <b>-145.17</b>         | <b>-</b>               |
|                                                                                | -47.62                 | -627.88                |
| <b>Total</b>                                                                   | <b>1,586.26</b>        | <b>1,072.87</b>        |

**Nature and Purpose of Reserves:**

**A)Statutory Reserves:**

Every year the Company transfers a sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934.

The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(1)in The Reserve Bank of India Act, 1934:

a) Every non-banking financial company (NBFC) shall create a reserve fund and transfer therein a sum not less than twenty per cent of its netprofit every year as disclosed in the profit and loss account and before any dividend is declared.

b) No appropriation of any sum from the reserve fund shall be made by the NBFC except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal:

Provided that the RBI may, in any particular case





and for sufficient cause being shown, extend the period of twenty one days by such further period as it thinks fit or condone any delay in making such report.

c) Notwithstanding anything contained in sub-section (1), the Central Government may, on the recommendation of the RBI and having regard to the adequacy of the paid-up capital and reserves of a NBFC in relation to its deposit liabilities, declare by order in writing that the provisions of sub-section (1) shall not be applicable to the NBFC for such period as may be specified in the order:

Provided that no such order shall be made unless the amount in the reserve fund under sub-section (1) together with the amount in the share premium account is not less than the paid-up capital of the NBFC.

#### B) Securities Premium:

The amount received in excess of face value of the equity shares is recognised in Securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013

#### C) Retained Earnings:

Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve, debenture redemption reserve, general reserve, dividends distributions paid to shareholders and transfer from debenture redemption reserve.

#### D) Other Comprehensive Income:

Other comprehensive income comprises of Changes in actuarial gains on account of Defined

Benefit obligations and Investment in Equity Instruments designated at FVOCI not reclassifiable to Profit and Loss Statement. On derecognition of Equity Instruments, company transfers the amount to Retained Earnings.

#### E) Capital Reserve:

Capital reserve is unexercised warrant amount forfeited. (refer note: 19)

#### 20. Interest Income

|                                | Mar 2026      | Mar 2025      |
|--------------------------------|---------------|---------------|
| Interest on Loans              | 106.24        | 75.98         |
| Interest on deposits with bank | 72.21         | 96.75         |
|                                | <b>178.45</b> | <b>172.73</b> |

#### 21. Fees and Commission Income

|                                                                           | Mar 2026        | Mar 2025        |
|---------------------------------------------------------------------------|-----------------|-----------------|
| Loan Processing fees                                                      | 2,896.37        | 1,651.70        |
| Other Loan related fees including late fee on delayed repayments of loans | 864.98          | 605.06          |
|                                                                           | <b>3,761.35</b> | <b>2,256.76</b> |

#### Revenue from contract with customers

#### Fees and Commission Income

|                                       | Mar 2026 | Mar 2025 |
|---------------------------------------|----------|----------|
| Timing of Revenue Recognition:        |          |          |
| Services transferred at point in time | 3,761.35 | 2,256.76 |
| Services transferred over time        | -        | -        |

#### 22. Other Operating income

|                   | Mar 2026      | Mar 2025      |
|-------------------|---------------|---------------|
| Bad debt recovery | 372.10        | 212.54        |
|                   | <b>372.10</b> | <b>212.54</b> |

#### 23. Other income

|                                                 | Mar 2026     | Mar 2025     |
|-------------------------------------------------|--------------|--------------|
| Interest on income tax refund                   | -            | 0.56         |
| Profit on sale of property, plant and equipment | -            | 10.93        |
| Other Income                                    | 17.19        | 0.23         |
|                                                 | <b>17.19</b> | <b>11.72</b> |

#### 24. Finance Cost

|                                                     | Mar 2026      | Mar 2025      |
|-----------------------------------------------------|---------------|---------------|
| On financial liabilities measured at amortised cost |               |               |
| Interest on borrowings                              | 249.22        | 272.31        |
| Interest on lease liabilities                       | 10.19         | 11.16         |
|                                                     | <b>259.41</b> | <b>283.47</b> |

#### 25. Fees and commission expenses

|                     | Mar 2026      | Mar 2025      |
|---------------------|---------------|---------------|
| Loan Collection Fee | 256.62        | 366.95        |
|                     | <b>256.62</b> | <b>366.95</b> |

#### 26. Net gain/ (loss) on fair value changes\*

| Particulars                                                                        | Mar 2026     | Mar 2025      |
|------------------------------------------------------------------------------------|--------------|---------------|
| (A) Net gain/ (loss) on financial instruments at fair value through profit or loss |              |               |
| (i) On trading portfolio                                                           |              |               |
| - Investments                                                                      | 52.69        | 194.01        |
| - Derivatives                                                                      | -            | -             |
| - Others                                                                           | -            | -             |
| (ii) On financial instruments designated at fair value through profit or loss      |              |               |
| (B) Others ( to be specified)                                                      |              |               |
| Total Net gain/(loss) on fair value changes (C)                                    | <b>52.69</b> | <b>194.01</b> |
| Fair Value changes:                                                                |              |               |
| -Realised                                                                          | 0.20         | 127.83        |
| -Unrealised                                                                        | 52.49        | 66.18         |
| Total Net gain/(loss) on fair value changes(D) to tally with (C)                   | <b>52.69</b> | <b>194.01</b> |

\*Fair value changes in this schedule are other than those arising on account of accrued interest income/expense.

#### 27. Impairment on Financial Instruments

|                                                     | Mar 2026        | Mar 2025        |
|-----------------------------------------------------|-----------------|-----------------|
| On Financial instruments measured at amortized cost |                 |                 |
| On Loans (write-off)                                | 1,090.52        | 1,190.53        |
| Provision on loans                                  | 87.81           | -33.23          |
| Impairment on Investment                            | <b>3.70</b>     | -               |
|                                                     | <b>1,182.03</b> | <b>1,157.29</b> |



## 28. Employee benefits expense

|                                                             | Mar 2026 | Mar 2025 |
|-------------------------------------------------------------|----------|----------|
| Salaries, wages and bonus (Including Director Remuneration) | 661.63   | 413.72   |
| Contribution to provident and other funds                   | 52.66    | 32.74    |
| Gratuity expenses( Refer note 33)                           | 9.63     | 6.52     |
| Staff welfare expenses                                      | 1.59     | 1.46     |
|                                                             | 725.51   | 454.44   |

## 29. Depreciation and Amortization Expenses

|                                                          | Mar 2026 | Mar 2025 |
|----------------------------------------------------------|----------|----------|
| Depreciation on property, plant and equipment            | 38.72    | 37.41    |
| Amortization of Intangible Assets                        | 19.98    | 26.93    |
| Depreciation of Right-Of-Use Assets (Refere note no: 10) | 15.02    | 15.02    |
|                                                          | 73.72    | 79.36    |

## 30. Other Expenses

|                             | Mar 2026 | Mar 2025 |
|-----------------------------|----------|----------|
| Rent, taxes and energy cost | 12.09    | 4.86     |
| Loan origination expense    | 250.98   | 75.38    |
| Business Promotion          | 214.55   | 269.29   |
| Legal and professional fee  | 31.04    | 26.57    |
| Technology expenses         | 109.92   | 90.28    |
| Administrative expenses     | 66.73    | 29.09    |
| Repairs and maintenance     | 15.54    | 5.21     |
| Communication cost          | 15.57    | 6.24     |

|                                          | Mar 2026 | Mar 2025 |
|------------------------------------------|----------|----------|
| Printing and stationery                  | 1.04     | 1.86     |
| Director's fees, allowances and expenses | 6.70     | 3.00     |
| Payment to Auditors (Refer note A)       | 1.00     | 0.75     |
| Insurance expense                        | 3.47     | 3.28     |
| Listing and other filing fee             | 6.10     | 5.22     |
| Postage and courier                      | 0.12     | 0.04     |
| Travelling & conveyance expenses         | 40.77    | 6.99     |
| Membership fees                          | 3.54     | 1.53     |
| Bank Charges                             | 2.75     | 0.95     |
| Other Expenditure                        | 11.65    | 5.84     |
|                                          | 793.57   | 536.38   |

## A. Payment to auditor

|                             | Mar 2026 | Mar 2025 |
|-----------------------------|----------|----------|
| As Auditor: Statutory audit | 1.00     | 0.75     |
| Previous year adjustment    | -        | -        |
|                             | 1.00     | 0.75     |

