OM INFRA LIMITED

(Formerly known as OM METALS INFRAPROJECTS LIMITED)

CIN: **L27203RJ1971PLC003414**

Regd. Office: 3rd Floor, A-Block, Om Tower, Church Road, M.I. Road, Jaipur-302001

Tel+91-141-2996468

Website: www.ommetals.com E-Mail Id: info@ommetals.com

Date: August 21, 2026

To,

Corporate Service Department, Bombay Stock Exchange, Phiroze Jeejeebhy Towers, Dalal Street, Mumbai-400001 Fax No. 022-22723121/3027/2039/2061/2041 Scrip code: 531092	Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E), Mumbai Fax No. 022-26598237/38;66418126 NSE Symbol: OMINFRAL

Subject: Submission of Revised Annual Report for the Financial Year 2025–26 under Regulation 34 of SEBI (LODR) Regulations, 2015.

Dear Sir / Madam,

This has reference to our earlier submission of the Annual Report for the Financial Year 2025–26 on 19.08.2026

We wish to inform you that in the earlier submitted Annual Report, the *Secretarial Compliance Report* was inadvertently attached instead of the **Secretarial Audit Report** (Form MR-3).

To rectify this discrepancy, we are submitting herewith the **Revised Annual Report** for FY 2025–26, incorporating the Secretarial Audit Report. Please note that there are no changes to the Financial Statements, Independent Auditor's Report, or any other financial disclosures in the Annual Report.

The Notice and the Revised Annual Report for the Financial Year 2025–26 are also available on the Company's website at https://www.ominfra.ltd/web/ir.

You are requested to kindly take the Revised Annual Report on record and update the same on your portal.

For Om Infra Limited

VIKAS KOTHARI Digitally signed by VIKAS KOTHARI Date: 2026.08.21 14:01:56 +05'30'

Vikas Kothari
Managing Director & CEO
DIN : 00223868

OM INFRA LIMITED

ANNUAL REPORT
2025-2026

BUILDING INFRASTRUCTURE.
HARNESSING TOMORROW'S ENERGY.
A YEAR OF PROGRESS & INNOVATION.

REGD. OFFICE: 3rd Floor, A- Block, Om Tower, Church road, M.I. Road, Jaipur -302001 | **CIN :** L27203RJ1971PLC003414
EMAIL: info@ommetals.com | **WEBSITE:** www.ommetals.com

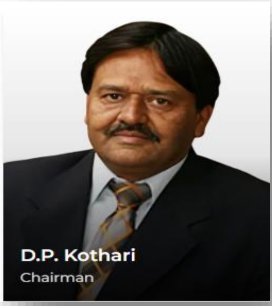
Our Founder

LATE DR. TRILOK CHAND KOTHARI

(11TH JUNE 1927 - 27 FEBRUARY 2013)

"CHANNELIZING INDIA'S HUGE WATER RESOURCES FOR THE NATION'S PROGRESS."

MESSAGE FROM
THE CHAIRMAN



"Infrastructure is the backbone of national growth. By combining engineering excellence with sustainable water and energy solutions, Om Infra is executing high-impact projects that empower communities and secure a resilient future."

— Dharam Prakash Kothari
(Chairman)

Dear Shareholders,

It is my privilege to present to you the Annual Report 2025-26 of Om Infra Limited for the financial year ended March 31, 2026.

As I reflect upon the financial year 2025–26, I am filled with pride in our Company's structural resilience and unwavering commitment to engineering excellence. Amidst global economic realignments, India's macro-economy has demonstrated sustained momentum, driven by the Central Government's massive infrastructure push with a national outlay scaling to ₹12.2 lakh crore. Positioned at the intersection of water infrastructure, heavy hydro-mechanical engineering, and urban real estate, Om Infra remains a direct beneficiary of this upcycle.

Financial & Operational Performance

During FY 2025-26, our operational strategy focused on margin protection, capital preservation, and structural risk mitigation.

- **Standalone Financials:** Standalone Revenue from Operations reached ₹46,842.38 Lacs, with Profit Before Tax (PBT) at ₹2,340.57 Lacs and Net Profit After Tax (PAT) at ₹2,180.48 Lacs.
- **Consolidated Financials:** On a consolidated level, your Company recorded Revenue from Operations of ₹50,005.60 Lacs. Consolidated EBITDA stood at ₹4,612.00 Lacs, PBT at ₹2,213.47 Lacs, and PAT at ₹2,055.93 Lacs.
- **Dividend:** In line with our continuous track record of rewarding shareholders, the Board of Directors has recommended an equity dividend of ₹0.50 per equity share (50%) of face value ₹1 each for FY26.

Segmental Milestones & Strategic Progress

1. Engineering & Infrastructure (EPC) Our core strength lies in delivering complex, high-entry-barrier civil and hydro-mechanical solutions. As of March 31, 2026, our unexecuted order book stands at a robust ₹2,107 Crores—comprising ₹1,351 Crores from the Jal Jeevan Mission (JJM) and ₹756 Crores from dam hydro-mechanical components—providing strong multi-year revenue visibility.

A major crowning victory this year was achieved at the **Isarda Dam Project** (Value: ₹615.17 Cr), where water impounding successfully commenced on July 30, 2025, transforming water security for over 3 crore people across 13 districts in eastern Rajasthan. Furthermore, we expanded our pipeline with new municipal wins, including a ₹129 Crore order from UP Jal Nigam (Urban) for SCADA-automated water infrastructure.

2. Real Estate Division We continue to systematically monetize our high-potential land assets:

- **Pallacia (Jaipur):** Our ultra-luxury residential project has recognized cumulative revenue of ₹275 Crores, with ₹290 Crores in remaining realizable value.
- **Om Green Meadows (Kota):** Recorded revenue of ₹63 Crores to date, with ₹24 Crores expected from future inflows.
- **Bandra SRA Project (Mumbai):** All long-standing land clearances and disputes are fully resolved. Our partner, Valor Estate Ltd, has commenced site survey layout planning, advancing this project on an asset-light model without further capital calls from Om Infra.

3. Non-Core Asset Monetization & Arbitrations We are actively pursuing non-dilutive liquidity recoveries. These include a favorable ₹587 Crore arbitration award (Jaipur-Bhilwara Toll Road) currently under procedural finalization in the Rajasthan High Court, and a ₹53 Crore award (Gurha Thermal Power) pending resolution in the Supreme Court. We anticipate over ₹700+ Crores in cash realizations from non-core assets and arbitrations over the next 2–3 years.

Future Outlook & FY27 Guidance

With the Government extending key initiatives like JJM 2.0 till 2028 and allocating over ₹84,000+ Crore to the national water sector, Om Infra is on the cusp of significant growth. Our balance sheet remains rock-solid with a consolidated net worth of ₹808 Crores and a net debt-to-equity ratio of just 0.03x.

Looking ahead to **FY 2026-27**, management provides the following guidance:

- **Revenue Guidance:** ₹700 – ₹750 Crores

- **EBITDA Margin Guidance:** 7% – 8%
- **Expected Fresh Order Inflows:** ₹1,500 Crores, targeting hydro-mechanical, pumped storage, STP, and water infrastructure projects.

Words of Gratitude

On behalf of the Board, I extend my heartfelt gratitude to our shareholders, esteemed clients, financial institutions, government authorities, and business partners for their unyielding trust. I also commend the dedication, hard work, and resilience of the entire Om Infra family.

Together, we are well-prepared to build a sustainable, engineering-led future for India.

Thank you.

Dharam Prakash Kothari

Chairman

Om Infra Limited

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Dharam Prakash Kothari
Chairman
DIN: 00035298

Mr. Sunil Kothari
Vice- Chairman
DIN : 00220940

Mr. Vikas Kothari
Managing Director & CEO
DIN: 00223868

Mr. Kamlesh Kumar Singh
Independent Director
DIN: 03146381

Mrs. Saloni Kala
Independent Director
DIN: 08696349

Mr. Ramakanta Tripathy
Independent Director
DIN: 03131763

KEY MANAGERIAL PERSONNEL

Mr. Sunil Kumar Jain
Chief Financial Officer

Mrs. Reena Jain
Company Secretary & Compliance Officer

STATUTORY AUDITORS

M/s. Khandelwal Badaya & Co.
Chartered Accountants
Jaipur

SECRETARIAL AUDITORS

B.K. Sharma & Associates
Company Secretaries
Jaipur

BOARD LEVEL COMMITTEES

Audit Committee

Mr. Ramakanta Tripathy	Chairperson
Mr. Sunil Kothari	Member
Mr. Kamlesh Kumar Singh	Member
Mrs. Saloni Kala	Member

Nomination & Remuneration Committee

Mr. Ramakanta Tripathy	Chairperson
Mrs. Saloni Kala	Member
Mr. Kamlesh Kumar Singh	Member

Stakeholders Relationship Committee

Mr. Ramakanta Tripathy	Chairperson
Mr. Sunil Kothari	Member
Mr. Vikas Kothari	Member

Corporate Social Responsibility Committee

Mr. Ramakanta Tripathy	Chairperson
Mrs. Saloni Kala	Member
Mr. Vikas Kothari	Member
Mr. Sunil Kothari	Member

Executive Committee

Mr. Sunil Kothari	Chairperson
Mr. Dharam Prakash Kothari	Member
Mr. Vikas Kothari	Member

REGISTERED OFFICE

OM Infra Limited
3RD Floor, A-Block, OM Tower
Church Road, MI Road,
Jaipur- 302001

CORPORATE OFFICE

OM Infra Limited
NBCC Plaza, Tower-III,4th Floor,
Sector-V Pushp Vihar, Saket
New Delhi- 110017

MUMBAI

OM Infra Limited
Ramakrishna Sadan, Ground Floor, 63 Pochkhanwala Road,
Opp. Worli R.T.O., Worli,
Mumbai 400025

KOTA

OM Infra Limited
B-117/118, Indraprastha Indl Area, Kota- 324005 (Rajasthan)

BANKERS

State Bank of India
HDFC Bank Limited
IDBI Bank
Bank of Baroda
Union Bank of India
RBL Bank Limited

CONTENTS

NOTICE OF THE FIFTY-FOURTH ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty-Fourth (54th) Annual General Meeting ("AGM") of the members of **Om Infra Limited** (the "Company") will be held on **Saturday, September 12, 2026, at 12:30 PM (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS

ITEM NO. 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt:

- **(a)** The Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, together with the reports of the Board of Directors and Auditors thereon; and
- **(b)** The Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, together with the report of the Auditors thereon.

ITEM NO. 2: DECLARATION OF DIVIDEND

To declare a final dividend of ₹ 0.50 per equity share for the financial year ended March 31, 2026.

ITEM NO. 3: APPOINTMENT OF DIRECTOR RETIRING BY ROTATION

To consider appointment of a Director in place of Shri Dharam Prakash Kothari (DIN:00035298), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO. 4: APPROVAL OF APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY

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

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment made by the Board of Directors of the Company to fill the casual vacancy caused by the resignation of the previous auditors, be and is hereby approved and ratified, by appointing M/s. Khandelwal Badaya & Co., Chartered Accountants (FRN: 016506C), as the Statutory Auditors of the Company to hold office until the conclusion of this Annual General Meeting, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors and the Auditors."

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

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

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Khandelwal Badaya & Co., Chartered Accountants (FRN: 016506C), who have confirmed their eligibility and willingness to accept the appointment under Section 141 of the Companies Act, 2013, be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting until the conclusion of the 59th Annual General Meeting of the Company, at such remuneration as may be recommended by the Audit Committee and approved by the Board of Directors, plus applicable statutory taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit.”

ITEM NO. 6: RATIFICATION OF COST AUDITOR’S REMUNERATION

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to **M/s M. Goyal & Co.**, Cost Accountants (Firm’s Registration No. 000051), appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, amounting to **₹ 30,000/- (Rupees Thirty Thousand Only)** plus Goods and Services Tax as applicable, and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified.”

ITEM NO. 7: APPROVAL OF RELATED PARTY TRANSACTIONS

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals, sanctions, consents and permissions as may be deemed necessary and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the Company for entering into and/or carrying out and/or continuing with contracts, arrangements and transactions (whether individually or taken together or in a series of transactions or otherwise) for the financial year 2026-27 and up to the date of the next AGM of the Company to be held in the calendar year 2027, with the related parties for the maximum amounts per annum as set out under Item No. 7 of the explanatory statement annexed to this notice, with related parties as defined under various provisions of the Companies Act, 2013 and as per applicable accounting standards, whether by way of continuation(s), renewal(s), extension(s), or modification(s) of earlier contracts/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise, provided that such contracts, arrangements and transactions be undertaken on an arm's length basis and in the ordinary course of business, or on terms and conditions as may be mutually agreed between the Company and the said Related Parties.

RESOLVED FURTHER THAT the Audit Committee and / or the Board of Directors of the Company be and are hereby authorised to do and perform all such acts, deeds, matters and things as may be necessary to give effect to this Resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members;

RESOLVED FURTHER THAT the Audit Committee and / or the Board of Directors of the Company be and are hereby authorised to delegate all or any of the powers conferred, to any Director or any other Officer(s)/ Authorised Representatives of the Company, to do all such acts and take appropriate steps, as may be considered necessary or expedient, after taking necessary approvals, if required, to give effect to this Resolution."

NOTES FOR THE AGM NOTICE

A. VENUE, CONDUCT, AND DOCUMENT ACCESSIBILITY

- **Compliance with VC/OAVM Regulations**: In view of the continuing circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), the AGM is being convened through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), dispensing with the physical presence of Members at a common venue. The Registered Office of the Company shall be deemed to be the venue for the AGM.

(Ref: MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 09/2024, and latest Circular No. 03/2025 dated September 22, 2025 collectively referred to as "MCA Circulars").

- **Explanatory Statement & Director Details**: The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts concerning the Special Business under Item Nos. 4 to 7, is annexed hereto. Further, the relevant details of the Director seeking re-appointment under Item No. 3, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings, are provided in Annexure A.

- **Electronic Dispatch of Annual Report**: The Notice of the AGM along with the Annual Report for the Financial Year ("FY") 2025-26 is being sent solely by electronic mode to those Members whose email addresses are registered with the Company or the Depositories—National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").
  - Members who have not registered their email addresses will receive a physical letter containing the direct web link and navigation path to access the full Annual Report.
  - The Company will provide a physical copy of the Annual Report for FY 2025-26 only upon specific request sent via email to cs@ommetals.com along with the Member's Folio No. / DP ID and Client ID.

- **Web Availability of Documents**: The Notice and the Annual Report for FY 2025-26 are available on the following official portals:
  - Company Website: www.ommetals.com
  - Stock Exchanges: www.bseindia.com (BSE Limited) and www.nseindia.com (National Stock Exchange of India Limited)
  - E-voting Agency: www.evoting.nsdl.com (NSDL)

- **Quorum Determination**: Pursuant to Section 103 of the Companies Act, 2013, Members attending the AGM through VC/OAVM shall be counted for the purpose of computing and determining the statutory quorum.

- **Dispensation of Proxies**: Since physical attendance has been completely dispensed with under the MCA Circulars, the facility for appointment of proxies by Members is not available for this AGM. Consequently, Proxy Forms, Attendance Slips, and venue route maps are not annexed to this Notice.

- **Joint Holders**: In case of joint holders, only the Member whose name appears first in the order of names in the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.

B. DIVIDEND CLOSURE AND KYC COMPLIANCE

- **Dividend Recommendation and Dates**: The Board of Directors at its meeting held on May 13, 2026, recommended a Final Dividend of ₹ 0.50 per equity share for FY 2025-26. If approved at the AGM, the dividend will be paid within 30 days of declaration **(on or before Sunday, October 11, 2026)** to those Members whose names appear on the records as of the close of business hours on the **Record Date: Friday, September 4, 2026.**

- **Mandatory Electronic Dividend Payments**: Dividend payments to all security holders shall be processed exclusively through electronic mode. Where electronic payments cannot be effected due to valid technical reasons, payments will only be cleared once the respective folio is fully KYC-compliant (requiring registration of PAN, active mobile number, bank account details, and specimen signature with the RTA/Company).

(Ref:SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024).

- **Record Date**: The Company has fixed **Friday, September 4, 2026** as the Record Date / Cut-off Date for the purpose of determining the eligibility of members (holding shares either in physical form or in dematerialized form) to vote on the resolutions set forth in this Notice and to receive final dividend for the financial year ended March 31, 2026, if declared at the AGM.

- **Bank Mandate Updates for Demat Holders**: Members holding shares in dematerialized form are requested to intimate any changes in their address or bank mandates directly to their respective Depository Participants (DPs). The Company or its Registrar cannot act on direct modification requests for demat accounts.

- **Bank Mandate Updates for Physical Holders**: Members holding shares in physical form must intimate address changes or bank details to M/s Skyline Financial Services Private Limited (RTA) by sending a request in Form ISR-1 to D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020, or via email to admin@skylinerta.com from their registered email ID. Forms ISR-1, ISR-2, and SH-12 must be submitted to the RTA latest by Tuesday, September 1, 2026.

C. TAX DEDUCTION AT SOURCE (TDS) INFORMATION

- **TDS on Dividends**: Pursuant to the Finance Act, 2020, dividend income is taxable directly in the hands of the Members, and the Company is obligated to deduct tax at source at the prescribed rates.
    - **Resident Shareholders**: To receive the benefit of non-deduction of tax, resident individuals whose tax liability is nil may submit a declaration in Form 15G / 15H via email to cs@ommetals.com by 11:59 PM IST on Tuesday, September 1, 2026.
    - **Missing PAN Rate**: Please note that if your valid PAN is not updated/registered with the RTA or DP, tax will automatically be deducted at a higher statutory rate of 20%.
    - **Non-Resident Shareholders**: Non-resident Members can claim tax treaty benefits under Double Taxation Avoidance Agreements (DTAA) by submitting a No Permanent Establishment and Beneficial

Ownership Declaration, Tax Residency Certificate (TRC), and Form 10F to cs@ommetals.com by 11:59 PM IST on Tuesday, September 1, 2026.

- **Non-Resident Indian (NRI) Members**: NRI Members are requested to immediately inform the Company, RTA, or their DPs regarding:
  - (a) Any change in residential status upon returning to India for permanent settlement.
  - (b) Complete particulars of an active NRE bank account held in India, if not furnished earlier.

D. STATUTORY DEMAT & SHAREHOLDER SERVICE MATTERS

- **Special Window for Physical Share Re-lodgement**: Pursuant to SEBI Circular SEBI/HO/MIRSD/MIRSDPoD/P/CIR/2025/97 dated July 02, 2025, a dedicated window was opened for the re-lodgement of transfer requests for physical shares that were originally lodged prior to April 01, 2019, and subsequently rejected or returned due to technical deficiencies.

Note: As this special window closed on January 06, 2026, any pending investor queries regarding past re-lodgements should be directed to the RTA.

- **Electronic Inspection of Registers**: The Register of Directors and Key Managerial Personnel and their shareholding (Section 170 of the Act), the Register of Contracts or Arrangements in which Directors are interested (Section 189 of the Act), and all other statutory documents mentioned in the Notice will be open for inspection electronically. Members can initiate an inspection request by emailing cs@ommetals.com up to the date of the AGM.

- **Consolidation of Identical Folios**: Members holding physical shares in more than one folio under identical name sequences are requested to contact the RTA (M/s Skyline Financial Services Private Limited) along with their original share certificates to consolidate their holdings into a single folio.

- **Nomination Facility (Form SH-13):**Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI directives, facility for making nomination is available to individuals holding shares in the Company.

  For Physical Shareholders: Members holding equity shares in physical form and who have not yet registered their nomination are strongly encouraged to submit Form SH-13 (Nomination Form) or Form ISR-3 (Declaration for Opting-out of Nomination) to the Company's RTA, M/s. Skyline Financial Services Private Limited. The forms can be downloaded from www.ommetals.com or the RTA portal.

  For Demat Shareholders: Members holding shares in dematerialized mode are requested to register/update their nomination details directly with their respective Depository Participants (DPs).

- **Mandatory Dematerialization**: SEBI mandates that all transfers, transmissions, and transpositions of listed securities must be processed exclusively in demat mode. Furthermore, any investor service requests (duplicate issuance, exchange, sub-division, or consolidation) are fulfilled only via demat formats. Members holding physical shares are strongly urged to convert their portfolios into demat mode to eliminate physical risks.

- **Pre-AGM Accounts Queries**: Members seeking granular information regarding the Company's accounts are requested to email their queries to the Company at cs@ommetals.com at least 10 days prior to the meeting to allow the management adequate time to compile the data.

E. UNCLAIMED DIVIDENDS AND IEPF MANDATE

- **Transfer to Investor Education and Protection Fund (IEPF)**: Dividends remaining unclaimed or unencashed for a consecutive period of 7 years from the date of transfer to the Unpaid Dividend Account are mandatorily transferred to the IEPF. The underlying shares are also transferred to the demat account of the IEPF Authority. Members can claim such assets back by filing an online application in Web Form IEPF-5 at www.iepf.gov.in.

- **Unclaimed Dividend Tracking**: In case dividends have remained unclaimed for the Financial Years 2019-20 through 2025-26, Members should approach the Company immediately with their original dividend warrants or request a duplicate tracking process via a Letter of Undertaking.

- **Web Disclosures of Unpaid Amounts**: Pursuant to Rule 5(8) of the IEPF Authority Rules, 2016, the Company has uploaded comprehensive data regarding all unpaid/unclaimed amounts lying with the Company as of September 29, 2025 (the date of the last AGM) onto the corporate portal www.ommetals.com and the MCA web portal.

F. E-VOTING MECHANISM AND SCRUTINIZATION

- **Green Initiative Support:** To actively support the environmental 'Green Initiative', the Company encourages members who have not registered their email addresses to do so instantly via their respective DPs (for demat mode) or with the RTA (for physical mode).

- **Admission Limitations**: The VC facility configured by NSDL can host up to 1,000 users concurrently on a first-come, first-served basis. This restriction does not apply to Large Shareholders (holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel (KMPs), or the respective Chairs of the Audit, Nomination & Remuneration, and Stakeholders Relationship Committees.

- **Scrutinizer Appointment**: The Board of Directors has appointed Mr. Abhishek Goswami, Practising Company Secretary (CP No. 17057) of M/s Abhishek Goswami & Co., and failing him, Mr. B.K. Sharma of M/s B K Sharma & Co., Practising Company Secretary, as the independent Scrutinizer to oversee both the remote e-voting and AGM day e-voting processes in a fair and transparent manner.

- **Declaration of Voting Results**: The Scrutinizer will compile a consolidated report of all valid votes and submit it to the Chairman. The formal results will be declared within two working days of the conclusion of the AGM. The final results, along with the Scrutinizer’s Report, will be published on the Company's website, the NSDL portal, and communicated directly to the BSE and NSE.

- **Effective Date of Resolutions**: Subject to receiving the requisite legal majority, all resolutions detailed in this Notice shall be deemed to be passed officially on the date of the Meeting, i.e., Saturday, September 12, 2026.

- **Online Dispute Resolution (ODR) Portal**: In accordance with SEBI guidelines, investors may leverage the Online Dispute Resolution (ODR) portal at https://smartodr.in if their grievances are not resolved directly by the Company's internal cell or through the SCORES 2.0 application.

- In accordance with Regulation 23(4) of the SEBI Listing Regulations, all Related Parties of the Company, including Promoters and Promoter Group entities, shall abstain from voting on Item No. 7 of this Notice, irrespective of whether the entity is a party to the particular transaction or not."

G. REMOTE E-VOTING & AGM DAY INSTRUCTIONS

- **Timeline for Remote E-Voting**:
  - **Commencement**: Tuesday, September 8, 2026, at 09:00 AM (IST)
  - **Conclusion**: Friday, September 11, 2026, at 05:00 PM (IST)
  - *The NSDL e-voting module will be disabled permanently at 5:00 PM on Friday, September 11, 2026.*
- **E-Voting Protocols**:
  - **Cut-Off Date**: The voting eligibility rights shall be calculated in proportion to the equity shares held as on Friday, September 4, 2026.
  - **New Shareholders**: Any individual who acquires shares and becomes a Member after the dispatch cutoff date but holds shares as of the Cut-Off Date may obtain their Login ID and Password by emailing a request to evoting@nsdl.co.in.
  - **AGM Day Voting Restriction**: The e-voting module activated during the AGM session is strictly reserved for members who are attending the VC session and have not already cast their vote via remote e-voting. If a member casts an AGM session vote without joining the VC platform, that vote will be deemed invalid. Once a vote on a resolution is finalized, no modifications are permitted.

H. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Members 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 in order to access e-Voting facility.

Type of shareholders	**Login Method**
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be

Type of shareholders	Login Method
	redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	**Login Method**
Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing myeasi username & password. 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 & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details

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

B) Login Method for e-Voting and joining virtual meeting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for Members other than Individual Members are given below:
   - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   - c) How to retrieve your 'initial password'?
     - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
     - (ii) If your email ID is not registered, please follow steps mentioned below in the process for those Members whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   - b) Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   - c) If you are still unable to get the password by the aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, the Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies' "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining the virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csabhishek.goswami@gmail.com with a copy marked to evoting@nsdl.com. Institutional Members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" pursuant to Section 113 of the Companies Act, 2013 displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Veena Suvarna at evoting@nsdl.com

Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), and such other KYC documents as may be required by email to cs@ommetals.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy) of PAN card, and such other KYC documents as may be required to cs@ommetals.com. If you are an Individual

Member holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode.

3. Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing the abovementioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last-minute rush. Further, members can also use the OTP-based login for logging into the e-Voting system of NSDL.

2. Members who need assistance before or during the AGM can contact Skyline Financial Services Private Limited, Registrar and Share Transfer Agent of the Company, Mr. Lokesh Sharma at lokesh@skylinerta.com / 011-40450193 to 197.

3. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at cs@ommetals.com by 6th September, 2026 till 6:00 p.m. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

4. The Members also can send their questions in advance mentioning their name, demat account number/folio number, email id, and mobile number at cs@ommetals.com. The last date for submission of your queries is 6th September, 2026 till 6:00 p.m. The same will be replied to by the Company suitably.

5. Members are encouraged to join the Meeting through Laptops for a better experience. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

C. THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.

2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4 & 5

APPOINTMENT OF STATUTORY AUDITORS

The Board of Directors of the Company, based on the recommendation of the Audit Committee, had appointed M/s. Khandelwal Badaya & Co., Chartered Accountants (FRN: 016506C), as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. Ravi Sharma& Co., Chartered Accountants, in accordance with the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder. The said appointment hold office up to the conclusion of this Annual General Meeting.

Pursuant to the provisions of Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and based on the recommendation of the Audit Committee, the Board of Directors has recommended the appointment of M/s. Khandelwal Badaya & Co., Chartered Accountants (FRN: 016506C), Chartered Accountants, as the Statutory Auditors of the Company to hold office for a term of five consecutive years commencing from the conclusion of this Annual General Meeting until the conclusion of the 59th Annual General Meeting of the Company to be held in the year 2031, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed upon between the Board of Directors (including any Committee thereof) and the Statutory Auditors.

M/s Khandelwal Badaya & Co., Chartered Accountants (FRN: 016506C) have consented to their appointment and have confirmed that their appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013 and that they satisfy the criteria provided under the Companies Act, 2013, the Chartered Accountants Act, 1949 and the rules and regulations made there under M/s. Khandelwal Badaya & Co. hold a valid Peer Review Certificate (PRC No. 016779) issued by the Peer Review Board of ICAI.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 & 5 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 & 5 of the Notice.

Item No.6

The Board of Directors of the Company in its meeting held on 13th May, 2026 approved the appointment and remuneration of M/s M. Goyal & Co., Cost Accountants upon the recommendation of Audit Committee to conduct the cost audit of the cost records of the Company for the financial year 2026-27, subject to the applicability of Cost Audit in terms of rules framed in this regard by the Ministry of Corporate Affairs.

Pursuant to the provisions of section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditors has to be ratified by the members of the company.

The Board recommends the Ordinary Resolution set out at Item no. 6 of the notice for approval of members.

None of the Directors/Key managerial personnel of the company/their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 7

Pursuant to Regulation 23 of the Listing Regulations, as amended, prior approval of the Members of the Company is required by way of an Ordinary Resolution for transactions with a Related Party during a financial year exceeding 10% of the Annual Consolidated Turnover of a Company as per the last Audited Financial Statements (for companies having Annual Consolidated Turnover up to ` 20,000 crore).

SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2025/93 dated June 26, 2025, ('Circular') has mandated listed companies to follow Industry Standards on 'Minimum Information to be provided to the Audit Committee and Members for approval of Related Party Transactions' ('RPTs') ('ISF Note'). The ISF Note prescribes information to be provided for review by the Audit Committee and Members for approval of material RPTs.

The Management of the Company has provided the Audit Committee with the relevant details as required under the ISF Note and after considering the same, the Audit Committee has granted approval for entering into RPTs with the parties as mentioned below during FY 2026-27 up to the aggregate values as set out below. The Audit Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

The Members approval sought for the Material Related Party Transactions with under mentioned related parties set out below shall be valid up to the date of next AGM to be held in the year 2027. The proposed RPTs are necessary, normal and incidental to the business and also play a significant role in the Company's.

Information required to be disclosed in the Explanatory Statement for Item No. 7 pursuant to SEBI Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 on RPT Industry Standards read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows:

Basic details of the Related Party

Sl. No.	Particulars of the information	Information provided by the Management
1	Name of the Related Party	1.BRCCPL OMIL DARA JV 2. HCC OMIL JV 3. OMIL JV 4. OMIL WIPL JV

2	Country of incorporation of the Related Party	India
3.	Nature of business of the Related Party `	EPC Contract

Relationship and ownership of the Related Party

Sl. No.	Particulars of the information	Information provided by the Management
4.	Relationship between the listed entity and the Related Party – including nature of its concern (financial or otherwise)	Joint Operation Financial
5.	Shareholding of the listed entity whether direct or indirect, in the Related Party	1.BRCCPL OMIL DARA JV – 59% 2. HCC OMIL JV-50% 3. OMIL JV -98% 4. OMIL WIPL JV- 50%
6.	Where the Related Party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	All are unincorporated entity and legal status in terms of Income tax purpose is AOP Capital Contribution - NIL
7.	Shareholding of the Related Party, whether direct or indirect, in the listed entity	NIL

Details of previous transactions with the Related Party

Sl. No.	Particulars of the information	Information provided by the Management
8.	Total amount of all the transactions	**FY 2025 – 26**

<table>
<tr><td></td><td>undertaken by the Company with the Related Party during the last financial year.</td><td>
<table>
<tr><th>Sl. No.</th><th>Nature of Transactions</th><th>Amount (Rs. In ` Crore)</th></tr>
<tr><td>1. BRCCPL OMIL DARA JV</td><td>Supply of service/job work</td><td>8 cr.</td></tr>
<tr><td>2. HCC OMIL JV</td><td>Supply of service/job work</td><td>14 cr.</td></tr>
<tr><td>3. OMIL JV</td><td>Supply of service/job work</td><td>95 cr.</td></tr>
<tr><td>4. OMIL WIPL JV</td><td>Supply of service/job work</td><td>54 cr.</td></tr>
</table>
</td></tr>
<tr><td>9.</td><td>Total amount of all the transactions undertaken by the Company with the Related Party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>1.BRCCPL OMIL DARA JV – NIL
2. HCC OMIL JV- NIL
3. OMIL JV – Rs. 42.55 cr.
4. OMIL WIPL JV- Rs. 20 cr.</td></tr>
<tr><td>10.</td><td>Any default, if any, made by a Related Party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.</td><td>No</td></tr>
</table>

Amount of the proposed transaction(s)

Sl. No.	Particulars of the information	Information provided by the Management
11.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / shareholders.	1.BRCCPL OMIL DARA JV – Rs. 181 cr. 2. HCC OMIL JV- Rs. 300cr. 3. OMIL JV – Rs. 131cr. 4. OMIL WIPL JV- Rs. 60 cr.
12.	Whether the proposed transactions taken	Yes

<table>
<tr><td></td><td>together with the transactions undertaken with the Related Party during the current financial year would render the proposed transaction a material RPT?</td><td></td></tr>
<tr><td>13.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>1.BRCCPL OMIL DARA JV – 25.4%
2. HCC OMIL JV- 42%
3. OMIL JV – 18.39%
4. OMIL WIPL JV- 8.42%</td></tr>
<tr><td>14.</td><td>Value of the proposed transactions as a percentage of the Related Party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of Related Party) for the immediately preceding financial year, if available.</td><td>1.BRCCPL OMIL DARA JV – 646%
2. HCC OMIL JV- 379 %
3. OMIL JV - 80%
4. OMIL WIPL JV- 72%</td></tr>
<tr><td>15.</td><td>Financial performance of the Related Party for the immediately preceding financial year</td><td><u>FY 2025-26</u>
<table>
<tr><th>Sl. No.</th><th>Particulars</th><th>Amount</th></tr>
<tr><td>1. BRCCPL OMIL DARA JV</td><td>Turnover
Loss after tax</td><td>Rs. 27.80 cr.
Rs. (-) 73.51 Lakhs</td></tr>
<tr><td>2. HCC OMIL JV</td><td>Turnover
Profit after tax</td><td>Rs. 79.09 cr
Rs. 4.50 cr.</td></tr>
<tr><td>3. OMIL JV</td><td>Turnover
Profit after tax</td><td>Rs. 164.71 cr
Rs. 5.54 cr.</td></tr>
<tr><td>4. OMIL WIPL JV</td><td>Turnover
Profit after tax</td><td>Rs. 83.96 cr.
Rs. 3.54 cr.</td></tr>
</table></td></tr>
</table>

<u>Basic details of the proposed transaction</u>

<table>
<tr><th>Sl. No.</th><th>Particulars of the information</th><th>Information provided by the Management</th></tr>
<tr><td>16</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Sale of goods &Services/Providing Job Work.</td></tr>
<tr><td>17</td><td>Details of each type of the proposed transaction</td><td>1. BRCCPL OMIL DARA JV – Supply of service/job work for work of Khajuwala Water Supply Project

2. HCC OMIL JV- Supply of service/job work for work of Nokha Water Supply Project

3. OMIL JV - Supply of service/ EPC Contract for Shahpurkandi Power house project.

4. OMIL WIPL JV - Supply of service/ EPC Contract for construction of Isarda Dam.</td></tr>
<tr><td>18.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>2 to 3 years</td></tr>
<tr><td>19.</td><td>Value of the proposed transaction during a financial year. (If the proposed transaction will be executed over more than one financial year, provide estimated breakup financial year-wise.)</td><td><table>
<tr><th>Sl. No.</th><th>2026-2027

(Rs. in cr.)</th><th>2027-2028

(Rs.in cr.)</th></tr>
<tr><td>1. BRCCPL OMIL DARA JV</td><td>120</td><td>61</td></tr>
<tr><td>2. HCC OMIL JV</td><td>193</td><td>100</td></tr>
<tr><td>3. OMIL JV</td><td>115</td><td>16</td></tr>
<tr><td>4. OMIL WIPL JV</td><td>57</td><td>1</td></tr>
</table></td></tr>
<tr><td>20.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The transactions are required for the furtherance of business operation of the Company.</td></tr>
</table>

21.	Details of the Promoter(s) / Director(s) / Key Managerial Personnel of the listed entity who have interest in the transaction, whether directly or indirectly	Nil
22.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	None. The Company conducts transactions with related parties in its ordinary course of business at prices which are at arm's length basis. The pricing for such transactions is after considering market price for comparable transactions with unrelated parties where available or on cost plus appropriate mark-up, having regard to transfer pricing and other regulatory guidelines. The reimbursements / recoveries are basis actual cost incurred.
23.	Other information relevant for decision making.	None

PART B

<u>Specific disclosure in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</u>

Sl. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Not Applicable
2.	Basis of determination of price.	At Arm's Length Basis
3.	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the Related Party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	NA
4.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The Proposed Transaction(s) are in the ordinary course of business and at arm's length basis and are required for the furtherance of business operation of the Company.
5.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the	The Audit Committee has reviewed the Certificate issued by the Managing Director &

	CEO / Managing Director / Whole Time Director / Manager and CFO of the listed entity as required under the RPT Industry Standards	CEO and the Chief Financial Officer of the Company, as required under the RPT Industry Standards.
6.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the Members	The proposal for the material RPT has been approved by the Audit Committee and recommended by the Board of Directors for Members' approval.
7.	Web-link and QR Code, through which Members can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
8.	Affirmation that the Audit Committee and Board of Directors, while providing information to the Members, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the Members for informed decision making	All such information as is necessary for the Members to make informed decisions has been provided to them in this Notice.
9.	Any other information that may be relevant	Not Applicable

Accordingly, as per the SEBI Listing Regulations, the approval of the Members is sought for all such contracts/ arrangements/ transactions to be undertaken (whether individually or taken together or series of transactions or otherwise), whether by way of continuation/ extension/ renewal/ modification of earlier arrangements/ transactions or as fresh and independent transaction(s) or otherwise) with the above-mentioned Related Parties of the Company, during the financial year 2026-2027 and in the next financial year 2027-2028 until the date of the AGM of the Company.

All above transactions are with Joint Venture / subsidiaries /associates of the Company and these meritorious transactions are for the furtherance of business of the Company hence are in the interest of the Company. The above activities have been bona fide for the Company to carry out its business operations and maximize its growth and performance. The above transactions are for the purpose of achieving the core business objectives and continuity in operations and to smoothen business operations. The above transactions do not contemplate any valuation.

The above transactions are in the ordinary course of business of the Company and on an arm's length basis and as such are exempt from the provisions of Section 188(1) of the Companies Act, 2013 and the Rules made there under.

The Audit Committee and the Board of Directors of the Company has granted its approval for the RPTs proposed to be entered into by the Company with the aforementioned Related Parties during the financial year 2026-27 and has also noted that the said transactions with the Related Parties are on arms' length basis and in the ordinary course of the Company's business.

None of the Directors or Key Managerial Personnel of the Company or their relatives are financially interested in the Resolution set out at Item No. 7, except to the extent of their shareholding in the Company and/or directorships held in the group entities/joint ventures. However, as per Regulation 23(4) of the SEBI Listing Regulations, all Related Parties of the Company (including Promoters and Promoter Group entities) shall abstain from voting on this Resolution, regardless of whether they are a party to the specific transaction or not.

The Board recommends passing of the relevant ordinary Resolution as mentioned at item No. 7 of the Notice.

By Order of the Board of Directors
For Om Infra Limited

Date: 11.08.2026
Place: Delhi

Dharam Prakash Kothari	Sunil Kothari
Chairman	Vice- Chairman
DIN: 00035298	DIN : 00220940

ANNEXURE A

Details of Director Seeking Re-appointment (Pursuant to Regulation 36(3) of SEBI LODR and Secretarial Standard-2)

Name of Director	Mr. Dharam Prakash Kothari
DIN	00035298
Date of Birth	20/08/1951
Age	74
Date of first appointment on the Board	01.10.1994
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas	Mr. Dharam Prakash Kothari aged 74 Years, is appointed as Whole-time Director on the Board of Directors of the Company and designated as Chairman of the Company. He has excellent grasp and thorough knowledge and experience of not only engineering and technology but also of general management. He has experience as a senior business leader with rich business management experience in both Indian and global Companies. Mr. Dharam Prakash Kothari holds Bachelor Degree in Engineering.
Disclosure of Relationships Between Directors Inter-Se, Manager & KMP	Brother of Shri Sunil Kothari and Father of Shri Vikas Kothari
Names of Bodies Corporate in which the person also holds the Directorship and	**Directorship:** 1. Skywave Impex Limited 2.Synergy Promoters Private Limited 3. High Terrace Realty Private Limited
Names of Bodies Corporate in which the person holds Membership / Chairmanship of Committees of the Board	NIL
No. of Shares held in the Company	4858346
No. of Board meetings attended during last Financial Year	5

Terms and conditions of re-appointment	Whole-time director designated as Chairman, liable to Retire by Rotation

By Order of the Board of Directors
For Om Infra Limited

Date: 11.08.2026
Place: Delhi

Dharam Prakash Kothari	Sunil Kothari
Chairman	Vice- Chairman
DIN: 00035298	DIN : 00220940

BOARD'S REPORT

Dear Members,

Your directors have pleasure in presenting the **54th Annual Report** of your Company together with the Audited Financial Statements (Standalone and Consolidated) for the financial year ended **31st March, 2026**.

FINANCIAL SUMMARY AND HIGHLIGHTS

The financial performance of the Company for the year ended 31st March, 2026, on a Standalone and Consolidated basis is summarized below:

(Rs. in Lacs)

Particulars	**STANDALONE**		**CONSOLIDATED**	
For the year ended March 31,	**2026**	**2025**	**2026**	**2025**
Revenue from Operations	46,842.38	66627.77	50005.60	71266.18
Other Income	1,627.67	3166.16	1788.80	3599.15
Total Income	**48,470.05**	**69793.94**	**51794.40**	**74865.33**
Total Expenses (Excluding Depreciation, Finance Cost & TAX)	43751.24	63270.24	47182.40	69245.99
Profit Before Depreciation, Finance Cost & Tax (EBITDA)	**4,718.81**	**6523.70**	**4612.00**	**5619.34**
Less: Depreciation &Amortization	479.10	558.75	482.17	561.82
Less: Finance Cost	1,899.14	2187.29	1916.36	2216.03

Particulars	STANDALONE		CONSOLIDATED	
Profit Before Tax (PBT)	**2,340.57**	**3777.65**	**2213.47**	**2841.49**
Less: Current Tax	267.63	289.15	449.92	268.99
Less: Deferred Tax Expense / (Benefit)	(107.55)	-121.76	(292.38)	-1024.12
Net Profit After Tax (PAT)	**2,180.48**	**3610.26**	**2055.93**	**3596.62**
Total Other Comprehensive Income / (Loss)	(32.52)	(180)	(32.52)	(180)
Total Comprehensive Income	**2,147.96**	**3430.26**	**2023.41**	**3410.79**
Earnings Per Equity Share (Basic & Diluted in Rs.)	**2.23**	**3.56**	**2.13**	**3.54**

Note: Previous year's figures have been regrouped/reclassified wherever necessary to conform to the current year's presentation. Consolidated figures from presentation data are rounded to nearest crore.

FINANCIAL PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

Standalone Performance

During the financial year 2025-26, your Company recorded a Standalone Revenue from Operations of **Rs. 46,842.38 Lacs** as compared to **Rs. 66,627.77 Lacs** in the previous year. The Standalone Profit Before Tax (PBT) stood at **Rs. 2,340.57 Lacs** against **Rs. 3,777.65 Lacs** in the preceding fiscal. Net Profit After Tax reached **Rs. 2,180.48 Lacs**.

Consolidated Performance

On a consolidated basis, the Company recorded revenue from operations of Rs. 50,005.60 lacs as against Rs. 71,266.18 lacs in the previous year. Consolidated EBITDA stood at Rs. 4,612.00 lacs as compared to Rs. 5,619.34 lacs in FY 2024-25. Profit Before Tax was Rs. 2,213.47 lacs against Rs. 2,841.49 lacs in the previous year, while Profit After Tax stood at Rs. 2,055.93 lacs as compared to Rs. 3,596.62 lacs in FY 2024-25.

DIVISIONS & OPERATIONAL UPDATE

1. Engineering & Infrastructure Division

The core strength of the Company lies in executing highly technical civil and hydro-mechanical solutions across key domestic and international territories.

The Turnover of this division in this year is Rs. 46842.38 lakhs and Profit(PBT) is Rs. 4424.840 lakhs as against Turnover of Rs. 65812.68lakhs &profit(PBT) is Rs.6169.50 lakhs in the last year.

- **Order Book Velocity:** As of March 31, 2026, the outstanding unexecuted order book stands robustly at **Rs. 2,107 Crores**, providing extensive revenue visibility. The order book structure comprises **Rs. 1,351 Cr** from the Jal Jeevan Mission and **Rs. 756 Cr** from Hydro-Mechanical components in dams.
- Company has successfully executed more than 70 Civil and Hydro-mechanical contracts for Hydro-power & Irrigation projects across the country and abroad over the last 5 decades.
- **Key Project Milestones:** A major structural victory was achieved at the **Isarda Dam Project (Value: Rs. 615.17 Cr)**, where water impounding successfully commenced on **July 30, 2025**, transforming eastern Rajasthan's water security mapping.
- **New Wins:** The division fortified its pipeline by securing a crucial municipal order worth **Rs. 129 Crores** from the **Uttar Pradesh Jal Nigam (Urban), Shahjahanpur** for end-to-end water infrastructure and PLS SCADA automation.

Milestone Achieved

Isarda Dam - Water Impounding Commences

Successfully initiated water storage at Isarda Dam on July 30, 2025 -
the first time since construction began, following government approval on July 25th.

Project Scale:

Value: Rs 615.17 Crores (additional scope allotted Rs.48 cr)
Capacity: 3.24 TMC (Phase 1)
10.77 TMC (Phase 2)
Length: 6.03 km composite dam structure

Impact

Beneficiaries: Over 3 crore people across 13 districts
Purpose: Drinking water supply under JJM & ERCP integration
Significance: A cornerstone project demonstrating OM Infra's engineering excellence in water infrastructure, transforming eastern

2. Real Estate Division

Your company continues to selectively monetize its high-potential land assets to unlock corporate equity:

- **Pallacia (Jaipur):** Project Area – 646150 Sq. Ft. The super-premium RERA-compliant residential project has successfully recognized cumulative revenue of **Rs.275 Crores**, with an estimated remaining realizable value of **Rs. 290 Crores**.

- **Om Green Meadows (Kota):** Project Area – 353814 sq.ft. Recorded total revenue recognition of **Rs. 63 Crores** to date, with **Rs. 24 Crores** remaining in expected future realisable inflows.
- **Bandra SRA Project (Mumbai):**All long-standing land clearances and MHADA disputes are fully resolved. Joint-venture partner **Valor Estate Ltd** has commenced site survey layout planning to fast-track the premium development phase without requiring further capital call-downs from your Company.
- The Turnover of this division this year is Rs. 323.24 Lakhs and Lossis Rs.185.13Lakhs against Turnover of Rs. 815.09 Lakhs & Profit/loss before Tax (PBT) was Rs.204.56 lakhs in the last year.

Execution road map for Real Estate Projects and Revenue Recognition

Project	Location	Partner	Project Type	# of Units	Project Area Sq.ft. (Approx) (OMIL Share)
Meadows	Kota	-	Housing	338	4,45,972
Pallacia	Jaipur	-	Housing	152	6,46,150
Bandra Reclamation Mhada	Mumbai	DB Realty & Others	Housing	-	2,50,000appx
Total					**13,42,122**

Real Estate Project	Sold in sq.ft.	Unsold in sq.ft.	Estimated value of revenue (Rs Cr)	Consideration of sold units (Rs Cr)	Total expected revenue realizable for unsold units (Rs Cr)
Om Meadows	2,53,442	1,00,372	110	63	24
Palacia	3,49,800	2,96,350	600	275	290
Bandra Reclamation – Mhada	NA	2,50,000	Under planning stage	NA	Under planning stage
Total			**710**	**338**	**314**

Key Land Bank

Location	Sq. Mtrs.	Key Location Advantage
VKIA Jaipur	4,000	In Industrial Area at Prime Location- total,(land portion sub divided in smaller lots and sale of some plots executed)
Kota (Institutional/commercial Land)	40,000	In the centre of Kota City
Jaipur	3,627	In the prime commercial location of Jaipur City
TOTAL	47627	

3. Non-Core Assets & Arbitration Progress

The strategic monetization of non-core entities and legal claim recoveries is progressing favourably:

- **Bhilwara Jaipur Toll Road:** Following the concession agreement termination due to state default, the final arbitration award of **Rs. 587 Crores**remains under procedural hearing in the Rajasthan High Court, with 10% of the award amount already received.
- **Gurha Thermal Power Project:** The arbitration award favoring your Company for **Rs. 53 Crores** is currently pending an appeal resolution in the Hon'ble Supreme Court.

<u>FUTURE OUTLOOK</u>

With the Government of India scaling up the infrastructure capex cycle to **Rs. 12.2 Lakh Crore** and extending key programs like **JJM 2.0 till 2028**, your Company occupies a sweet spot in the infrastructure upcycle. The suspension of the Indus Water Treaty has further fast-tracked regional hydro project execution, boosting heavy engineering pipeline requirements in bordering regions.

Total Water Sector Outlay: ₹84,000+ crore

₹67,670 crore for *Jal Jeevan Mission* – targeting tap water for every rural household

₹8,000 crore for *AMRUT 2.0* – transforming urban water infrastructure

₹5,226 crore for *River interlinking & irrigation* – ensuring agricultural water security

₹3,100 crore for *National Ganga Plan* – cleaning India's lifeline river

<u>OM Infra's on the cusp to win the Infra Upcycle</u>

- **Direct beneficiary of a ₹84,000+ Cr water opportunity** under Jal Jeevan Mission and AMRUT, fully aligned with OM Infra's core execution capabilities
- **End-to-end water EPC expertise** across drinking water supply, urban water systems, large-diameter pipelines and irrigation infrastructure
- **Risk Fund support de-risks execution**, improving project timelines and supporting consistent order book expansion
- **Viksit Bharat capex momentum** provides multi-year demand visibility for OM Infra's sustainable solutions

<u>Growth Outlook for FY27</u>

<u>REVENUE GUIDANCE</u>

- Rs 700-750 Crores

<u>EBITDA GUIDANCE</u>

- 7- 8 %

Expected Order Inflow

- Rs 1,500 crores
- Targeting Hydro Mechanical projects, Pumped Storage,STP and Water Infrastructure Projects.

Monetization of Non-core Assets / Arbitration Awards

- ~ 700+ crores in the next 2-3 years

CHANGES IN NATURE OF BUSINESS, IF ANY

There have been no changes in the business carried on by the Company or its subsidiaries.

INFORMATION ABOUT SUBSIDIARIES/JV/ASSOCIATE COMPANY

There has been no material change in the nature of the business of the subsidiaries JV/Associate Company.
Pursuant to provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements of the Company as **Annexure II**.
In accordance with Section 136 of the Act, the financial statements of the subsidiary and associate companies are available for inspection by the members at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the AGM. Any member desirous of obtaining a copy of the said financial statements may write to the Company Secretary at the Registered Office of the Company. The financial statements including the CFS, and all other documents required tobe attached to this report have been uploaded on the website of the Company at www.ommetals.com.
Regulation 16 of the SEBI LODR Regulations defines a "material subsidiary" to mean a subsidiary, whose turnover or net worth exceeds ten percent of the consolidated turnover or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. The policy on determining material subsidiaries may be accessed on the website of the Company at https://www.ominfra.ltd/web/ir, there was no material Subsidiary of the Company during the year 2025-2026.

Companies which became / ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies:

- Companies which have become subsidiaries, Joint Ventures or Associate Companies during the financial year 2025-26: None
- Companies which has ceased to be the Subsidiaries/Step Subsidiary, Joint Ventures or Associate Companies during the financial year 2025-26: None

Apart from this, your Company funded its subsidiaries/JV's, from time to time, as per the fund requirements, through loans, guarantees and other means to meet working capital requirements.

The developments in business operations / performance of major subsidiaries /JV / Associates consolidated with OMIL are as below:

OM METALS CONSORTIUM PRIVATE LIMITED – This wholly owned Subsidiary Company has developed ahigh end residential project on a very prime parcel of 19000 sq. mt. land atJaipur and has a sellable built-up area of 6.45 lakh sqft with expected realization of `INR 12000/sq ft appx. OMIL has invested INR 1.6 bn for land and development cost is appx Rs 4 bn. The company expects to generate Rs 6.0 bn of total Revenue from this project. More than 60% inventory is sold. After completion of structure of building, last mile land scaping, value addition – completion of project has been achieved and habitation started. RERA completion certificate is also received.

HIGH TERRACE REALTY PRIVATE LIMITED(FORMALLY KNOWN AS OM METALS REAL ESTATE PRIVATE LIMITED)– This wholly owned Subsidiary Company formerly known as Om Metals Real Estate Private Limited is holding stakes in different SPV's and different subsidiaries . Majority of the inventory held by the SPV's has been sold and SPV have refunded back the sum advanced by High Terrace Realty Private Limited and consequently High Terrace Realty Private Limited refunded the entire sum advanced by Om Infra Limited. The step subsidiary and associates of High terrace realty have net worth and reserves and surplus.

WORSHIP INFRAPROJECTS PRIVATE LIMITED (earlier known as OM METALS SPML INFRAPROJECTS PVT LTD)– This wholly owned Subsidiary Company. The Company had completed a 457 Cr Kalisindh Dam project in this SPV earned qualification of dam construction. This company was made wholly owned subsidiary of Om Infra limited in previous years and this company in JV with Om Infra Limited has secured a work contract of Isarda dam in Rajasthan worth Rs550cr and the progress of the project is going on and is good and appx 97% work has been completedand some additional scope of work is expected in this .

BHILWARA JAIPUR TOLL ROAD PRIVATE LIMITED– This 51% subsidiary of Om Infra Limited had developed 212 km road project in Jaipur- Bhilwara Stretch on BOT basis and COD achieved in December, 2014. Om Infra has executed 100% of EPC work for a total project cost of Rs. 410 Cr. After the COD of the project all 4 toll plazas are operational and generating revenue. Private vehicles were made toll free w.e.f 1.4.2018 by state government and we have terminated the concession agreement for breach of contract by government and submitted our claims of Rs 587 cr.

- The Arbitrator gave final award in Jan 2023 for Rs.587cr (other than debt due)which has been challenged by PWD in Rajasthan High court.The arbitration award amount is carrying interest and the same shall be realised till the date of actual payment by PWD subject to final outcome from court.

- The concession agreement stipulates for termination payment which includes debt due and 150% of the adjusted equity and counted to Rs.587 crand the appeal against this is pending for hearing. We are awaiting positive development soon in Hon'ble High Court.

GURHA THERMAL POWER COMPANY LIMITED– This company as a 50% JV of Om Infra has a lignite based thermal project in Rajasthan. Due to abnormal delay at the end of Government, we have intimated our stand of terminating the project from our side. Our compensation and claim is approved in APTEL and APTEL has preferred an appeal in Hon'ble Supreme court and we are awaiting positive developments from Supreme court in our favour.

GUJRAT WAREHOUSING PRIVATE LIMITED- This SPV was incorporated for the development of silo for storing wheat for FCI. The major portion of land acquisition is complete and due to some hurdle in total acquisition of land we preferred the termination of the concession agreement with FCI. The majority of land available with us has already been sold.

BIHAR LOGISTIC PRIVATE LIMITED- This SPV was incorporated for the development of silo for storing wheat for FCI. The major portion of land acquisition is complete and due to some hurdle in total acquisition of land we preferred the termination of the concession agreement with FCI. The land available with us has been put for disposal and we are awaiting the land deal to happen soon.

PARTNERSHIPS /JV's:

OM METALS CONSORTIUM (Partnership firm) – This prestigious partnership firm for development of SRA project in Bandra Reclamation facing Bandra- Worli Sea Link has completed the construction of the temporary transit camp.

A redevelopment project of partners MAHADA in partnership under Om Metals Consortium (OMC) where OMIL holds 17.5 % stake. Other developmental in the consortium are DB Realty Group, SPML Infra, Morya Housing, and Mahima developers. This multi-storied residential project is spread across 6 acres and entitled to FSI which translate into approx ~2mn sq. ft. (subjected to all Govt. clearances).A premium of additional FSI available shall be paid by OMC.

OMC has done a JV with DB realty for this project where DB realty or any reputed builder would be incurring 100% cost for the development and transfer free saleable area to OMC as mutually agreed in development /collaboration agreement.

OM RAY CONSTRUCTION JV – This SPV is executing EPC of one project in Karnataka.

SPML–OM METALS JV– This JV has been doing O & M for the recently completed smart infrastructure (knowledge city) in Vikram Udyogpuri at Ujjain.

WEST BENGAL LOGISTIC PRIVATE LIMITED- This SPV was incorporated for the development of silo for storing wheat for FCI. We have got approval from FCI to dilute our majority stake in this company. The other JV partner is fully looking into this project and we have very negligible shareholding left in this SPV

UTTAR PRADESH LOGISTIC PRIVATE LIMITED- This SPV was incorporated for the development of silo for storing wheat for FCI. We have got approval from FCI to dilute our majority stake in this Company. The other JV partner is fully looking into this projectand we have very negligible shareholding left in this SPV

OMIL WIPL JV, ISARDA- This JV has been developing project for the Construction of Isarda Dam across Banas River in Tonk District and Om infra Ltd is executing the contract on sub contract basis on arms length pricing.

OMIL JV : The water resource department ,Punjab had allotted a work contract of Rs.554 cr. in this JV where Om infra has a majority stake and this JV has sub contracted the work to Om infra Ltd on arms length basis .The execution of project is in progress.

OMIL JWIL VKMCPL JV – This JV has been allotted the contract at Madhya Pradesh and Om infra has majority stake and the JV partner is developing the project and is responsible for executing the project on arms length basis.

Om Metal SPML Joint venture (Rwanda) – This JV has been executing the project in Africa, Rwanda and the project is complete and completion of the project is achieved and the project is in O &M .

HCC OMIL JV and BRCCPL-OMIL-DARA-JV– In both these Jv's Jal Jeevan Mission (JJM)project has been secured from PHED Rajasthan and Om infra is developing both the projects.

OMIL-VKMCPL JV (Pench-II)-The other Jv partner is executing the project in MP and the profits generated in this JV are distributed to Om infra ltd as per agreed ratio.

Subsidiaries/Associates of High Terrace Realty Private Limited formerly known as Om Metals Real Estate Private Limited (Wholly owned subsidiary of the Company):

ULTRAWAVE PROJECTS PRIVATE LIMITED – This Company formerly known as Om Metals Infotech Pvt. Ltd has industrial land in Jaipur and the major part of land have been sold .Om Infra has 50% in it.

MEGA EQUITAS PRIVATE LIMITED – This Company formerly known as Om Metals Developers Private Limited entered into a JV with Mahindra Life space for a residential project in Hyderabad which is fully sold out. Om infra has 40% in it.

The Board of Directors of the Company has adopted the policy for the material subsidiaries, which is available on the website of the company at the following link:
http://www.ommetals.com/files/material-subsidiaries.pdf

DIVIDEND

- Keeping the continuous track record of rewarding its shareholders and based on Company's performance, the Board of Director of your Company is pleased to recommend a dividend of Rs 0.50 per Equity share of the Face Value of Rs. 1 each (@ 50%), for the approval of the shareholders at the ensuing Annual General Meeting ('AGM') of the Company and whose names appears on the records as of the close of business hours on the Record Date: Friday, September 4, 2026.As per the prevailing provisions of the Income Tax Act, 1961, the dividend, if declared, will be taxable in the hands of the shareholders at the applicable rates.

The total outflow, on account of equity dividend, will be 481.52 Lakhs vis-à-vis Rs. 385.22 Lakhs for the financial year 2024-25.

AMOUNT, IF ANY, WHICH THE BOARD PROPOSES TO CARRY TO ANY RESERVES

The Board of Directors of your Company does not propose to transfer any amount to the general reserves of the Company for the financial year ended on March 31, 2026.

SHARE CAPITAL

The paid up Equity Share Capital as on March 31, 2026 was Rs.9.63 Crore. During the year under review, the Company has not issued shares with differential voting rights nor granted Employee Stock Options or Sweat Equity Shares.

DEPOSITORY SYSTEM

As the members are aware, the Company's shares are compulsorily tradable in electronic form. As on 31st March 2026, 99.96% of the Company's total paid up capital representing 9,62,67,059 shares are in dematerialized form.

Pursuant to amendments in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from January 24, 2022, requests for effecting transfer of securities in physical form, shall not be processed by the Company and all requests for transmission, transposition, issue of duplicate share certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/split of securities certificate and consolidation of securities certificates/folios need to be processed only in dematerialized form. In such cases the Company will issue a letter of confirmation, which needs to be submitted to Depository Participant(s) to get credit of the securities in dematerialized form.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the provisions of Companies Act, 2013(hereinafter referred to as "the Act"), Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the financial year 2025-26, together with the Auditors' Report form part of this Annual Report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, BETWEEN BALANCE SHEET DATE AND DATE OF DIRECTORS' REPORT

There were no material changes and commitments between the end of the financial year of the Company to which the Financial Statements relates and date of Directors' Report affecting the financial position of the Company, other than those disclosed in this report.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

The Company has been regularly sending communications to members whose dividends are unclaimed requesting them to provide/update bank details with Registrar and Transfer Agents (RTA)/Company, so that dividends paid by the Company are credited to the investor's account on time.

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the rules'), all unpaid or dividends are required to be transferred by the Company to the IEPF established by the Government of India, after the completion of seven years. Further, according to the rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF authority. During the Year 2025-26, the Company has transferred Rs. 76927/- unclaimed and unpaid dividends to the IEPF Fund.

Further in accordance with the provisions of the section 124(6) of the Companies Act, 2013 and Rule 6(3)(a) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the Company has transferred 1494 equity shares of Rs. 1 each to IEPF. The said shares correspond to the dividend which had remained unclaimed for a period of seven consecutive years from the financial year 2017-18. Subsequent to the transfer, the concerned shareholders can claim the said shares along with the dividend(s) by making an application to IEPF Authority in accordance with the procedure available on www.iepf.gov.in and on submission of such documents as prescribed under the IEPF Rules.

Shareholder can check Details of their Unpaid and unclaimed amount on the website of the IEPF Authority i.e. http://www.iepf.gov.in/and can also check updated details of their shares on website of the Company and Pursuant to the Rule 5(8) of Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on date of last Annual General Meeting on the website of the Company www.ommetals.com.

Further information related to IEPF and details of Nodal and deputy Nodal officer were disclosed in Corporate Governance Report forming part of this Annual Report.

MEETINGS OF THE BOARD OF DIRECTORS

Five meetings of the Board of Directors were held during the year. For further details, please refer to the Corporate Governance Report, which forms part of this report**.** The intervening gap between any two meetings was within the period prescribed by the Act, Listing Regulations, and clause 1.1 of Secretarial Standard 1 issued by The Institute of Company Secretaries of India i.e. 120 days.

ANNUAL GENERAL MEETING

The 53rd Annual General Meeting (AGM) of the Company was held on 29th September, 2025 through Video Conferencing / Other Audio Visual Means.

BOARD COMMITTEES

Currently, the Board of the Company has five committees namely Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Executive Committee. During the year, all recommendations made by the committees were approved by the Board.

The Composition and other Details of the Committee are provided in the Corporate Governance Report attached with the Annual report.

DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received Declarations of Independence as stipulated under section 149(7) of the Companies Act, 2013 and Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from Independent Directors confirming that he/she is not disqualified from being appointed/re-appointed/ continue as an Independent Director as per the criteria laid down in section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013 and also on compliance of Code of Conduct for directors and senior management personnel.

The Independent Directors of the Company have registered themselves with the data bank maintained by Indian Institute of Corporate Affairs (IICA). In terms of section 150 of the Companies Act, 2013 read with Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mrs. Saloni Kala, Mr. Ramakanta Tripathy and Mr. Kamlesh Kumar Singh had cleared the online proficiency self-assessment test conducted by IICA.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses, if any.

In terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

BOARD EVALUATION

In terms of the requirements of the Act and Listing Regulations, the Board carried out the annual performance evaluation of the Board as a whole, Board Committees and the individual Directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning etc. The objective of this evaluation process is constructive improvement in the effectiveness of Board, maximise its strengths and tackle weaknesses, if there are any.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, frequency of meetings and time allocated for discussions at meetings etc.
The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

Independent Directors, in their separate meeting, reviewed and evaluate the performance of non-independent directors, Board as a whole, Managing Director and the Chairman, taking into account the views of executive directors and non-executive directors and criteria laid down by the Nomination and Remuneration Committee. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

To familiarize the Independent Directors with the strategy, operations and functions of our Company, the executive directors/ senior managerial employees make presentation to the Independent Directors about the company's strategy, operations etc. Independent Directors are also visiting factories and branch offices to familiarize themselves with the operations of the company and to offer their specialized knowledge for improvement of the performance of the company. Further, at the time of appointment of an Independent director, the company issues a formal letter of appointment outlining his/ her role, function, duties and responsibilities as a director. The format of the letter of appointment is available at our website www.ommetals.com

The Policy of the familiarization programme of Independent Directors is put up on the website of the Company at the link: https://www.ominfra.ltd/web/ir

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Company has in place a Nomination and Remuneration Committee in accordance with the requirements of section 178(1) of the Companies Act, 2013 read with the rules made hereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details relating to the same are given in Report on Corporate Governance forming part of this Board Report.
The Committee has formulated a policy on Director's appointment and remuneration including recommendation of remuneration of the key managerial personnel and senior management personnel, and the criteria for determining qualifications, positive attributes and independence of a Director. The Nomination and Remuneration Policy of the Company, containing selection and remuneration criteria of Directors, senior management personnel and performance evaluation of Directors/Board/Committees/Chairman, has been designed to keep pace with the dynamic business environment and market-linked positioning. The Company has an appropriate mix of executive, non-executive and independent Directors to maintain the independence of the Board and separate its functions of governance and management. The policy has been duly approved and adopted by the Board, pursuant to the recommendations of the Nomination and Remuneration Committee of the Board.

The Nomination and Remuneration policy is available on weblink at https://www.ominfra.ltd/web/ir. We affirm that the remuneration paid to the Directors is as per the terms laid out in the Nomination & Remuneration policy.

Criteria for determining qualifications, positive attributes and independence of a Director

In terms of the provisions of Section 178(3) of the Act, and Regulation 19 of the SEBI Listing Regulations, the NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors, the key features of which are as follows:

- Qualifications – The Board nomination process encourages diversity of thought, experience, knowledge, age and gender. It also ensures that the Board has an appropriate blend of functional and industry expertise.
- Positive Attributes - Apart from the duties of Directors as prescribed in the Act the Directors are expected to demonstrate high standards of ethical behaviour, communication skills and independent judgment. The Directors are also expected to abide by the respective Code of Conduct as applicable to them.
- Independence - A Director will be considered independent if he / she meets the criteria laid down in Section 149(6) of the Act, the Rules framed there under and Regulation 16(1)(b) of the SEBI Listing Regulations.

The Directors affirm that the remuneration paid to Directors, KMPs and employees is as per the Remuneration Policy of the Company.

The Managing Director of the Company has not received any remuneration or commission from any of the subsidiary companies.

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

Remuneration to Non Executive Directors:

The Non Executive Directors are paid by way of Sitting Fees. The Non Executive Directors are paid sitting fees for each meeting of the Board and its committees.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

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

CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

The constitution of Board of Directors and KMP of the Company during the year 2025-26 is as under:

S.No.	Name	Designation	Date of Re-Appointment/ change in Designation	Date of original appointment	Date and Mode of Cessation
1.	Shri Dharam Prakash Kothari	Chairman	01/05/2025	01/05/2017	----
2.	Shri Sunil Kothari	Vice Chairman	22/08/2025	22/08/2014	----
3.	Shri Vikas Kothari	Managing Director & CEO	28/03/2026	28/03/2015	----
4.	Shri Gopi Raman Sharma	Independent Director	11/03/2021	11/03/2016	10/03/2026 (Completion of Tenure)
5.	Smt. Saloni Kala	Independent Director	14/02/2025	14/02/2020	----
6.	Shri Ramakanta Tripathy	Independent director	15/05/2024	26/02/2024	-----
7.	Shri Kamlesh Kumar Singh	Independent Director	29/09/2025	29/09/2025	-----
8.	Shri Sunil Kumar Jain	Chief Financial Officer	28/03/2015	20/04/2000	----
9.	Smt. Reena Jain	Company Secretary	----	03/03/2008	----

Mr. Gopi Raman Sharma, an independent director of the Company has completed his term on 10th March, 2026.
The Board pursuant to the recommendation of the NRC and report of their performance evaluation, re-appointed Mr. Sunil Kothari as Vice-Chairman of the Company for a period of Three years from 22nd August, 2025 upto 21st August, 2028 and Mr. Vikas Kothari as Managing director & CEO of the Company with effect from 28th March, 2026 upto 27th March, 2029. The Members in its 53rd Annual General Meeting has appointed Mr. Kamlesh Kumar Singh as an Independent director for the period of 5 years with effect from 29th September, 2025.
Mr. Dharam Prakash Kothari, retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible, offer himself for re-appointment.

In the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, and expertise and hold high standards of integrity for the purpose of Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014. List of key skills, expertise and core competencies of the Board, including the Independent Directors, is provided in the Corporate Governance report forming part of this Annual Report.

AUDITORS

Statutory Auditors

M/s. Ravi Sharma & Co, Chartered Accountants, (Registration No.: 015143C) were appointed as Statutory Auditors for a period of 5 continuous years from the conclusion of 49th Annual General Meeting till the conclusion of 54th Annual General Meeting of the Company.

The Auditors have confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold valid certificate issued by the Peer Review Board of ICAI.

The Audit Committee reviews the independence and objectivity of the Auditors and the effectiveness of the Audit process.

The Auditors' Report for the Financial Year ended 31st March, 2026 on the Financial Statements of the Company is a part of this Annual Report.

Independent Auditors' Report

Your standalone and the consolidated financial statements of the Company have been prepared in accordance with IndAS notified under Section 133 of the Act.
The Statutory Auditors have issued a modified opinion on the Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026 in respect of unbilled revenue amounting to Rs. 2,885.28 lacs, for which supporting verification is under process. The management is taking necessary steps to complete the reconciliation and verification of the underlying records.

Board's Response to the Qualifications in the Auditor's Report

The Management is in opinion that the verification of Such unbilled revenue Invoices is under process and such bills will be approved in due course of time

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Secretarial Auditor

During the year under review, the Members at the 53rd Annual General Meeting held on 29th September,2025 on recommendation of Board of Directors approved the appointment of M/s. B K Sharma & Associates, Practicing Company Secretaries (Firm Registration Number: S2013RJ233500as the Secretarial Auditors of the Company, to hold office for a term of five consecutive years commencing FY 2025-2026.
The Report of the Secretarial Audit in Form MR-3 for the financial year ended March 31, 2026 is enclosed as **Annexure VI** to this Report. There are no qualifications, reservations or adverse remarks made by the Secretarial Auditor in his report.

Secretarial Compliance Report

In accordance with Regulation 24(A) of the Listing Regulations, the Company has engaged the services of Mr. Brij Kishore Sharma(CP No. 12636), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification.