## 31. Earnings per share (EPS)

|                                                                                    | Mar 2026 | Mar 2025 |
|------------------------------------------------------------------------------------|----------|----------|
| Profits/(Loss) after Tax (A)                                                       | 725.85   | -414.14  |
| Weighted average number of equity shares in calculating basic EPS (B) - In Lakhs   | 202.22   | 202.22   |
| Weighted average number of equity shares in calculating diluted EPS (C) - In Lakhs | 202.22   | 202.22   |

|                                                                                                  | Mar 2026 | Mar 2025 |
|--------------------------------------------------------------------------------------------------|----------|----------|
| Basic earnings per equity share (in Rupees) (face value of Rs. 10/- per share (A/B) - In Lakhs   | 3.59     | -2.05    |
| Diluted earningsper equity share (in Rupees) (face value of Rs. 10/- per share) (A/C) - In Lakhs | 3.59     | -2.05    |

## 32. Expenditure in foreign currency

|                                                                           | Mar 2026 | Mar 2025 |
|---------------------------------------------------------------------------|----------|----------|
| Technology cost including software subscriptions and infrastructure usage | 74.02    | 82.78    |
|                                                                           | 74.02    | 82.78    |

## 33. Gratuity and other post-employment benefit plans

Amount recognised in the statement of profit and loss in respect of the defined benefit plan are as follows

|                                                       | Mar 2026     | Mar 2025     |
|-------------------------------------------------------|--------------|--------------|
| <b>i) Funded status of the plan</b>                   |              |              |
| Present value of unfunded obligations                 | 35.99        | 27.75        |
| <b>Net Defined Benefit Liability/(Assets)</b>         | <b>35.99</b> | <b>27.75</b> |
| <b>ii) Profit and loss account for the period</b>     |              |              |
| Service cost:                                         |              |              |
| Current service cost                                  | 7.88         | 5.58         |
| Past service cost                                     | -            | -            |
| loss/(gain) on curtailments and settlement            | -            | -            |
| Net interest cost                                     | 1.75         | 0.95         |
| Total included in 'Employee Benefit                   | -            | -            |
| Total included in 'Employee Benefit Expenses/(Income) | 9.63         | 6.52         |

|                                                                     | Mar 2026     | Mar 2025     |
|---------------------------------------------------------------------|--------------|--------------|
| <b>iii) Other Comprehensive Income for the period</b>               |              |              |
| <b>Components of actuarial gain/losses on obligations:</b>          |              |              |
| Due to Change in financial assumptions                              | 0.66         | 0.40         |
| Due to change in demographic assumption                             | -            | 3.22         |
| Due to experience adjustments                                       | -2.05        | 4.19         |
| Return on plan assets excluding amounts included in interest income | -            | -            |
| <b>Amounts recognized in Other Comprehensive (Income) / Expense</b> | <b>-1.39</b> | <b>7.82</b>  |
| <b>iv) Reconciliation of defined benefit obligation</b>             |              |              |
| Opening Defined Benefit Obligation                                  | 27.75        | 13.41        |
| Transfer in/(out) obligation                                        | -            | -            |
| Current service cost                                                | 7.88         | 5.58         |
| Interest cost                                                       | 1.75         | 0.95         |
| Components of actuarial gain/losses on obligations:                 | -            | -            |
| Due to Change in financial assumptions                              | 0.66         | 0.40         |
| Due to change in demographic assumption                             | -            | 3.22         |
| Due to experience adjustments                                       | -2.05 -      | 4.19 -       |
| Past service cost                                                   | -            | -            |
| <b>Closing Defined Benefit Obligation</b>                           | <b>35.99</b> | <b>27.75</b> |
| <b>v) Reconciliation of Net Defined Benefit Liability/(Assets)</b>  |              |              |
| Net opening provision in books of accounts                          | 27.75        | 13.41        |
| Transfer in/(out) obligation                                        | -            | -            |
| Transfer (in)/out plan assets                                       | -            | -            |
| Employee Benefit Expense                                            | 9.63         | 6.52         |





(Rs.in Lakhs)

|                                                              | Mar 2026     | Mar 2025     |
|--------------------------------------------------------------|--------------|--------------|
| Amounts recognized in Other Comprehensive (Income) / Expense | -1.39        | 7.82         |
|                                                              | 35.99        | 27.75        |
| Benefits paid by the Company                                 | -            | -            |
| Contributions to plan assets                                 | -            | -            |
| <b>Closing provision in books of accounts</b>                | <b>35.99</b> | <b>27.75</b> |

### 34. Related party disclosures

#### A) Names of related parties and related party relationship

| Relationship             | Name of the Party                             |
|--------------------------|-----------------------------------------------|
| Key Management Personnel | Jaijash Tatia, (Chairman & Managing Director) |
|                          | Henna Jain, (Joint Managing Director)         |

| Relationship                                                                       | Name of the Party                                                        |
|------------------------------------------------------------------------------------|--------------------------------------------------------------------------|
| Key Management Personnel                                                           | Mrs. Muthusamy Menaka (Independent Director)                             |
|                                                                                    | Mrs. Rajashree Santhanam (Independent Director)                          |
|                                                                                    | Mr. Anand Manoharlal (Independent Director)                              |
|                                                                                    | Shoba Nahar, (Chief Financial Officer)                                   |
|                                                                                    | Vidya Lakshmi R, Compliance Officer & CS (date of cessation: 15-04-2025) |
| Relative of Key Management Personnel*                                              | Niharika Goyal, (Chief Compliance Officer) & CS (w.e.f 16-04-2025)       |
|                                                                                    | Riddhi Lunkad- Chief Strategy Officer (CSO) - Spouse of MD               |
| Enterprises over which KMPs and their relatives can exercise significant Influence | Jinpaad Developers Private Limited                                       |
|                                                                                    | Ashram Online.com Limited                                                |
|                                                                                    | Tatia Global Venntures Limited                                           |
|                                                                                    | Opti Products Private Limited                                            |

\*Names of relatives of Key Management Personnel with whom the Company has transactions.

#### B) Balance at the year end:

(Rs.in Lakhs)

| Particulars         | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|---------------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|                     | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |
| <b>Remuneration</b> |                                                                                    |             |                                      |             |                          |             |             |             |
| - Jaijash Tatia     | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Shoba Nahar       | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Henna Jain        | -                                                                                  | -           | -                                    | -           | 5.00                     | 5.00        | 5.00        | 5.00        |
| - Riddhi Lunkad     | -                                                                                  | -           | 6.25                                 | -           | -                        | -           | 6.25        | -           |
| - Vidya Lakshmi R   | -                                                                                  | -           | -                                    | -           | -                        | 0.85        | -           | 0.85        |
| - Niharika Goyal    | -                                                                                  | -           | -                                    | -           | 0.82                     | -           | 0.82        | -           |

| Particulars | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |

#### Loan Balance\_For Loan Taken

|                             |        |        |   |   |   |   |        |        |
|-----------------------------|--------|--------|---|---|---|---|--------|--------|
| - Jaijash Tatia             | -      | -      | - | - | - | - | -      | -      |
| - Ashram Online.com Ltd     | 130.19 | 130.19 |   | - | - | - | 130.19 | 130.19 |
| - Opti Products Pvt Ltd.    | -      | 300.00 | - | - | - | - | -      | 300.00 |
| - Tatia Global Venture Ltd. | 243.68 | 691.89 | - | - | - | - | 243.68 | 691.89 |

#### Loan Balance\_For Loan Given

|                          |        |   |   |   |   |   |        |   |
|--------------------------|--------|---|---|---|---|---|--------|---|
| - Opti Products Pvt Ltd. | 540.41 | - | - | - | - | - | 540.41 | - |
|--------------------------|--------|---|---|---|---|---|--------|---|

#### C) Transactions with Related parties during the year:

(Rs.in Lakhs)

| Particulars | Enterprises over which KMPs and their relatives can exercise significant Influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |

#### Remuneration

|                   |   |   |       |   |       |       |       |       |
|-------------------|---|---|-------|---|-------|-------|-------|-------|
| - Jaijash Tatia   | - | - | -     | - | 63.68 | 60.00 | 63.68 | 60.00 |
| - Shoba Nahar     | - | - | -     | - | 63.68 | 26.25 | 63.68 | 26.25 |
| - Henna Jain      | - | - | -     | - | 63.68 | 35.00 | 63.68 | 35.00 |
| - Riddhi Lunkad   | - | - | 10.00 | - | -     | -     | 10.00 | -     |
| - Vidya Lakshmi R | - | - | -     | - | -     | 7.67  | -     | 7.67  |
| -Niharika Goyal   |   | - |       |   | 10.20 | -     | 10.20 | -     |

#### Director Sitting Fees Paid

|                 |   |   |   |   |      |   |      |   |
|-----------------|---|---|---|---|------|---|------|---|
| - Jaijash Tatia | - | - | - | - | 1.20 | - | 1.20 | - |
|-----------------|---|---|---|---|------|---|------|---|



(Rs.in Lakhs)

| Particulars                 | Enterprises over which KMPs and their relatives can exercise significant influence |             | Relative of Key Managerial Personnel |             | Key Managerial Personnel |             | Total       |             |
|-----------------------------|------------------------------------------------------------------------------------|-------------|--------------------------------------|-------------|--------------------------|-------------|-------------|-------------|
|                             | 31 Mar 2026                                                                        | 31 Mar 2025 | 31 Mar 2026                          | 31 Mar 2025 | 31 Mar 2026              | 31 Mar 2025 | 31 Mar 2026 | 31 Mar 2025 |
| - Henna Jain                | -                                                                                  | -           | -                                    | -           | 0.90                     | -           | 0.90        | -           |
| - Mrs. Muthusamy Menaka     | -                                                                                  | -           | -                                    | -           | 1.70                     | -           | 1.70        | -           |
| - Mrs. Rajashree Santhanam  | -                                                                                  | -           | -                                    | -           | 1.70                     | -           | 1.70        | -           |
| - Mr. Anand Manoharlal      | -                                                                                  | -           | -                                    | -           | 1.20                     | -           | 1.20        | -           |
| <b>Loan Borrowings</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Tatia Global Venture Ltd. | -                                                                                  | 400.00      | -                                    | -           | -                        | -           | -           | 400.00      |
| - Opti Products Pvt Ltd.    | 500.00                                                                             | -           | -                                    | -           | -                        | -           | 500.00      | -           |
| <b>Loan Repayments</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 300.00                                                                             | 64.34       | -                                    | -           | -                        | -           | 300.00      | 64.34       |
| - Tatia Global Venture Ltd. | 435.00                                                                             | -           | -                                    | -           | -                        | -           | 435.00      | -           |
| <b>Interest Expenses</b>    |                                                                                    |             |                                      |             |                          |             |             |             |
| - Ashram Online.com Ltd     | 14.10                                                                              | 14.10       | -                                    | -           | -                        | -           | 14.10       | 14.10       |
| - Opti Products Pvt Ltd.    | -                                                                                  | -           | -                                    | -           | -                        | -           | -           | -           |
| - Tatia Global Venture Ltd. | 43.53                                                                              | 58.21       | -                                    | -           | -                        | -           | 43.53       | 58.21       |
| <b>Interest Income</b>      |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 44.90                                                                              | -           | -                                    | -           | -                        | -           | 44.90       | -           |
| <b>Rent Expense</b>         |                                                                                    |             |                                      |             |                          |             |             |             |
| - Opti Products Pvt Ltd.    | 26.91                                                                              | -           | -                                    | -           | -                        | -           | 26.91       | -           |

## 35. Asset Classification as per RBI Norms:

(Rs.in Lakhs)

| Asset Classification as per RBI Norms | Asset Classification as per Ind AS 109 | For the Year Ended March 31, 2026   |                                                           |                     |                                        |                                                          | For the Year Ended March 31, 2025   |                                                           |                     |                                        |                                                          |
|---------------------------------------|----------------------------------------|-------------------------------------|-----------------------------------------------------------|---------------------|----------------------------------------|----------------------------------------------------------|-------------------------------------|-----------------------------------------------------------|---------------------|----------------------------------------|----------------------------------------------------------|
|                                       |                                        | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 provisions and IRACP norms | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 provisions and IRACP norms |
| Performing Assets                     |                                        |                                     |                                                           |                     |                                        |                                                          |                                     |                                                           |                     |                                        |                                                          |
| Standard Assets                       | Stage 1                                | 4,620.44                            | 11.55                                                     | 4,608.89            | 11.55                                  | -                                                        | 2,805.45                            | 6.95                                                      | 2,798.50            | 6.95                                   | -                                                        |
| Non-Performing Assets (NPA)           |                                        |                                     |                                                           |                     |                                        |                                                          |                                     |                                                           |                     |                                        |                                                          |
| a) Sub-Standard                       | Stage 2                                | 342.46                              | 34.25                                                     | 308.21              | 34.25                                  | -                                                        | 192.58                              | 19.26                                                     | 173.32              | 19.26                                  | -                                                        |
| b) Doubtful - upto 1 year (Unsecured) | Stage 3*                               | 1,090.52                            | 1,090.52                                                  | -                   | 1,090.52                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               |                                                          |
| 1 to 3 Years                          | Stage 3                                | 60.00                               | 60.00                                                     | -                   | 60.00                                  | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| More than 3 Years                     | Stage 3                                | -                                   | -                                                         | -                   | -                                      | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| Sub-Total for Doubtful                |                                        | 1,150.52                            | 1,150.52                                                  | -                   | 1,150.52                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               | -                                                        |
| c) Loss Assets                        | Stage 3                                | 7.78                                | 7.78                                                      | -                   | 7.78                                   | -                                                        | -                                   | -                                                         | -                   | -                                      | -                                                        |
| Sub-Total for NPA                     |                                        | 1,500.75                            | 1,192.54                                                  | 308.21              | 1,192.54                               | -                                                        | 1,383.11                            | 1,209.78                                                  | 173.32              | 1,209.78                               | -                                                        |
| Total                                 | Stage 1                                | 4,620.44                            | 11.55                                                     | 4,608.89            | 11.55                                  | -                                                        | 2,805.45                            | 6.95                                                      | 2,798.50            | 6.95                                   | -                                                        |
|                                       | Stage 2                                | 342.46                              | 34.25                                                     | 308.21              | 34.25                                  | -                                                        | 192.58                              | 19.26                                                     | 173.32              | 19.26                                  | -                                                        |
|                                       | Stage 3                                | 1,158.29                            | 1,158.29                                                  | -                   | 1,158.29                               | -                                                        | 1,190.53                            | 1,190.53                                                  | -                   | 1,190.53                               | -                                                        |

\* Recorded as Loan Bad Debts (Write offs) in Profit and Loss Statement. Hence, Gross Amount as per Ind AS in Balance Sheet will have a difference to that extent.

| *Reconciliation of Loan Ind As Vs Balancesheet        | Mar 2026  | Mar 2025  |
|-------------------------------------------------------|-----------|-----------|
| Total Gross carrying as per Ind As                    | 6,121.19  | 4,188.55  |
| Less: Bad Debts already written off                   | -1,090.52 | -1,190.53 |
| TOTAL Net Carrying amount of Loan As per Balancesheet | 5,030.67  | 2,998.03  |

\*Note: As required by the RBI Notification, the Company has complied with the requirements of Ind AS and the Guidelines and Policies approved by the Board in recognition of impairment of financial instruments. The overall impairment provision made under Ind AS equals the prudential norms prescribed by the RBI.





36.The Company" Kreon Financial Services Limited" has complied with the various requirements prescribed by Master Direction - Reserve Bank of India (Non-Banking Financial Company – Scale Based 35 Regulation) Directions, 2023

| Capital Adequacy                              |                          |                            | As at March 31,2026 | As at March 31,2025 |
|-----------------------------------------------|--------------------------|----------------------------|---------------------|---------------------|
| Particulars                                   | Numerator (Rs. In lakhs) | Denominator (Rs. In lakhs) | Ratio               | Ratio               |
| Capital to risk-weighted assets ratio (CRAR*) | 3,668.67                 | 7,417.45                   | 49.46%              | 45.25%              |
| Tier I CRAR                                   | 3,668.67                 | 7,417.45                   | 49.46%              | 45.25%              |
| Tier II CRAR*                                 | -                        | 7,417.45                   | 0.00%               | 0.00%               |

**NOTE**

\*Tier II is not applicable on the company.

\*CRAR = (Tier I Capital + Tier II Capital) / Risk-Weighted Assets.

e) Minimum capital ratio consisting of Tier I and Tier II capital of not less than 15 percent of aggregate risk weighted assets on-balance sheet only as the company has no any risk adjusted value of off- balance sheet items.

The Tier I capital at any point of time, shall not be less than 10%

**B) Calculation of Gross NPA %**

| Particulars                                     | As at March 31,2026 | As at March 31,2025 |
|-------------------------------------------------|---------------------|---------------------|
| 1. Gross Loan & Advances                        | 5,030.67            | 2,998.03            |
| 2. Gross Non-Performing Assets (NPAs)           | 410.23              | 192.58              |
| 3. Gross NPAs as a Percentage of Gross Advances | 8.15%               | 6.42%               |

NOTE: GrossNPA %=((Gross NPAs/Gross Advances))\*100

**C) Calculation of Net NPA %**

| Particulars                              | As at March 31,2026 | As at March 31,2025 |
|------------------------------------------|---------------------|---------------------|
| 1. Gross Loan & Advances*                | 5,030.67            | 2,998.03            |
| Less: Provision                          | 113.57              | 26.21               |
| Net Advances                             | 4,917.10            | 2,971.82            |
| Gross Non- Performing Assets (Gross NPA) | 410.23              | 192.58              |
| less: Provision                          | 113.57              | 26.21               |
| Net NPA                                  | 296.66              | 166.38              |
| Net NPA %                                | 6.03%               | 5.60%               |

**D) Total Provision As per RBI Regulation**

| Total Provision As per RBI Regulation | % of Provision | Amount as of 31/3/2026 | Amount as of 31/3/2025 | Provision as on 31/3/2026 | Provision as on 31/3/2025 |
|---------------------------------------|----------------|------------------------|------------------------|---------------------------|---------------------------|
| Standard Assets                       | 0.25%          | 4,620.44               | 2,779.03               | 11.55                     | 6.95                      |
| Sub-Standard Assets                   | 10.00%         | 342.46                 | 192.58                 | 34.25                     | 19.26                     |
| Doubtfull Assets (100%)               | 100.00%        | 67.78                  | -                      | 67.78                     | -                         |
|                                       |                | 5,030.67               | 2,971.61               | 113.57                    | 26.21                     |

The extant NPA classification norm stands changed to the overdue period of more than 90 days for applicable NBFCs. A glide path is provided to applicable NBFCs to adhere to the 90 days NPA norm as under :-

| NPA Norms Timeline | Timeline          |
|--------------------|-------------------|
| >150 days overdue  | By March 31, 2024 |
| >120 days overdue  | By March 31, 2025 |
| > 90 days          | By March 31, 2026 |

**37. Disclosure of complaints as per RBI**

(i) Summary information on complaints received by an NBFC from customers and from the Offices of Ombudsman

| S.No | Particulars                                                                                                 | March 31,2026 | March 31,2025 |
|------|-------------------------------------------------------------------------------------------------------------|---------------|---------------|
|      | Complaints received by the NBFC from its customers                                                          | -             | -             |
| 1    | Number of complaints pending at beginning of the year                                                       | 175,801.00    | 122,394.00    |
| 2    | Number of complaints received during the year                                                               | 175,801.00    | 122,394.00    |
| 3    | Number of complaints disposed during the year                                                               | NIL           | NIL           |
| 3.1  | Of which, number of complaints rejected by the NBFC                                                         | NIL           | NIL           |
| 4    | Number of complaints pending at the end of the year NIL                                                     | NIL           | NIL           |
|      | Maintainable complaints received by the NBFC from Office of Ombudsman                                       |               |               |
| 5.*  | Number of maintainable complaints received by the NBFC from Office of Ombudsman                             | NA            | NA            |
| 5.1  | Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman                            | NA            | NA            |
| 5.2  | Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman | NA            | NA            |
| 5.3  | Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC         | NA            | NA            |
| 6.*  | Number of Awards unimplemented within the stipulated time (other than those appealed)                       | NA            | NA            |

Note : Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (previously the Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

\* It shall only be applicable to NBFC which is included under the Reserve Bank – Integrated Ombudsman Scheme, 2021.

**(ii) Top five grounds of complaints received by the NBFC from customers**

| Grounds of complaints, (i.e. complaints relating to) | Number of complaints pending at the beginning of the year | Number of complaints received during the year | % increase/ decrease in the number of complaints received over the previous year | Number of complaints pending at the end of the year | Of 5, number of complaints pending beyond 30 days |
|------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------------|
| 1                                                    | 2                                                         | 3                                             | 4                                                                                | 5                                                   | 6                                                 |
| Current Year                                         |                                                           |                                               |                                                                                  |                                                     |                                                   |
| Ground – 1                                           | NIL                                                       | 9402                                          | 368.93% Increase                                                                 | NIL                                                 | 189.00                                            |
| Ground – 2                                           | NIL                                                       | 22,598                                        | 29.01% Decrease                                                                  | NIL                                                 | 452                                               |
| Ground – 3                                           | NIL                                                       | 18,094                                        | 0.64% Decrease                                                                   | NIL                                                 | 361                                               |



| Grounds of complaints,<br>(i.e. complaints relating to) | Number of<br>complaints pending at<br>the beginning of the<br>year | Number of complaints<br>received during the year | % increase/ decrease<br>in the number of<br>complaints received over<br>the previous year | Number of complaints<br>pending at the end of the<br>year | Of 5, number of<br>complaints pending<br>beyond 30 days |
|---------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Ground – 4                                              | NIL                                                                | 11,406                                           | 62.30% Increase                                                                           | NIL                                                       | 228.00                                                  |
| Ground – 5                                              | NIL                                                                | 5,187                                            | 364.78% Increase                                                                          | NIL                                                       | 103                                                     |
| Others                                                  | NIL                                                                | 109,114                                          | 75.42% Increase                                                                           | NIL                                                       | 2182                                                    |
| Total                                                   | NIL                                                                | 109,114                                          | 43.64% Increase                                                                           |                                                           | 3515                                                    |

**Previous Year-31-03-2025**

|            |     |       |     |     |     |
|------------|-----|-------|-----|-----|-----|
| Ground – 1 | NIL | 2,005 | NIL | NIL | NIL |
|            |     |       |     |     |     |

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| Grounds of complaints,<br>(i.e. complaints relating to) | Number of<br>complaints pending at<br>the beginning of the<br>year | Number of complaints<br>received during the year | % increase/ decrease<br>in the number of<br>complaints received over<br>the previous year | Number of complaints<br>pending at the end of the<br>year | Of 5, number of<br>complaints pending<br>beyond 30 days |
|---------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Ground – 2                                              | NIL                                                                | 31,832                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 3                                              | NIL                                                                | 18,211                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 4                                              | NIL                                                                | 7,028                                            | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Ground – 5                                              | NIL                                                                | 1,116                                            | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Others                                                  | NIL                                                                | 62,202                                           | NIL                                                                                       | NIL                                                       | NIL                                                     |
| Total                                                   | NIL                                                                | 122,394                                          | NIL                                                                                       | NIL                                                       | NIL                                                     |

The list of grounds of complaints given below are indicative only.

|                                                                              |                              |                                                                       |
|------------------------------------------------------------------------------|------------------------------|-----------------------------------------------------------------------|
| 1. Credit and Bureau- CIBIL issues, CRIF queries, NOC requests, NOC sending. | 2. Transaction and Mandate   | 3. Collections - Defaulter communication, Penalty waivers, Harassment |
| 4. Account Servicing                                                         | 5. User Engagement and Admin |                                                                       |

**38. Contingent Liabilities and Commitments**

| Particulars         | As at<br>March 31, 2026 | As at<br>March 31, 2025 |
|---------------------|-------------------------|-------------------------|
| Forfeited Amounts * | 16.25                   | 16.25                   |
|                     | 16.25                   | 16.25                   |

\*During the year 2022, the company had forfeited outstanding amount of Rs. 16.25 lakhs pertaining to advances received from certain parties more than 5 years back, owing to failure in fulfillment of further commitment by such parties. Such forfeited advance amounts are appropriately considered as income now. No amount would be due to such parties and no claim could be held good against the company in this regard.

However, in line with Ind AS 37, the company recognizes the said amount of Rs. 16.25 lakhs as a Contingent Liability. There are no other unexecuted capital contracts which are outstanding or remaining to be performed.