Secretarial Audit of Material Unlisted Indian Subsidiary

There is no Material Unlisted Indian Subsidiary of the Company as on 31st March 2025 and as such the requirement under Regulation 24A of the SEBI LODR Regulations regarding the Secretarial Audit of Material Unlisted Indian Subsidiary is not applicable to the Company for the FY26.

Cost Auditor

The provisions of section 148(1) of the Companies Act, 2013 are applicable to the Company and accordingly the Company has maintained cost accounts and records in respect of the applicable products for the year ended March 31, 2026.
Pursuant to the provisions of section 148 of the Companies Act, 2013 and as per the Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Board, on the recommendation of the Audit Committee, at its meeting held on 11th August, 2025 has approved the appointment of M. Goyal & Co., Cost Accountants, as the Cost Auditors for the Company for the financial year ending 31st March, 2026 at a remuneration of Rs. 30,000/- plus taxes and out of pocket expenses.

A proposal for ratification of remuneration of the Cost Auditor for FY 2026-27 is placed before the Shareholders.

The Report of the Cost Auditors for the financial year ended 31st March 2026 is under finalization and shall be filed with the Ministry of Corporate Affairs within the prescribed period.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor in their Report respectively has reported to the Audit Committee, under section 143 (12) of the Act any instance of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

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

The particulars as prescribed under sub-section (3)(m) of Section 134 of the Companies Act, 2013 read with Rule 8(3) Companies (Accounts) Rules, 2014, relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure I** to this Report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

As per Section 177(9) and (10) of the Companies Act, 2013, and as per regulation 22 of the Listing Regulations, the Company has established Vigil Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the Chairperson of the Audit Committee and provide for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company. The said policy has been also put up on the website of the Company at the following link: http://www.ommetals.com/2022/VIGIL%20MECHANISM.pdf

RISK MANAGEMENT

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the company to control risk through a properly defined plan. The areas of risk include- Liquidity risk, Interest rate risk, Credit risk, Commodity price risk, foreign currency fluctuation risk, Market risk, Salary risk, Interest risk, Investment risk, Health, Safety And Environment Risks, Political, Legal And Regulatory Risks, fraud and cyber security and Other Operational Risks etc. The Board is also periodically informed of the business risks and the actions taken to manage them. Pursuant to Section 134(3) (n) of the Act & under Regulations 21 of the Listing Regulations, the Company had formulated a Risk Management Policy with the following objectives:

- Provide an overview of the principles of risk management
- Explain approach adopted by the Company for risk management
- Define the organizational structure for effective risk management
- Develop a “risk” culture that encourages all employees to identify risks and associated opportunities and to respond to them with effective actions.
- Identify access and manage existing and new risks in a planned and coordinated manner with minimum disruption and cost, to protect and preserve Company’s human, physical and financial assets.

Fundamentals of our risk management system

The company has in place a code of conduct and high safety standards in plant operation to protect its employees and the environment. The company has instituted control bodies which verify important business decisions. Organizational measures are undertaken to prevent the infringement of guidelines and laws.

Goals of risk management

At OMIL, the risks are detected at their earliest possible and necessary measures are taken to avoid economic and environmental damage. The company lays due emphasis on avoidance of risks that threaten the company’s continued existence.

Organizational responsibilities and tools

Regular risk analyses at the corporate level are conducted by OMIL’s management and by various departmental heads. Specific risks pertaining to operating divisions and units are continually registered, evaluated and monitored centrally. The Board of Directors regularly receives reports on the risk situation of the Company. The Policy is available on the weblink http://www.ommetals.com/files/risk-management.pdf

INVESTOR RELATIONS (IR)

During the year, your Company continued to strengthen its Investor Relations, with a focus on fostering trust, transparency, and consistent engagement with the investor community, adhering to global best practices.

INDUSTRIAL RELATIONS

The year under review witnessed a very positive Industrial Relations Scenario across all manufacturing locations for the civil infrastructure/engineering workforce. Your Company remains committed to fostering proactive and employee-centric practices. Various initiatives aimed at building an engaged workforce with an innovative, productive, and competitive shop-floor ecosystem have continued to grow stronger.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company 'Om Infra Limited', being engaged in infrastructural business is exempted from the provisions of Section 186 of the Companies Act, 2013 related to a loan made, guarantee given or security provided, however particulars of Loans & guarantees given, investments made and securities provided have been disclosed in the financial statements forming part of this Annual Report pursuant to provisions of Companies Act and Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DEPOSITS

During the Year under review, your company has not accepted any Deposits within the meaning of Section 73 and 74 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rule, 2014 and, as such, no amount of principle or interest was outstanding as of the Balance Sheet date.

RELATED PARTY TRANSACTIONS

The Related Party Transactions Policy has been uploaded on the Company's website http://www.ommetals.com/2022/Policy%20on%20Related%20party%20transaction.pdf.
The Company has a process in place to periodically review and monitor Related Party Transactions.
During the year under review, all related party transactions were in the ordinary course of business and at arm's length and approval of the Audit Committee, Board of Directors & Shareholders was obtained wherever required.
The Audit Committee has approved the related party transactions for the FY 2025-26 and the estimated related party transactions for FY 2026-27. There were no related party transactions that have conflict with the interest of the Company.
The particulars of contracts or arrangements with related parties referred to in Section 188(1) and applicable rules of the Companies Act, 2013 in Form AOC-2 is provided as **Annexure V** to this Annual Report.
There are no person(s) or entities forming part of the Promoter(s)/Promoter(s) Group which individually hold 10% or more shareholding in the Company except T C Kothari & Family Trust, which is holding 11.85% shareholding in the Company.
Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed half yearly report on Related Party Transactions with the Stock Exchanges, for the half year ended 30th September, 2025 and March 31, 2026.
The details of the related party transactions as per Indian Accounting Standards (IND AS) - 24 are set out in Standalone Financial Statements of the Company.

CORPORATE SOCIAL RESPONSIBILITY

In line with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014, your Company has undertaken various CSR projects in the area of Social Service activities, Medical and Health Care and education and welfare to under privileged which are in accordance with the Schedule VII of the Act and CSR Policy of the Company.

The Company' CSR policy is available on web link atOm Infra Ltd. During the year, the Company spent Rs. 105 Lakhs on CSR activities.

The brief outline of CSR Policy and Composition of CSR Committee are included in the annual report on CSR activities, which is annexed herewith and marked as **Annexure III**. Other details regarding the Corporate Social Responsibility Committee are provided in the Corporate Governance Report attached with the Annual Report.

ANNUAL RETURN

In accordance with section 134(3)(a) and section 92(3) of the Act, an Annual Return as at 31 March 2026 in Form MGT 7 is posted on website of the Company. Annual Return pursuant to applicable provisions of the Act is posted in section of investors, corporate governance on the Company's website or link https://www.ominfra.ltd/web/ir

CORPORATE GOVERNANCE

The Company has been following principles of Good Corporate Governance Practices over the years. Your Company has complied with the Corporate Governance Code as stipulated under the Listing Regulations. In Compliance with Regulation 34 of the Listing Regulations a separate section on Corporate Governance along with certificate from BK Sharma and Associates, Practicing Company Secretaries confirming compliance forms part of the Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of provisions of Regulation 34(2)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure) Regulations, 2015, the Management Discussion and Analysis is presented in a separate section forming part of the Annual Report.

It provides details about the overall industry structure, global and domestic economic scenarios, developments in business operations/ performance of the Company's various businesses viz., Engineering, Infra, and Real Estate business segments, internal controls and their adequacy, risk management systems and other material developments during the financial year 2025-26.

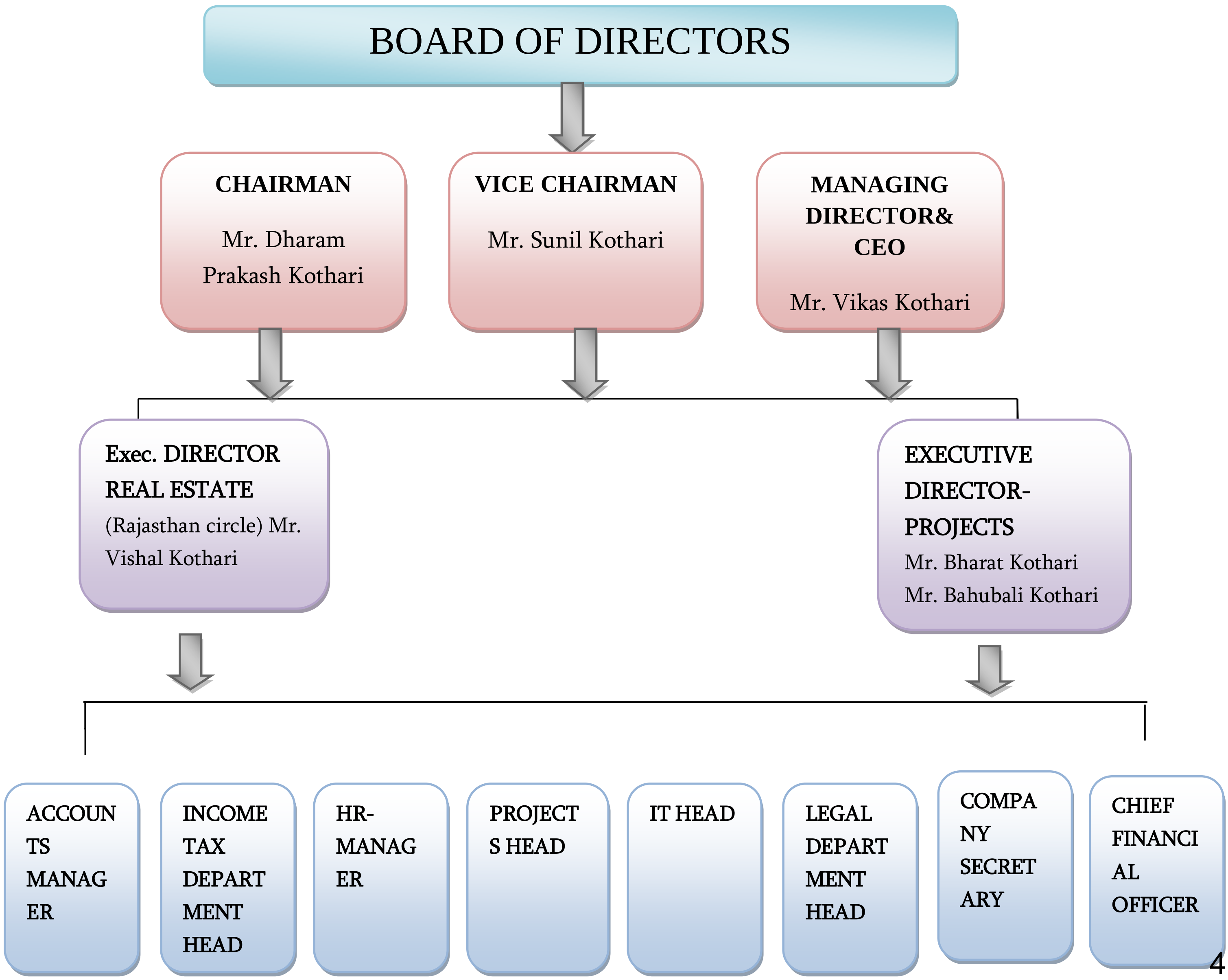
PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required under Section 197 of the Act read with rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014 are given in **ANNEXURE IV** forming part of this report.

The Company does not have scheme or provision of money for the purchase of its own shares by employees/directors or by trustees for the benefit of employees/directors.

List of top ten employees in terms of remuneration drawn is also given in **ANNEXURE IV**

ORGANISATIONAL CHART



POWER OF ATTORNEY HOLDERS

For the implementation and effective execution of the Projects and various Laws as applicable to the Company, the Board of Directors entrusted the following HOD's with responsibility via Power of Attorney granted to them and these are directly responsible for compliances:

S.No.	Name of HOD/ Authorized Person	Division/ Department/ Project
1.	Mr. Satyendra Yadav	Amroha
2.	Mr. Virendra Pratap Yadav	Amroha
3.	Mr. Mehmood Ahmad Mir	Arun-3
4.	Mr. Sudhir Kumar	Isarda Dam Project
5.	Mr. Aparup Kumar Roy	Kameng Project
6.	Mr. Arun Kumar Pandey	Khajuwala
7.	Mr. Subharanjan Bhattacharya	Khajuwala Project
8.	Mr. Mohammad Mosharraf Hasib	Khajuwala Water Supply Project
9.	Mr. D. Saravanan	Kundah Project
10.	Mr. Pradeep Kumar	Kawar Project
11.	Mr. Mohammad Mosharraf Hasib	Nokha Water Supply Project
12.	Mr. Prateek Mathur/Mr. Ankit Jain	Om Metal Consortium Ltd. (Pallacia)
13.	Mr. Sukhwinder Singh	Radhanpur
14.	Mr. Rahul Tripathi	Rwanda
15.	Mr. Vishal Rai	Shahjahanpur
16.	Mr.Sunil Kumar Srivastava	Shahpurkandi Dam Project
17.	Mr. Shree Kant Singh	Tapovan Project
18.	Mr. Vijay Nama	Ujjain
19.	Mr. Anas Ahmad	Unnao
21.	Mr. Padam Oswal	Kota- Real Estate

HUMAN RESOURCES MANAGEMENT

Our professionals are our most important assets. We are committed to hiring and retaining the best talent and being among the industry's leading employers. For this, we focus on promoting a collaborative, transparent and participative organization culture, and rewarding merit and sustained high performance. Our human resource management focuses on allowing our employees to develop their skills, grow in their career and navigate their next.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION, AND REDRESSAL) ACT, 2013

The Company has always believed in providing a safe and harassment free workplace for every individual working in its premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

In Compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013, your Company has constituted an 'Internal Complaints Committee' ('Committee'). No complaint has been received during the Year ended 31st March, 2026 in this regard.

The Company has in place a Policy for Prevention of Sexual Harassment at Workplace as per requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint

Committee has been set up to redress the complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is the Summary of Sexual Harassment complaints received during the year ended 31st March, 2026 in this regard.

(a) Number of complaints pending at the beginning of the year: NIL
(b) Number of complaints received during the year: NIL
(c) Number of complaints disposed off during the year: NIL
(d) Number of cases pending at the end of the year: NIL

The POSH Policy of the Company is available on the Company's website and can be accessed in the Governance section at the Web-link: www.ommetals.com/policies

Compliance with The Maternity Benefit Act, 1961

The Company is compliant with the applicable provisions of The Maternity Benefit Act, 1961 and has policies, systems and processes in place to ensure ongoing compliance.

HEALTH, SAFETY AND ENVIRONMENT

The safety excellence journey is a continuing process of the Company. The safety of the people working for and on behalf of your Company, visitors to the premises of the Company and the communities we operate in, is an integral part of business. We have taken several conscious efforts to inculcate a safer environment within place of work. There is a strong focus on safety with adequate thrust on employees' safety.
The Company has been achieving continuous improvement in safety performance through a combination of systems and processes as well as co-operation and support of all employees.

LISTING

The Equity Shares of the Company continue to remain listed with the National Stock Exchange of India Ltd (NSE) and BSE Limited (BSE). The Company's Symbol at NSE is OMINFRAL and the Scrip Code of the Company at BSE is 531092. The listing fees of the exchanges for the financial year 2025-26 have been paid.

CREDIT RATING

The Company has obtained credit ratings from CARE Ratings Limited (CARE Ratings). During the year, CARE Ratings has revised its rating from CARE BBB- to BB+
CARE credit ratings as below:

FACILITY	RATING
Long term Bank Facilities	CARE BB+; Stable(BB Plus ; Outlook: Stable)
Long term/Short term Bank Facilities	CARE BB+; Stable / CARE A4+ (BB Plus; Outlook: Stable/ A4+)

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has Internal Financial Controls which are adequate and were operating effectively. Except for the ongoing procedural reconciliation of certain unbilled revenue invoices currently under verification, the controls are adequate for ensuring the orderly and efficient conduct of the business, including adherence to the Company's policies, the safeguarding of assets, the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information.
The Audit Committee regularly reviews the adequacy and effectiveness of the internal controls and internal audit function

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING

Regulation 34(2) of the Listing Regulations provides that the Annual Report of the Top 1000 listed entities based on market capitalization (calculated as on March 31 of every financial year), shall include a Business Responsibility and Sustainability Report("BRSR"). Since your Company, does not feature in the Top 1000listed entities as per market capitalization, the Business Responsibility and sustainability Report for the financial year 2025-26 does not form a part of the Annual Report.

BOARD DIVERSITY

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical backgrounds, age, ethnicity, race and gender that will help us retain our competitive advantage. The Board Diversity Policy adopted by the Board sets out its approach to diversity. The Policy available on web link athttp://www.ommetals.com/2018/may/BOARD%20DIVERSITY%20POLICY.pdf

SECRETARIAL STANDARDS

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

PREVENTION OF INSIDER TRADING

Pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereto, the Company has in place a Code of Conduct to regulate, monitor and report trading by designated person and their immediate relatives for prohibition of Insider Trading in the shares of the Company.

The code inter alia prohibits trading of shares of the Company by its Designated Persons and other connected persons while in possession of Unpublished Price Sensitive Information in relation to the Company and during the period when the trading window is closed. During the year under review, Training sessions were conducted for Designated Persons for enabling them to identify the Unpublished Price Sensitive Information (UPSI) and comply with the PITRegulations.

STATUTORY COMPLIANCE

The Company complies with all applicable laws and regulations, pays applicable taxes on time, ensures statutory CSR spend and initiates sustainable activities.

IBC

There is no Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code, 2016 (IBC).

DETAILS REGARDING VALUATION REPORT

During the year under review, your Company has not entered into any One-Time Settlement with Banks or Financial Institutions and therefore, disclosure regarding the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions is not required to be given.

RISK ARISING OUT OF LITIGATION, CLAIMS AND UNCERTAIN TAX POSITIONS

The Company is exposed to a variety of different laws, regulations, positions and interpretations thereof which encompasses direct taxation and legal matters. In the normal course of business, provisions and contingencies may arise due to uncertain tax positions and legal matters. Based on the nature of matters, the management applies significant judgment when considering evaluation of risk, including how much to provide for the potential exposure of each of the matters. These estimates could change substantially over time as new facts emerge as each matter progresses, hence these are reviewed regularly. For matters where expert opinion is required, the Company involves the best legal counsel.

OTHER DISCLOSURE

Neither the Managing Director nor the Executive Director received any remuneration or commission from any of thesubsidiaries of your Company. Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions / events relating to these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.

2. Issue of Shares (including Sweat Equity Shares) to employees of the Company under any Scheme save and except Employees Stock Option Schemes (ESOS) referred to in this Report.

3. Significant or material orders passed by the Regulators or Hon'ble Courts or Tribunals which impact the going concern status and the Company's operation in future.

4. Voting rights which are not directly exercised by the employees in respect of shares for the subscription /purchase of which loan was given by the Company (as there is no scheme pursuant to which such personscan beneficially hold shares as envisaged under section 67(3)(c) of the Companies Act, 2013).

5. There has been no change in the nature of business of your Company.

6. The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

7. There was no revision of financial statements and Board's Report of the Company during the year under review

ACKNOWLEDGEMENTS

Your Directors deeply appreciate the valuable co-operation and continued support extended by the Company's Bankers, Financial Institutions, Government agencies, Collaborators, Stockiest, Dealers, Business Associates, and also the contribution of all employees to the Company.
The Directors appreciate and value the contribution made by every member of the Om family.

For and on Behalf of the Board of Directors
Om Infra Limited

Date: 13th May, 2026	**Dharam Prakash Kothari**	**Vikas Kothari**
Place: Delhi	**(Chairman)**	**(Managing Director & CEO)**
	DIN:00035298	**DIN: 00223868**

ANNEXURE I

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014:

A. Conservation of energy:

a) Steps taken or impact on conservation on energy:
Om Infra is committed to energy conservation and is continuously looking for energy efficient. Energy conservation is through well planned actions such as quality preventive maintenance, machinery upgradation, modernization and introduction of sophisticated control system. The installation of efficient transformers and stabilizers to reduce the electric fluctuation and consumption

b) Steps taken by the company for utilizing alternate sources of energy:
The Company is always looking forward to explore renewable energy production.

c)Capital Investment on Energy conservation equipments: NIL

B. Technology Absorption:

a) The efforts made towards Technology Absorption: Nil
b) The benefits derived like improvement, cost reduction, product development or import substitution: NIL
c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NIL
d) The Expenditure incurred on Research and Development: NIL

C. Foreign Exchange Earning and Outgo:

	31.03.2026	31.03.2025
I. Earning by ways of :		
a) **Exports**	513.11	3984.73
b) **Service**	120.79	388.49
II. Outgo by way of		

a) **CIF value of import**	780.3	1852.06
b) **Travelling & Other Expenses**	268.92	581.32
c) **Capital Goods**	0.00	0.00

For and Behalf of Board of Director

Date: 13th May, 2026 **Dharam Prakash Kothari** **Vikas Kothari**

Place: Delhi **(Chairman)** **(Managing Director &CEO)**

DIN: 00035298 DIN: 00223868

ANNEXURE II

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies.

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

PART "A": SUBSIDIARIES **(Rs. In Lacs.)**

NAME OF SUBSIDIARY	Om Metal Consortium Private Limited	High Terrace Realty Private Limited	Worship Infraprojects Private Limited	Gujrat Warehousing Private Limited	Bihar Logistics Pvt Ltd	Bhilwara Jaipur Toll Road P. Ltd
Share Capital	235.29	1.00	1.00	1.92	1.00	722.51
Reserves & Surplus	-809.19	1553.91	918.25	1071.24	-104.91	8632.80
Total Assets	29661.66	1585.12	2439.30	1081.64	1641.11	40460.41
Total Liabilities	30235.57	30.22	1520.05	8.48	1745.02	31105.10
Investment	0.25	1191.06	38.90	0.00	0.00	0.20
Total Income	3279.38	0.00	2396.28	2.16	0.00	0.23
Profit Before Taxation	-140.78	0.00	24.37	-8.29	-2.62	0.23
Share of Profit/loss of Joint Venture & Associates	0.00	0.00	0.00	0.00	0.00	0.00
Provision For Taxation	4.24	0.00	178.05	0.00	0.00	0.00
Deferred Tax	0.00	0.00	-184.83	0.00	0.00	0.00
Profit After Taxation	-145.01	0.00	31.15	-8.29	-2.62	0.23
Proposed Dividend	0.00	0.00	0.00	0.00	0.00	0.00
% Of Shareholding	100.00%	100.00%	100.00%	99.00%	99.00%	51.28%

OM INFRA LIMITED

PART "B": ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

(Rs. in Lacs)

Sr. No.	Name of Associates/Joint Ventures		Shares of Associate/Joint Ventures held by the company on the year end				Profit/Loss for the year			
		Latest audited Balance sheet Date	No. of shares	Amount of Investment in Associates/ Joint Venture	Extend of Holding %	Net worth attributable to shareholding as per latest audited Balance sheet	Considered in consolidation	Not considered in consolidation	Description of how there is significant influences	Reason why the associate/ Joint venture is not consolidated
1	Gurha Thermal Power Co. Limited	31-03.2026	25000	2.50	50.00%	149.90	0.00	-0.13	Joint Venture	
2	Mega Equitas Private Limited	31-03.2026	4063	1165.44	40.63%	1280.29	0.01	0.01	Joint Venture	

For and on behalf of Board of Directors

Dharam Prakash Kothari (Chairman) DIN: 00035298

Sunil Kothari (Vice Chairman) DIN: 00220940

Vikas Kothari (M. D. & CEO) DIN: 00223868

Place: Delhi

Reena Jain (Company Secretary)

S. K. Jain (CFO)

Dated: 13th May, 2026

ANNEXURE III

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2025-26

1. Brief outline on CSR Policy of the Company: Om Infra Limited believes in creating a meaningful and sustainable impact in the lives of underprivileged communities. The Company's CSR vision is anchored in promoting social and economic inclusion by ensuring marginalized sections have equitable access to essential food security, health, education, and sports infrastructure.

In alignment with the provisions of Section 135 read with Schedule VII of the Companies Act, 2013, the Company's CSR Policy focuses on:

- **Eradicating Hunger, Poverty & Malnutrition:** Undertaking direct food distribution, meal programs, and basic welfare support for underprivileged and needy families.
- **Promoting Education & Skill Development:** Providing educational support to underprivileged students and creating capital assets/infrastructure for schools and educational institutions.
- **Healthcare & Sanitation:** Promoting primary and preventive healthcare, sanitation facilities, and clean drinking water initiatives.
- **Sports Infrastructure:** Creating, constructing, renovating, and maintaining basic sports infrastructure (such as grounds, courts, gymnasiums, and training facilities) to make sports accessible to underprivileged talent.

The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013.

Implementation Mechanism & Modes of Execution

The Company carries out its CSR activities either through direct execution or through registered implementing agencies like Dakshiva Welfare Foundation, Shree Madhav Priya Gau Sewa Samiti, Om Kothari foundation and other eligible entities possessing a valid CSR Registration Number (Form CSR-1).

Implementation modes include direct project execution and the award of grants-in-aid to qualified NGOs, trusts, and academic institutions. In line with statutory provisions, external implementing partners are evaluated to ensure an established track record of at least three years in relevant activities, and are required to regularly share progress and fund utilization reports.

CSR Vision: "To strive towards developing and sustaining healthy and empowered communities, improving overall quality of life."

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	MR. GOPI RAMAN SHARMA (Resigned on 10.03.2026)	Non-Executive - Independent Director, Chairman of the Committee	1	1
2	MRS. SALONI KALA	Non-Executive - Independent	1	0

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
		Director, Member of the Committee		
3	MR. SUNIL KOTHARI	Vice Chairman, Executive Director, Member of the Committee	1	1
4	MR. VIKAS KOTHARI	Managing Director & CEO, Executive Director, Member of the Committee	1	1
5	MR. RAMAKANTA TRIPATHY (Joined the Committee on 6.02.2026)	Non-Executive - Independent Director, Member of the Committee	NA	NA

3. Web-link disclosures:

- **Composition of the CSR Committee:** https://www.ominfra.ltd/web/ir
- **CSR policy:**http://www.ommetals.com/files/corporate-social-responsibility.pdf
- **CSR projects:**https://www.ommetals.com/#/corporate-social-responsibility

4. Executive summary / Impact Assessment: NOT APPLICABLE

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sr. No.	Financial Year	Amount available for set-off from preceding Financial Year (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
1.	2022 - 23	0	-
2.	2023 - 24	0	-

Sr. No.	Financial Year	Amount available for set-off from preceding Financial Year (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
3.	2024 - 25	3,83,523	3,83,523
Total		**3,83,523**	**3,83,523**

6. Average net profit of the Company as per section 135(5): Rs. 5,258.14 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 105 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(c) Amount required to be set off for the financial year: Rs. 3.83 Lakhs (Rs. 3,83,523/-)

(d) Total CSR obligation for the financial year (7a + 7b - 7c): Rs. 101.33 Lakhs (Rs. 1,01,32,757/-)

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
1,05,00,000	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year: NOT APPLICABLE

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project (State / District)	Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation – Through implementing agency (Name & CSR Registration No.)
1.	CSR Eradicating Hunger and welfare for poor	Schedule VII (i) under Eradicating hunger, poverty and malnutrition, promoting healthcare including preventive health care, and sanitation	Yes	Rajasthan / Jaipur	40,00,000/-	NO	Through registered Trust - Shree Madhav Priya Gau Sewa Samiti (CSR00107137)
2.	CSR Eradicating Hunger and welfare for poor	Schedule VII (i) under Eradicating hunger, poverty and malnutrition, promoting healthcare including preventive health care, and sanitation	Yes	Rajasthan / Jaipur	50,00,000/-	NO	Through registered Trust - Dakshiva Welfare Foundation *[CSR00026307]*
3.	Development and promotion of sports Infrastructure and sports	Schedule VII (vii) under Training to promote rural sports,	Yes	Rajasthan / Kota	15,00,000/-	NO	Through registered society - Om Kothari Foundation

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project (State / District)	Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation – Through implementing agency (Name & CSR Registration No.)
	activities	nationally recognized sports, Paralympic sports and Olympic sports					(CSR00007919)
TOTAL					**1,05,00,000/-**		

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NOT APPLICABLE

(f) Total amount spent for the financial Year (8b+8c+8d+8e): RS. 1,05,00,000/-

(g) Excess amount for set off, if any:

S. No.	Particulars	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 1,05,00,000/-
(ii)	Set-off claimed from FY 2024-25 excess	Rs. 3,83,523/-
(iii)	Revised Net Obligation for FY 2025-26 [(i) - (ii)]	Rs. 1,01,32,757/-
(iv)	Total amount spent for the	Rs. 1,05,00,000/-

S. No.	Particulars	Amount (in Rs.)
	Financial Year	
(v)	Excess amount spent available for set off in succeeding financial years [(iv) - (iii)]	Rs. 3,83,523/-

9. (a) Details of Unspent CSR amount for the preceding three financial years: NOT APPLICABLE

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NOT APPLICABLE

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: NA

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NA (Obligation met completely)

Date: 13.05.2026 **For and on behalf of the Board of Directors**

Place: Delhi **For Om Infra Limited**

Ramakanta Tripathy	**Vikas Kothari**
(Chairman CSR Committee)	(Managing Director & CEO)
DIN : 03131763	DIN :00223868

ANNEXURE IV

Information under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A. Remuneration paid to Managing and Whole Time Directors

Directors of the Company	Designation	Remuneration in F.Y. 2025-26 (Rs. In Lacs)	Remuneration in F.Y. 2024-25 (Rs. In Lacs)	% increase /decrease in remuneration	Ratio to Median remuneration *
Mr. Dharam Prakash Kothari	Chairman	102.00	99.70	2.31%	34.00
Mr. Sunil Kothari	Vice-Chairman	102.00	99.70	2.31%	34.00
Mr. Vikas Kothari	Managing director & CEO	62.40	60.40	3.31%	20.80

*The above details have been calculated based on the pay-out made in FY 2024-25 and FY 2025-26.

B. Remuneration paid to KMPs

KMPs of the Company	Remuneration in FY 2025-26 (Rs. In Lacs)	Remuneration in FY 2024 -25 (Rs. In Lacs)	% increase/decrease in remuneration	Ratio to Median remuneration
Mr. Sunil Kumar Jain	36.00	36.00	0	12.00
Mrs. Reena Jain	7.86	7.86	0	2.62

C. There was increase of 6.38% in Median Remuneration of employees in Financial Year 2025-26 as compared to financial year 2024-25.

D. Number of permanent employees on the rolls of Company was 647 employees as on 31.03.2026.

E. Average Salary Increase of non-managerial employees was approx.4.2% per employee and whereas the managerial personnel's average remuneration increased by 2.54%.There are not any exceptional circumstances for increase in the managerial remuneration.

F. Remuneration paid during the year ended 31st March, 2026 is as per the Remuneration Policy of the Company.

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, there is no employee who is drawing remuneration in excess of the limits set out in the said rules.

Details of Top Ten Employees

The HODs of the Company work under the direct supervision of directors of the Company and has been assigned responsibilities. The details of the top ten employees (excluding Directors & KMP) are as under. Personnel in Sr. No. 1

to 3 as being family members of directors and as recognized as promoters in the company hold a key position in the Company.

Sr. No.	Name	Designation	DOJ	Remuneration Received (p.m.)	Nature of Employ-ment	Qualification & Experience	Age	Last employment	Relationship with Director/ name of director	Percentage of equity shares held by the employee in the company
1	Mr. Vishal Kothari	Ex. Director (Real Estate-Rajasthan Circle)	1.04.2008	480000	Permanent	B.Com, 18 Years	47	Om Infra Limited	Yes S/o Mr. Dharam Prakash Kothari and brother of Mr. Vikas Kothari	1.87%
2	Mr. Bharat Kothari	Ex. Director - projects	1.10.2007	480000	Permanent	B.E,19 Years	43	Om Infra Limited	Yes Dharam Prakash Kothari and Sunil Kothari Brother's Son	2.20%
3	Mr. Bahubali Kothari	Ex. Director - projects	1.04.2008	480000	Permanent	BE ,18 Years	43	Om Infra Limited	Yes Dharam Prakash Kothari and Sunil Kothari's Brother's Son	2.30%
4	Mr. Sunil Srivastava	Dy. General Manager Projects	01.12.2021	213050	Permanent	Diploma (civil)	54	Asia Bana Construction company	No	-

5	Mr. Suresh P	Sr. GM Projects	24.11.2025	292407	Permanent	D.M.E.	53	GERD , EEP. Ethiopia	No	-
6	Mr. Umesh Chand Rai	Vice President Projects	11.02.2022	267668	Permanent	B.ScMechanical	57	Jyoti Structures Ltd.	No	--
7	Mr Subha Ranjan Bhattacharya	GM Project	02.03.2022	188983	Permanent	DME(Mech.)	57	SPML Infra Ltd.	No	--
8	Mohammad Mosharraf Hasif	Gm Projects	15.01.2024	233333	Permanent	B.E. (Mech.)	57	GVPR Engineering Limited	No	--
9	Mr. Sudhir Kumar	General Manager - Projects	04.10.2022	205650	Permanent	BE tech (Mech.)	61	GE Power India Limited	No	--
10	Mr. Ajay Upender Raina	Project Manager	01.05.2025	284077	Permanent	B.Tech(Mech.)	48	P & R Infra projects Limited	No	--

None of the Employees was in receipt of remuneration in the year 2025-26 which, was in excess of that drawn by the managing director or whole-time director and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

For and Behalf of Board of Directors

Date: 13th May, 2026
Place: Delhi

Dharam Prakash Kothari	**Vikas Kothari**
(Chairman)	**(Managing Director& CEO)**
DIN: 00035298	**DIN: 00223868**

ANNEXURE- V

FORM NO. AOC-2- RELATED PARTY TRANSACTIONS

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014) Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's lengthbasis

Particulars	Remarks
(a) Name(s) of the related party and nature of relationship	Nil
(b) Nature of contracts/ arrangements/ transactions	NA
(c) Duration of the contracts / arrangements/transactions	NA
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e) Justification for entering into such contracts or arrangements or transactions	NA
(f) date(s) of approval by the Board	NA
(g) Amount paid as advances, if any:	NA
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

2. Details of material contracts or arrangement or transactions at arm's lengthbasis

Particulars	Remarks
(a) Name(s) of the related party and nature of relationship	**(1)OMIL JV** (Nature of Relationship: Joint Venture / Related Party under Section 2(76) of the Act)
(b) Nature of contracts/ arrangements/ transactions	1. Purchase of goods or services 2. Sale of goods or services (EPC Contract for Shahpurkandi Power House Project)
(c) Duration of the contracts / arrangements/transactions	Ongoing
(d)Salienttermsofthecontractsorarrangementsortransactions including the value, ifany	Entered on Arm's length basis and in the ordinary course of business – 1. Purchase of goods/services:Rs.1288.05 Lakhs 2. Sale of goods/services: Rs. 9463.74 Lakhs
(e) date(s) of approval by the Board, if any:	Since above Related Party Transactions (RPTs) are in the ordinary course of business and on arm's length basis, approval of Board is not required. However it was approved and also reviewed and approved by Audit committee. Further, in terms of Regulation 23 of SEBI (LODR)regulations, 2015 the said RPTs, being material RPTs, approval of members of the Company was obtained at the Annual General Meeting held on 29th September, 2025.
(f) Amount paid as advances, if any:	NIL

(g) The reason for entering into Related party Transaction	Business Purpose - Entered for core business operational activities and project execution.

For and on behalf of Board of Directors

Place: Delhi

Date: 13.05.2026

Dharam Prakash Kothari
(Chairman)
DIN: 00035298

Vikas Kothari
(Managing Director &CEO)
DIN:00223868

ANNEXURE VI

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31^{ST} MARCH, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
OM INFRA LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Om Infra Limited** (hereinafter referred as "the Company") for the financial year ended March 31^{ST}, 2026 ("period under review"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the period under review, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms, returns filed and other records maintained by the Company for the period under review according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 (the Act) and the rules made thereunder and re-enactment thereof;

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs)**; *there was no FDI, ODI and ECBs during the period under review.***

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable:-

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***Not applicable to the company during the period under review.***

   (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. ***Not applicable to the company during the period under review.***

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***Not applicable to the company during the period under review.***

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. ***Not applicable to the company during the period under review.***

(h) The Securities and Exchange Board of India (Buy Back of securities) Regulations, 2018. ***Not applicable to the company during the period under review.***

(i) The SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(j) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018.

6. Specific laws applicable to the industry to which the Company belongs, as confirmed by the management: ***As per management of the company, no specific law is applicable to the Company***

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015.

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

We further report that:-

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and other applicable laws.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions of the Board and Committees were carried with requisite majority.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

For **B K Sharma and Associates**

Company Secretaries

Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA

Proprietor

Membership No. : FCS - F6206

CP No.: 12636

Peer Review Certificate No.: 6711/2025

UDIN:F006206H000346788

Place: Jaipur

Date: 13th May, 2026

'Annexure A'

To,

The Members

OM INFRA LIMITED

Our Secretarial Audit Report of even date is to be read along with this letter.

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

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of event, etc.

5. The compliances of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination is limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **B K Sharma and Associates**

Company Secretaries

Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA

Proprietor

Membership No. : FCS - F6206

CP No.: 12636

Peer Review Certificate No.: 6711/2025

UDIN: F006206H000346788

Place: Jaipur

Date: 13th May, 2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (FY 2025–26)

1.) INDUSTRY STRUCTURE AND DEVELOPMENTS

1. Macroeconomic Context and the Infrastructure Upcycle

The fiscal year 2025–26 has been characterized by India's enduring structural resilience and sustained capital expenditure momentum amid global economic realignments. Central to this narrative has been the Union Government's aggressive infrastructure push, underscored by a rising national capital outlay scaling to ₹12.2 lakh crore. This public spending is specifically directed toward climate-resilient engineering, modern water management systems, and a green energy transition. Furthermore, the operationalization of the new *Infrastructure Risk Guarantee Fund* has significantly fortified lender confidence, lowering execution risks across multi-year civil works.

Your Company, Om Infra Limited, sits strategically at the epicentre of these structural growth engines through its integrated, turnkey execution architecture across two prime business landscapes:

- **Water Infrastructure & Heavy Engineering**: Providing turnkey execution from design, detail engineering, and precision fabrication to installation, testing, and commissioning of massive hydro-mechanical projects, irrigation systems, dams, and piped water networks.
- **Real Estate Development**: Crafting high-value residential townships, commercial assets, and urban redevelopment initiatives backed by deep internal engineering synergies.

2. Sectoral Structure and Trends

A. Heavy Hydro-Mechanical & Water Resource Engineering

The industry layout for high-capacity hydro-infrastructure and turnkey Engineering, Procurement, and Construction (EPC) contracts is highly specialized with significant barriers to entry. The industry has shifted definitively away from fragmented execution toward integrated players capable of executing an entire project lifecycle. Key drivers influencing our market workspace include:

- **Government Allocation Resurgence**: The Indian Government's fiscal roadmap highlights profound public capex pipelines. The total national water sector outlay has crossed ₹84,000+ crore, driven significantly by an allocation of ₹67,670 crore for the *Jal Jeevan Mission (JJM)* (extended through 2028), ₹8,000 crore for *AMRUT 2.0* (targeting urban water and wastewater transformation), and ₹5,226 crore for river-interlinking and agricultural water distribution schemes like the Eastern Rajasthan Canal Project (ERCP).
- **The Hydropower & Pumped Storage (PSP) Push**: India's national blueprint targets an expansion of hydropower capacities from 42 GW up to 67 GW by 2031-32, alongside an ambitious plan to establish massive Pumped Storage Capacities (targeting over 50+ GW of potential) to balance clean energy power grids. This opens multifold, high-margin opportunities for deep, complex hydro-mechanical equipment manufacturing, such as radial gates, penstocks, and high-capacity hydraulic hoists.
- **Cross-Border Hydro-Resurgence**: Macro-political focus, including the strategic acceleration of border-region development and evolving geopolitical water treaty dynamics, is fast-tracking regional hydroelectric projects. This is opening substantial order inflows for customized hydro-mechanical gate systems and pressure shaft lines in sensitive or challenging terrains.

B. Urban Real Estate & Special Projects

The domestic real estate market reflects steady premiumization and structural demand across tier-1 and tier-2 urban corridors. Market preference rests definitively on transparent, corporate-governed, listed developers capable of delivering RERA-compliant projects on schedule.

- **Execution Capability as a Margin Protector**: In an era of volatile commodity cycles, internal engineering and civil execution capabilities act as primary margin shields against fluctuating material cost indices.
- **Asset-Light and Redevelopment Models**: The sector is witnessing a sharp trend toward asset-light monetization. Infrastructure companies holding highly valuable urban land banks or participating in high-yield frameworks like the *Slum Rehabilitation Authority (SRA)* in premium metros (e.g., Mumbai) are successfully unlocking significant capital via joint development or co-developer frameworks without requiring further internal working capital deployment.

2.) OPPORTUNITIES

1. Robust Public Capex on Strategic Water Initiatives

The Government of India has escalated its fiscal focus by extending the *Jal Jeevan Mission (JJM)* to 2028 with a targeted allocation of ₹67,670 crore, embedded within a comprehensive water sector budget crossing ₹84,000+ crore. With roughly 16.1 crore rural households across key states like Rajasthan and Uttar Pradesh still requiring tap water access, a substantial, multi-year execution runway remains for Your Company’s core water transmission and distribution capabilities.

2. Expansion of Hydropower and Grid Storage Pipelines

National clean energy roadmaps project expanding domestic hydropower capabilities from 42 GW to 67 GW by 2031-32, with a highly prioritized target of adding substantial Pumped Storage Project (PSP) capacity to balance intermittent renewable grids. Given that Your Company is currently delivering one of India’s most prestigious hydro storage networks—the Kundah PSP (1,000 MW)—Om Infra is uniquely positioned to leverage its credentialing to capture a dominant share of this high-margin engineering pipeline.

3. Geopolitical Acceleration in Border Corridor Hydropower

Strategic macro-political developments and an intensified central focus on border-region development are highly anticipated to expedite regulatory clearances and accelerate hydroelectric structural setups in sensitive bordering river basins. This creates direct, high-entry-barrier tailwinds for Your Company’s specialized hydro-mechanical order books (comprising heavy radial gates, penstocks, and hydraulic hoists) where strict technical pre-qualifications eliminate unorganized competition.

4. Unlocking Latent Capital via Non-Core Asset Arbitrations

Your Company is systematically executing a balance sheet optimization strategy aimed at retrieving structural cash flows from legacy, non-operational segments. This includes a major favorable arbitration award of ₹587 crore linked to the Jaipur-Bhilwara Toll Road SPV (in which Your Company holds a 51% stake) and a ₹53 crore legal ruling tied to the Gurha Thermal facility. Successful enforcement of these awards projects over ₹700+ crore in non-dilutive, high-liquidity inflows over the next 2-3 fiscal years.

5. Geographic Expansion and Mega Project Bidding Pipelines

Capitalizing on proven engineering execution benchmarks—most notably the successful water impounding milestone achieved at the Isarda Dam Project—Your Company plans to scale its engineering footprint. Management is actively target-bidding for components of the emerging Eastern Rajasthan Canal Project (ERCP), while establishing a firm standalone fresh order inflow guidance threshold of ₹1,500 crore for FY2026-27.

6. Real Estate Monetization and Asset-Light Value Creation

A resilient urban luxury residential and redevelopment demand environment provides Your Company with an excellent cash-flow shield. Active monetization pipelines include an estimated ₹290 crore in remaining realizable collections from the premium *Pallacia* project in Jaipur, alongside a massive, asset-light joint-development layout spanning ~2 million sq. ft. of FSI within the *Slum Rehabilitation Authority (SRA)* project in Mumbai executed in partnership with Valor Estate Ltd.

4. THREATS :

- Project Delays and Cost Overruns: Large-scale civil projects are susceptible to delays due to land acquisition issues, regulatory hurdles, environmental clearances, and unforeseen geological conditions. This can lead to cost escalations and impact profitability.
- Raw Material Price Volatility: Fluctuations in the prices of key construction materials like steel, cement, and aggregates can significantly impact project costs and margins.
- Skilled Labor Shortage: Availability of skilled labor, particularly for specialized dam and gate construction, remains a challenge, potentially affecting project timelines and labor costs.
- Intense Competition: High competition can lead to aggressive bidding, impacting project margins.
- Environmental and Social Concerns: Increased scrutiny and public awareness regarding the environmental and social impact of large dam projects can lead to protests and delays.
- Geopolitical and Economic Instability: Global and domestic economic downturns, inflation, and interest rate changes can affect government spending and project viability.
- Climate Change Impacts: Extreme weather events (e.g., excessive rainfall, droughts) can disrupt project schedules and impact the long-term viability of water resources.

3.)RISKS, CONCERNS, AND MITIGATION STRATEGIES

Operating across high-value, turnkey engineering setups and premium real estate assets exposes Your Company to diverse macro and operational variables. Management systematically identifies, monitors, and minimizes these risks through an institutional Risk Management Framework, ensuring corporate resilience and capital protection.

1. Systemic Receivable Cycles across State-Level Agencies

Turnkey public utility engineering remains highly exposed to the timing of state budgetary allocations and bureaucratic approval windows. During FY26, industry-wide delays in state fund releases under rural piped-water programs temporarily moderated billing velocity, stretching outstanding receivables beyond historic averages.

- ***Mitigation Strategy***: Your Company has selectively pivoted towards front-loaded payment structures in newer contracts and is actively leveraging newly injected State Revival funds to clear backlogged cycles as we enter the new fiscal year.

2. Early Expense Booking and Working Capital Drag

Because multi-year infrastructure contracts demand continuous construction progress to avoid default or performance penalties, delays in government cash clearances force EPC contractors into early expense booking. Deploying internal capital pools to sustain site velocity creates a temporary working capital drag.

- ***Mitigation Strategy:*** By maintaining an exceptional consolidated net debt-to-equity ratio of 0.03x and optimizing lean inventory controls, Your Company relies on its strong equity base (₹808 crore) to cushion these timing mismatches without expanding expensive debt.

3. Input Commodity Volatility and Inflationary Margin Pressure

Turnkey EPC operations are structurally sensitive to volatility in global and domestic raw material markets, particularly structural steel, cement, aggregates, and specialized alloy components. On long-gestation orders, sharp, unexpected inflationary spikes risk compressing projected EBITDA margins.

- ***Mitigation Strategy:*** Management increasingly integrates robust price-escalation clauses indexed to wholesale price benchmarks within new tender agreements to pass through raw material cost increments seamlessly.

4. Extended Litigation Cycles for Arbitration Recoveries

While the monetary upside from outstanding arbitration awards (such as the ₹587 crore award for the Jaipur-Bhilwara Toll Road SPV) is substantial, the actual collection timelines face systemic pushbacks. Government departments frequently contest tribunal declarations across successive judicial hierarchies (High Courts and the Supreme Court), leading to extended litigation lifecycles before the awards translate into active operational cash.

- ***Mitigation Strategy:*** Your Company maintains a dedicated legal cell and utilizes formal executing petitions to fast-track court-mandated deposits, ensuring progressive fund realization.

5. Complex Terrains, Logistical Bottlenecks, and Climate Risks

Constructing massive hydro installations and dams in high-altitude zones, remote river valleys, or border corridors introduces unpredictable subterranean anomalies and severe logistical constraints. Furthermore, climate change has increased the frequency of extreme weather events (such as flash floods or delayed monsoons), which can disrupt project sites and ongoing river-diversion works.

- ***Mitigation Strategy:*** Your Company leverages over 50 years of specialized technical data, utilizing advanced in-house R&D, detailed pre-bidding topological mapping, and specialized engineering protocols to insulate project timelines against terrain and weather surprises.

6. Intense Competition in Standard Civil Bidding

The entry of multiple domestic and international players into standard civil engineering contracts has intensified competitive bidding, creating a localized compression of profit margins.

- ***Mitigation Strategy:*** Your Company is consciously moving away from low-margin, un-segregated civil construction. By focusing on niche, high-entry-barrier domains like Pumped Storage Projects (PSPs) and integrated Hydro-Mechanical setups (radial gates, penstocks, liners) where strict technical pre-qualifications are required, Om Infra effectively bypasses crowded marketplace competition.

4.) SEGMENT-WISE PERFORMANCE AND OUTLOOK

Pursuant to the provisions of Ind AS 108 (Operating Segments), Your Company has identified two core reportable business segments: Engineering & Infrastructure (EPC) and Real Estate Development.

OM INFRA BUSINESS SEGS

Engineering & Infra (EPC)	Real Estate Development
100% of Order Backlog	Monetization Engine
Niche Hydro-Mechanical	₹600Cr+ Asset Value

A. ENGINEERING & INFRASTRUCTURE SEGMENT (HYDRO-MECHANICAL & WATER SUPPLY)

This represents the primary business vertical of Your Company, accounting for 100% of the active unexecuted project order book (totalling ₹2,106.61 Crore) as of March 31, 2026.

Operational Review:

The segment recorded an intentional adjustment in billing velocity during the fiscal year 2025-26. Total execution revenue stood consolidated as management consciously prioritized project margin safety and structural risk mitigation over aggressive billing. This was a tactical response to mid-year industry-wide procedural funding delays under various state-level rural piped-water packages, which temporarily elongated working capital cycles across the construction sector for up to nine months.

Structural Turnaround & Stabilization:

The liquidity landscape for this segment improved significantly in the latter half of the fiscal year following the implementation of major state-level economic revival allocations totalling ₹27,000 crores across our primary execution geographies (Uttar Pradesh and Rajasthan). Backed by these institutional clearances, standard milestone payment collections are structured to flow systematically into Q1FY27. Because early on-site cost-booking has normalized, the operational pipeline remains perfectly stable.

Segment Outlook:

The growth path for this segment is robustly supported by a high-entry-barrier, technically specialized order mix. As the domestic market shifts towards high-margin clean energy alternatives, Your Company is positioning its credentials to capture a dominant share of the national Pumped Storage Project (PSP) and Grid Battery Storage wave—leveraging its active execution at India's largest active hydro battery network, the Kundah PSP (1,000 MW).

Furthermore, mega-scale river interlinking and cross-basin water transfer channelization's (such as the emerging Eastern Rajasthan Canal Project - ERCP) will serve as major structural order inflow drivers where Your Company plans to target active bids up to ₹2,000 crores in FY27.

B. REAL ESTATE DEVELOPMENT SEGMENT

Your Company's Real Estate segment operates as a highly strategic, high-margin cash monetization engine. Driven by steady premiumization and resilient residential and commercial demand across Tier-1 and Tier-2 urban corridors, this segment holds an incremental realizable asset valuation pipeline exceeding ₹600+ Crore.

Portfolio Review & Collection Visibility:

- **Pallacia (Jaipur):** A premier luxury residential footprint spanning a total built layout of 6,46,150 sq. ft. To date, cumulative structural collections stand firm at ₹341 Crores against a recognized accounting revenue of ₹275 Crores. This project retains a highly secure, incremental realizable revenue and collection landscape estimated at ₹290 Crores to be unlocked in the upcoming cycles.
- **Om Green Meadows (Kota):** Encompassing a total development profile of 3,53,814 sq. ft., this residential project has registered collections of ₹88 Crores against ₹63 Crores recognized as revenue. The remaining inventory presents an expected realizable value of ₹24 Crores.
- **Slum Rehabilitation Authority (SRA) Project (Mahim, Mumbai):** Located across a premium urban corridor, this land package holds extensive Floor Space Index (FSI) clearances permitting approximately 2 million sq. ft. of high-value residential and luxury hospitality development. Following the definitive settlement of legacy municipal and statutory hurdles, survey frameworks and planning for relocating transit-camp inhabitants are fully underway via our co-developer.

Segment Outlook:

The Real Estate division is transitioning into a highly optimized, asset-light value creator. For the landmark Mumbai SRA project, the underlying equity structure is strictly optimized (*Valor Estate Ltd: 50.0%, Om Infra Limited: 17.5%*). Because Your Company is not required to deploy any further incremental capital toward active construction costs, this mega-development will serve as a massive cash flow catalyst with zero development drag or balance sheet leverage. Internal civil execution capabilities will continue to act as a primary shield protecting overall margins across our active regional townships.

Segment Summary Table for Shareholders

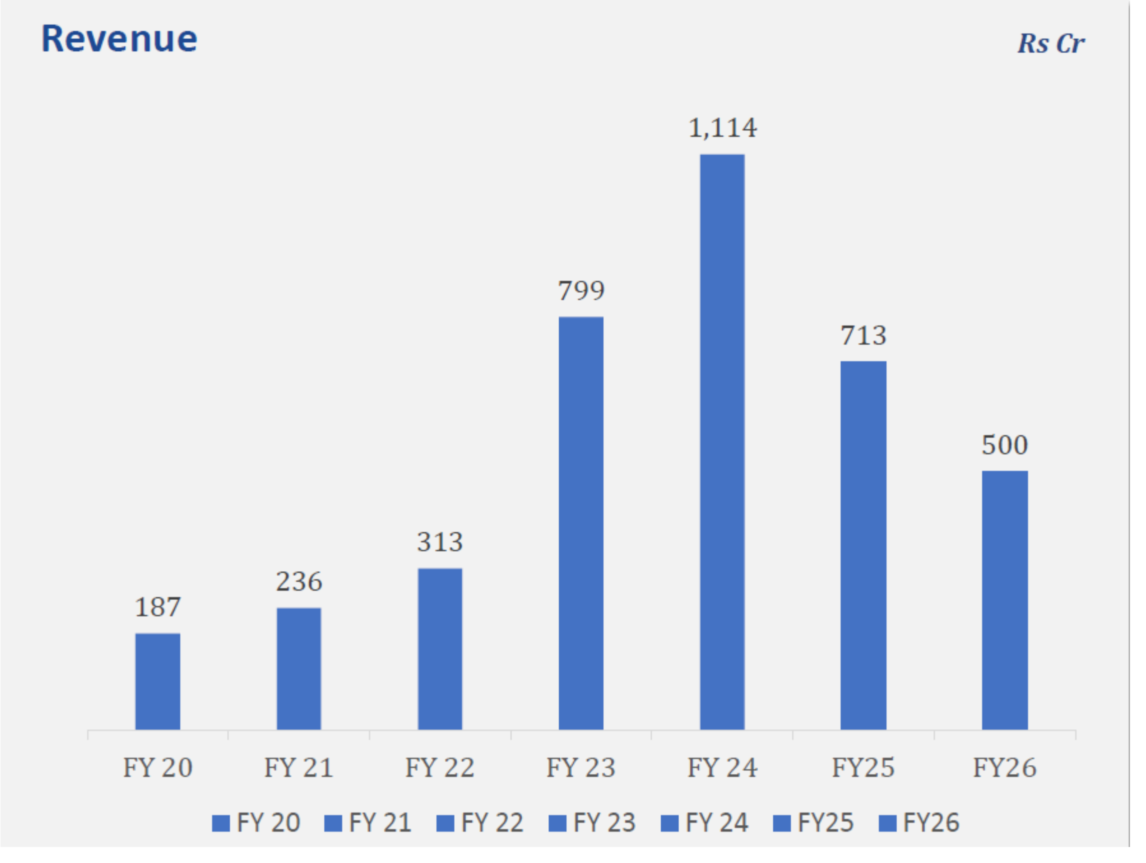
(Derived from Consolidated Business Metrics)

Operating Segment	**Strategic Role**	**Primary Driver / Asset**	**Portfolio Visibility (₹)**
Engineering & Infra (EPC)	Core Growth Engine	Hydro-Mechanical, JJM, &PSP	₹2,107 Cr Active Order Book
Real Estate Development	Capital Extraction Engine	Pallacia, Kota Meadows, & Mumbai SRA	₹600+ Cr Monetization Pipeline

5.) STRATEGIC OUTLOOK & FUTURE ROADMAP

Your Company enters the financial year 2026–27 (FY27) with deep structural strength, backed by a robust consolidated net worth of ₹808 Crores, a historic low net debt-to-equity ratio of 0.03x, and a highly visible order book of ₹2,107 Crores. As the macro economy shifts toward large-scale clean energy storage and integrated river systems, the management is executing a well-defined strategy to scale execution, improve profit margins, and unlock latent capital.

The strategic outlook for Your Company is centered around three primary operational pillars:



1. Rebound in Construction Revenue and Margin Expansion

Following a conscious, tactical consolidation of the topline in FY26 to safeguard working capital during industry-wide state billing delays, execution velocity is projected to accelerate sharply.

- **Revenue Target**: Management has issued a firm revenue guidance of ₹700 to ₹750 Crores for FY27, representing a powerful multi-quarter operational recovery.
- **EBITDA Expansion**: Profitability is projected to improve, with target EBITDA margins climbing to 7% to 8%. This margin expansion is supported by optimized internal component production, the stabilization of input material indexes, and a higher proportion of complex, high-margin hydro engineering milestones.

2. Niche Positioning in Energy Transition and Large-Scale River Basins

Your Company is shifting its bidding focus from general civil works toward specialized, technologically intensive turnkey projects that carry higher entry barriers and better pricing power.

- **The Pumped Storage Hydro (PSP) Horizon**: Leveraging our proven operational credentials at the 1,000 MW Kundah Pumped Storage Project—one of India's most prominent active hydro batteries—Om Infra is actively bidding for incoming national grid-balancing infrastructure projects. The targeted domestic pipeline of 50+ GW in planned PSP configurations gives Your Company a multi-decade market opportunity.
- **Mega-Scale Water Infrastructure**: Beyond rural distribution pipelines, Your Company is positioning itself to capture a significant share of heavy hydraulic gate, penstock, and automated canal contracts under large

regional river-interlinking channels. Management intends to aggressively pursue target components of the emerging Eastern Rajasthan Canal Project (ERCP), with an active bidding intention of up to ₹2,000 Crores in this corridor alone.

- **Order Inflow Targets**: For FY27, Your Company has established a fresh structural order intake threshold of ₹1,500 Crores, focused on protecting cash-flow velocity and expanding high-value order books.

3. Execution of the Asset-Light Monetization Strategy

The medium-term outlook is uniquely supported by a non-dilutive, liquid treasury pipeline that is structured to bring in ₹700+ Crores over the next 2–3 fiscal years. This capital influx will fundamentally transform our balance sheet liquidity without requiring equity dilution:

- **Arbitration Inflows**: Your Company is fast-tracking executing petitions in the High Court for the ₹587 Crore Jaipur-Bhilwara Toll Road award and closely pursuing the final settlement of the ₹53 Crore Gurha Thermal ruling. The incoming capital from these successful awards will be deployed directly as low-cost operational working capital to support faster project turnover.
- **The Mumbai SRA Growth Catalyst**: With all primary historic land clearances successfully resolved at our premium Mumbai footprint, co-developer Valor Estate Ltd is moving into transit-camp relocation and site-mobilization planning for a ~2 million sq. ft. development. Because Om Infra's 17.5% stake does not require any incremental development capital or debt deployment, this project provides the company with a major cash-flow catalyst that carries zero development risk.
- **Regional Township Liquidations**: Ongoing collections from our flagship residential projects—comprising an estimated remaining realizable value of ₹290 Crores at *Pallacia (Jaipur)* and ₹24 Crores at *Om Green Meadows (Kota)*—provide strong, predictable internal cash support to protect regular operations.

Summary Conclusion

Om Infra Limited is exceptionally well-positioned to capitalize on India's public infrastructure upcycle. By maintaining low balance sheet leverage, focusing strictly on high-barrier hydro-mechanical engineering, and unlocking substantial cash from legacy non-core assets, Your Company is built to deliver resilient growth, operational excellence, and long-term value for all stakeholders

6) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company maintains a comprehensive, highly institutionalized system of Internal Financial Controls (IFC) designed to safeguard assets, prevent and detect fraud or errors, ensure accounting precision, and guarantee the timely preparation of reliable financial disclosures. The framework is strictly aligned with the scale, operational complexity, and geographic diversity of Your Company’s turnkey Engineering, Procurement, and Construction (EPC) and Real Estate operations.

The Audit Committee, comprising independent directors, regularly reviews the adequacy and effectiveness of the internal control systems and monitors compliance with internal control policies. Internal audits are conducted periodically across all functions and project sites, with findings and corrective actions reported to the management and the Audit Committee.

7)Material Developments in Human Resources / Industrial Relations

Our employees are our most valuable asset. During FY2026, we continued to focus on talent acquisition, retention, and development. We invested in various training programs aimed at enhancing technical skills, safety awareness, and leadership capabilities. The Company maintained harmonious industrial relations throughout the year, fostering a collaborative and productive work environment. Our employee strength as of March 31, 2026, was 647 permanent employees. We are committed to diversity, equity, and inclusion in our workforce.

8) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

(Based on the Audited Consolidated Financial Statements for the Fiscal Year ended March 31, 2026)

The consolidated financial architecture of Your Company for the fiscal year 2025–26 reflects a calculated operational strategy. Management deliberately prioritized margin safety, balance sheet liquidity, and lower capital deployment risks over pursuing high-volume, low-margin billings. This approach allowed the company to successfully navigate temporary payment gridlocks within the wider rural infrastructure sector.

A. Comprehensive Operational Analysis of the Income Statement

1.Revenue from Operations & Project Execution Velocity

During the fiscal year under review, Consolidated Revenue from Operations stood at ₹500 Crore, compared to ₹713 Crore in the previous fiscal year (a variance of 30.0%).

- ***Operational Linkage****:* This topline compression was a direct result of a conscious operational pause on select rural water distribution packages under the *Jal Jeevan Mission (JJM)*. Facing industry-wide billing and clearance extensions that stretched past nine months at the state agency level, Your Company reallocated engineering resources to conserve internal capital. Velocity was maintained primarily at milestone-secure, front-loaded projects, such as the major Isarda Dam project, which achieved its landmark water impounding phase on July 30, 2025.

2. Total Operating Expenses & Resource Optimization

Consolidated Operating Expenses were successfully streamlined by 31.9%, dropping to ₹472 Crore from ₹693 Crore in FY25.

- ***Operational Linkage****:* This reduction was driven by two operational factors: first, a drop in sub-contracting and raw civil construction outlays during the billing slow-down; and second, the high efficiency of Your Company's captive manufacturing infrastructure. By engineering and fabricating critical high-head radial gates, penstocks, and hydraulic hoists entirely in-house, Om Infra avoided third-party supply premiums, converting input cost control into direct project savings.

3. Other Income

Other Income stood at ₹18 Crore for FY26 compared to ₹36 Crore in FY25. This variance reflects normalized treasury returns and the timing of non-operational asset liquidations as the company transitions toward core engineering expansions.

4. EBITDA and Margin Expansion

A key financial highlight for the year was the substantial growth in Core EBITDA, which expanded by 40.0% to ₹28 Crore, up from ₹20 Crore in FY25. Consequently, EBITDA Margins registered a powerful expansion of 281 basis points, rising to 6.0% (from 3.0% in FY25).

- ***Operational Linkage:*** This improvement underscores the success of our operational shift. By focusing execution on technically demanding, high-entry-barrier engineering milestones—such as the 1,000 MW Kundah Pumped Storage Project—Your Company successfully replaced high-volume general civil billings with higher-margin, specialized turnkey industrial works.

5. Depreciation and Finance Costs

- Depreciation remained stable at ₹5 Crore (down from ₹6 Crore in FY25), showing optimized capacity utilization across manufacturing units.
- Finance Costs fell by 13.6% to ₹19 Crore (down from ₹22 Crore in FY25). This reduction highlights management's operational goal to minimize short-term debt extensions and reduce interest expense through disciplined capital management.

6. Profitability Ratios (PBT and PAT)

- Profit Before Tax (PBT) stood at ₹22 Crore compared to ₹28 Crore in FY25.
- Profit After Tax (PAT) attributable to owners was reported at ₹21 Crore, compared to ₹36 Crore in the previous year, leaving a stable Consolidated PAT Margin of 4.0%. The variance in net profit lines was largely due to lower tax adjustments and reduced non-operating other income compared to the previous year.

B. Balance Sheet Evaluation and Capital Management Efficiency

The operational choices made during the year are highly visible in the strengthened liquidity and resilience of the consolidated balance sheet:

1. Total Equity Framework & Retained Earnings

Your Company's Total Equity expanded to ₹808 Crores in FY26 (up from ₹792 Crores in FY25). This baseline demonstrates long-term capital stability and a strong internal net worth, providing a resilient buffer to comfortably support our unexecuted ₹2,107 Crore project pipeline.

2. Exceptional Leverage Control (Net Debt-to-Equity at 0.03x)

Long-term non-current borrowings were systematically reduced to just ₹2 Crores in FY26 (down from ₹4 Crores in FY25). Consolidated short-term operational borrowing stood at ₹84 Crore, offset by cash reserves. This keeps the company's Net Debt-to-Equity footprint at an exceptional 0.03x.

- ***Operational Linkage:*** Traditional infrastructure EPC models are highly vulnerable to expensive debt traps when government payments face delays. By maintaining strict leverage control, Your Company insulated its operations from interest rate risks, allowing it to navigate a multi-month payment slowdown without a destabilizing increase in long-term debt.

3. Working Capital & Inventory Performance

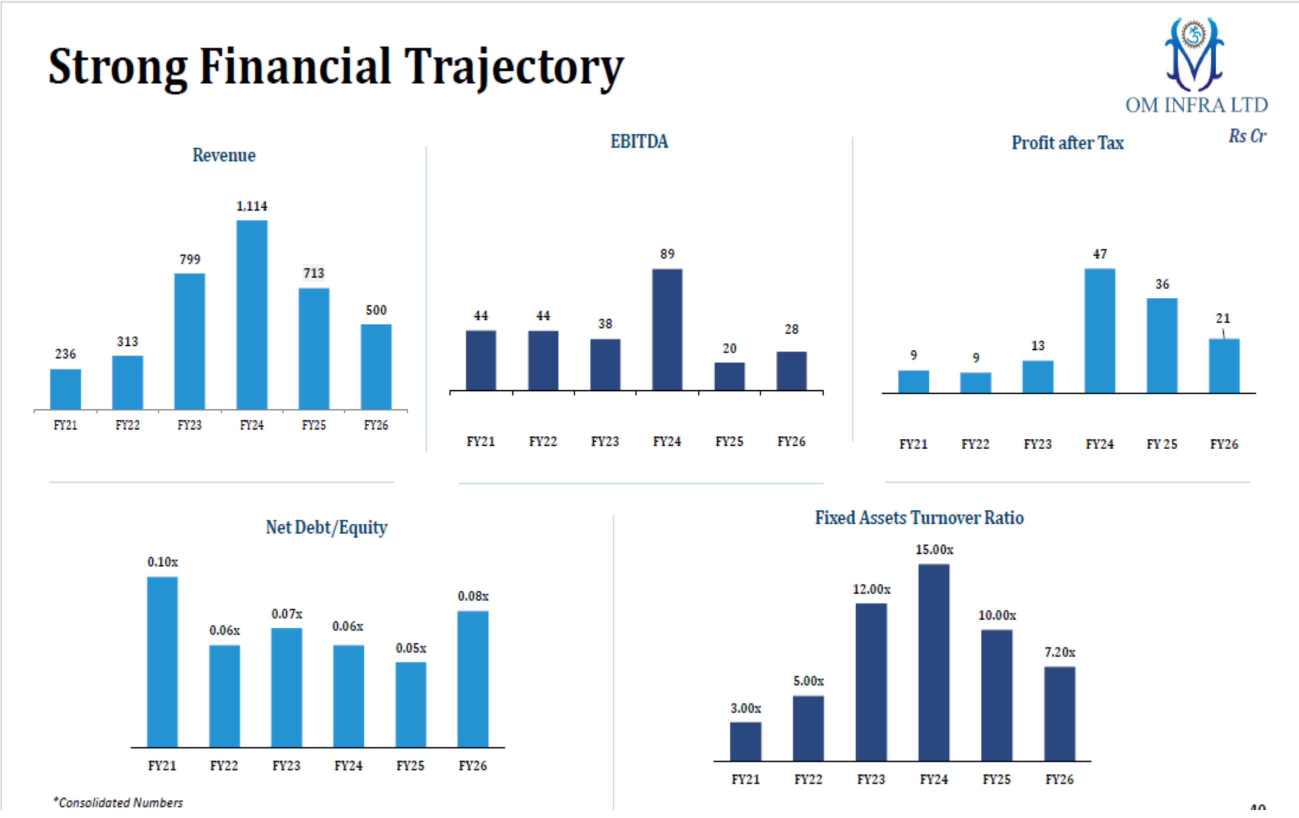
Consolidated Inventory value improved dynamically, dropping to ₹386 Crores from ₹404 Crores in FY25. Cash and Bank Balances remained healthy at ₹80 Crores.

- ***Operational Linkage***: The reduction in inventories validates steady field installation clearances and successful site handovers, which effectively released cash from slow-moving construction assets.

Furthermore, because Your Company was required to pool internal cash reserves to sustain work on critical sites and protect against regulatory or default penalties, our strong liquid asset base proved vital in bridging the operational gap until state revival fund clearances (totaling ₹27,000 Crores across UP and Rajasthan) began stabilizing standard payment streams heading into Q1FY27.

Consolidated Financial vs. Operational Performance Matrix

Financial Metric	**FY26 (₹ Cr)**	**FY25 (₹ Cr)**	**Y-o-Y Change / Var**	**Key Operational Underlying Driver**
Revenue from Operations	500	713	(30.0%)	Strategic pacing of JJM billing during state payment delays; focus directed to high-priority segments like the Isarda Dam.
EBITDA	28	20	+40.0%	Higher mix of high-margin, complex hydro-mechanical engineering milestones over low-margin general civil activities.
EBITDA Margin	6.0%	3.0%	+281 bps	Stronger cost controls and resource optimization achieved via captive, in-house gate and penstock fabrication.
Finance Costs	19	22	(13.6%)	Reduced reliance on short-term debt extensions; debt managed closely through internal cash flows.
Net Debt-to-Equity	0.03x	0.04x	Comfortably	



Headcount and Workforce Composition

As of March 31, 2026, Your Company maintains an active talent base comprising over 350 permanent employees across its corporate headquarters in Jaipur, regional administrative cells, manufacturing facilities, and active project locations nationwide.