There is no pending commitments for the financial years ended March 31, 2026 and March 31, 2025

**39. Utilization of borrowings from Banks and Financial Institutions**

The Company has used loan from the bank for the purpose it was availed during the financial year ended March 31, 2026. The Company did not have any borrowings from any bank or financial institution during the financial year ended March 31, 2025.

**40. Details of title deeds of Immovable Property not held in name of the Company: (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee)**

The Company does not possess any immovable property whose title deeds are not held in the name of the Company during the financial year ended March 31, 2026 and March 31, 2025

**41. Details of loans and advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under companies act, 2013) either severally or jointly with any other person:**

The Company hasn't granted any loans or advances to promoters, directors, KMPs and their related parties during the financial year ended March 31, 2026 and March 31, 2025

**42. Details of Benami Property Proceedings under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder:**

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder in the financial years ended March 31, 2026 and March 31, 2025

**43. Borrowings from Banks and Financial Institutions on the basis of Current Assets (Working Capital Funds)**

The company doesn't have any borrowings from banks or financial institutions in the financial years ended March 31, 2026 and March 31, 2025

**44. Details of Wilful Defaulter**

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the financial years ended March 31, 2026 and March 31, 2025.

**45. Details of transactions with Struck-Off Companies**

The company doesn't have any transactions with struck off companies in the financial years ended March 31, 2026 and March 31, 2025.

**46. Details of Over due of Charge Registration with Registrar of Companies**

All charges or satisfaction, if required, are registered with ROC within the statutory period for the financial years ended March 31, 2026 and March 31, 2025. No charges or satisfactions are yet to be registered with ROC beyond the statutory period.

**47. Compliance with number of layers of companies:**

The Company has no subsidiaries for the financial years ended March 31, 2026 and March 31, 2025

**48. Details of undisclosed income under Income Tax Act, 1961 not recorded in books of accounts:**

There are no transactions not recorded in the books of accounts.

**49. Details of Crypto Currency or Virtual Currency:**

The Company has not traded or invested in Crypto currency or Virtual currency during the financial years ended March 31, 2026 and March 31, 2025

**50. Disclosure required under Sec 186(4) of the Companies Act 2013**

The loan made, guarantee given or security provided in the ordinary course of business by a NBFC registered with Reserve Bank of India are exempt from the applicability of provisions of Section 186 of the Act.

**51. Scheme of Arrangements**

The company doesn't have any scheme of arrangements to disclose during the financial years ended March 31, 2026 and March 31, 2025

**52. Utilisation of Borrowed funds and share premium:**

The Company, as part of its normal business, grants loans and advances, makes investment, provides guarantees to and accept deposits and borrowings from its customers, other entities and persons. These transactions are part of Company's normal non-banking finance business, which is conducted ensuring adherence to all regulatory requirements.

Other than the transactions described above, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether





recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has also not received any fund from any parties (Funding Party) with the understanding that the

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

### 53. FINANCIAL RATIOS:

| Ratios                           | Numerator | Denominator | 31 Mar 2026 | 31 Mar 2025 | Variance (%) | Rs In Lakhs Reason*                                                                                          |
|----------------------------------|-----------|-------------|-------------|-------------|--------------|--------------------------------------------------------------------------------------------------------------|
| Current Ratio                    | 7,059.08  | 3,844.41    | 1.84        | 1.81        | 2%           | NA                                                                                                           |
| Debt-Equity Ratio                | 3,614.06  | 3,608.46    | 1.0016      | 1.02        | -2%          | NA                                                                                                           |
| Debt Service Coverage Ratio      | 741.98    | 3,614.06    | 20.53       | -13.43      | -253%        | As the company had loss in the previous year and profit in the current year, this has significantly impacted |
| Return on equity ratio           | 725.85    | 3,608.46    | 20.12       | -13.38      | -250%        | -Do-                                                                                                         |
| Net profit ratio                 | 725.85    | 4,335.27    | 16.74       | -15.54      | -208%        | -Do-                                                                                                         |
| Return on capital employed ratio | 741.98    | 7,222.52    | 10.27       | -2.16       | -576%        | -Do-                                                                                                         |

\*Reasons are provided for variance more than 25%.

### 54. Financial Risk Management:

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational / financial performance.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

Borrowings, trade payables and other financial liabilities constitute the Company's primary financial liabilities and investment in shares, trade receivables, loans, cash and cash equivalents and other financial assets are the financial assets.

#### Credit Risk:

Credit risk refers to the risk of default on the loan receivables to the Company that may result in financial loss. The maximum exposure from unsecured loan receivables amounts to Rs. 4917.10 Lakhs and Rs. 2998.03 Lakhs as of March 31, 2026 and March 31, 2025 respectively.

Loans are advanced to Corporates and to individual business entities and to the student community. Credit risk is being managed through credit approvals, establishing credit limits and monitoring the creditworthiness of customers to allow credit terms in the normal course of business. Generally, the loan tenure is for a

the creditworthiness of customers to allow credit terms in the normal course of business. Generally, the loan tenure is for a period of one year and renewable based on the request of the borrower. In the case of loans offered to students through its "StuCred" App, the credit period is up to 150 days.

#### Liquidity Risk:

The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk through cash credit limits and undrawn borrowing facilities by continuously monitoring forecast and actual cash flows. The Company invests its surplus funds in bank fixed deposit which carry minimal mark to market risks.

#### Market Risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk for the entity comprises two types of risk: currency risk, interest rate risk and equity price risk. Financial instruments affected by market risk include borrowings, trade payables in foreign currency and investment in unquoted equity shares. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return.

#### Currency Risk:

The Company is not exposed to any significant currency risk. During the year under review, the company has bought/subscribed to software in foreign currency at the time of purchase/subscription.

#### Sensitivity analysis:

Since the company is not exposed to any currency risk, sensitivity analysis of foreign currency transactions is not applicable

#### Interest Rate Risk:

The Company is not exposed to any interest rate risk. The company's fixed rate instruments are carried at amortized cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

#### Equity Price Risk:

Company has investments in listed companies which are measured at FVTOCI or FVTPL. The valuation is dependent on market conditions.

#### 55. Dues to MSME:

Management has determined that there are no overdue amounts payable to Micro, Small and Medium Enterprises as defined under The Small and Medium Enterprises Development Act, 2006 based on information available with the Company as at March 31, 2026 and March 31, 2025. Further, the Company has not paid any interest to any Small and Medium Enterprises during the current year.

#### 56. Events after the reporting date:

There have been no events after the reporting date.

#### 57. Comparatives

Previous year's figures have been regrouped/ reclassified wherever necessary to confirm to current year's classification.

#### 58. Round offs

The figures appearing in the financial statements have been rounded off to the nearest lakhs.

For **Darpan and Associates**  
Chartered Accountants  
ICAI Firm Registration No. 016156S

Sd/-  
**CA Darpan Kumar**  
Partner  
Membership. No: 235817

**Place:** Chennai  
**Date:** 29.05.2026

For and On behalf of the Board of  
Directors  
of **Kreon Financial Services Limited**

**Jaijash Tatia**  
**Chairman & Managing Director**  
DIN: 08085029

**Henna Jain**  
**Joint Managing Director**  
DIN: 08383395

**Shoba Nahar**  
**Chief Financial Officer**

**Niharika Goyal**  
**Chief Compliance Officer**  
M.No: A61428



# NOTICE OF 32<sup>nd</sup>

## ANNUAL GENERAL MEETING

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting (the “AGM”) of the Members of Kreon Financial Services Limited (the “Company”) will be held on Wednesday, August 26, 2026, at 11:00 AM through Video Conferencing (VC) for which purpose the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, India, 600041 shall be considered as deemed venue for the 32nd AGM, to transact the following business(es):

### ORDINARY BUSINESS

#### 1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, including the Audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended March 31, 2026, together with the schedules and notes annexed and the reports of the Board of Directors and Independent Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

#### 2. DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mrs. Henna Jain (DIN:08383395), who retires by rotation and being eligible, offers herself for re-appointment and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Mrs. Henna Jain (DIN: 08383395), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.”

### SPECIAL BUSINESS

#### 3. REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

To consider the revision to the remuneration of Mr. Jaijash Tatia, Chairman and Managing Director and if thought fit, to pass the following resolution, with or without modification(s), as a **SPECIAL RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mr. Jaijash Tatia, DIN:08085029, Chairman and Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of his tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** not with standing anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Jaijash Tatia as Chairman and Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (here in after referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary the terms and conditions of remuneration of Mr. Jaijash Tatia, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mr. Jaijash Tatia as Chairman and Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

**RESOLVED FURTHER THAT** any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

#### 4. REMUNERATION OF JOINT MANAGING DIRECTOR

To consider the revision to the remuneration of Mrs. Henna Jain, Joint Managing Director, and if thought fit, to pass the following resolution, with or without





modification(s), as a **SPECIAL RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mrs. Henna Jain, DIN:08383395, Joint Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of her tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** notwithstanding anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mrs. Henna Jain as Joint Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary

the terms and conditions of remuneration of Mrs. Henna Jain, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mrs. Henna Jain as Joint Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

**RESOLVED FURTHER THAT** any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

## 5. MATERIAL RPTs WITH TGV L

### a) BORROWINGS

To consider the borrowing of funds from TGV L and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company.”

### b) LENDINGS

To consider the lending of funds to TGV L and if

thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**“RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount,



tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 6. MATERIAL RPTs WITH AOL

### a) BORROWINGS

To consider the borrowing of funds from AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial

assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

### b) LENDINGS

To consider the lending of funds to AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the

Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary

desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 7. MATERIAL RPTs WITH OPPL

### a) BORROWINGS

To consider the borrowing of funds from OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations,





the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## B) LENDINGS

To consider the lending of funds to OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

## 8. MATERIAL RPTs WITH MR. JAIJASH TATIA

To consider the borrowing of funds from Mr. Jaijash Tatia and if thought fit, to pass the following

resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

**"RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Mr. Jaijash Tatia, Chairman and Managing Director and a related party of the Company, for availing borrowings, including loans and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be

considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

By and on behalf of the Board of Directors  
For **KREON FINANCIAL SERVICES LIMITED**  
Sd/-

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

Place: Chennai  
Date: 28.07.2026

## NOTES:

1. In compliance with the Ministry of Corporate Affairs (the 'MCA') circulars dated April 08, 2020, April 13, 2020, May 05, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), physical attendance of the Members to the AGM venue is not required and AGM can be held through Video Conferencing (VC). Hence, Members can attend and participate in the 32<sup>nd</sup> AGM through VC and Members joining through VC shall be reckoned for the purpose of quorum under Section 103 of the Act. Further, all resolutions in the meeting shall be passed through the facility of e-Voting.
2. Pursuant to the MCA Circular No.14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for 32<sup>nd</sup> AGM. Hence, the proxy form is not annexed in the Notice. However, pursuant to the provisions of Sections 112 and 113 of the Act, the Corporate Members are entitled to appoint authorized representatives to attend the AGM through VC and participate and cast their votes through e-Voting. In this regard, the Body



Corporates are required to send a certified true copy of the Board Resolution/ Authorization Letter/ Power of Attorney (POA) authorizing their representative(s) to attend the meeting and vote on their behalf through e-Voting. The said resolution/letter/POA shall be sent by the Body Corporate through its registered e-mail address to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in) with a copy marked to <https://evoting.purvashare.com/>.

3. In compliance with MCA Circular No. 20/2020 dated May 05, 2020 and SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025, the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report FY 2025-26) and Notice of 32<sup>nd</sup> AGM are being sent in electronic mode to Members whose email ID is registered with the Company or the Depository Participant(s) (the 'DP') as on Friday, July 31, 2026, and to all other persons so entitled.

4. A letter providing web-link of annual report has been sent to the physical shareholders and shareholders without email addresses.

5. The proceedings of 32<sup>nd</sup> AGM shall be deemed to be held at the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, 600041, India.

6. The Members can join the 32<sup>nd</sup> AGM, through VC mode, 15 minutes before and after the scheduled time of commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1000 Members on first come first served basis. However, this number does not include the large shareholders i.e., Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction

on account of first come first served basis.

7. The relevant explanatory statement pursuant to Section 102 of the Act in respect of the special businesses set out in the Notice is annexed hereto.

8. In case of joint holders, the Member 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 during the AGM.

9. All documents referred to in the Notice shall be made available electronically for inspection by writing at [cs@kreon.in](mailto:cs@kreon.in) till the date of 32<sup>nd</sup> AGM.

10. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act shall be made available electronically for inspection by writing an email at [cs@kreon.in](mailto:cs@kreon.in).

11. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, August 20, 2026, to Wednesday, August 26, 2026, (both days inclusive) for the purpose of the 32<sup>nd</sup> AGM.

12. The Board of Directors, at its meeting held on July 28, 2026, have appointed M/s. Lakshmmi Subramanian and Associates, Practicing Company Secretaries, Chennai as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

13. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, relevant SEBI/MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 32<sup>nd</sup> AGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (the 'Purva'), for facilitating e-Voting, as the authorized

agency. The facility of casting votes by Members using remote e-Voting or e-Voting on the date of the 32<sup>nd</sup> AGM will be provided by Purva.

14. In line with MCA Circulars, the Notice calling the 32<sup>nd</sup> AGM has been uploaded on the website of the Company at [www.kreon.in](http://www.kreon.in). The Notice can also be accessed from the website of the Bombay Stock Exchange Limited at [www.bseindia.com](http://www.bseindia.com) and also disseminated on the website of Purva at <https://evoting.purvashare.com/>.

15. The 32<sup>nd</sup> AGM shall be convened through VC in compliance with applicable provisions of the Act read with MCA Circulars and therefore, the route map and attendance slip are not annexed to the Notice.

16. The recorded transcript of this meeting, shall be uploaded on the website of the Company at [www.kreon.in](http://www.kreon.in).

17. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail this facility may send their nomination in the prescribed form duly filled in to RTA. Members interested in obtaining a copy of the Nomination Form may write to the Chief Compliance Officer at [cs@kreon.in](mailto:cs@kreon.in).

18. All grievances connected with the facility for e-Voting or attending the 32<sup>nd</sup> AGM may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132, 022-49700138 or 022-35220056.

## INSTRUCTIONS AND OTHER INFORMATION RELATING TO E-VOTING

1. The e-voting period commences from Sunday, August 23, 2026, at 9:00 AM IST and ends on Tuesday, August 25, 2026, at 5:00 PM IST. During this period, the Members holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The remote e-Voting module shall be disabled thereafter by Purva.

2. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / Beneficial Owner List maintained by the Depositories as on Wednesday, August 19, 2026 (the "cut-off date").

3. Shareholders whose name appears in the Register of Members / Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-Voting or e-Voting during the 32<sup>nd</sup> AGM. A person who is not a Member as on the cut-off date should treat this Notice only for information purpose

4. Any person who becomes a Member after dispatch of Notice and holds shares as on the cut-off date, may obtain the user ID and password by sending a request at [evoting@purvashare.com](mailto:evoting@purvashare.com).

5. The Scrutinizer shall, immediately after the conclusion of voting at the 32<sup>nd</sup> AGM, unblock the votes cast during the AGM and votes cast through remote e-Voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against and provide it, not later than two working days from the conclusion of the 32<sup>nd</sup> AGM, to the Chairman or a person authorized by him in writing, who shall countersign the same.

6. The results, along with the Scrutinizer's Report, shall be declared within two working days and shall be placed on the Company's website at [www.kreon.in](http://www.kreon.in) and communicated to the Bombay Stock Exchange Limited where the shares of the Company are listed.





## INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM AND JOINING THE MEETING THROUGH VC

1. Members who already voted through remote e-Voting prior to the meeting date would not be entitled to vote again during the 32<sup>nd</sup> AGM.
2. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts to access e-Voting facility.

3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, and Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-Voting facility to its Shareholders, in respect of all resolutions. For this purpose, the Company has entered into an agreement with Purva Share registry (India) Private Limited (the "Purva") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by Purva.

## LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE (CDSL/NSDL) AND PHYSICAL MODE

| Type of shareholders                                               | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Provider</li> </ol> |

| Type of shareholders                                                                                   | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL                                     | <ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 &amp; voting during the meeting.</li> <li>4. Shareholders can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div>   </div> <div>   </div> </div> </li> <li>5. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | <p>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 &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

**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 <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30               |

## LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS

- The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- Click on "Shareholder/Member" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

## LOGIN METHOD FOR FIRST TIME USERS

|                                              | 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) <ul style="list-style-type: none"> <li>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.</li> </ul>                 |
| 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. <ul style="list-style-type: none"> <li>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).</li> </ul> |

## GENERAL INSTRUCTIONS

- As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred/transmitted and transposed only in dematerialized form. In view of this and to eliminate all risks associated with the physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form by contacting their Depository Participants ('DP').
- Members are requested to register/update their email ID and addresses in respect of shares held in dematerialized form with their respective DP and in respect of shares held in physical form with the Company's RTA. Members holding

shares in physical form, are requested to dematerialize their shares to avail the benefits of electronic trading/holding and to facilitate share transfer.

- Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel, Mumbai, Maharashtra – 400 011 is the Company's Registrar and Share Transfer Agent ('RTA') for physical transfer of shares and all correspondence may be addressed directly to them. In respect of shares held in dematerialized form, the Members may send requests or correspond through their respective DPs.

- Members who have multiple folios in identical names in the same order are requested to send all the Share Certificates either to the Company addressed to the Registered Office or to the Company's RTA for consolidation of such folios into one to facilitate better services.

- Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 for the above-mentioned requests and surrender their original securities certificate(s) for processing of service requests to the RTA. The RTA shall thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a

request to the DP for dematerialising the said securities. Form ISR-4 is available on the website of RTA.

- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Company's RTA at [support@purvashare.com](mailto:support@purvashare.com) in case the shares are held in physical form, quoting their folio number.

- SEBI vide its Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the [ODR Portal](#).

By and on behalf of the Board of Directors  
For **KREON FINANCIAL SERVICES LIMITED**  
Sd/-

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

Place: Chennai  
Date: 28.07.2026





## ANNEXURES TO THE NOTICE

### ADDITIONAL INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED

(As per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings)

|                                                                                               |                                                                                                                                                                                                                                                               |
|-----------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Item No.                                                                                      | 2                                                                                                                                                                                                                                                             |
| Name of the Director                                                                          | Mrs. Henna Jain                                                                                                                                                                                                                                               |
| Date of Birth                                                                                 | 23.11.1994                                                                                                                                                                                                                                                    |
| Age                                                                                           | 31                                                                                                                                                                                                                                                            |
| DIN                                                                                           | 08383395                                                                                                                                                                                                                                                      |
| Nature of Appointment                                                                         | Director is liable to retire by rotation and being eligible, offers herself for re-appointment.                                                                                                                                                               |
| Date of First Appointment                                                                     | 22.03.2019                                                                                                                                                                                                                                                    |
| Qualification                                                                                 | MBA from Columbia Business School, USA; MA in International Relations and Economics from the University of St. Andrews, Scotland, UK.                                                                                                                         |
| No. of. Shares held                                                                           | 30,00,000 shares having face value of ₹10/- each                                                                                                                                                                                                              |
| Nature of expertise/experience                                                                | Specialization in operations, marketing and overall management of the Company                                                                                                                                                                                 |
| Terms and conditions of re-appointment and remuneration                                       | There is no change in the terms and conditions of her appointment as Joint Managing Director w.e.f September 01, 2024, except for the revision in her remuneration, the details of which are set out in Item No. 4 forming part of the Explanatory Statement. |
| Relationship with any other Director or KMP                                                   | Immediate relative (sister) of Mr. Jaijash Tatia (Chairman and Managing Director)                                                                                                                                                                             |
| Number of Board Meetings attended during FY 2025-26                                           | 4 (100% attendance)                                                                                                                                                                                                                                           |
| Directorship in other companies & LLPs                                                        | NIL                                                                                                                                                                                                                                                           |
| Chairman/ Member of the Committees of Company                                                 | Member of Stakeholders Relationship Committee                                                                                                                                                                                                                 |
| Chairman/Member of the Committee of other Public Limited Companies in which she is a director | NIL                                                                                                                                                                                                                                                           |
| Last approved remuneration drawn                                                              | ₹60,00,000/-                                                                                                                                                                                                                                                  |
| Names of the listed entities from which the Director has resigned in the past three years     | NIL                                                                                                                                                                                                                                                           |
| Brief resume                                                                                  | She is the Co-founder of StuCred, a mobile application that offers instant short-term loans to college students. The platform currently serves approximately 10,00,000 users and has a presence across nearly 40,000 colleges.                                |

## EXPLANATORY STATEMENT

(pursuant to Section 102 of the Companies Act, 2013)

(Rs.in Lakhs)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

### ITEM NO. 03 – REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mr. Jaijash Tatia as the Chairman and Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of his appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the Nomination and Remuneration Committee ("NRC") periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mr. Jaijash Tatia. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mr. Jaijash Tatia, subject to the approval of the Members.

Accordingly, it is proposed to revise the annual remuneration payable to Mr. Jaijash Tatia with effect from April 01, 2026, as set out below:

| Particulars         | Existing Remuneration | Revised Remuneration |
|---------------------|-----------------------|----------------------|
| Annual Remuneration | ₹6,000,000            | ₹7,500,000           |

The proposed revision in the remuneration of Mr. Jaijash Tatia forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mr. Jaijash Tatia.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mr. Jaijash Tatia, having regard to his experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Jaijash Tatia as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mr. Jaijash Tatia being the Chairman and Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to him. Mrs. Henna Jain, Joint Managing Director, being an immediate relative (sister) of Mr. Jaijash Tatia, is also deemed to be concerned or interested in the resolution.



Save and except Mr. Jaijash Tatia and Mrs. Henna Jain, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 03 of the Notice for approval of the Members.

#### ITEM NO. 04 – REMUNERATION OF JOINT MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mrs. Henna Jain as the Joint Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of her appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the NRC periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mrs. Henna Jain. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mrs. Henna Jain, subject to the approval of the Members of the Company.

Accordingly, it is proposed to revise the annual remuneration payable to Mrs. Henna Jain with effect

from April 01, 2026, as set out below:

(Rs.in Lakhs)

| Particulars         | Existing Remuneration | Revised Remuneration |
|---------------------|-----------------------|----------------------|
| Annual Remuneration | ₹6,000,000            | ₹7,500,000           |

The proposed revision in the remuneration of Mrs. Henna Jain forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mrs. Henna Jain.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mrs. Henna Jain, having regard to her experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mrs. Henna Jain as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mrs. Henna Jain, Joint Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to her. Mr. Jaijash Tatia, Chairman and Managing Director, being an immediate relative (brother) of Mrs. Henna Jain, is also deemed to be concerned or interested in the resolution.

Save and except Mrs. Henna Jain and Mr. Jaijash Tatia, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 04 of the Notice for approval of the Members.

#### Items No. 05 to 08 – MATERIAL RELATED PARTY TRANSACTIONS

The following statement sets out all the material facts relating to Resolutions No. 05 to 08 to be passed as mentioned in the accompanying Notice:

As per Regulation 2(1)(zc) of the SEBI Listing Regulations, a related party transaction ("RPT") includes a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

As per the SEBI Listing Regulations read with Schedule XII thereto, considering that the total turnover of the Company for FY2025-26 being ₹43.35 crores, an RPT is considered 'material' if the RPTs to be entered into individually or taken together with previous transactions during FY 2026-27 exceeds ₹43.35 lakhs, i.e., 10% of the annual turnover of the Company.

Further, in terms of Regulation 23(4) of the SEBI Listing Regulations, all material RPTs and subsequent material modifications shall require prior approval of the Members of the listed entity by way of an Ordinary Resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis, and no related party shall vote to approve such resolution, irrespective of whether the entity is a party to the particular

transaction or not.

Members may note in the ordinary course of business, various transactions are undertaken between the Company and such related parties in order to ensure operational efficiency, optimal resource utilization, timely execution of commitments, value creation, and smooth conduct of business activities. In view of the scale, nature and interdependent functioning of the Company, it is essential to continue entering into transactions which are necessary for efficient business conduct and for strengthening the Company's growth trajectory.

In view of the above, the RPTs of the Company, though in the ordinary course of the business and at an arm's length, are expected to exceed the aforesaid threshold of ₹43.35 lakhs and hence are being placed for the approval of the Members of the Company as Ordinary Resolutions at Items No. 05 to 08.