This core permanent team is structurally supported by an extended workforce of more than 1,500 specialized contract professionals, site engineers, technical fabricators, and skilled labor pools deployed dynamically across project clusters. This flexible, scalable workforce structure enables Your Company to efficiently manage on-site human resource costs in alignment with key project delivery milestones, such as the major water impounding phase achieved at the Isarda Dam or automated SCADA system rollouts under our urban water network expansions.

B. Talent Acquisition, Upskilling, and Capacity Building

During the fiscal year under review, human resource initiatives were strategically tailored to support the company's ongoing pivot into high-barrier, technologically intensive domains like Pumped Storage Projects (PSPs) and integrated Hydro-Mechanical setups:

- **Specialized Engineering Recruitment**: Your Company focused its talent acquisition on high-caliber design engineers, hydro-hydraulic consultants, and automated tooling specialists to support our expanding unexecuted order book.
- **Technical Upskilling Programs**: Continuous training modules were conducted on advanced metallurgy, precision automated welding, and automated quality control protocols to maintain our single-point liability advantage in heavy component manufacturing (such as high-head radial gates and complex steel penstocks).

- **On-Site Safety and Zero-Harm Culture**: Given the geographical complexities of high-altitude hydro zones and deep river valleys, Your Company conducted extensive, mandatory occupational health and safety (OHS) audits, mock drills, and specialized safety training to insulate field execution teams from high-risk terrain environments.

C. Industrial Relations Front

The industrial relations front across all manufacturing units, captive workshops, and structural construction sites remained entirely peaceful, harmonious, and productive throughout the fiscal year 2025–26. * Zero Operational Disruption: Your Company maintained an unblemished record of zero man days lost due to labor disputes, strikes, or trade union friction.

- **Worker Welfare Alignment**: Despite industry-wide cash flow elongations caused by state-level rural billing delays, internal control frameworks and strong equity planning prioritized human capital stability. Welfare programs, timely statutory compliance deposits (PF, ESI), and workplace safety updates were executed continuously, preserving a culture of mutual trust and high organizational morale.

Through proactive labor management, transparent communication, and a long-standing commitment to fair compensation practices, Your Company continues to retain its core technical talent, ensuring strong organizational capability to capture India's macro infrastructure upcycle.

9) DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Based on the audited consolidated financial statements for the fiscal year ended March 31, 2026, the metrics demonstrate a strategic pivot towards high-margin, technically complex projects alongside strict balance sheet discipline :

(i) Debtors Turnover Ratio

- **FY26**: 1.59
- **FY25**: 2.57
- **Change %**: -38.21%

Detailed Explanation: The Trade Receivables Turnover Ratio of the Company has decreased by more than 25% during the year primarily due to a significant decline in turnover as compared to the previous year. Further, slower realization from customers and lower business volumes during the year adversely impacted the receivables turnover cycle.

(ii) Inventory Turnover Ratio

- **FY26**: 3.40
- **FY25**: 5.18
- **Change %**: -34.29%

Detailed Explanation: The Inventory Turnover Ratio of the Company has decreased by more than 25% during the year primarily due to a significant decline in sales turnover and lower movement of inventory during the year. Further, reduced demand and lower production/utilization levels led to slower consumption and liquidation of inventory, thereby adversely impacting the ratio.

(iii) Interest Coverage Ratio

- **FY25**: 2.23
- **FY26**: 2.73
- **Change %**: -18.14%

Detailed Explanation: Ratio has declined by 18.14% during the period, primarily on account of repayment of borrowings by the Company.

(iv) Current Ratio

- **FY26**: 2.44
- **FY25**: 2.39
- **Change %**: +2.36%
- **Detailed Explanation**: No significant changes during the year

(v) Debt-Equity Ratio

- **FY26**: 0.03
- **FY25**: 0.04
- **Change %**: -27.55%

Detailed Explanation: The Debt-Equity Ratio of the Company has declined by 27.55% during the period, primarily on account of repayment of borrowings by the Company.

(vi) **Operating Profit Margin (%)**

- **FY26**: 0.22%
- **FY25**: 0.17%

(vii) Net Profit Margin (%)

- **FY26**: 4.65%
- **FY25**: 5.42%
- **Change %**: -14.09%

Detailed Explanation: The Net Profit Ratio of the Company has declined during the year primarily on account of a significant reduction in turnover along with increased raw material, consumables, and fixed overhead costs. Further, adverse market conditions and lower operational efficiency during the year resulted in reduced overall profitability margins of the Company.

10)DETAILS OF CHANGE IN RETURN ON NET WORTH (RoNW)

Pursuant to regulatory requirements, the comparison of Return on Net Worth with the immediately preceding financial year is detailed below :

Particulars	FY26	FY25	Variance (%)
Return on Net Worth (RoNW %)	2.73%	4.90%	-42.82%

(Calculated as Consolidated Profit After Tax Attributable to Owners / Total Equity)

Detailed Explanation for Significant Change in RoNW:

The Return on Net Worth contracted significantly by 42.8% year-on-year. This change was primarily driven by the arithmetic compression of Consolidated Profit After Tax, which fell to ₹21 Crore in FY26 from ₹36 Crore in FY25, combined with an expanding capital base as Total Equity grew to ₹808 Crores .

Operationally, net return yields compressed because the Company engaged in early expense booking and pooled internal cash reserves to keep projects moving forward during public fund delays. This choice safeguarded the firm's execution record and protected it from default or performance penalties, but it temporarily lowered asset utilization returns for the year.

RoNW is positioned to rebound strongly over the next 12–24 months as execution targets expand toward an accelerated revenue guidance of ₹700 to ₹750 Crores in FY27, paired with the non-dilutive monetization of ₹700+ Crores in arbitration awards and real estate liquidations.

DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the Consolidated and Standalone Financial Statements of Om Infra Limited for the financial year ended March 31, 2026, the Company has strictly followed the accounting treatment prescribed under the applicable Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other relevant provisions of the Act.

Statutory Confirmation and Compliance

- **No Deviation from Standards:** During the fiscal year 2025–26,Your Company has not followed any alternative treatment different from that prescribed under any applicable Accounting Standard (Ind AS).
- **True and Fair View Framework**: All accounting selections, estimation techniques, and structural provisions—including revenue recognition for Engineering, Procurement, and Construction (EPC) contracts under *Ind AS 115 (Revenue from Contracts with Customers)* and joint-venture reporting under *Ind AS 108 (Operating Segments)*—have been applied uniformly. The underlying policies consistently reflect a true and fair view of the financial position, operational results, and cash flows of the Company and its subsidiaries.

Future Disclosure Mandate

In accordance with corporate governance best practices, should any transaction arise in future financial years where the management adopts a treatment different from the prescribed standard to present a more representative true and fair view, Your Company will explicitly disclose:

1. The clear accounting facts of the deviation;

2. The alternative treatment utilized; and
3. The thorough management explanation justification linking the alternative framework to the underlying commercial essence of the business transaction.

11.) Cautionary Statement

Statements in this Management Discussion & Analysis describing the Company's objectives, projections, estimates, expectations, or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand and supply, changes in government regulations and tax regimes, and other incidental factors.

CORPORATE GOVERNANCE REPORT

In accordance with Regulations 17 to 27 and 34(3), read alongside Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed report on the Corporate Governance systems and processes at Om Infra Limited is presented below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Om Infra Limited is steadfastly committed to upholding the highest standards of Corporate Governance, both in letter and in spirit. Our management firmly believes in fostering a governance framework anchored in accountability, transparency, and responsibility. These core principles are seamlessly integrated into our day-to-day operations, ensuring that we consistently earn and retain the trust of our stakeholders.

Our corporate governance philosophy guides business strategies, ensures rigorous fiscal accountability, promotes ethical corporate behaviour, and guarantees fairness to all stakeholders—including regulators, employees, customers, vendors, investors, and society at large.

We view Corporate Governance as an ethically driven business process. We are committed to values that enhance our organization's brand equity and reputation. This framework reflects our corporate culture, our robust policies, our relationships with stakeholders, and our unwavering commitment to core values.

Om Infra Limited boasts a strong legacy of fair, transparent, and ethical governance practices. To maintain these standards, the Company has adopted a comprehensive Code of Conduct for its employees, including the Managing Director and Executive Directors. Furthermore, specific Codes of Conduct have been implemented for Non-Executive and Independent Directors, alongside a strict Code of Conduct for the Prevention of Insider Trading.

Our governance philosophy stems from the fundamental belief that business strategies and long-term plans must align with the welfare of our shareholders and comply with the policies of the Government of India.

The Company continuously reviews its corporate governance framework to incorporate the latest regulatory and macroeconomic developments, positioning itself at the forefront of global best practices. Ultimately, Om Infra Limited remains dedicated to pursuing excellence in all its endeavours and maximizing shareholder value.

2. Board of Directors

The Board of Directors is entrusted with the ultimate responsibility for the management, general affairs, direction, and overall performance of the Company, and is vested with the requisite powers, authorities, and duties to fulfil this role.

Om Infra Limited's corporate governance practices are actively shaped by its Board. Committed to safeguarding the long-term interests of all stakeholders, the Board provides objective, strategic, and prudent guidance to the management. Detailed information regarding the composition, procedures, and committees of the Board is outlined below:

a) BOARD COMPOSITION

The Board of the Company has an optimum combination of Executive, Non-Executive and Independent Directors to maintain its independence as per requirements of Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the Rules issued there under.

As on 31st March, 2026, **OM INFRA LIMITED** has 6 **members** on Board, including 3 **Independent Directors** who are eminent professionals from diverse fields. The composition of the board and category of directors as on 31st March, 2026, are as follows:

Category	No. of Directors	Percentage to total no. of Directors
Promoter /Executive Directors	3	50
Non- Executive Independent Directors	3	50
Total	6	100

b) ATTENDANCE OF EACH DIRECTORS AT BOARD MEETING AND ANNUAL GENERAL MEETING

The Board meets at least once in a quarter to inter-alia review the Company's quarterly performance and Financial Results assess business strategies and their implementation and also discuss policy, compliance and other matters. The Meetings are conducted in compliance with the regulatory requirements including those prescribed under the Act. In exceptional circumstances, additional Meetings are held, if necessary.

During the year 2025-26, five(5) board meetings were held and the gap between two meetings did not exceed one hundred twentydays.The necessary quorum was present for all the Meetings. The dates on which the Board Meetings were held are as follows:

- May30, 2025;
- August 11, 2025;
- September 13, 2025;
- November 10, 2025;
- February 06, 2026;

The names of the directors on the board, their attendance at board meetings held during the year 2025-26 and at the last AGM held on 29th September, 2025, are as follows:

Name of Directors	Number of Board Meetings during the year 2025-2026					Entitled to attend	No.of Meetings Attended	Whether attended last AGM held on 29th September, 2025
	May 30, 2025	Aug 11, 2025	Sept.13 2025	Nov.10 2025	Feb 6, 2026			
Mr. Dharam Prakash Kothari	Y	Y	Y	Y	Y	5	5	No
Mr. Sunil Kothari	Y	Y	Y	Y	Y	5	5	Yes
Mr. Vikas Kothari	Y	Y	Y	Y	Y	5	5	Yes
Mr. Gopi Raman Sharma (Completed tenure on 10.03.2026)	Y	N	N	Y	N	5	2	Yes
Mrs. Saloni Kala	Y	Y	Y	Y	Y	5	5	Yes
Mr. Ramakanta Tripathi	Y	Y	Y	Y	Y	5	5	Yes
Mr. Kamlesh Kumar Singh	NA	NA	NA	Y	Y	2	2	NA

The necessary quorum was present for all the meetings.

During the year a separate meeting of the independent directors was held inter-alia to review the performance of non-independent directors and the board as a whole.

c) NUMBER OF BOARD OR BOARD COMMITTEES OF WHICH A DIRECTOR IS A MEMBER OR CHAIRPERSON (ONLY THE MEMBERSHIP(S) OF AUDIT COMMITTEE AND STAKEHOLDERS RELATIONSHIP COMMITTEE OTHER THAN OM INFRA LIMITED CONSIDERED AS PER LISTINGREGULATIONS AND THE NAME OF THE LISTED COMPANY IN WHICH DIRECTOR IS A DIRECTOR AND CATEGORY OF THE DIRECTORSHIP

None of the Directors on the Board is a Director in more than 10 Public Companies and 20 Companies overall and no Independent Director hold Directorship as an independent director in more than 7 listed Companies. Further, there are no Directors on the Board of the Company, who serve as Whole-time Director/ Managing Director with any other listed company. Also, none of Director is a member of more than 10 Committees or Chairman of more than 5 Committees (Audit Committee and Stakeholder Relationship committee)across all the Companies in which he is a Director. The Directors have made necessary disclosures regarding Committee positions as on March 31, 2026.
The names and category of Directors on the Board including Directorships and Committee Chairmanships/Memberships held by them as on 31stMarch, 2026, is given herein below.

Name of Director	Designation	Category	DIN	Directorship in Other Indian Companies		Committees' Membership in other Public Companies including this company	
				Chairman	Director	Chairman	Member
Mr. Dharam Prakash Kothari	Chairman	Executive Promoter, Non-Independent	00035298	-	3	-	-
Mr. Sunil Kothari	Vice-Chairman	Executive Promoter, Non-Independent	00220940	-	3	-	2
Mr. Vikas Kothari	Managing Director & CEO	Executive Promoter, Non-Independent	00223868	-	7	-	1
Mrs. Saloni Kala	Director	Independent Director	08696349	-	-	-	1
Mr. Ramakanta Tripathy	Director	Independent Director	03131763	-	3	2	-
Mr. Kamlesh Kumar Singh	Director	Independent Director	03146381	-	1	-	1

Notes:
1. Independent directors are non-executive directors as defined under Clause 16(1)(b) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management of the Company. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under clause 16(1)(b)of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Act.
2. The Board of Directors of the Company does not hold any membership in other Listed Company and also not hold the membership and Chairmanship in the Committee of any other listed Company.
3. Committees' Membership in other public companies includes Audit and Stakeholders' Relationship Committees only.
4. Other directorships do not include directorships of Section 8 companies ,dormant companies and of companies incorporated outside India.

d) RELATIONSHIP OF DIRECTORS AND THEIR BUSINESS INTEREST IN THE COMPANY AS ON MARCH 31, 2026

Name of the Directors	Relationship with other Directors	Relationship with the Company, if any
Mr. Sunil Kothari	(Brother of Mr. Dharam Prakash Kothari)	Promoter
Mr. Vikas Kothari	(Son of Mr. Dharam Prakash Kothari)	Promoter
Mr. Dharam Prakash Kothari	(Brother of Mr. Sunil Kothari and Father of Mr. Vikas Kothari)	Promoter
Mrs. Saloni Kala	None	None
Mr. Ramakanta Tripathy	None	None
Mr. Kamlesh Kumar Singh	None	None

e) NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVE DIRECTORS AS ON MARCH 31, 2026

Name of the directors	No. of Shares of Rs. 1/- each held singly or jointly	% to total paid -up capital of the Company
Mrs. Saloni Kala	**0**	**0**
Mr. Kamlesh Kumar Singh	**0**	**0**
Mr. Ramakanta Triptahy	**0**	**0**

*No convertible instruments are held by non- Executive directors.

f) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

All new Independent Directors inducted to the Board are introduced to our Company culture through orientation sessions. Executive Directors and Senior Management provide an overview of operations and familiarize the new independent directors on matters related to our values and commitments. They are also introduced to the organization structure, services, group structure and subsidiaries, constitution, Board procedures, matters reserved for the Board, major risks and risk management strategy.The details of the familiarization programme of the Independent Directors are available on the following link: https://www.ominfra.ltd/web/ir

g) CORE SKILLS/EXPERTISE/COMPETENCIES IDENTIFIED, IN CONTEXT OF OUR BUSINESS , BY THE BOARD OF DIRECTORS

The Board of Company comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensuring that the Company's Board is in compliance with the highest standards of corporate governance.

Leadership: Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning and risk management. Develop talent and long term growth.

Technology: A significant background in technology and has knowledge of the construction, designing and operation of business including seamless engineering abilities.

Diversity: Diversity of thought, experience, knowledge, perspective, gender and culture and varied mix of strategic perspectives and geographical focus with knowledge and understanding of key geographies.

Personal values: Personal characteristics matching the Company's values, such as integrity, accountability, and high performance standards.

Corporate governance: Experience in developing and implementing good corporate governance practices, maintaining board and management accountability, managing stakeholders' interests and Company's responsibilities towards customers, employees, suppliers, regulatory bodies and the communities in which it operates.

Functional and managerial experience: Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, macro-economic perspectives, human resources, labour laws, international markets and risk management.

Global: Experience in driving business success in market around the world, with an understanding of diverse business environment, economic conditions, cultures and regulatory framework and a broad perspective on global market opportunities.

Given below is a list of core skills, expertise and competencies of the individual Directors:

Skills/Expertise/Competencies							
Name of Directors	Leadership	Technology	Diversity	Functional and Managerial Experience	Personal Values	Global	Corporate Governance
Mr. Dharam Prakash Kothari	✓	✓	✓	✓	✓	✓	✓
Mr. Sunil Kothari	✓	✓	✓	✓	✓	✓	✓
Mr. Vikas Kothari	✓	✓	✓	✓	✓	✓	✓
Mr. Kamlesh Kumar Singh	✓	✓	✓	✓	✓	✓	✓
Mrs. Saloni kala	✓	✓	✓	✓	✓	✓	✓
Mr. Ramakanta Tripathy	✓	✓	✓	✓	✓	✓	✓

* These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters, and it is not necessary that all Directors possess all skills/ experience listed therein.

h) INDEPENDENT DIRECTORS CONFIRMATION BY THE BOARD

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company viz. http://www.ommetals.com/files/letter-of-appointment-of-independent-director.pdf

The Board of Directors, based on the declaration(s) received from the Independent Directors, has verified the veracity of such disclosures and confirms that the Independent Directors fulfil the conditions of independence specified in the Listing Regulations and are independent of the management of the Company.

i) SEPARATE INDEPENDENT DIRECTORS' MEETINGS

Schedule IV of the Companies Act,2013 and Secretarial Standard- 1 on Meetings of the Board of Directors mandates that the Independent Directors of the Company hold at least one meeting in a year, without the attendance of non - Independent Directors.

The Independent Directors shall meet at once in a year, without the presence of Executive Directors or Management representatives.

During the financial year 2025-26, the Independent Directors met on 12thFebruary, 2026 and inter alia, discuss performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

j) SUCCESSION PLANNING

The Company believes that sound succession plans for the Board members and senior leadership are very important for creating a robust future for the Company. The Nomination and Remuneration Committee and the Board, as part of the succession planning exercise, periodically review the composition of the Board to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

k) INFORMATION FLOW TO THE BOARD MEMBERS

Information is provided to the Board Members on a continuous basis for their review, inputs and approval from time to time. Our quarterly financial statements and annual financial statements are first presented to the Audit Committee and subsequently to the Board for their approval. In addition, specific cases of acquisitions, important managerial decisions, material positive/negative developments and statutory matters are presented to the respective Committees of the Board and later with the recommendation of Committees to the Board for their approval.

As a system, in most cases, information to Directors is submitted along with the agenda papers well in advance of the Board meeting. The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued there under, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors, its Committees and the General Meetings of the shareholders of the Company.

l) BOARD MEETING PROCEDURE

The tentative dates of Board Meetings for the next fiscal are decided in advance and published in this Report as part of shareholder information. To enable the Board to discharge its responsibilities effectively and take informed decisions, necessary information and documents are made available to the Board well in advance.

The Directors are informed of the items on the Agenda for every Board Meeting along with the notice to enable them to deliberate on each Agenda item and make informed decisions. All statutory and other significant matters, including the minimum information as required to be placed in terms of Schedule II- Part- A of Listing Regulations and Secretarial Standards under the Act are placed before the Board. Detailed Agenda notes are also circulated to the Board in advance of the Meetings.

Independent Directors are expected to attend at least four quarterly Board Meetings and the AGM. The Board members are expected to rigorously prepare for, attend and participate in Board and applicable Committee Meetings. Each Board member is expected to ensure their other current and planned future commitments do not materially interfere with their responsibilities with us.

Board's role, functions, responsibility and accountability are clearly defined. In addition to matters statutorily requiring Board's approval, all major decisions involving formulation of strategy and business plans, annual operating and capital expenditure budgets, new investments, compliance with statutory regulatory requirements, major accounting provisions etc. are considered by the Board.

m) SELECTION AND APPOINTMENT OF NEW DIRECTORS

The selection and appointment of Directors of the Company is carried out in accordance with provisions of the Act and relevant rules made thereunder, Directions and Guidelines issued under Listing Regulations and as per the Policy on Nominations & Remuneration for Directors, Key Managerial Personnel (KMP), Senior Management and other Employees.

The Board has delegated the screening and selection process to the Nomination and Remuneration Committee, which consists mostly of Independent Directors. The Committee, based on defined criteria, makes recommendations to the Board on the induction of new Directors and KMPs. The Board recommends the appointment of the Director to the shareholders. The proposal is placed before the shareholders for approval.

The Board functions as a full Board or through various Committees constituted for specific operation areas. The Board provides leadership, strategic guidance, objective and independent views to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.T he individual details of the Directors seeking appointment / reappointment at the ensuing Annual General Meeting of the Company are provided.

3. COMMITTEES OF THE BOARD

In compliance with the requirements of the Act and the Listing Regulations, the Board of Directors has constituted various Committees. These Committees are entrusted with such powers and functions as detailed in their respective terms of reference. Besides, the Committees help focus attention on specific matters of the organization.

During the Financial Year under review, your Company conducted all its Committee Meetings, following all norms and rules applicable for such type of Meetings. The Board of Directors of the Company takes note of the minutes of the Committee Meetings at its Meetings. All the recommendations of the various Committees were accepted by the Board during the Financial Year.

Currently, the Board of the Company has five Committees namely Audit Committee, Nomination &Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee and Executive Committee, the details of which are given as below:

1)AUDIT COMMITTEE

A. Constitution and Composition

The Audit Committee of the Company has been constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 (the "Act") and Regulation 18 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time. The Committee is chaired by an Independent Director.

As of March 31, 2026, the Audit Committee comprises four (4) Directors as its Members, out of whom three (3) are Independent Directors and one (1) is an Executive Director. The composition of the Committee is in strict compliance with the provisions of the Act and the Listing Regulations.

All members of the Committee are financially literate, and the majority of the members, including the Chairperson, possess accounting or related financial management expertise. The Company Secretary of the Company acts as the Secretary to the Committee.

B. Meetings and Attendance

Four (4) Audit Committee meetings were held during the Financial Year 2025-26. The gap between any two consecutive meetings did not exceed one hundred and twenty (120) days. The necessary quorum was present for all the meetings.

The dates on which the meetings were held are as follows:

- May 30, 2025
- August 11, 2025
- November 10, 2025
- February 6, 2026

The composition of the Audit Committee and the record of attendance of its members during the financial year ended March 31, 2026, are detailed below:

Name of Directors	Status	Audit Committee Meetings				Entitled to Attend	Attended
		May30, 2025	Aug11, 2025	Nov. 10, 2025	Feb 6, 2026		
Mr. Ramakanta Tripathy	Chairman	Y	Y	Y	Y	4	4
Mr. Sunil Kothari	Member	Y	Y	Y	Y	4	4
Mrs. Saloni Kala	Member	Y	Y	Y	Y	4	4
Mr. Gopi Raman Sharma *	Member	Y	N	Y	N	4	2
Mr. Kamlesh Kumar Singh **	Member	NA	NA	NA	NA	0	0

**Mr. Gopi Raman Sharma ceased to be a member of the Committee during the financial year.*

***Mr. Kamlesh Kumar Singh was appointed to the Committee after the final meeting of the financial year held on February 6, 2026, and hence was not entitled to attend any meetings during the period under review.*

Key Administrative Notes:

- AGM Attendance: The previous Annual General Meeting (AGM) of the Company was held on September 29, 2025, and was attended by Chairman of the Audit Committee.
- Invitees: The Audit Committee invites such executives as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors, and representatives of the internal auditors to be present at its meetings.
- Board Acceptance: The Board of Directors has accepted and implemented all recommendations made by the Audit Committee during the year.

C. Meetings, Quorum, and Administrative Rights

- Frequency: The Audit Committee shall meet at least four times in a financial year, ensuring that not more than 120 days elapse between two consecutive meetings.
- Quorum: The quorum for an Audit Committee meeting shall be either two members or one-third of the members of the Audit Committee, whichever is greater, provided that a minimum of two Independent Directors must be present.
- Right to be Heard: The Statutory Auditors, Internal Auditors, and Key Managerial Personnel shall have a right to be heard in the meetings of the Audit Committee when it considers the Auditor’s Report, but they shall not have the right to vote.
- Secretary: The Company Secretary of the Company shall act as the Secretary to the Audit Committee.

D. Terms of Reference

The terms of reference of the Audit Committee are broadly as under:

1. Financial Reporting and Disclosures

- Oversight: Oversight of the listed entity’s financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient, and credible.
- Annual Financial Statements: Reviewing with the management the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Director’s Responsibility Statement, to be included in the Board’s report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) Significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) Disclosure of any related party transactions;
  - (g) Modified opinion(s) in the draft audit report.
- Quarterly Statements: Reviewing with the management the quarterly financial statements before submission to the Board for approval.
- Corporate Restructuring: Considering and commenting on the rationale, cost-benefits, and overall impact of schemes involving mergers, demergers, amalgamations, etc., on the listed entity and its shareholders.
- Going Concern Assessment: Reviewing the management's assessment of the entity's ability to continue as a going concern, along with disclosures concerning material uncertainties.

2. Statutory Auditors

- Appointment & Remuneration: Recommendation for the appointment, remuneration, and terms of appointment of auditors of the listed entity.
- Non-Audit Services: Approving payment to statutory auditors for any other legal/permissible services rendered by them.
- Independence & Performance: Reviewing and monitoring the auditor’s independence, performance, and the effectiveness of the audit process.
- Pre & Post-Audit Discussions: Discussion with statutory auditors before the audit commences about the nature and scope of the audit, as well as post-audit discussions to ascertain any areas of concern.

3. Internal Audit and Control Systems

- Internal Controls: Reviewing with the management the performance of statutory and internal auditors, and the adequacy of the internal control systems.

- Internal Audit Function: Reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing, seniority of the official heading the department, reporting structure, coverage, and frequency of internal audit.
- Internal Audit Findings: Discussion with internal auditors of any significant findings and follow-up actions taken thereon.
- Internal Investigations: Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud, irregularity, or a failure of internal control systems of a material nature, and reporting the matters to the Board.
- Evaluation: Evaluation of internal financial controls and risk management systems.

4. **Related Party Transactions & Asset Scrutiny**

- Related Party Transactions (RPTs): Approval or any subsequent modification of transactions of the Company with related parties.
- Inter-corporate Balances: Scrutiny of inter-corporate loans and investments.
- Valuations: Valuation of undertakings or assets of the Company, wherever it is necessary.
- Subsidiary Monitoring: Reviewing the financial statements, in particular, the investments made by unlisted subsidiaries.
- Utilization of Holding Funds: Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower, including existing loans/advances/investments existing as on the date of coming into force of this provision.
- Omnibus Approvals: Formulating the criteria and granting omnibus approvals for related party transactions proposed to be entered into by the Company, subject to such conditions as may be prescribed under the Act and Listing Regulations.
- Independent Review: Ensuring that only Independent Directors who are members of the Audit Committee shall approve and vote on Related Party Transactions.
- Subsidiary RPTs: Reviewing and providing prior approval for material related party transactions entered into by the Company's subsidiaries where the listed entity itself is not a party, in compliance with applicable regulatory thresholds.

5. **Compliance, Governance, and Other Functions**

- Capital Issue Proceeds: Reviewing with the management the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice, and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- Defaults Management: Looking into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends), and creditors.
- Vigil Mechanism: Reviewing the functioning of the Vigil Mechanism / Whistle Blower Mechanism.
- CFO Appointment: Approval of the appointment of the Chief Financial Officer (CFO) after assessing the qualifications, experience, and background, etc., of the candidate.
- General Mandate: Carrying out any other function as is mentioned in the terms of reference of the Audit Committee or as delegated by the Board.

6. **Mandatory Review of Information**

The Audit Committee shall mandatorily review the following information:

- (a) Management Discussion and Analysis (MD&A) of financial condition and results of operations;
- (b) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- (c) Internal audit reports relating to internal control weaknesses;
- (d) The appointment, removal, and terms of remuneration of the Chief Internal Auditor / Internal Auditor(s);
- (e) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- (f) Statements of deviations:
  - Quarterly statements of deviation(s), including the report of the monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - Annual statements of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

7. **Powers of the Audit Committee**

To effectively discharge its duties, the Audit Committee shall have the authority to:

- Call for comments from the auditors about internal control systems, the scope of audit (including the observations of the auditors), and review financial statements before their submission to the Board.
- Discuss any related issues with the internal and statutory auditors and the management of the Company.
- Investigate any matter in relation to the items referred to above or referred to it by the Board.
- Obtain professional advice from external sources and secure the attendance of outsiders with relevant expertise, if necessary.
- Have full and unrestricted access to information contained in the records of the Company.
- Deliberate on any other matter as the Audit Committee may deem appropriate.

2. NOMINATION AND REMUNERATION COMMITTEE (NRC)

A. Constitution and Composition

The Nomination and Remuneration Committee ("NRC") of the Company has been constituted by the Board of Directors in accordance with the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time. The Committee is chaired by an Independent Director.

The Committee consists entirely of Independent Directors, satisfying all regulatory requirements of the Act and the Listing Regulations. The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee.

B. Meetings and Attendance

During the Financial Year 2025-26, one (1) meeting of the Nomination and Remuneration Committee was held onSeptember13, 2025. The necessary quorum was present at the meeting.

The composition of the NRC and the record of attendance of its members during the financial year ended March 31, 2026, are detailed below:

Name of Director	Status	Nomination and Remuneration Committee	Entitled to Attend	Attended
		September 13, 2025		
Mr. Ramakanta Tripathy	Chairman	Y	1	1
Mrs. Saloni Kala	Member	Y	1	1
Mr. Gopi Raman Sharma *	Member	N	1	0
Mr. Kamlesh Kumar Singh **	Member	NA	0	0

**Mr. Gopi Raman Sharma ceased to be a member of the Committee with effect from March 10, 2026.*

***Mr. Kamlesh Kumar Singh was appointed to the Committee after the meeting held on September 13, 2025, and hence was not entitled to attend the meeting during the period under review.*

Key Administrative Notes

- **Board Acceptance**: The Board of Directors has accepted and implemented all recommendations made by the Nomination and Remuneration Committee whenever provided by it during the year.
- **Employee Stock Options**: The Company does not currently operate any Employee Stock Option Scheme (ESOP).

- **Remuneration Policy Disclosures**: The Nomination and Remuneration Policy is annexed to the Directors' Report forming part of this Annual Report. The Policy is also hosted on the Company's website and can be accessed via the following web link: https://www.ominfra.ltd/web/ir

C. Meetings, Quorum, and Administrative Guidelines

- **Frequency**: The Nomination and Remuneration Committee shall meet at least once in every financial year.
- **Quorum**: The quorum for a meeting of the NRC shall be either two members or one-third of the members of the Committee, whichever is greater, provided that at least one Independent Director must be in attendance.
- **AGM Attendance**: The Chairperson of the NRC (or in their absence, any other member of the committee authorized by them) shall be present at the Annual General Meeting (AGM) of the Company to address shareholder queries.
- **General Mandate**: The Committee shall perform such other functions as may be necessary or appropriate for the performance of its duties, or as mandated by the Board from time to time, and/or enforced by any statutory notification, amendment, or modification.

D. Terms of Reference

The broad terms of reference of the Nomination and Remuneration Committee are as under:

1. **Appointment Criteria and Board Composition**

- Formulation of Criteria: Formulating the criteria for determining qualifications, positive attributes, and independence of a Director.
- Identification of Personnel: Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommending to the Board of Directors their appointment and removal.
- Board Diversity: Devising and implementing a comprehensive policy on Board diversity.
- Independent Director Evaluation: For every appointment of an Independent Director, evaluating the balance of skills, knowledge, and experience on the Board and, on the basis of such evaluation, preparing a description of the role and capabilities required of an Independent Director.
- Candidate Sourcing: For the purpose of identifying suitable candidates for independent directorships, 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 time commitments of the candidates.

2. Performance Evaluation

- Evaluation Framework: Formulating criteria for the evaluation of the performance of Independent Directors and the Board of Directors.
- Execution of Evaluation: Specifying the manner for effective evaluation of the performance of the Board, its Committees, and individual Directors to be carried out either by the Board, by the NRC, or by an independent external agency, and reviewing its implementation and compliance.
- Extension of Tenure: Deciding whether to extend or continue the term of appointment of the Independent Director on the basis of the report of the performance evaluation of such Independent Directors.

3. Remuneration Policy and Structure

- Remuneration Framework Policy: Recommending to the Board of Directors a policy relating to the remuneration for the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs), and other employees.
- Guiding Principles for Remuneration: Ensuring that while formulating the policy:
    - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain, and motivate Directors of the quality required to run the Company successfully;
    - (b) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
    - (c) 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.
- Senior Management Compensation**:** Recommending to the Board all forms of remuneration, compensation, or profit-sharing structures payable to Senior Management.

4. Definition of "Senior Management" (For Committee Execution)

For the purpose of executing these terms of reference, **"Senior Management"** shall mean the officers and personnel of the Company who are members of its core management team, excluding the Board of Directors, comprising:

- All members of management one level below the Chief Executive Officer / Managing Director / Whole-Time Director / Manager (including the CEO and Manager if they are not part of the Board);
- Functional Heads, by whatever name called; and
- The persons identified and designated as key managerial personnel, other than the Board of Directors, by the listed entity.

E. Performance Evaluation Criteria for Independent Directors

The performance evaluation criteria for Independent Directors are determined and formulated by the Nomination and Remuneration Committee. An indicative list of key evaluation metrics includes:

- Active participation and qualitative contributions during Board and Committee meetings.
- Commitment to duties, including governance oversight and time dedication.
- Effective deployment of specialized knowledge, domain expertise, and core industry insights.
- Professionalism in managing relationships with various corporate stakeholders.
- Personal and professional integrity, maintenance of strict confidentiality, and demonstration of independent behaviour, perspective, and judgment.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE (SRC)

A. Constitution and Composition

The Stakeholders' Relationship Committee ("SRC") of the Company has been constituted by the Board of Directors in terms of the provisions of Section 178(5) of the Companies Act, 2013 (the "Act") and Regulation 20 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time.

In accordance with the regulatory mandates, the Committee is chaired by a Non-Executive Director. As of March 31, 2026, the Committee consists of three (3) Directors, including one (1) Independent Director and two (2) Executive Directors.

B. Meetings and Attendance

During the Financial Year 2025-26, one (1) meeting of the Stakeholders' Relationship Committee was held on August 29, 2025. The required quorum was present at the meeting.

The composition of the SRC and the record of attendance of its members during the financial year ended March 31, 2026, are detailed below:

Name of Director	Status	Stakeholder Relationship Committee August 29, 2025	Entitled To Attend	Attended
Mr. Ramakanta Tripathy*	Chairman	NA	0	0
Mr. Gopi Raman Sharma **	Member	N	1	0
Mr. Sunil Kothari	Member	Y	1	1
Mr. Vikas Kothari	Member	Y	1	1

***Mr. Gopi Raman Sharma ceased to be a member of the Committee with effect from March 10, 2026.*

**Mr. Ramakanta Tripathy was appointed to the Committee after the meeting held on 29th August, 2025 and hence was not entitled to attend the meeting during the period under review.*

C. Compliance Officer Details

Mrs. Reena Jain, Company Secretary, acts as the Compliance Officer of the Company under Regulation 6 of the SEBI Listing Regulations. Her operational contact details are as follows:

- Name: Mrs. Reena Jain

- Designation: Company Secretary & Compliance Officer
- Correspondence Address: 3rd Floor, A-Block, Om Tower, Church Road, MI Road, Jaipur – 302001
- Email Id: cs@ommetals.com

D. Investor Grievance Redressal Summary

The Company, in coordination with its Registrar and Share Transfer Agent (RTA), tracks and resolves investor queries efficiently. The status of corporate complaints received and resolved to the satisfaction of shareholders during the Financial Year 2025-26 is summarized below:

Sr. No.	Nature of Complaints	No. of Complaints received during the year 2025-26	No. of Complaints resolved during the year 2025-26	No. of Complaints pending during the year 2025-26
1	Non-Receipt of Dividend/Interest/ Redemption Warrant	NIL	NIL	NIL
2	Non-Receipt of Annual Report	NIL	NIL	NIL
3	Non-receipt of Refund/Credit of Shares-IPO	NIL	NIL	NIL
4	SEBI-Scores	NIL	NIL	NIL
	Total	NIL	NIL	NIL

E. Meetings, Quorum, and Administrative Guidelines

- Frequency: The Stakeholders' Relationship Committee shall meet at least once in every financial year.
- Quorum: The quorum for a meeting of the SRC shall be either two members or one-third of the total strength of the Committee, whichever is greater.
- AGM Attendance: The Chairperson of the SRC (or in their absence, any other member of the committee authorized by them) shall be present at the Annual General Meeting (AGM) of the Company to answer queries from security holders.
- General Mandate: To perform such other functions as may be necessary or appropriate for the performance of its duties, or as mandated by the Board from time to time, and/or enforced by any statutory notification, amendment, or modification under the Act or Listing Regulations.

F. Terms of Reference

The broad terms of reference of the Stakeholders' Relationship Committee are as under:

1. Core Investor Grievance Redressal

- Resolution of Grievances: Reviewing and resolving the grievances of the security holders of the listed entity, including complaints related to:
  - (a) Transfer and transmission of shares/securities;
  - (b) Non-receipt of annual reports;
  - (c) Non-receipt of declared dividends;
  - (d) Issue of new, split, consolidated, or duplicate share/debenture certificates;
  - (e) General meetings, voting procedures, and related statutory notices.

2. Shareholder Rights and Service Standards

- Voting Rights: Reviewing measures taken for the effective exercise of voting rights by shareholders.
- RTA Performance: Monitoring and reviewing adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent (RTA).
- Unclaimed Dividends & Investor Reach: Reviewing the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants, annual reports, and statutory notices by the shareholders of the company.

4. CORPORATE SOCIAL RESPONSIBILITY(CSR)COMMITTEE

A. Constitution and Composition

The Corporate Social Responsibility ("CSR") Committee of the Company has been constituted by the Board of Directors in accordance with the provisions of Section 135 of the Companies Act, 2013 (the "Act") and the rules made thereunder.

The Committee is chaired by an Independent Director. As of March 31, 2026, the CSR Committee comprises four (4) Directors as its Members, consisting of an equal balance of two (2) Independent Directors and two (2) Executive Directors. The Company Secretary of the Company acts as the Secretary to the CSR Committee.

B. Meetings and Attendance

During the Financial Year 2025-26, one (1) meeting of the Corporate Social Responsibility Committee was held on December 15, 2025. The required quorum was present at the meeting.

The composition of the CSR Committee and the record of attendance of its members during the financial year ended March 31, 2026, are detailed below:

Name of Director	Status	Corporate Social Responsibility Committee	Entitled to Attend	Attended
		15.12.2025		
Mr. Ramakanta Tripathy*	Chairman	NA	0	0
Mr. Gopi Raman Sharma **	Member	Y	1	1
Mrs. Saloni Kala	Member	N	1	0
Mr. Vikas Kothari	Member	Y	1	1
Mr. Sunil Kothari	Member	Y	1	1

*Mr. Ramakanta Tripathy was appointed to the Committee after the meeting held on 15th December, 2025 and hence was not entitled to attend the meeting during the period under review.

** Mr. Gopi Raman Sharma ceased to be a member of the Committee with effect from March 10, 2026.

Key Administrative Notes

- **Policy Disclosures**: The details of the CSR initiatives undertaken during the year as per the CSR Policy form an integral part of the Annual Report on CSR, which is annexed to the Directors' Report.
- **Web Link**: The comprehensive CSR Policy of the Company has been hosted on the website and can be accessed at: https://www.ominfra.ltd/web/ir

C. Terms of Reference

The broad terms of reference, objective, and core responsibilities of the Corporate Social Responsibility Committee are as under:

1. Objective & Purpose

To assist the Board of Directors in formulating, implementing, and monitoring the Company's Corporate Social Responsibility framework, ensuring sustainable long-term development and continuous compliance with statutory mandates.

2. Core Roles & Responsibilities

A. Policy & Strategy Formulation

- CSR Policy: Formulate and recommend a comprehensive CSR Policy to the Board, detailing distinct activities and focus areas aligned with Schedule VII of the Companies Act, 2013.
- Annual Action Plan: Prepare and recommend an Annual Action Plan to the Board outlining specific projects, execution modalities, implementation schedules, and fund utilization details.

B. Financial Planning & Recommendations

- Budgeting: Recommend the annual CSR expenditure budget to the Board (ensuring it meets the minimum statutory requirement of 2% of the average net profits of the 3 immediately preceding financial years).
- Project Allocation: Rationally allocate funds between short-term community projects and multi-year "Ongoing Projects".

C. Monitoring & Governance

- Implementation Control: Monitor the ongoing execution of CSR activities against approved timelines, targets, and milestones.
- Impact Assessment: Review independent impact assessment reports for eligible large-scale projects as mandated by law.
- Compliance Reporting: Assist the Board of Directors in preparing the statutory Annual Report on CSR for inclusion in the Board's Report.

5. EXECUTIVE COMMITTEE

In order to deal with administrative and routine matters, an executive committee of the board was constituted.

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

Name of Director	Status
Mr. Sunil Kothari	Chairman
Mr. Dharam Prakash Kothari	Member
Mr. Vikas Kothari	Member

4.INDEPENDENT DIRECTORS:

Independent Director Acts as a guide, coach, and mentor to the Company. The role of an Independent Director includes improving corporate credibility and governance standards and helping in managing risk. They provide independent oversight in the Company. Independent Directors play an important role in deliberations at the Board Meetings and bring to the Company their wide experience in the fields of finance, housing, accountancy, law and public policy. This wide knowledge of both, their field of expertise and Boardroom practices helps foster varied, unbiased, independent and experienced perspectives. The Company benefits immensely from their inputs in achieving its strategic direction. All the Committees which require Independent Directors in the composition have Independent Directors as specified in terms of the Listing Regulations and the Act. These Committees function within the defined terms of reference and in accordance with the Act, the Listing Regulations as approved by the Board, from time to time.

The Independent Directors have confirmed that they satisfy the criteria prescribed for an Independent Director as stipulated in Regulation 16(1)(b) & 25 of the Listing Regulations and Section 149(6) of the Act and are independent from the management of the Company. All Independent Directors of the Company have been appointed as per the provisions of the Act and Listing Regulations. Formal letters of appointment have been issued to the Independent Directors. In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management. Mr. Gopi Raman Sharma, an independent director of the Company has completed his tenure during the Financial Year 2025-26 with effect from close of business hours on 10th March, 2026.

Independent director databank registration:

Pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs, all Independent directors have completed the registration or re-registration with the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA). Requisite disclosures have been received from the directors in this regard. With regard to proficiency of the Independent Directors, ascertained from the online proficiency self-assessment test conducted by the institute, as notified under sub-section (1) of section 150 of the Act, the Board of Directors have taken on record the declarations submitted by Independent Directors that they are exempt from appearing in the test or they have passed the exam as required by the institute.

Meeting of Independent Directors:

Schedule IV of the Act and as per Listing Regulations mandate that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non- Independent Directors and Members of Management for reviewing the performance of non-independent directors, Chairman of the company and the Board as a whole.

During the year, 1 (One) meeting of Independent Directors was held on 12thFebruary, 2026.

The table below sets out the attendance at the Independent Director meeting during the year 2025-26 :-

Name of Director	Status	Independent Director's Meeting February 12th, 2026	Entitled to Attend	Attended
Mr. Gopi Raman Sharma	Independent Director	Y	1	1
Mr. Ramakanta Tripathy	Independent Director	Y	1	1
Mrs. Saloni Kala	Independent Director	Y	1	1
Mr. Kamlesh Kumar Singh	Independent Director	Y	1	1

SENIORMANAGEMENT

Particulars of Senior Management

Sl No	Name	Designation	Nature of Job
1	Mr Vishal Kothari	Executive Director	Real Estate Development
2	Mr Bharat Kothari	Executive Director	Project Execution and Monitoring
3	Mr Bahubali Kothari	Executive Director	Project Execution and Monitoring
4	Mr Anil Jain	General Manager	Procurement and Logistics
5	Mr Ashok Ajmera	General Manager	Project Coordination
6	Mr Hukam Chand Jain	General Manager	Project Coordination
7	Mr Sunil Kumar Jain	Chief Financial Officer	Accounts & Finance
8	Mrs Reena Jain	Company Secretary	Compliance Officer
9	Mr V K Gupta	General Manager	Finance
10	Mr Umesh Chand Rai	Sr Vice President	Project Coordination Jal Jeevan Mission
11	Mohammad Mosharraf Hasib	General Manager projects	Project Coordination Jal Jeevan Mission (Nokha & Khajuwala)
12	Mr Daddu Singh Rawat	General Manager	Accounts and TDS
13	Mr Rakesh Kumar Tiwari	General Manager	Human Resource & Compliances
14	Mr Sunil Srivastava	General Manager	Project Head Shapurkhandi (Project Planning & Execution)
15	Mr. Rohit Jain	Assistant General Manager – Audit	Audit
16	Mr. Virendra Pratap Yadav	Dy. General Manger Project	Amroha Project Incharge
17	Mr. Subha Ranjan Bhattacharya	GM Projects	Nokha Project Incharge
18	Mr. Sudhir Kumar	Sr. General Project	Isarda Project Incharge
19	Mr. Gemini Kumar Motram Velu	Construction Manager	Amravati Project Incharge
20	Mr. Anubhav Rajoria	IT Manager	IT
21	Mr. Abhay Kumar	Tender	Tender
22	Mr. Gautam Jain	Income Tax	Income Tax
23	Mr. Kaustubh	GST Head	GST
24	Mr. Vikas Jain	AGM Accounts & finance	Accounts & Finance

There has been no change since the close of the previous financial year.

5. REMUNERATION OF DIRECTORS

The Company has no pecuniary relationship or transaction with its non-executive directors other than sitting fees. The Company has a credible and transparent policy in determining and accounting for the remuneration of the Managing/whole-time Directors. The remuneration policy is aimed at attracting and retaining high caliber talent. The Company has no stock option scheme.

Criteria of making payment to executive directors:

The remuneration to the Managing Director and Executive Director is decided on the basis of the following Broad criteria:
(i) Industry trend.
(ii) Remuneration package in other comparable corporate.
(iii) Job Responsibilities.
(iv)Company'sperformance and individual key performance areas.
Note: Remuneration is paid after taking approval from the Nomination and Remuneration Committee, Boardof Directors and Shareholders as required.

Executive Directors

(Amount in Lakhs)

Name of Directors	Salary Benefits & Allowances	Perks	Bonus	Consultancy	Total	Tenure /Service Contract	Notice Period & Severance Fee
Mr. Dharam Prakash Kothari	96	6.00	-	N.A.	102.00	Upto30th April, 2028	3 Months notice or Salary in lieu there of
Mr. Sunil Kothari	96	6.00	-	N.A.	102.00	Upto 21st Aug, 2028	3 Months notice or Salary in lieu thereof
Mr. Vikas Kothari	60	2.40	-	N.A.	62.40	Upto27th March, 2029	3 Months notice or Salary in lieu there of

Criteria of making payment to non-executive directors:

The non –executive directors are entitled to receive sitting fees for each meeting of the Board or committee attended by him of such sum as may be approved by the Board of directors within overall limits prescribed under the Companies Act, 2013 and the rules made thereunder as amended from time to time.

Details of sitting fees paid to Non-Executive Directors of the Company during the year ended 31st March, 2026 are here as under:

Non-Executive Independent Directors

Name of Directors	Tenure	Sitting Fees(In Rs.)
Mr. Gopi Raman Sharma*	For 5 Years	10000
Mrs. Saloni Kala	For 5 Years	18000
Mr. Ramakanta Tripathy	For 5 Years	18000
Mr. Kamlesh Kumar Singh	For 5 Years	5000

* Tenure completed on 10.03.2026

Stock Options:

During the year, no stock options were granted to the Directors of the Company.
No performance linked incentives were given to any director during the year 2025-26.

6. GENERAL BODY MEETINGS

Annual General Meeting

The date, time and location of Annual General Meetings held during the last three years, and the special resolution(s) passed thereat are as follows:

AGM For Financial Year	Date	Time	Location	Special Resolution(s) Passed
2022-23	29.09.2023	12:30 P.M.	Annual General Meeting through Video Conferencing/ Other Audio Visual Means Facility	1. To Approve Related Party Transactions
2023-24	30.09.2024	12:30 P.M.	Annual General Meeting through Video Conferencing/ Other Audio Visual Means Facility	1. Re-appointment of Mr. Dharam Prakash Kothari as a Whole-time Director (DIN 00035298) of the Company designated as Chairman 2. To Approve Related Party Transactions 3. Re-appointment of Mrs. Saloni Kala (DIN : 08696349) as an independent director for a second term
2024-25	29-09-2025	12:30 P.M.	Annual General Meeting through Video Conferencing/ Other Audio Visual Means Facility	1. To approve payment of remuneration to Mr. Sunil Kothari (DIN : 00220940) as whole-time director designated as Vice-Chairman of the Company 2. To approve payment of remuneration to Mr. Vikas Kothari (DIN : 00223868) as Managing Director & CEO of the Company 3. To appoint Mr. Kamlesh Kumar Singh (DIN: 03146381) as Non- Executive Independent Director of the Company.

Postal Ballot:

For matters which are urgent and require shareholders' approval in the period between the AGMs, the Company seeks the approval of shareholders through postal ballot. In compliance with sections 108 and 110 and other applicable provisions of the Act, read with the related Rules, the Company also provides electronic voting (e-voting) facility to all its members.

During the Financial Year 2025-26, the Company was not required to conduct any postal ballot exercise, and no special resolutions were passed through postal ballot. Accordingly, the disclosures regarding the voting pattern, the name of the scrutinizer, and the layout of postal ballot procedures are not applicable. Furthermore, there is currently no immediate proposal to conduct any postal ballot exercise for passing special resolutions .However, if the Company proposes to pass any resolutions through postal ballot in the future, the procedure prescribed under Section 110 and other applicable provisions of the Companies Act, 2013, read with the relevant Rules framed thereunder and the SEBI Listing Regulations, will be strictly adhered to.

7. MEANS OF COMMUNICATION

a)QuarterlyResults:The quarterly results are displayed on Company's website "www.ommetals.com" and promptly submitted to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange Limited.

b)Newspaper Wherein results normally published: Newspapers in which results of the Company are normally published:

(i) Financial Express, in English (National)
(ii) Business Remedies, in Hindi (Vernacular).
(iii) Economics Times, in English (National)

c)Website: The Company's website (www.ommetals.com) contains a separate dedicated section 'INVESTOR RELATION'. It contains comprehensive database of information of interest to our investors including the financial results and Annual Report of the Company, information on dividend declared by the Company, any price sensitive information disclosed to the regulatory authorities from time to time, business activities and the services rendered / facilities extended by the Company to our investors, in a user-friendly manner. The basic information about the Company as required in terms of Listing Regulations is provided on Company's website and the same is updated regularly.
The shareholders can also access the details of corporate governance policies, Board committee charters, Memorandum and Articles of Association, financial information, shareholding information, and shares transferred / liable to transfer to IEPF, etc. on the Company's website.

d)News Releases, presentations, among others: Official media releases are sent to the Stock Exchanges before their release to the media for wider dissemination. Presentations made to media, analysts, institutional investors, etc. are posted on Company's website.

e)Presentation to institutional investors/analysts: Conference calls and Analyst meets are usually conducted for investors and analysts for discussing recent developments which are also available on company's website under the section "Investor relation"

f)Stock Exchange: The Company makes timely disclosures of necessary information to BSE Limited (BSE) through BSE Corporate Compliance & Listing Centre (the"listing Centre") and the National Stock Exchange of India Limited (NSE) through NSE Electronic Processing System (NEAPS) Portal .

g)Annual Report: The Annual Reports containing, inter alia, Audited Financial Statement, Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The Management's Discussion and Analysis (MD&AR) Report forms part of the Annual Report and is displayed on the Company's Website i.e. www.ommetals.com.

h)Securities and Exchange Board of India Complaints Redress System (SCORES):
The investor complaints are processed in a centralized web-based complaints redressal system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

8. GENERAL SHAREHOLDER INFORMATION

a) **Company Registration Details**: The Company is registered in the state of Rajasthan, India. The CIN allotted to the Company by Ministry of Corporate Affairs, Government of India is L27203RJ1971PLC003414.

b) **Registered Office**: 3rd Floor, A-Block, Om Tower Church Road, MI Road Jaipur 302001 (Rajasthan)

c) **Annual General Meeting:**
Day, Date and Time :-**Saturday, 12th September, 2026 at 12:30 P.M.**
Venue/ Mode:-Through Video conference and other audio-visual means.
E-Voting Date:-**September 08, 2026 to September 11, 2026**

d) **Record Date:-4th September, 2026**

e) **Financial Year:** April 1, 2026 to March 31, 2027

f) **Financial Calendar (Tentative):**

Results for the 1st Quarter ending June 30th, 2026	:Second week of August, 2026
Results for the 2nd Quarter ending September 30th, 2026	:Second week of November, 2026
Results for the 3rd Quarter ending December 31st, 2026	:Second week of February, 2027
Results for the 4th Quarter ending March 31st, 2027	:Last week of May, 2027

g) **Dividend Payment Date:** Final dividend to be paid within 30 days **on or before October 11, 2026** subject to the approval of shareholders in the Annual General Meeting.

h) **Listing on Stock Exchange:** The shares of the Company are listed on **BSE Limited (BSE)**, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001

National Stock Exchange of India Limited (NSE), Exchange Plaza, C-1, Block G, Bandra- Kurla complex, Bandra (E) Mumbai – 400051

i) **ISIN:** INE239D01028

j) **Listing fees status:** The Annual Listing fee for Financial Year 2025-26 has been paid.

k) **Securities suspended from trading:** None of the Company's listed securities are suspended from trading.

l) **Registrar and Transfer Agent:** The Company has appointed a Registrar for dematerialization (Electronic Mode) and physical maintenance of shares whose details are given below:
M/s Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area, Phase –I, New Delhi -110 020
Tel: 011-40450193
Fax: 011-3085762
E-mail: admin@skylinerta.com

m) **Share Transfer System:** The Company has appointed a common Registrar for the dematerialization of shares. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities can be transferred only in dematerialized form with effect from April 1, 2019. As required under Regulation 40(9) & (10) of the SEBI (LODR) Regulations, 2015, a certificate is required to be obtained from a Practicing Company Secretary within 30 days from the end of financial year, certifying that all certificates have been issued within the time period specified in the Regulation from the date of lodgement for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/allotment monies. The certificate in this regard has been obtained from Practicing Company Secretaries and the same has been forwarded to BSE and NSE.

n) **Distribution of Shareholding**: The total shareholding of the Company as on March 31, 2026 was 96303809 shares .Distribution of Shareholding as on March 31, 2026 are as follows:

Share or Debenture holding Nominal Value	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
(Rs.)			**(Rs.)**	
1	2	3	4	5
Up To 5,000	37788	98.46	10614667.00	11.02
5001 To 10,000	297	0.77	2147702.00	2.23
10001 To 20,000	124	0.32	1788669.00	1.86
20001 To 30,000	46	0.12	1157587.00	1.20
30001 To 40,000	15	0.04	516030.00	0.54
40001 To 50,000	22	0.06	1004032.00	1.04
50001 To 1,00,000	35	0.09	2623150.00	2.72
1,00,000 and Above	51	0.13	76451972.00	79.39
Total	**38378**	**100.00**	**96303809.00**	**100.00**

Dematerialization of Shares and Liquidity: 99.96% of the paid-up capital is held in dematerialized form and are frequently traded. SEBI, effective April 01, 2019, barred physical transfer of shares of listed companies and mandated transfers only through demat. However, investors are not barred from holding shares in physical form. We request to shareholders whose shares are in the physical mode to dematerialized their shares and update their bank accounts and email IDs with the respective depository participants to enable us to provide better service. The Company has been allotted **ISIN i.e. INE239D01028** for Dematerialization of the Company's Shares.

Shares held in Demat and physical modes as on March 31, 2026 are as follows:

Category	Number of Shares	% of total equity
Demat mode		
NSDL	59871830	62.17
CDSL	36395229	37.79
Total	**96267059**	**99.06**
Physical Mode	36,750	0.04
Grand Total	**96303809**	**100.00**

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

p) **Commodity price risk or foreign exchange risk and hedging activities**: Natural Hedge.

q) **Plant/Site Location**: Factory at B-117/118, Indraprastha Industrial Area, Kota, Rajasthan.
Temporary factory sheds at /near project sites

r) **Address for Correspondence:**
3rd Floor, A-Block, Om Tower, Church Road, M.I. Road, Jaipur-302001
E-mail: Other than Secretarial Matters: info@ommetals.com
On Secretarial Matters: cs@ommetals.com

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address or any other query please write to:

M/s Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020
Tel: 011-40450193
Fax: 011-3085762
E-mail: admin@skylinerta.com

s) **Credit Rating:** During the year under review, your Company's credit ratings as below:

Facilities	Rating	Rating Action
Long Term Bank Facilities	CARE BB+; Stable	Downgraded from CARE BBB-; Stable
Long Term / Short Term Bank Facilities	CARE BB+; Stable / CARE A4+	Downgraded from CARE BBB-; Stable / CARE A3

t) **Remittance of Dividend through Electronic Mode:** The Company provides the facility for remittance of dividend, if any, to Shareholders through NACH (National Automated Clearing House) / NEFT (National Electronic Funds Transfer) / RTGS (Real Time Gross Settlement). Shareholders who have not yet opted for electronic remittance and wish to avail of this facility are requested to provide/update their bank account details, including MICR (Magnetic Ink Character Recognition) and IFSC (Indian Financial System Code), with their respective Depository Participants (DP) for shares held in dematerialized form, and to the Registrar and Share Transfer Agent (RTA) for shares held in physical form.

u) **Bank Details:** Shareholders holding shares in physical form are requested to immediately notify the Registrar and Share Transfer Agent (RTA) of any change in their address, bank mandate, or bank account details to facilitate seamless dividend processing. Shareholders are advised that their bank account details (or their registered addresses, where bank details are unavailable) as furnished by them or by the Depository Participants will be printed on the dividend warrants/demands drafts, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as a precautionary measure against fraudulent encashment.

v) **Permanent Account Number (PAN) and KYC Compliance:** In terms of SEBI mandates, it is mandatory for all shareholders holding shares in physical form to furnish their PAN, KYC details (including choice of Nomination), Bank Account details, and contact details to the Registrar and Share Transfer Agent (RTA).

Furthermore, a copy of the PAN card is mandatorily required to be submitted for the following corporate actions:

- **i) Transmission of shares:** By the legal heirs or nominees.
- **ii) Transposition of shares:** In case of a change in the order of names of joint holders.
- **iii) Deletion of name:** In the event of the death of a joint shareholder, by the surviving joint holder(s).

9. OTHER DISCLOSURES

a) Material Related Party Transactions : All material transactions entered into with related parties as defined under the Act and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were on an arm's length basis and necessary approvals were obtained.

The Audit Committee, during the financial year 2025-26, has approved Related Party Transactions along with granting omnibus approval in line with the Policy on dealing with and materiality of Related Party Transactions and the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The related party transactions entered into by the Company pursuant to the omnibus approval granted by the Audit Committee are reviewed at least on a quarterly basis by the said Committee.

The details of the Related Party Transactions are set out in the Notes to Financial Statements forming part of this Annual Report.

Policy for related party transactions is uploaded on the Company's website at the following link:
http://www.ommetals.com/2022/Policy%20on%20Related%20party%20transaction.pdf

b) Strictures or Penalties : Details of non-compliance by the Company, penalties, or strictures imposed on the Company by the stock exchanges or the Securities and Exchange Board of India (SEBI) or any statutory authority, on any matter related to capital markets, during the last three financial years (2023-24, 2024-25, and 2025-26) respectively: **NIL**

c) Vigil Mechanism and Whistle Blower Policy :The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The policy has been put up on the website of the Company at the following link: http://www.ommetals.com/2022/VIGIL%20MECHANISM.pdf

d) Compliance with Mandatory and Other Recommendatory Requirements :The Company has complied with all the regulations from 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (LODR) Regulations, 2015, during the financial year 2025-26 and has complied with all the mandatory requirements of the Listing Regulations. There are no instances of non-compliance with the Corporate Governance Report requirements as mentioned in sub-paras (2) to (10) of Para (C) of Schedule V.

e) Subsidiary Companies :The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings of unlisted subsidiary companies, along with a statement of all significant transactions and arrangements entered into by them and a report The Audit Committee on significant developments, are periodically placed before the Board of Directors of the Company.

There is no material unlisted subsidiary company during the FY 2025-26.

The Company has a policy for determining 'material subsidiaries' which is disclosed on its website at the following Link: http://www.ommetals.com/2018/may/POLICY%20ON%20MATERIAL%20SUBSIDIARIES.pdf

f) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities :The Company's revenue is exposed to market risks of price fluctuations across its operating divisions as detailed below:

- **Engineering Division:**The Company generally executes turnkey projects for government departments. Contract prices are generally fixed and protected from price risks, subject to changes in statutory government policies or rules. Normally, commodity price hikes are compensated through price escalation clauses built into the respective contracts.
- **Real Estate Division:**The Company is exposed to price risks regarding its residential and commercial units. These prices are influenced by market forces such as localized demand-supply dynamics and regional economic conditions.

  Market forces generally determine the pricing structures for the Real Estate and Packaging Divisions of the Company. Adverse changes in any of these factors may reduce the revenue margins earned from the sale of products. The Company procures its raw materials at prevailing market rates; generally, the selling prices of its finished products and input raw material costs move in tandem.

  Foreign Exchange Risk: The Company's functional currency is the Indian Rupee (INR). The Company undertakes certain transactions denominated in foreign currencies, creating exposure to exchange rate fluctuations. Volatility in exchange rates impacts export revenues and import costs (primarily raw materials). The Company is exposed to exchange rate risks across its trade payable and trade receivable portfolios. Adverse movements in exchange rates between the Rupee and relevant foreign currencies can increase the Company's overall debt and liability position in Rupee terms, while favorable movements will conversely minimize import obligations.

a) Preferential Allotment

During the Financial Year 2025-26, no funds were raised through preferential allotment or qualified Institution Placements as specified under Regulation 32(7A).

b) Certificate from practicing Company Secretary

Certificate as required under Part C of Schedule V of Listing Regulations, received from Mr. Brij Kishore Sharma (CP No12636), Proprietor of M/s. B K Sharma & Associates., Practicing Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority was placed before the Board of Directors at their meeting is annexed to this Report.

c) Recommendations of Committees of the Board

There were no instances during the financial year 2025-26 wherein the Board of Directors did not accept any recommendations made by any committee of the Board.

d) Statutory Audit Fees Paid to Statutory Auditor

During the Financial year ended 31st March, 2026, the Company has paid to M/s Ravi Sharma & Co. as under-

S. No.	Fee Paid By	Status	Amount in Lacs	F.Y.
1.	Om Infra Limited	Company		
	Audit Fees		15.00	2025-26
	Certificate and other services		9.46	2025-26
	TOTAL		**24.46**	

Further, no other fees was paid by any of the subsidiaries or by the company to M/s Ravi Sharma & Co., the statutory auditor of the company.

e) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013

The Company has in place a robust Policy for the Prevention of Sexual Harassment at the Workplace in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been constituted to redress any complaints received. All employees—including permanent, contractual, temporary, and trainees—are covered under this policy.

The summary of sexual harassment complaints received and resolved during the financial year ended March 31, 2026, is as follows:

(a) Number of complaints pending at the beginning of the year: NIL

(b) Number of complaints received during the year: NIL

(c) Number of complaints disposed off during the year: NIL

(d) Number of cases pending more than 90 days : NIL

(e) Number of cases pending at the end of the year : NIL l)**Disclosure of Loans and advances to entity in which directors are interested:**

During the year under review, the Company and its subsidiaries did not grant any loans or advances in the nature of loans to firms or companies in which directors are interested. The guarantees or securities, if any, provided during the year are not prejudicial to the Company's interest and are in strict compliance with the applicable provisions of the Companies Act, 2013 and Listing Regulations.

m) **Dividend policy**

Dividends, other than interim dividend(s), are declared at the Annual General Meeting (AGM) of shareholders based on the formal recommendation of the Board of Directors. The parameters considered by the Board of Directors before making any dividend recommendations include, without limitation: the Company's future expansion plans, capital expenditure requirements, profits earned during the financial year, cost of raising funds from alternate sources, liquidity and cash flow positions, applicable statutory taxes (including withholding tax on dividends), tax exemptions available to various categories of investors, and prevailing macroeconomic/market conditions. The Board of Directors may also, from time to time, declare and pay interim dividend(s) to the shareholders when financially prudent.

n) **Unclaimed Dividend:**

There were no shares in the demat suspense account or unclaimed suspense account during the financial year 2025-26

The companies Act mandates that companies transfer dividend that has been unclaimed for a period of seven years from the unpaid dividend account to the Investor Education and Protection Fund (IEPF). In accordance with the following schedule, the dividend for the years mentioned as follows, if unclaimed within a period of seven years, will be transferred to IEPF. Further, the rules mandate that the shares on which dividend has not been paid or claimed for seven consecutive years or more is also required to be transferred to the IEPF.
The Company has, during the year under review, has transferred Rs.76927/- against the Dividend for the Financial year 2017-18to Investor Education and Protection Fund, in compliance with the provisions of erstwhile Section 125 of Companies Act, 2013 (Section 205C Of Companies Act, 1956) which remained unclaimed by the members of the Company for a period exceeding 7 years from its due date of payment.

DETAILS OF UNCLAIMED DIVIDEND AS ON MARCH 31, 2026:-

Year	Percentage of Dividend Declared		Date of Declaration	Due date of Transfer	Amount(₹)
	Interim	Final			
2024-2025	-	40%	29/09/2025	28/10/2032	459655.43
2023-2024	-	50%	30/09/2024	29/10/2031	292541.50
2022-23	-	50%	29/09/2023	28/10/2030	163566.50
2021-22	-	25%	29/09/2022	28/10/2029	56296.00
2020-21	-	40%	30/09/2021	29/10/2028	71085.80
2019-20	-	20%	29/09/2020	28/10/2027	82718.00
2018-19	-	25%	30/09/2019	29/10/2026	84798.00

The Company is sending periodic communication to the concerned shareholders, advising them to lodge their claims with respect to unclaimed dividend. Shareholders are cautioned that once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on the website of the Company at:http://ommetals.com/#/iepf

Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company's registered office or the Company's Registrar and Share Transfer Agent (M/s. Skyline Financial Services Private Limited) for revalidation and encashment before the due dates. The details of such unclaimed dividends are available on the Company's website at www.ommetals.com. Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF.

In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website http://www.iepf.gov.in/ and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in FormIEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF, including all benefits accruing on such shares, if any, can be claimed from IEPF following the procedure prescribed in the IEPF Rules.

The Nodal Officer of the Company for coordination with IEPF Authority

Name of Nodal Officer: Mr. Vikas Kothari
Designation: Managing Director& CEO
Email ID: vikas@ommetals.com
Telephone No.:09811068101
Address: 3rdFloor, A-Block, Om Tower Church Road, MI Road Jaipur 302001

The Deputy Nodal Officer of the Company for coordination with IEPF Authority

Name of Deputy Nodal Officer: Mrs Reena Jain
Designation: Company Secretary and Compliance Officer
Email ID: cs@ommetals.com
Telephone No.: 0141-5160000
Address: 3rdFloor, A-Block, Om Tower Church Road, MI Road Jaipur 302001

o) Shares transferred to IEPF:

During the year, the Company has transferred 1494 Shares against the final Dividend for the financial year 2017-18to IEPF in accordance with IEPF rules due to dividends unclaimed for seven consecutive years.

p) Website:

The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website (www.ommetals.com). A separate section on 'Investor Relations' on the website contains details relating to the financial results declared by the Company, annual reports, presentations made by the Company to investors shareholding patterns and such other material information which is relevant to shareholders.

q)**Categories of Equity Shareholders as on 31st March 2026:**

Category	No. of Shareholders	No. of Shares held	% of Total
Promoter and Promoter Group	27	64570897	67.05%
Key Managerial Personnel	1	4000	0.00
Mutual Fund	1	3912619	4.06%
Alternate Investment Fund	0	0	0.00%
Financial Institutions/bank	0	0	0.00%
Bodies Corporate	148	4186341	4.35%
PublicIndividuals	37383	21289832	22.11%
Foreign Portfolio Investor	6	105972	0.11%
NBFC Registered with RBI	0	0	0.00%
NRIs/OCBs	515	1057208	1.10%
Public Trusts	3	9162	0.01
Hindu Undivided Family	565	981976	1.02%
Firms	37	128910	0.13%
Any Other (specify) (Clearing members)	1	25	0.00%
Any Other (specify) (IEPF)	1	56867	0.06%
Total	**38688**	**96303809**	**100.00%**

q) Prevention of Insider Trading

The Company has adopted an ' Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons' ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (The PIT Regulations).

The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations. This Code is displayed on the Company's website and can be accessed through the following link: Om Infra Ltd.

r) SEBI Complaints Redress System (SCORES):

The investors' complaints are also being processed through the centralized web base complaint redressal system of SEBI. The salient features of SCORES are availability of centralized database of the complaints, uploading online action taken reports by the company. Through SCORES the investors can view online, the action taken and current status of their complaints.