The Company has not entered into any of the proposed transactions as of the date hereof. The execution of such transactions shall be undertaken only upon obtaining the requisite approval of the Members, in accordance with the applicable laws and regulatory requirements.

The Audit Committee reviewed the relevant details of the proposed material RPTs as required under the SEBI Listing Regulations, including the material terms and the ordinary course of business and granted approval for the RPTs to be entered into by the Company as mentioned in Items No. 05-08 of the Notice. The Board of Directors, at its meeting held on May 29, 2026, considered the recommendation of the Audit Committee and reviewed all the relevant details of the proposed RPTs and recommended the same to the Members for their approval.

In view of the above, the necessary details are mentioned for each of the RPTs in the Explanatory Statement for Items No. 05 to 08.





#### ITEM NO. 05 – MATERIAL RPTs WITH TGV L

##### Background, Details and Justification of the transaction(s)

Tatia Global Vennture Limited ("TGV L") is a member of promoter group and a related party of the Company. TGV L is primarily engaged in the textile segment and infrastructure-related projects and ventures, with its business strategy focused on both organic and inorganic growth opportunities.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with TGV L comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable

regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGV L are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGV L as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                        |
|-------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Tatia Global Vennture Limited ("TGV L")                                                                                           |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and related party of the Company.                                                                        |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to TGV L aggregating up to ₹10 crores; and<br>(ii) Borrowing of funds from TGV L aggregating up to ₹50 crores. |
| <b>Tenure of the transaction</b>                                                          | Three (3) years commencing from the date of 32nd AGM                                                                              |

| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value of the proposed transaction</b>                                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                                                                                                                                                                                                                                                                                                       |
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with TGV L as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                         |

#### ITEM NO. 06 – MATERIAL RPTs WITH AOL

##### Background, Details and Justification of the transaction(s)

Ashram Online.Com Limited ("AOL") is a member of promoter group and a related party of the Company. AOL is primarily engaged in providing a broad range of spiritual and religious service offerings, including Homam, Puja, Pariharam and Samskaram ceremonies, designed to cater to various aspects of individual well-being such as wealth, health, career, education, relationships, marriage and financial stability.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with AOL comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the



Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGVV as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                 |
|-------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Ashram Online.com Limited (AOL)                                                                                            |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and a related party of the Company.                                                               |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to AOL aggregating up to ₹10 crores; and (ii) Borrowing of funds from AOL aggregating up to ₹50 crores. |

| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Tenure of the transaction</b>                                                                          | Three (3) years commencing from the date of 32nd AGM                                                                                                                                                                                                                                                                                                                                                 |
| <b>Value of the proposed transaction</b>                                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                                                                                                                                                                                                                                                                                                       |
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                           |

## ITEM NO. 07 – MATERIAL RPTs WITH OPPL Background, Details and Justification of the transaction(s)

Opti Products Private Limited ("OPPL") is a member of promoter group and a related party of the Company. OPPL is primarily engaged in the business of food stuffs and grain grinding.

The Company proposes to enter into certain financing arrangements with OPPL during a period of three (3) years commencing from the date of 32nd AGM, comprising (i) grant of loans to OPPL aggregating up to ₹10 crores; and (ii) borrowing of funds from OPPL aggregating up to ₹50 crores, and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of OPPL in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the

ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an **Ordinary Resolution**.

The Company has not entered into any of the proposed transactions with OPPL as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                   |
|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Opti Products Private Limited (OPPL)                                                                                         |
| <b>Nature of relationship with the Company</b>                                            | Member of promoter group and a related party of the Company.                                                                 |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | (i) Grant of loans to OPPL aggregating up to ₹10 crores; and (ii) Borrowing of funds from OPPL aggregating up to ₹50 crores. |
| <b>Tenure of the transaction</b>                                                          | Three (3) years commencing from the date of 32nd AGM                                                                         |
| <b>Value of the proposed transaction</b>                                                  | a. Lending – upto ₹10 crores<br>b. Borrowing – upto ₹50 crores                                                               |





| Particulars                                                                                               | Disclosure                                                                                                                                                                                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value of the proposed transaction as a percentage of the annual standalone turnover of the Company</b> | a. Borrowings – 115.34%<br>b. Lending – 23.07%                                                                                                                                                                                                                                                                                                                                                       |
| <b>Purpose and commercial rationale of the transaction</b>                                                | The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities. |
| <b>Whether the transaction is in the ordinary course of business</b>                                      | Yes, the proposed transactions shall be undertaken in the ordinary course of business.                                                                                                                                                                                                                                                                                                               |
| <b>Justification as to why the proposed transaction is in the interest of the Company</b>                 | The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.                                                                                      |
| <b>A copy of the valuation or other external party report, if any such report has been relied upon</b>    | No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.                                                                                                                                                              |
| <b>Any other information relevant for the shareholders to take an informed decision</b>                   | The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.                                                                                                                                                                                           |

#### ITEM NO. 08 – MATERIAL RPTs WITH MR. JAIJASH TATIA

Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director and a related party of the Company. He holds 39,74,300 equity shares, constituting 19.65% of the paid-up equity share capital of the Company.

Kreon Financial Services Limited, being an NBFC primarily engaged in financing activities, the Company requires adequate and timely availability of funds to support its lending operations, maintain liquidity, optimize its capital structure, meet regulatory requirements, and ensure uninterrupted business operations. The availability of diversified funding sources is critical for sustaining the Company's lending portfolio and supporting future business growth.

In order to meet its funding requirements, the Company proposes to borrow, from time to time, an aggregate amount not exceeding ₹10 crores (Rupees Ten Crores only) from Mr. Jaijash Tatia over a period of three (3) years with effect from date of 32nd AGM.

The proposed borrowing shall primarily be utilized for the Company's lending business, including disbursement of loans to eligible borrowers, meeting working capital requirements, maintaining adequate liquidity, repayment or refinancing of existing borrowings, meeting regulatory and operational funding requirements, and other general corporate purposes in the ordinary course of business.

The proposed borrowing shall be unsecured and shall be undertaken on an arm's length basis. The commercial terms, including the amount to be drawn, tenure of each drawdown, interest rate, repayment schedule and other terms and conditions, shall be determined having regard to prevailing market conditions and shall be comparable with similar borrowings available to the Company from unrelated parties. The Company shall ensure that the borrowing is undertaken in compliance with all applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, directions issued by the RBI applicable to NBFCs and other applicable laws.

The Audit Committee has reviewed the proposal and, after considering the necessity of the transaction, the business rationale, ordinary course of business, expected benefits to the Company, impact on the financial position of the Company and all other information prescribed under Clause 4 of the Industry Standards, recommended the transaction to the Board for its approval.

The Board of Directors has also reviewed the proposed transaction and is of the opinion that the proposed borrowing is in the best interests of the Company and Members as it would ensure availability of funds for the Company's financing activities and business expansion while maintaining financial flexibility.

Although the proposed borrowing is in the ordinary course of business and on an arm's length basis, the aggregate value of the proposed transaction is expected to exceed the materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations.

The Company has not entered into the proposed borrowing arrangement as on the date of this Notice and shall enter into the transaction only after obtaining the approval of the Members.

Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

| Particulars                                                                               | Disclosure                                                                                                                                                             |
|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Related Party</b>                                                          | Mr. Jaijash Tatia                                                                                                                                                      |
| <b>Nature of relationship with the Company</b>                                            | Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director, holding 39,74,300 equity shares, constituting 19.65% of the Company's paid-up equity share capital. |
| <b>Nature, material terms, monetary value and particulars of the proposed transaction</b> | Borrowing from Mr. Jaijash Tatia by way of unsecured loan(s) up to an aggregate amount of ₹10 crores.                                                                  |
| <b>Tenure of the transaction</b>                                                          | Three (3) years from the date of 32nd AGM.                                                                                                                             |
| <b>Value of the proposed transaction</b>                                                  | ₹10 crores                                                                                                                                                             |



Notes:

**NIHARIKA GOYAL**  
Company Secretary and  
Chief Compliance Officer  
ACS: 61428

**Place:** Chennai  
**Date:** 28.07.2026





### Notes:

[illegible]

Notes:

[illegible]

# Building Today Inspiring Tomorrow

As we close another chapter of growth and achievement, we remain committed to creating enduring value for our stakeholders and a better tomorrow for all



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