SEBI vide its Circular dated 26th March, 2018 have streamlined the process of filing investor grievances in the SCORES in order to ensure speedy and effective resolution of complaints filed therein. The said Circular can be accessed on the website of SEBI at:
https://www.sebi.gov.in/legal/circulars/mar-2018/investor-grievance-redress-mechanism-new-policy-measures_38481.html

s) **Addresses of the redressal agencies for investors to lodge their grievances:**

S.NO.	NAME OF AGENCIES	ADDRESS
1	Ministry of Corporate Affairs (MCA)	A Wing, Shastri Bhawan, Rajendra Prasad Road, New Delhi – 110 001 Tel. No.: (011) 2338 4660, 2338 4659 Website: www.mca.gov.in
2	Securities and Exchange Board of India	Plot No.C4-A, 'G' Block, Bandra-Kurla Complex,Bandra (East), Mumbai – 400 051, Tel. No.: (022) 26449000 / 40459000 / (022) 26449950 / 40459950 Fax No.: (022) 26449019-22 / 40459019-22 Toll Free Investor Helpline: 1800 22 7575 E-mail : sebi@sebi.gov.in Website: www.sebi.gov.in
3	Stock Exchanges:	
	National Stock Exchange of India Ltd.	Exchange Plaza, C-1, Block G, Bandra Kurla Complex,Bandra (E), Mumbai – 400 051 Tel. No.: (022) 26598100 - 8114 Fax No.: (022) 26598120 Website: www.nseindia.com
	BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street,Mumbai – 400 001 Tel. No.: (022) 22721233/4, (022) 66545695 (Hunting) Fax No.: (022) 22721919 Website: www.bseindia.com
4	Depositories:	
	National Securities Depository Limited	Trade World, 'A' Wing, 4th & 5th Floors,Kamala Mills Compound,Lower Parel, Mumbai – 400 013 Tel. No.: (022) 2499 4200 Fax No.: (022) 2497 6351 Email: info@nsdl.co.in Website: www.nsdl.co.in
	Central Depository Services (India) Limited	Marathon Futurex, A-Wing, 25th floor, N M Joshi Marg, Lower Parel, Mumbai – 400 013 Toll free No.: 1800-22-5533 Email: complaints@cdslIndia.com Website: www.cdslindia.com

t) In accordance with the provisions of Regulation 26 (6) of the Listing Regulations, the Key Managerial Personnel, Director(s) and Promoter(s) of the Company have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

u) Reconciliation of Share Capital Audit

A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

v) Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The Company has engaged the services of Mr. Brij Kishore Sharma (CPNo12636), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification. The Secretarial Compliance Report does not contain any qualifications, reservation or adverse remarks. The Secretarial Compliance Report has been annexed to the Board's Report forming part of this Annual Report.

w) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries

There were no Material Subsidiary Company during the Financial Year 2025-2026.

10. CEO AND CFO CERTIFICATION

As required under Regulation 17 of the Listing Regulations, the CEO/CFO certificate for the financial year 2025-26 signed by Mr. Vikas Kothari, Managing Director & CEO and Mr. Sunil Kumar Jain, CFO was placed before the Board of Directors of the Company at their meeting held on 13thMay, 2026 and is annexed to this Report.

11. COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

As required by Schedule V of the Listing Regulations, Certificate from Mr. Brij Kishore Sharma (CP No.12636), Proprietor of M/s. B K Sharma & Associates., Practicing Company Secretaries, on Corporate Governance is annexed to this Report.

12. CODE OF CONDUCT

The members of the board and senior management personnel have affirmed the compliance with the Code applicable to them during the year ended March 31, 2026. The Annual Report of the Company contains a Certificate by the Managing Director in terms of Regulation 26 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 based on the compliance declarations received from Independent Directors, Non-Executive Directors and senior management.

13. CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I, hereby confirm and declare that in terms of Regulation 26 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board Members and Senior Managerial Personnel of the Company have affirmed compliance with the Code of Conduct for Board of Directors and Senior Management Personnel for the financial year 2025-26.

Vikas Kothari
(Managing Director& CEO)
DIN: 00223868

Place: Delhi
Date: 13.05.2026

Certificate on Corporate Governance

To
The Members,
Om Infra Limited
3rd Floor, A-Block, Om Tower
Church Road, M.I. Road,
Jaipur-302001(Rajasthan)

We have examined the compliance of Corporate Governance by **Om Infra Limited** ("the Company") for the year ended on March 31, 2026 as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 andparaC,DandEof Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

The compliance of conditions of the Corporate Governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring the compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. We have examined the documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 andparaC, DandEofSchedule V of the Listing Regulations during the year ended March 31, 2026.

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

For **B K SHARMA AND ASSOCIATES**
Company Secretaries
Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA
Proprietor
Membership No. : FCS - 6206
CP No.: 12636
Peer Review **Certificate No**.: 6711/2025
UDIN: F006206H000346843

Place: Jaipur
Date: 13th May, 2026

CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

Ref: Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors
Om Infra Limited

We hereby certify that as required by Regulation 17 (8) read with Schedule II Part B of the Listing Regulations on the basis of the review of the financial statements and the cash flow statement for the financial year ended 31st March, 2026 and that to the best of our knowledge and belief:,

A. This is to certify that the financial statements and the cash flow statement of the Company for the year ended 31st March, 2026 and that to the best of our knowledge and belief:
   a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) These statements together present a true and fair view and are in compliance with existing accounting standards, applicable laws and regulations;

B. This is to certify that no transactions entered during the year 2025-26 which are fraudulent, illegal violative of the company's code of conduct, to the best of our knowledge and belief;

C. This is to certify that we accept responsibility for establishing and maintaining internal controls for financial reporting and we had evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we had disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we had taken or propose to take to rectify these deficiencies;

D. This is to certify that we have indicated to the auditors and the Audit committee :
   a) significant changes in internal control over financial reporting during the year 2025-26
   b) significant changes in accounting policies during the year 2025-26 and that the same have been disclosed in the notes to the financial statements; and
   c) instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting

	Vikas Kothari	**Sunil Kumar Jain**
Place: Delhi	**(Managing Director &CEO)**	**(Chief Financial Officer)**
Date:13.05.2026	**DIN: 00223868**	

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,

The Members of
OM INFRA LIMITED
3rd Floor, A-Block, Om Tower
Church Road, M I Road,
Jaipur-302001 (Rajasthan)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Om Infra Limited (CIN: L27203RJ1971PLC003414) having registered office at 3rd Floor, A-Block, Om Tower Church Road, M I Road, Jaipur-302001 (Rajasthan) (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 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 & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of the company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1.	Mr. Dharam Prakash Kothari Whole-time Director	00035298	01/05/2017
2.	Mr. Sunil Kothari Whole-time Director	00220940	12/08/2016
3.	Mr. Vikas Kothari Managing Director	00223868	02/09/2020
4.	Mr. Kamlesh Kumar Singh Independent Director	03146381	29/09/2025
5.	Ms. Saloni Kala Independent Director	08696349	14/02/2020
6.	Mr. Ramakanta Tripathy Independent Director	03131763	26/02/2024

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 **B K SHARMA AND ASSOCIATES**
Company Secretaries
Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA
Proprietor
Membership No. : FCS - F6206
CP No.: 12636
Peer Review Certificate No.: 6711/2025
UDIN:F006206H000346821

Date: 13th May, 2026
Place: Jaipur

Independent Auditor's Report

To The Members of Om Infra Limited

Report on the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying Standalone Financial Statements of **Om Infra Limited ("the Company"), which includes its 9 Joint Operations**, which comprise the Balance Sheet as at 31st March, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year ended 31 March, 2026, and notes to the Standalone Financial Statements including a summary of significant accounting policies and other explanatory information. Company's Financial statements includes financial statements of 9 Joint Operations audited by other auditors, report of which have been furnished to us. Our opinion, in so far as it relates to the affairs of such Segment is based solely on the report of other auditors.

In our opinion and to the best of our information and according to the explanations given to us, except for the matter described in the Basis for Qualified Opinion section and based on the considerations of the other auditor's on separate financial statements of Joint Operations referred to in "Other matters" section below , the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the act") the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the act read with the companies (Indian Accounting Standards) , Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and the profit, and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the "Other Matters" section below, is sufficient and appropriate to provide a basis for our qualified opinion on the Standalone Financial Statements. The basis for our qualified opinion is as follows:

1 The Company has recognised unbilled revenue of ₹5116.73 lakhs for the period ended 31 March 2026, out of which necessary approvals for unbilled revenue of ₹2885.28 lakhs from the respective project authorities were not available as at the reporting date; In the absence of such approvals, consequently, we are unable to verify the same. Accordingly, our opinion has been modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended on 31st March , 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
1.Revenue Recognition **Other Than Real Estate** There are significant accounting judgements including estimation of costs to complete, determining the stage of completion and the timing of revenue recognition. The Company recognizes revenue and profit/loss on the basis of stage of completion based on the milestone approved by project authority. Cost contingencies are included in these estimates to take into account specific uncertain risks, or disputed claims against the Company, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the contract life and adjusted where appropriate. Refer to Note no. 34 & 50 Of Standalone Financial Statements.	**Principal Audit Procedures** **Other Than Real Estate** We performed the following procedures for selected contracts of customers as sample: • Identification of distint performance obligation and evalute the process of estimation of cost to complete of selected contracts. We also reviewed the process of revenue recognition used in recording and disclosing revenue in accordance with company's accounting policies and revenue accounting standard. • For the sample selected, reviewing for change orders and the impact on the estimated costs to complete; • Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.
Real Estate Revenue from sale of constructed properties is recognised at a 'Point of Time', when the Company satisfies the performance obligations, which generally coincides with completion/possession of the unit. Recognition of revenue at a point in time based on satisfaction of performance obligation requires estimates and judgements regarding timing of satisfaction of performance obligation, allocation of cost incurred to segment/units and the estimated cost for completion of some final pending works. Due to judgement and estimates involved, revenue recognition is considered as key audit matter.	**Real Estate** Our audit procedures on revenue recognition from real estate included the following: • We verified performance obligations satisfied by the Company; • We tested flat buyer agreements/sale deeds, occupancy certificates (OC), project completion, possession letters, sale proceeds received from customers to test transfer of controls; • We conducted site visits during the year to understand status of the project and its construction status; • We verified calculation of revenue to be recognised and matching of related cost; • We verified allocation of common cost to units sold and estimates of cost yet to be incurred before final possession of units.

Key Audit Matter	Auditor's Response
3. Recoverability of Indirect and Direct tax receivables	**Principal Audit Procedures**
As at March 31, 2026, non-current assets in respect of withholding tax and others include Cenvat recoverable amounting to Rs 1255.17 Lacs (P.Y. Rs. 844.25 Lacs) which are pending for adjudication and current excess input of GST Rs 800.93 Lacs (P.Y. Rs.556.94 Lacs).	We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution. **We have checked the reconciliation prepared by management for GST input, but same reconciliations are not matched with books.**

Emphasis of Matter

1 Company's creditors have not submitted their status regarding classification as Micro, Small, and Medium Enterprises (MSME) under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006. Under the MSMED Act, the company is required to provide for interest on delayed payments to MSME creditors. Due to the lack of information on the classification of these creditors, the company has not been able to make the necessary interest provisions. This omission could have financial and legal implications, including potential non compliance with the Act. We did not modify our opinion on the same.

2 The Company has not obtained Work Completion Certificates for the majority of its project sites. In the absence of such documentation, we are unable to comment on the completion status of these projects. Our opinion is not modified in respect of this matter.

3 The Company has not obtained balance confirmations from debtors and creditors. Consequently, we are unable to independently verify the accuracy of the outstanding balances as at the balance sheet date. However, we have reviewed the underlying invoices and corresponding payment records, and based on our audit procedures, we are satisfied with the recoverability and payability of such balances. Our opinion is not modified in respect of this matter.

4 As stated in Note no. 57(a) to the financial statements, The Company's non-current investments as at 31 March 2026 include investments aggregating Rs. 5589.70 Lacs and advances amounting to Rs. 6032.62 Lacs (Previous Year: Rs.6024.00 Lacs) in its subsidiary, Bhilwara Jaipur Toll Road Private Limited. These investments and advances are considered good and recoverable by the management.

The Special Purpose Vehicle (SPV) has filed for termination with the respective authority and claimed the amount invested along with termination payments as per the concession agreement, amounting to Rs. 61,200.00 Lakhs. The arbitrator has awarded Rs. 77,943.00 Lakhs in favour of the SPV. Out of this awarded amount, the SPV has received Rs. 25,054.00 Lakhs to comply with the commercial court's order. This amount has been used to repay loans and cover other expenses. Amount Received from PWD is treated as current liability in Financial statements of SPV.

However, neither the arbitration award nor the amount received from the government has been accounted for in the SPV's financial statements as of the balance sheet date. This is because the Public Works Department (PWD) has challenged the arbitrator's award in an appeal to the High Court. Given the ongoing legal proceedings, the recognition of this amount in the financial statements has been deferred until there is a final resolution of the case. Our opinion is not modified in respect of the same.

5 As Stated note no. 57(b) to the financial statements, The Company's non-current investments as at 31 March 2026 include investments aggregating Rs. 2.50 Lacs and advances amounting to Rs. 748.43 Lacs (Previous Year: Rs. 748.43 Lacs) in its Joint Venture, Gurha Thermal Power Company Limited. These investments and advances are considered good and recoverable by the management.

The Joint Venture has filed for termination with the respective authority (DISCOMS) and has claimed the amount invested along with termination payments. Initially, the Rajasthan Electricity Regulatory Commission (RERC) dismissed the claim. Subsequently, the Joint Venture preferred an appeal before the Appellate Tribunal for Electricity (APTEL).

APTEL ruled in favour of the Joint Venture, awarding a total of Rs. 5,390.92 Lakhs, inclusive of interest. However, this verdict has not been accounted for in the Joint Venture's financial statements as of the balance sheet date. The decision has not been recognized in the financial statements due to an appeal filed against the APTEL's verdict in the Honourable Supreme Court. As the final outcome remains uncertain, the Joint Venture has deferred the recognition of the awarded amount in its financial records. Our opinion is not modified in respect of the same.

Other Matter

(i) As per **Annexure C** which is seprately attached to this report, The Company has prepared a separate set of statutory financial statements for nine joint operations for the year ended 31 March 2026 in accordance with IND AS. These financial statements have been audited by other auditors under generally accepted auditing standards applicable in India. We did not separately audit these financial statements of joint operations included in the standalone financial results, whose financial statements reflect total assets of Rs. 11049.83 Lacs as at 31 March 2026, total income of Rs. 16050.38 Lacs, and net loss after tax of Rs. 71.85 Lacs for the year ended on that date, as considered in these standalone financial results. Our opinion, in so far as it relates to the amounts and disclosures included for these joint operations, is based solely on the reports of the other auditors and the conversion adjustments prepared by the management of the Company, which have been audited by us. Our opinion is not qualified in respect of this matter.

(ii) As stated in note no 65 to the financial statements, The Company made claims against customer/parties/subsidiaries/Joint ventures which represents work done in earlier years or loss of interest or any other matter which are either in dispute or yet to be finalized by both the parties amounting to Rs. 52771.23 Lacs net off counter claims of Rs. 1805.72 lacs. Outcome of such claims are presently unascertainable. No adjustment has been made in the standalone financial statements. Our opinion is not qualified in respect of this matter.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

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

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial statements that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software.

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

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

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

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

− Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

− Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.

− Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

– Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditionsthat may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls with reference to financial statements 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 Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1 As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 As required by Section 143(3) of the Act, based on our audit, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c) The report(s) on the accounts of the segments office(s) i.e joint operations of the Company audited under section 143 (8) of the Act, by the branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

d) The Balance Sheet, the Statement of Profit and Loss including Other comprehensive income, statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from the Joint operations, not visited by us.

e) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

f) On the basis of the written representations received from the directors as on 31st March ,2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

g) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls with reference to Standalone Financial Statements.

h) 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 read with Schedule V of the Act

i) 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:

a) The company has disclosed the impact of pending litigation on its financial position in its Financial Statement as referred in Note no. 51 to the Standalone Financial Statement.

b) The Company has made provisions, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on Long Term Contracts including derivative contracts.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

d)

a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities (‘the 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 (‘the Ultimate Beneficiaries’) or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

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

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

e) The final dividend proposed for the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable

As stated in Note no. 69 to the Standalone Financial Statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

f) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
Date: 13-05-2026
Place: Delhi
UDIN: 26431571JCKBUB6866

"**ANNEXURE A**"

To The Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the company and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit. In preparing the report, we have considered the report made under the aforesaid order by other auditors, who have audited the financial statements of 9 Joint Operations , we report that:

(i) In respect of Property, Plant & Equipment:

a.

A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.

B.The Company does not have any intangible assets during the year. Accordingly, the requirements of clause 3(i)(a)(B) of the Companies (Auditor's Report) Order, 2020 relating to maintenance of proper records of intangible assets are not applicable to the Company.

b. The Property, Plant & Equipment are generally physically verified during the year by management in accordance with a program of verification, the frequency of verification is reasonable having regard to the size of the company and the nature of its fixed assets. According to the information and explanations given to us, Company has not conducted physical verification of Property, Plant & Equipment since seven years.

c. According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) are held in the name of the Company as at the balance sheet date.

Except above, In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company. (Such carrying amount is included in above mentioned amount)

(₹ in Lacs)

Description of property	**Gross Carrying Value**	**Net Carrying Value**	**Held in the name of**	**Whether promoter, Director or their relative or employee**	**Period held**	**Reason for not being held in the name of company**
NBCC Plaza, Delhi	2100	838.09	Om Ratnakar Private Limited (Pending for Registration)	No	9 years	The property can not be registered under the name of company as there are some judicial proceedings continuing against the whole building.

d. The Company has not revalued its Property, Plant and Equipment and Right of Use assets or intangible assets during the year.

e. No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

(ii)

a) The management generally conducts physical verification of inventory at reasonable intervals during the year. We have relied on report of agencies of specialized monitoring (ASM) P.C. Modi & Co. and as per their report physical verification has been conducted on regular basis. No discrepancies of 10% or more in aggregate for each class of inventory were noticed in respect of such physical verification.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of 5 crore, in aggregate, at points of time during the year, from banks on the basis of security of current assets. In our opinion and according to information and explanations given to us, and as disclosed in note no. 28 of the Standalone Financial Statements, the quarterly returns or statements filed by the Company with such banks are not in agreement with the books of account of the Company of the respective quarters

(₹ in Lacs)

Quarter Ending	**Value as per books of account**	**Value as per quarterly return/statement**	**Discrepancy**
Inventory & Book Debts			
Q1	44278.09	34968.91	9309.17
Q2	39594.33	29116.27	10478.06
Q3	42396.48	34235.59	8160.89
Q4	41719.58	35317.47	6402.11

(iii) The Company has made investments in, provided guarantee or security and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, in respect of which:

a) During the year the Company has provided loans, advances in the nature of loans, stood guarantee and provided security to companies as follows:

(₹ in Lacs)

Particulars	**Guarantees**	**Security**	**Loans**	**Advances in the nature of loans**
Aggregate amount granted/ provided during the year				
a. Subsidiary	0.00	0.00	16.40	8.62
b. Joint operations	2967.38	0.00	0.00	0.00
c. Joint Venture and Associates	0.00	0.00	0.00	0.00
d. others	0.00	0.00	0.00	0.00
Balance outstanding as at balance sheet date in respect of above cases				
a. Subsidiary	0.00	0.00	24130.34	6032.62
b. Joint operations	10588.88	0.00	0.00	0.00
c. Joint Venture and Associates	264.00	0.00	748.43	0.00
d. others	0.00	0.00	0.00	0.00

b) During the year the investments made, guarantees provided and the terms and conditions of the grant of all loans, investments and guarantees to companies are not prejudicial to the Company's interest.

c) The schedule of repayment of the principal and the payment of the interest has not been stipulated of loans granted and hence we are unable to comment as to whether repayment/ receipt of the principal amount and the interest are regular.

d) In the absence of stipulated schedule of repayment of principal and payment of interest, we are unable to comment as to whether there is any amount which is overdue for more than 90 days and whether reasonable steps have been taken by the company for recovery of the principal amount and interest.

e) The schedule of repayment of the principal and the payment of the interest has not been stipulated of loans granted during the year or any outstanding loan since previous year and hence we are unable to comment as to whether any loan is fallen due during the year or not.

f) Company has granted loans without specifying any terms or period of repayment to Subsidiaries and Joint ventures which amount to 100 % of Loans granted.

(iv) According to information and explanation given to us and based on the legal opinion obtained by the company that the company being a company engaged in the business of providing infrastructure facilities in terms of section 186, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantee and security as applicable.

(v) The Company has neither accepted deposits from the public nor accepted any amount which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to the manufacturing activities and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. However, we have not made a detailed examination of the cost records with a view to determining whether they are accurate or complete.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, GST, duty of customs, duty of excise duty, value added tax, cess have been regularly deposited to the appropriate authorities.

(b) According to the information and explanations given to us and the records of the company examined by us, the dues outstanding in respect of income-tax, sales-tax, service tax, duty of excise and Wealth Tax on account of any dispute, are as follows:

Nature of the Statute	**Forum where dispute is pending**	**Demand Amount (Rs. in Lacs.)**	**Amount paid under protest (Rs. in lacs.)**	**Period to which the amount relates**
Central Sales Tax Act, 1956. and Sales Tax/VAT/GST Act of various states	High Court	16.91	0.00	2003-04
	Board of West Bengal	177.49	0.00	2009-10
	GST Appeal	308.46	30.85	2017-18 to Nov-23
Income Tax Act, 1961	CIT Appeal	1160.18	982.63	A.Y. 2015-16 to 2021-22
SPML-OM Metals (JV)				
CGST/SGST ACT	GST Appeal	98.37	9.84	2017-18 to 2020-21
Service Tax Act, 1994	Comissioner Appeal	17.92	1.79	Apr-2016 to Jun 2017
OMIL - WIPL JV				
CGST/SGST ACT	GST Appeal	450.30	0.00	F.Y. 2020-21
OMIL-JSC JV Kameng				
CGST/SGST ACT	Application under Appeal	79.52	8.34	F.Y. 2017-18
Sales tax Authority	Board of West Bengal	28.84	Nil	A.Y. 2008-09
		19.95	Nil	A.Y. 2009-10

Note 1) Amount as per demand orders including interest and penalty wherever mentioned in the order except show cause.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) a. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

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. (Also refer Note No. 23 to the standalone financial statements).

c. According to the records of the Company examined by us and the information and explanations given to us, the Company has obtained term loans and applied for the purpose for which they were taken.

d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

e. According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, associates or joint venture.

f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) a. The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) and hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

b. During the year, the Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(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 whistle-blower complaints during the year.

(xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the 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 standalone financial statements as required under Indian Accounting Standard 24 “Related Party Disclosures” specified under Section 133 of the Act in note no. 52 of the standalone financial statements.

(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. We have considered, the internal audit reports issued during the year and till the date of the audit report covering period upto 31st March, 2026.

(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 Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(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.

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

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

(xix) According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note no. 70 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone 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) The Company has fully spent the required amount towards Corporate Social responsibility (CSR) and there are no unspent CSR amounts for the year requiring a transfer to a fund specified in Schedule VII of the Act or special account in compliance with the provision of sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) 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.

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
Date: 13-05-2026
Place: Delhi
UDIN: 26431571JCKBUB6866

"ANNEXURE B"

To The Independent Auditor's Report
(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls with reference to Standalone Financial Statements of **Om Infra Limited ("the Company")** which includes its joint operations as at 31st March, 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 Control Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the company's business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

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 and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's IFCOFR 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 IFCOFR 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 with refrence to Standalone Financial Statements

Because of the inherent limitations of IFCOFR, 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 IFCOFR to future periods are subject to the risk that IFCOFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Qualified Opinion

In our opinion, except for the possible effects of the material weakness described in the Basis for Qualified Opinion section, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI).

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
Date: 13-05-2026
Place: Delhi
UDIN: 26431571JCKBUB6866

Annexure C **(Rs. In Lacs)**

NAME OF JOINT OPERATIONS / JOINT VENTURE	Total Assets	Total Income	Net Profit After Tax
1. SPML-OM METALS (JV) Ujjain (100%)	288.09	511.73	-10.73
2. Om Metals SPML Joint Venture Rwanda (100%)	756.80	276.66	-145.53
3. Omil-JV Shahpurkhandi (98%)	5220.41	10311.18	-79.01
4. OMIL - WIPL JV ISARDA (50%)	633.82	2396.87	31.90
5. Om metals SPML JV-Ghana (100%)	3.44	0.01	0.01
6. OMIL+JSC-(JV) Kameng (60%)	20.90	21.87	62.70
7. OMIL-JWIL-VKMCPL (JV) (51%)	1007.79	217.18	0.22
8. HCC-OMIL JV (50%)	1996.37	1620.91	21.13
9. BRCCPL-OMIL-DARA JV (59%)	1122.21	693.97	47.46
Total	**11049.83**	**16050.38**	**-71.85**

OM INFRA LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in Lacs)

Particulars	Note No	As On 31.03.2026	As On 31.03.2025
I. ASSETS			
Non-Current Assets			
(a) Property, Plant And Equipment	4	5005.21	5048.50
(b) Investment Property	5	5829.08	5626.86
(c) Capital Work-In-Progress	6	148.64	97.97
(d) Intangible Assets	7	0.00	0.00
(e) Right To Use	8	50.93	67.91
(f) Financial Assets			
(i) Investments	9	15664.44	14033.23
(ii) Loans	10	24878.77	24890.38
(iii) Other Financial Assets	11	742.57	722.48
(g) Deferred Tax Assets			
(h) Other Non-Current Assets	12	1467.58	895.39
Total Non-Current Assets		**53787.22**	**51382.71**
Current Assets			
(a) Inventories	13	10955.07	10399.53
(b) Financial Assets			
(i) Investments			
(ii) Trade Receivables	14	30764.51	28313.92
(iii) Cash And Cash Equivalents	15	1802.96	2550.27
(iv) Bank Balances Other Than (iii) Above	16	5672.23	5233.02
(v) Loans & Advances	17	6032.62	6024.00
(vi) Other Financial Assets	18	65.48	64.07
(c) Current Tax Assets (Net)	19	1462.80	2249.55
(d) Other Current Assets	20	1825.08	1356.15
Total Current Assets		**58580.74**	**56190.50**
Total Assets		**112367.96**	**107573.21**

Significant Accounting Policies and Notes To The Financial Statements **1 - 71**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN:00035298)

Vikas Kothari
(MD & CEO)
(DIN : 00223868)

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

S.K.Jain
(CFO)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Note No	As On 31.03.2026	As On 31.03.2025
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	21	963.04	963.04
(b) Other Equity	22	78501.36	76738.65
Total Equity		**79464.40**	**77701.69**
Non-Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	23	694.47	1029.17
(ii) Lease Liability	8	18.54	26.69
(iii) Other Financial Liabilities	24	2965.18	1303.83
(b) Provisions	25	107.14	80.23
(c) Deferred Tax Liabilities(Net)	26	3789.54	3894.81
(d) Other Non Current Liability	27	1355.27	0.00
Total Non-Current Liabilities		**8930.16**	**6334.72**
Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	28	8354.73	6741.25
(ii) Trade payables	29		
A) Total Outstanding Dues Of Micro Enterprises And Small Enterprises		941.19	568.77
B) Total Outstanding Dues Of Creditors Other Than Micro Enterprises And Small Enterprises;		9116.87	11447.66
(iii) Lease Liability	8	12.00	12.00
(iv) Other Financial Liabilities	30	2167.32	1975.54
(b) Provisions	31	74.96	54.62
(c) Current Tax Liabilities (Net)	32	101.47	0.00
(d) Other Current Liabilities	33	3204.86	2736.96
Total Current Liabilities		**23973.40**	**23536.80**
Total Liabilities		**32903.56**	**29871.52**
Total Equity And Liabilities		**112367.96**	**107573.21**

Significant Accounting Policies and Notes To The Financial Statements **1 - 71**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

Dharam Prakash Kothari
(Chairman)
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(DIN : 00223868)

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

S.K.Jain
(CFO)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in Lacs)

Particulars	Note No	2025-26	2024-25
Income			
Revenue From Operations	34	46842.38	66627.77
Other Income	35	1627.67	3166.16
Total Income		**48470.05**	**69793.94**
Expenses			
Manufacturing , Construction And Operating Expenses			
i)Cost Of Raw Materials Components Consumed	36	17225.71	26540.82
ii)Construction Materials Consumed	37	11.91	64.32
iii)Purchase Of Stock In Trade	38	42.61	177.85
iv)Stores, Spares And Tools Consumed	39	1463.50	1599.24
v)Changes In Inventories Of Finished Goods, Work-In-Progress And Stock-In-Trade	40	(216.96)	1235.08
vi)Other Manufacturing,Construction And Operating Expenses	41	17792.80	25856.27
Employee Benefit Expense	42	4238.78	3993.05
Financial Costs	43	1899.14	2187.29
Depreciation,Amortization, Impairment And Obsolescence Expenses	44	479.10	558.75
Sales, Administration And Other Expenses	45	3192.89	3803.60
Total Expenses		**46129.49**	**66016.28**
Profit/(Loss) Before Tax		**2340.57**	**3777.65**
Tax Expense/ Benefits			
Current Income Tax		267.63	289.15
Deferred Tax	26	(107.55)	(121.76)
Net Profit/(Loss) For The Year After Tax		**2180.48**	**3610.27**

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Note No	2025-26	2024-25
Other Comprehensive Income	46		
A i) Items That Will Not Be Reclassified To Profit Or Loss		7.99	(9.33)
ii) Income Tax Relating To Items That Will Not Be Reclassified To Profit Or Loss		(2.29)	2.67
Total (A)		**5.70**	**(6.66)**
B i) Items That Will Be Reclassified To Profit Or Loss		(38.23)	(173.34)
ii) Income Tax Relating To Items That Will Be Reclassified To Profit Or Loss		0.00	0.00
Total (B)		**(38.23)**	**(173.34)**
Total Other Comprehensive Income / (Loss)		**(32.52)**	**(180.01)**
Total Comprehensive Income / (Loss)		**2147.96**	**3430.26**
Earnings Per Equity Share (EPS)	53		
Basic Earnings Per Equity Share		2.26	3.56
Diluted Earnings Per Equity Share		2.26	3.56
Face Value Per Equity Share		1.00	1.00

Significant Accounting Policies and Notes To The Financial Statements **1 - 71**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

Dharam Prakash Kothari
(Chairman)
(DIN:00035298)

Vikas Kothari
(MD & CEO)
(DIN : 00223868)

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

S.K.Jain
(CFO)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in Lacs)

PARTICULARS	For the year ended	
	2025-26	2024-25
Cash Flows From/Used In Operating Activities		
Profit/(Loss) Before Tax	2340.57	3777.65
	2340.57	**3777.65**
Adjustments For Reconcile Profit/(Loss)		
Add:-		
Depreciation, Amortizations and Impairments	479.10	624.73
Interest Paid	1899.14	2187.29
Non Cash Expenses	104.72	19.40
	2482.97	**2831.42**
Less:-		
Interest Receipt	504.04	379.02
Profit on Sale of Property, Plant & Equipment or	0.00	1106.05
Dividend Received	0.05	0.04
Non Cash Income and other Adjustments	3.77	33.95
	507.85	**1519.06**
Operating Profit Before Working Capital Changes	**4315.68**	**5090.02**
Decrease/(Increase) in Working Capital	(5214.36)	(3725.95)
Other Adjustments	783.09	(221.45)
	(115.59)	**1142.61**
Less:-		
Direct Taxes Paid or Direct Taxes Paid (Net of Refund)	(620.59)	884.64
Net Cash Flow From Operating Activities	**505.00**	**257.97**
Cash Flow From Investing Activities :		
Sale of Property, Plant and Equipment,Capital WIP, Investment Property and Intangible Assets	3.05	1414.49
Purchase of Property, Plant and Equipment,Capital WIP, Investment Property and Intangible Assets	(674.99)	(195.40)
Sale of Investments	0.00	48.54
Purchase of Investments	(1702.56)	0.00
Loans And Advances (Received/(Provided))	2.99	1325.08
Increase/(Decrease) of Other Non Current Financial Assets	(20.10)	200.36
Dividend Received	0.05	0.04
Interest received	493.17	366.78
Net Cash Flow From/Used In Investing Activities	**(1898.39)**	**3159.89**

OM INFRA LIMITED

(₹ in Lacs)

PARTICULARS	Year Ended	
	2025-26	2024-25
Receipt/(Payment) Long Term Borrowings	(334.70)	(366.69)
Receipt/(Payment) Of Lease Liabilities	(13.50)	(18.60)
Receipt/(Payment) Of Short Term Borrowings	1613.47	325.37
Increase/(Decrease) of Other Non Current Financial Liabilities	1661.36	261.14
Interest And Bank Commission paid	(1895.29)	(2179.85)
Dividend Paid	(385.26)	(481.52)
Net cash used in Financing Activities	**646.08**	**(2460.15)**
Increase/(Decrease) in cash and cash Equivalents		
A. Cash Flow from Operating Activities	505.00	257.97
B. Cash Flow from Investing Activities	(1898.39)	3159.89
C. Cash Flow from Financing Activities	646.08	(2460.15)
Net Increase / Decrease in Cash Flow During The Year	(747.31)	957.72
Cash and Cash Equivalents at Beginning of The Year	2550.27	1592.55
Cash and cash equivalents at end of the year (Refer Note:)	**1802.96**	**2550.27**

Note :
1 Cash and cash equivalent at the end of the year consist of cash in hand and balances with banks and are net of short term loans and advances from banks as follows :

Particulars	As On 31.03.2026	As On 31.03.2025
Balances with Banks		
On Current Account	726.69	2047.38
On Term Deposit accounts with maturity less then 3 months	1061.77	478.98
Cash in Hand	14.49	23.91
	1802.96	**2550.27**

Non Cash Expenses and Adjustments		
Gratuity & Leave Encashment	54.72	19.40
Others	50.00	0.00
	104.72	**19.40**

Non Cash Income and other Adjustments		
Fair Value Loss	0.00	0.00
Share of Profit and Loss from Partnership Firm	3.77	4.36
Gain on Derecognition of Rou Assets and Lease Liability	0.00	29.59
	3.77	**33.95**

Working Capital Changes		
(Increase)/Decrease of Inventories	(555.54)	634.07
(Increase)/Decrease of Trade and Other Receivable	(2450.59)	(4811.49)
(Increase)/Decrease of Other Current Financial Assets	(1.40)	(27.62)
(Increase)/Decrease of Other Current Assets	(468.93)	163.37
Increase/(Decrease) of Trade and Other Payable	(1958.37)	1858.39
Increase/(Decrease) of Other Current Financial Liabilities	191.79	168.50
(Increase)/Decrease in Bank Balances other than Cash and Cash Equivalents	(439.21)	221.32
Increase/(Decrease) of Other Current Liabilities	467.90	(1932.49)
	(5214.36)	**(3725.95)**

Other Adjustments		
(Increase)/Decrease of Other Non Current Assets	(572.19)	(15.89)
Increase/(Decrease) of Other Non Current Liabilities	1355.27	(205.57)
	783.09	**(221.45)**

2. The previous year's figures have been reCompanyed, rearranged wherever necessary in order to confirm to current year's presentation

Significant Accounting Policies and Notes to the financial statements **1 - 71**

Signed in terms of our report of even date annexed

Statement of Cash Flows has been prepared under the indirect method as set out in the IND AS 7 "Statement of Cash Flows"as specified in the Companies (Indian Accounting Standard) Rules,2015

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN:00035298)

Vikas Kothari
(MD & CEO)
(DIN : 00223868)

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

S.K.Jain
(CFO)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

Statement Of Changes In Equity As At 31st March, 2026

A. Equity Share Capital (₹ in Lacs)

Particulars	As at 01.04.2024	Movement during the year	As at 31.03.2025	Movement during the year	As at 31.03.2026
Share Capital	963.04	0.00	963.04	0.00	963.04

B. Statement Of Changes In Equity (₹ in Lacs)

Particulars	Reserve & Surplus				Other Comprehensive Income			Revenue Grant	Capital Contribution	Total
	Capital Reserve	Security Premium Reserve	General Reserve	Retained Earnings	Acturial loss	Share valuation	FCTR			
Balance as on 01.04.2024	**12318.11**	**12247.65**	**2450.00**	**47596.61**	**(14.84)**	**6.42**	**(814.03)**	**0.00**	**0.00**	**73789.91**
Profit For The Year				3610.27			613.02			**4223.29**
Other Comprehensive Income For The Year					(8.55)	(0.78)	(173.34)			**(182.68)**
Deferred Tax On OCI					2.45	0.22				**2.67**
Dividend				(481.52)						**(481.52)**
OCI of Hotel										**0**
Reserve transfer of JV'S				(613.02)						**(613.02)**
Balance as on 31.03.2025	**12318.11**	**12247.65**	**2450.00**	**50112.34**	**(20.94)**	**5.86**	**(374.35)**	**0.00**	**0.00**	**76738.65**
Profit For The Year				2180.48						**2180.48**
Other Comprehensive Income For The Year					7.46	0.53	(38.23)			**(30.24)**
Deferred Tax On OCI					(2.13)	(0.15)				**(2.29)**
Dividend				(385.26)						**(385.26)**
Balance as on 31.03.2026	**12318.11**	**12247.65**	**2450.00**	**51907.56**	**(15.61)**	**6.23**	**(412.58)**	**0.00**	**0.00**	**78501.36**

Significant Accounting Policies and Notes To The Financial Statements 1 - 71
Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

Dharam Prakash Kothari
(Chairman)
(DIN:00035298)

Vikas Kothari
(MD & CEO)

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

Sunil Kothari
(Vice Chairman)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2026 AND STATEMENT OF PROFIT AND LOSS AND ALSO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2026

1 Company Overview:

Om Infra Limited (Company) is in the field of turnkey execution - from design, detail engineering, manufacture, supply, installation, testing and commissioning of complete range of Hydro mechanical equipment of hydroelectric power and irrigation projects with its manufacturing facilities located at Kota Rajasthan and project sites.

Om Infra Limited is a Public Limited company registered under Companies Act, 1956, listed in Bombay Stock Exchange and National Stock Exchange. The registered office of company is situated at 3rd Floor, A-Block, Om Tower Church Road, MI Road Jaipur Rajasthan- 302001.

2 Statement of Significant Accounting Policies:

2.01 Statement of Compliance:

Standalone Financial Statements have been prepared inaccordance with the accounting principles generally acceptedin India including Indian Accounting Standards (Ind AS)prescribed under the section 133 of the Companies Act,2013 read with rule 3 of the Companies (Indian AccountingStandards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016.

The aforesaid financialstatements have been approved by the Board of Directors in the meeting held on 13th May,2026.

2.02 Basis of Preparation and Presentation:

The Standalone Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of eachreporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an assetor paid for transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for sharebased payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fairvalue but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1 input are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

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

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year figures reported in the statement.

2.03 Use of Estimates & Judgements:

(a) The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed. Accounting estimates could change from period to period.

Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

(b) Estimation of uncertainities relating to the global health pandemic from COVID-19.

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues and investment in subsidiaries. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

2.04 Basis of Classifications of Current and Non-Current:

All the assets and liabilities have been classified as current or non-current in the balance sheet.

An asset has been classified as current if (a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is expected to be realized within twelve months after the reporting date; or (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current.

A liability has been classified as current when (a) it is expected to be settled in the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is due to be settled within twelve months after the reporting date; or (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.05 Recent Accounting Pronouncements

The below amendments to the existing standard which are notified by Ministry of Corporate affairs but are not yet effective:

Amendment to Ind AS 1 'Presentation of Financial Statements'- Classification of Liabilities as current or non-current and non-current liabilities with covenants. The amendment includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, retrospectively, as outlined below:

a) Breach of material covenant for long-term loan arrangement on or before end of reporting period with effect that liability becomes payable on demand as on reporting date, then it shall be classified as current liability, if lender agreed after reporting period and before approval of financial statements to not demand payment as a consequence of breach.

b) Classify as non-current liability, if lender agreed by end of reporting period to provide grace period ending at least 12 months after reporting period within which entity can rectify the breach provided lender does not demand immediate repayment.

c) Disclose information about the timing of settlement to understand the impact of the liability on the financial statements.

The Company does not expect this amendment to have an impact on its operations or financial statements.

2.06 Revenue Recognition:

Company mainly derives business from executing turnkey projects and sale of goods and services. Company is also in the business of real estate sector, manufacturing of plastic caps and hotel business activities.

Effective April 1, 2018, the Company adopted Ind AS 115 “Revenue from Contracts with Customers” using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The following is a summary of new and/or revised significant accounting policies related to revenue recognition. Refer Note 1 “Significant Accounting Policies,” in the Company’s 2018 Annual Report for the policies in effect for revenue prior to April 1, 2018. The effect on adoption of Ind AS 115 was insignificant.

IND AS 115 lays down five step model for revenue recognition which is as follows:

1. Identify contract with customer
2. Identify performance obligations
3. Determine transaction price
4. Allocate transaction price to different performance obligations
5. Revenue recognition

A. Engineering Segment

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

• Sale of Goods or Services

In case of sale of goods performance obligation is satisfied when control is transferred to customer and recoverability of amount is probable. Transaction price is same as invoice value excluding taxes. Revenue is recognized as and when performance obligation is satisfied.

In case of sale of service performance obligation is satisfied when work is executed, customer approves the work performed and recoverability of amount is probable. Transaction price is same as invoice value excluding taxes. Revenue is recognized as and when performance obligation is satisfied.

The company accounts for discounts and pricing incentives to customers as a reduction of revenue based on the ratable allocation of the discounts/ incentives to each of the underlying performance obligation that corresponds to the progress by the customer towards earning the discount/ incentive. Such situation generally does not arise in company.

• Accounting of Turnkey Projects

Trunkey projects includes building of dam, canals, power house boards building dam gates etc. in executing turnkey projects many revenue emerges like direct contacts price which is mentioned, claims for arbitrations, or any other income related to projects.

In item rate contracts, the Company has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation.

As company's major revenue comes through tendering of projects. Generally different set of performance obligations are already identified in tenders for which company has to quote separate price for each performance obligations. So performance obligations are identified at preliminary stage. Transaction price for each performance obligation is allocated in contract itself.

Performance obligation is satisfied when project authority approves the work and issue running bill on account of service or goods supplied by the company.

Revenue is recognized over a period of time using output method, Milestone Method. Milestone is being approved by the project awarding authority by issuing running bill against work executed by the company.

Variable considerations like escalation/claims/ arbitration or any incentives cannot be identified at initial level. Though provision of variable consideration is always forms part of contract with customer but as per past experience of company, variable consideration is very fluctuating and depends on the current work execution by the company. Determination of variable consideration is quite a complex task because it cannot be measured reliably and variable consideration is not directly related to each performance obligation.

In such situation performance obligations is being satisfied when project authorities approved the bill or paid the bills issued by company. After which revenue is recognized on the basis of bills approved.

In case of some claims filed by company which is being approved by third party authority like arbitrator/ courts, then such claims are accounted and revenue recognized only when order from third party is in favor of company unconditionally and project authority doesn't have any further right to appeal in higher courts.

Contract modifications, either to the contract scope or contract price are accounted for when additions, deletions or changes are approved either of the parties. The accounting for modifications of contracts involves assessing whether the work added to an existing contract is distinct and whether the pricing is at the standalone selling price. Work added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

- **Trade Receivables and Contract Balances**

The company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

A receivable is a right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognized as related service are performed. Revenue for fixed price maintenance contracts is recognized on a straight line basis over the period of the contract. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time .

Invoicing in excess of earnings is classified as unearned revenue.

Trade receivable and unbilled revenues are presented net of impairment in the Balance Sheet.

B. Accounting of Realestate Transactions

(i) Revenue from real estate projects – The Company derives revenue, primarily from sale of properties comprising of both commercial and residential units. Revenue from sale of constructed properties is recognised at a 'Point of Time', when the Company satisfies the performance obligations, which generally coincides with completion/ possession of the unit. To estimate the transaction price in a contract, the Company adjusts the contracted amount of consideration to the time value of money if the contract includes a significant financing component.

(ii) The revenue on account of interest on delayed payment by customers and expenditure on account of compensation / penalty for project delays are accounted for at the time of acceptance / settlement with the customers due to uncertainties with regard to determination of amount receivable / payable.

(iii) Amount received on booking is classified as contract liabilities and shown in balance sheet as current or non-current as classification permits.

(iv) Eligible expenses incurred for building of real estate units/flats are capitalized and shown as inventory as Work in progress stock.

C. Accounting for Joint Arrangements Contracts:-

(a) Under Ind AS 111, Joint arrangement, Investment in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights or obligations of each investor, rather than the legal structure of the joint arrangement. Company has both joint operations and joint ventures.

(i) Joint Operations

Company recognize its direct right to the asset, liability, revenue and expenses of joint operations and its share of any jointly held or incurred assets, liability, revenue and expenses in standalone financial statements.

(ii) Joint Ventures

Joint ventures are accounted for using the equity method in consolidated financial statements. Such investments after being recognized at cost in standalone financial statements.

(b)

(i) In respect of contract executed in joint ventures under profit sharing arrangement (Assessment as AOP/Firm under Income Tax Laws) , the services rendered to the Joint Ventures are accounted as income on accrual basis. The profit/Loss is accounted for, as and when it is determined by the Joint Venture and the net investment in the Joint venture is reflected as investment, loans and advance or current liabilities.

(ii) Profit from those joint ventures which are Firms, are accounted directly in investment accounts and respective investment get increased.

2.07 Other Income:

a) Dividend and Interest Income:-

Revenue is recognized when the shareholder's right to receive payment is established (provided that it is probable that the economic benefit will flow to the company and the amount of income can be measured reliably). Dividend from subsidiaries is recognized even if the same is declared after the balance sheet date but pertains to period on or before the date of balance sheet as per the Companies Act., 2013.

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on, time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.08 Leases:

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

The incremental borrowing rate applied to lease liabilities created after April 1, 2022 is 11%.

2.09 Foreign Currency Transaction:

The Functional and reporting currency of the company is INR. Transactions other than functional currency are treated as foreign currency transactions.

(i) Initial Recognition

Foreign currency transactions are recorded in the functional currency, by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

(iii) Treatment of Exchange Differences

Exchange differences arising on settlement/restatement of short term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss.

Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset. Exchange differences arising on other long-term foreign currency monetary items are accumulated in the “Foreign Currency Monetary Translation Account” and amortized over the remaining life of the concerned monetary item.

(iv) Translation of Foreign operation

The results and financial position of a foreign operation (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented (i.e. including comparatives) are translated at the closing rate at the date of that balance sheet;

- Income and expenses for each statement of profit and loss presented (i.e. including comparatives) are translated at average exchange rates; and

- All resulting exchange differences have been recognised in other comprehensive income.

On disposal of a foreign operation, the associated exchange differences are re-classified to profit or loss, as part of the gain or loss on disposal.

2.10 Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalization are determined by applying a capitalization rate to the expenditures on that asset.

The Company suspends capitalization of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

2.11 Retirement and Other Employee Benefits:

Defined Contribution Plans

(a) Payment to defined contribution retirement benefit plans are recognized as an expense when employees, as certified by board of directors have rendered service entitling them to the contributions.

(b) Provident fund of the Company is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an 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 recognized as a liability after deducting the contribution already paid.

(c) Pension Fund of the Company is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an 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 recognized as a liability after deducting the contribution already paid.

Defined Benefit Obligation Plans

For defined benefit obligation plants, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effects of changes to the assets, ceiling(if applicable) and the return on plan assets (excluding interest)is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the year in which they occur. Remeasurement recognised in OCI is reflected immediately in retained earnings will not be classified to profit & loss. Net interest is calculated by applying the discount rate to the net defined liability/asset. Defined benefit costs are categorized as follows:

1.) Service costs (including current service cost, past service cost as well as gains and losses on curtailment and settlements).

2.) Net interest expense or income

3.) Remeasurement

(d) Gratuity liability is a defined benefit obligation of the company. The Company provides for gratuity to employees as calculated by actuarial valuer. The benefit is in the form of Lump sum payments to vested employees on resignation, retirement, on death while in employment or on termination of employment of and amount equivalent to 15 days basic salary payable to each completed year of services. Vesting occurs upon completion of 5 years of services. The company has not made annual contributions to funds administered by trustees or managed by insurance companies.

(e) Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the entire leave as a non-current liability in the balance sheet.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income and such re-measurement gain / (loss) are not reclassified to the statement of profit and loss in the subsequent periods. They are included in retained earnings in the statement of changes in equity.

2.12 Taxation:

Tax expense comprises of current tax, deferred tax and Dividend Tax which are described as follows -:

(a) Current Tax

Current tax is measured after providing deductions under chapter VI A of Income Tax Act, 1961 and making adjustments of ICDS prescribed under Income Tax Act, 1961 at the amount expected to be paid to the tax authorities, using the applicable tax rates. Current tax is calculated using tax rates that have been enacted or substantively enacted by the end of reporting period. Current Tax is generally charged to profit & loss except when they relate to items which are recognized in other comprehensive income or equity.

(b) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred Tax is generally charged to profit & loss except when they relate to items which are recognized in other comprehensive income or equity.

Deferred tax asset and deferred tax liabilities are off-set if a legally enforceable right exist to set-off current tax asset against current tax liabilities and the deferred taxes relates to the same taxable entity and the same taxation authority.

2.13 Property, Plant and Equipment:

(a) **Property, Plant and Equipment** is recognized when it is probable that future economic benefits associated with the items will flow to the company and the cost of the item can be measured reliably.

The cost of Property Plant & Equipment comprises its purchase price net of any trade discounts and rebates, any import duty and other taxes any directly attributable expenditure on making the asset ready for its intended use including relevant borrowing cost for qualifying asset. Expenditure incurred after Property Plant & Equipment have been put into operation such as repair & maintenance are charged to the statement of Profit & Loss in the year in which the costs are incurred, Major shutdown and overhaul expenditure are capitalized as the activities undertaken improves the economic benefit expected to arise from the assets.

Assets in the course of construction are capitalized in the assets under construction account. At the point when the asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of the **Property, Plant and Equipment** and depreciation commences. Cost associated with the commissioning of the asset and any obligatory decommissioning costs are capitalized where the asset is available for use but incapable of operating at normal levels until a year of commissioning has been completed. Revenue generated from production during the trial period capitalized.

Capital subsidy received against specific assets is reduced from the value of relevant **Property, Plant and Equipment**.

(b) Free hold land is carried at historical cost.

(c) Leasehold land is not amortized as all leasehold land is on 99 years lease with local authority and such leasehold land is outside the scope of Ind AS-16.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost. Otherwise, such items are classified as inventories.

An item of **Property, Plant and Equipment** is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of **Property, Plant and Equipment** is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in statement of profit & loss.

Depreciation and Estimates

Depreciable amount for assets is the cost of an asset, or other amount substituted for costs, less its estimated residual value. Depreciation is recognized so as to write off the cost of asset(other than free hold land and lease hold land having 99 years of lease and properties under construction) less their residual values(after considering the restoration cost) over their useful lives using Written down value method as prescribed in schedule II of companies act, 2013.

2.14 Intangible Assets:

Intangible assets (which comprises of software acquired (useful life 3-5 years)) and depreciation /amortization on WDV method as per Companies Act 2013 and impairment losses if any.

Amortization is recognized on a written down value basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.15 Capital Work in Progress:

Capital work in progress are stated at cost and inclusive of preoperative expenses, project development expenses etc.

2.16 Impairment of Property, Plant & Equipments and Intangible Assets:

At the end of each reporting year, the company reviews the carrying amount of its tangible and intangible assets to determine whether there is any indication that those assets are suffered an impairment loss. If any such indication exists the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any). Where it is not possible to estimate the recoverable amount of the individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating unit or otherwise they are allocated to the smallest group of cash-generating unit for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use the estimated future cash flow are discounted to their present value using pretax discount rate that reflects current market assessment if the time value of money and the risk specific to the asset for which the estimates of future cash flows have not been adjusted.

An impairment loss is recognized in the Statement of Profit and Loss whenever the carrying amount of an asset or a cash-generating unit exceeds its recoverable amount. A previously recognized impairment loss is increased or reversed depending on changes in circumstances.

However the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

2.17 Inventories:

Inventories are stated at the lower of cost or net realizable value, details as follows:-

Raw Material,stores & spares, Components,	Cost includes cost of purchase and other costs incurred in bringing the inventories to the present location and condition.
Process Stocks and finished goods	Cost for this purpose includes direct material cost, labor cost plus appropriate share of manufacturing overheads allocated on absorption cost basis.(excluding borrowing cost)
Work In progress in case of Real Estate Projects	Cost for this purpose includes Land, borrowing costs, direct material cost, labor cost plus appropriate share of manufacturing overheads allocated on absorption cost basis.(excluding borrowing cost)

Costs of inventories are determined on FIFO basis. Net realizable value is estimated selling price in the ordinary course ofbusiness.

Goods in transit are stated at actual cost and freight if any.

2.18 Investment in Subsidiaries and Joint Venture:

Investment in subsidiaries is carried at deemed cost in the separate financial statements.

Investment in joint ventures and associates are valued at cost after adjusting impairment.

2.19 Provisions, Contingent Liabilities & Assets:

A Provision is recognized when an enterprise has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settled the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not disclosed to its present value and are determined based on best management estimate taking into account the risks and uncertainties surrounding the obligation required to settle the obligation at the balance sheet date.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise 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 asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

Contingent liabilities and assets are not recognized but are disclosed in the notes.

Financial Instruments:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Assets:

(a) Classification: The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and

- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

(b) Initial Recognition: Financial assets are recognised initially at fair value considering the concept of materiality. Transaction costs that are directly attributable to the acquisition of the financial asset (other than financial assets at fair value through profit or loss) are added to the fair value measured on initial recognition of financial assets.

(c) Subsequent Measurement of Financial Assets: Financial assets are subsequently measured at amortized cost if they are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI): Financial assets are subsequently measured at fair value through other comprehensive income (FVTOCI), if it is held within a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the Company has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

(d) Impairment of Financial Assets: The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(e) Derecognition of Financial Assets: A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial Liabilities:

(a) Classification: The Company classifies its financial liabilities in the following measurement categories:

- Those to be measured subsequently at fair value through profit or loss, and

- Those measured at amortized cost using the effective interest method. The classification depends on the entity's business model for managing the financial liabilities and the contractual terms of the cash flows.

(b) Initial Recognition: Financial liabilities are recognized at fair value on initial recognition considering the concept of materiality. Transaction costs that are directly attributable to the issue of financial liabilities that are not at fair value through profit or loss are reduced from the fair value on initial recognition.

(c) Subsequent Measurement of Financial Liabilities: The measurement of financial liabilities depends on their classification, as described below:

Amortised cost: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

(d) Derecognition of Financial Liabilities: A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of Financial Instruments

The Company offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and the Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.21 Fair Value Measurement:

The Company measures financial instruments, such as, equity instruments at fair value at each reporting 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:

- In the principal market for the asset or liability, or

- 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.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement isdirectly or indirectly observable

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

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determineswhether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowestlevel input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures forboth recurring fair value measurement, suchas instruments and unquoted financial assets measured at fair value, and for non-recurring measurement,such as assets held for disposal in discontinued operation.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are requiredto be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifiesthe major inputs applied in the latest valuation by agreeing the information in the valuation computation to contractsand other relevant documents.

The management also compares the change in the fair value ofeach asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis ofthe nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summaries accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

2.22 Non-Current Asset Held for Sale and Discontinued Operations

Non-current assets are classified as held for sale if their carrying amount will be recovered principallythrough a sale transaction rather than through continuing use. The criteria for held for sale is regarded met only whenthe assets is available for immediate sale in its present condition, subject only to terms that are usual and customaryfor sale of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned.

Non-current assets held for sale are measured at the lower of their carrying amount and fair value less costs to sell,except for assets such as deferred tax assets.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fairvalue less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss notpreviously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

A discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations,

- is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

Discontinued operations are excluded from the results of continuing operations and are presented as profit or loss before / after tax from discontinued operations in the statement of profit and loss.

2.23 Segment Reporting and Accounting Policies

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operatingdecision maker. Chief operating decision maker review the performance of the Company according to the nature ofproducts manufactured traded and services provided, with each segment representing a strategic business unit thatoffers different products and serves different markets. The analysis of segments is based on the activities performed by each segment.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing andpresenting financial statements of the Company as a whole.

2.24 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with anoriginal maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.25 Earnings per Share

(a) Basic EPS

Basic EPS is calculated by dividing the profit attributable to shareholders by the weighted average number of shares outstanding during financial year adjusted for bonus elements in the equity shares issued during the year.

(b) Diluted EPS

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.

Key Sources of Estimation Uncertainty and Critical Accounting Judgements

In the course of applying the policies outlined in all notes under section 2 above, the Company is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future period.

Key Sources of Estimation Uncertainty

(i) Useful lives of property, plant and equipment

Management reviews the useful lives of property, plant and equipment at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets and also their likely economic lives based on various internal and external factors including relative efficiency and operating costs. Accordingly, depreciable lives are reviewed annually using the best information available to the Management.

(ii) Impairment of property plant and equipment

Determining whether the property, plant and equipment are impaired requires an estimate in the value in use of plant and equipment. The value in use calculation requires the Management to estimate the future cash flows expected to arise from the property, plant and equipment and a suitable discount rate in order to calculate present value. When the actual cash flows are less than expected, a material impairment loss may arise.

(iii) Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgment to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(iv) Impairment of investments in joint ventures and associate

Determining whether the investments in joint ventures and associate are impaired requires an estimate in the value in use of investments. In considering the value in use, the Management have anticipated the future commodity prices, capacity utilization of plants, operating margins, and availability of infrastructure, discount rates and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

(v) Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

(vi) Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include consideration of inputs such as liquidity risk, credit risk and volatility.

(vii) Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

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NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
As On 31.03.2026

4 Property, Plant & Equipment (As per Annexure 4.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Cost/Deemed Cost		
Opening Balance	**8876.14**	**9856.73**
Addition	422.09	85.80
Deduction	3.26	1066.38
Closing Balance	**9294.98**	**8876.14**
Accumulated Depreciation and Impairment		
Opening Balance	**3827.64**	**4133.15**
Depreciation Expenses	462.34	535.13
Deduction	0.21	840.64
Closing Balance	**4289.77**	**3827.64**
Carrying Value	**5005.21**	**5048.50**

Note :
All the freehold immovable properties are held in the name of the Company as at the balance sheet date.

In respect of Leasehold immovable properties and Right to use Assets in the financial statements as at balance sheet date, the lease agreements are in the name of the Company except below:

(₹ in Lacs)

S.No.	Particular	As On 31.03.2026	As On 31.03.2025
1	Temporary Labour Quarter/shed/hut and Faridabad unit are constructed on customer project site are not owned by the company and provision of depreciation/amortization made as per rules of the copmpanies act(Gross Block)	38.99	38.99
2	Land & Building not in the updated name of the company including property which is yet to be registered in the company's name (gross Block)	2100.00	2100.00
3	PPE Includes on which depreciation is being charged as per income tax act,1961.(Net Block)	112.52	123.43

Notes
1 Certain Property Plant & Equipment are pledged against borrowings, the details relating to which have been described in Note 23 pertaining to borrowings.

OM INFRA LIMITED

Annexure 4.1- Property, Plant & Equipment

(₹ in Lacs)

Particulars	Building/ Temp. Labour Quarter Shed	Tenancy Right/ Lease hold Land	Plant and Machinery	Furniture and Fixtures	Office Equipment	Electrical Fitting	A.C./ Cooler	Computer	Vehicles	Tangibles Total
Cost/Deemed cost										
As On 01.04.2024	**3016.65**	**2153.75**	**3749.65**	**134.24**	**85.85**	**33.44**	**72.54**	**57.44**	**553.16**	**9856.73**
Addition			27.41	11.18	6.37		1.77	8.35	30.71	85.80
Deduction	333.30		648.76	3.47	8.67	25.36	38.80	8.02		1066.38
As On 31.03.2025	**2683.36**	**2153.75**	**3128.30**	**141.95**	**83.55**	**8.08**	**35.50**	**57.77**	**583.87**	**8876.14**
Addition	21.54	0.00	167.72	9.65	21.28	0.00	2.49	14.02	185.39	422.09
Deduction					3.26					3.26
As On 31.03.2026	**2704.90**	**2153.75**	**3296.02**	**151.60**	**101.57**	**8.08**	**38.00**	**71.79**	**769.26**	**9294.98**
Accumulated Depreciation and Impairment										
As On 01.04.2024	**1571.99**	**3.88**	**1933.67**	**81.67**	**68.20**	**30.75**	**64.36**	**43.66**	**334.97**	**4133.15**
Depreciation expenses	149.36		292.97	12.65	7.25	0.58	1.82	10.33	60.17	535.13
Deduction	271.76		488.80	2.88	8.16	23.81	37.80	7.43		840.64
As On 31.03.2025	**1449.59**	**3.88**	**1737.85**	**91.44**	**67.29**	**7.52**	**28.38**	**46.56**	**395.14**	**3827.64**
Depreciation expenses	116.27	0.00	243.18	12.66	10.72	0.00	1.77	10.95	66.78	462.34
Deduction					0.21					0.21
As On 31.03.2026	**1565.87**	**3.88**	**1981.03**	**104.10**	**77.80**	**7.52**	**30.15**	**57.51**	**461.92**	**4289.77**
Carrying Value										
As On 31.03.2026	1139.04	2149.87	1314.99	47.50	23.77	0.56	7.85	14.28	307.34	5005.21
As On 31.03.2025	1233.77	2149.87	1390.45	50.51	16.27	0.56	7.13	11.21	188.73	5048.50
As On 01.04.2024	1444.67	2149.87	1815.98	52.57	17.65	2.69	8.18	13.78	218.19	5723.58
Useful Life of the Assets (Years)	(3-60)	30	15	10	6	10	5	3	(8-15)	
Method of Depreciation	NA	WDV	WDV	WDV	WDV	WDV	WDV	WDV	WDV	

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5 Investment Property (As per Annexure 5.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Cost/Deemed Cost		
Opening Balance	**5627.45**	**5676.71**
Addition	202.23	109.61
Deduction	0.00	158.87
Closing Balance	**5829.68**	**5627.45**
Accumulated Depreciation and Impairment		
Opening Balance	**0.60**	**0.60**
Depreciation Expenses	0.00	0.00
Deduction	0.00	0.00
Closing Balance	**0.60**	**0.60**
Carrying Value	**5829.08**	**5626.86**

Note :
All the Freehold and lease hold immovable properties are held in the name of the Company as at the balance sheet date.

Disclosure pursuant to Ind AS 40 "Investment Property"

a.) Amount recognised in the Statement of Profit and Loss for Investment Property:

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
1. Rental income derived from Investment Property (Om metal Auto private limited) (Exclusive of GST)	102.51	102.51
2. Rental income derived from Investment Property (Om Automotors Private Limited) (Exclusive of GST)	22.50	30.00

b.) Fair market value of Investment property :

(₹ in Lacs)

S.No	Particulars	As On 31.03.2026	As On 31.03.2025
1	F-99 , Vkia Jaipur, [1172 Sqm (P.Y. 1429.68 Sqm)]	1924.72	1769.87
2	A21--22-Industrial Estate Kota	142.85	142.85
3	A-37-38 Industrial Estate Kota	142.85	142.85
4	B-26 Industrial Estate Kota	157.08	157.08
5	Special 1, IPI Kota (19753 SQM)	2035.30	1580.24
6	Special 1, IPI A Kota (11202 SQM)	2576.46	2576.46
7	Special 1, IPI A Kota (8686 SQM)	2300.18	2300.18

For the purpose of reporting, the fair value as at 31 March 2026 has been considered based on the latest valuation report issued by the approved valuer.

OM INFRA LIMITED

Annexure 5.1 - Investment Property

(₹ in Lacs)

Particulars	Leasehold land	Leasehold Land Residential	Buildings (Owned)	Tangibles Total
Cost/Deemed cost				
As On 01.04.2024	**4651.93**	**49.26**	**975.52**	**5676.71**
Addition	0.00	109.61	0.00	**109.61**
Deduction	0.00	158.87	0.00	**158.87**
As On 31.03.2025	**4651.93**	**0.00**	**975.52**	**5627.45**
Addition	0.00	0.00	202.23	**202.23**
Deduction				**0.00**
As On 31.03.2026	**4651.93**	**0.00**	**1177.75**	**5829.68**
Accumulated Depreciation and Impairment				
As On 01.04.2024	**0.00**	**0.00**	**0.60**	**0.60**
Depreciation expenses				**0.00**
Deduction				**0.00**
As On 31.03.2025	**0.00**	**0.00**	**0.60**	**0.60**
Depreciation expenses				**0.00**
Deduction				**0.00**
As On 31.03.2026	**0.00**	**0.00**	**0.60**	**0.60**
Carrying Value				
As On 31.03.2026	4651.93	0.00	1177.15	5829.08
As On 31.03.2025	4651.93	0.00	974.93	5626.86
As On 01.04.2024	4651.93	49.26	974.93	5676.12
Useful Life of the Assets(Years)	NA	NA	30	
Method of Depreciation	NA	NA	WDV	

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6 Capital-Work-In-Progress (CWIP)

a) **(₹ in Lacs)**

As On 31.03.2026					
CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress					**0.00**
Projects temporarily suspended			148.64		**148.64**
Total CWIP	**0.00**	**0.00**	**148.64**	**0.00**	**148.64**

(b.) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

CWIP	**To be completed in**			
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**
Project 1				
Project 2				

For Capital Work in Progress completion time and its cost to be incurred not estimated by management.

a) **(₹ in Lacs)**

As On 31.03.2025					
CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress				0.00	**0.00**
Projects temporarily suspended			97.97		**97.97**
Total CWIP	**0.00**	**0.00**	**97.97**	**0.00**	**97.97**

(b.) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

CWIP	**To be completed in**			
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**
Project 1				
Project 2				

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7 Intangible Assets

Software	**(₹ in Lacs)**
Cost/Deemed cost	
As On 31.03.2024	**5.71**
Addition	0.00
Deduction	5.20
As On 31.03.2025	**0.51**
Addition	0.00
Deduction	0.00
As On 31.03.2026	**0.51**
Accumulated Amortization and Impairment	
As On 31.03.2024	**5.51**
Amortization expenses	0.00
Deduction	5.00
As On 31.03.2025	**0.51**
Amortization expenses	
Deduction	
As On 31.03.2026	**0.51**
Carrying Value	
As On 31.03.2026	0.00
As On 31.03.2025	0.00
As On 31.03.2024	0.20
Useful Life of the assets (Range)	3
Method Of Amortization	WDV

8 Right to Use Assets

The changes in the carrying value of right of use assets for the year ended March 31, 2026 are as follows:

Particulars	(₹ in Lacs)
Reclassified on account of adoption of Ind AS 116	
As On 31.03.2024	**459.74**
Addition	188.33
Deduction	478.30
As On 31.03.2025	**169.77**
Addition	0.00
Deduction	0.00
As On 31.03.2026	**169.77**
Accumulated Amortization and Impairment	
As On 31.03.2024	**241.93**
Addition	106.23
Amortization expenses	23.62
Deduction	269.92
As On 31.03.2025	**101.86**
Addition	0.00
Amortization expenses	16.98
Deduction	0.00
As On 31.03.2026	**118.84**
Carrying Value	
As On 31.03.2026	50.93
As On 31.03.2025	67.91
As On 31.03.2024	217.81

The break-up of current and non-current lease liabilities is as follows:

Particulars	As On 31.03.2026	As On 31.03.2025
Current lease liabilities	12.00	12.00
Non-current lease liabilities	18.54	26.69
	30.54	**38.69**

The details of the Contractual Maturities of Lease Liabilities as at March 31st 2025 on an undiscounted basis are as follows:

Particulars	2025-26	2024-25
Less than one year	12.00	12.00
One to five years	21.00	36.00
More than five years	0.00	0.00
	33.00	**48.00**

(i) Company has taken assets on leases which majorly include Land & Building, Machinery and Vehicles.

(ii) There are exemption provided by accounting standard for following leases as defined in para 5 of IND AS-116:

a. Short term lease and

b. Leases for which the underlying asset is of low value.

(iii) Under such exemption company booked expenses of Rs. 1704.00 Lacs (P.Y. Rs. 2037.16 lacs) as Rental expenses, Machine Hiring and Vehicle Hiring.

(iv) Company has accounted as per guidance provided by Ind AS -116 and recognize Right to use assets and lease liability for which complete disclosure is provided.

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9 Investments (Non Current) (As Per Annexure 9.1)

(₹ in Lacs)

Particular	As On 31.03.2026	As On 31.03.2025
Investment in Equity		
Joint Ventures / Associates (At cost)	2.50	47.50
Investment in Equity Instruments (Quoted)	11.92	11.45
Investment in Government securities (unquoted) (At Amortized Cost)	0.13	0.13
Investment in Subsidiaries (Unquoted) (At cost)	11238.03	11238.03
Investment in J V /Partnership (At Cost)	4411.85	2736.12
	15664.44	**14033.23**

(₹ in Lacs)

Particular	As On 31.03.2026	As On 31.03.2025
Quoted		
Aggregate book value	13.60	11.45
Aggregate market value	13.60	11.45
Unquoted		
Aggregated carrying value	15652.52	14021.78
Investment at Deemed Cost/Cost	15652.52	14021.78
Investment at amortized Cost	0.13	0.13
Investment at Fair Value through other Comprehensive Income	11.92	11.45

9.1

in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Investment in Equity		
Joint Ventures / Associates(At cost)		
Sanmati Infra Developers Pvt. Ltd. (Share Warrents) 450000 (PY. 450000) Shares of Rs. 10 Each	0.00	45.00
Uttar Pradesh Logistics P. Ltd. 5000 (PY. 5000) Shares of Rs. 10 Each	0.00	0.00
West Bengal Logistics P. Ltd. 5000 (PY. 5000) Shares of Rs. 10 Each	0.00	0.00
Gurha Thermal Power Company Ltd. 25000 (PY. 25000) Shares of Rs. 10 Each	2.50	2.50
	2.50	**47.50**

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(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Other Investments (Qouted)		
(At fair Value through OCI)		
Investments in Equity Instruments		
Manglam Cement Ltd.		
35 (PY. 35) Shares of Rs. 10 Each	0.27	0.27
Reliance Capital Ltd.		
3 (PY. 3) Shares of Rs. 10 Each	0.00	0.00
Reliance Communication Ltd.		
60 (PY. 60) Shares of Rs. 5 Each	0.00	0.00
Reliance Infrastructure Ltd.		
4 (PY. 4) Shares of Rs. 10 Each	0.00	0.01
Reliance Power Ltd		
10 (PY. 15) Shares of Rs. 10 Each	0.00	0.00
Reliance Home Finance Limited		
3 (PY. 3) Shares of Rs. 10 Each	0.00	0.00
Reliance Industries Ltd.		
800 (PY. 400) Shares of Rs. 10 Each	10.75	10.20
Jio Financial Services		
400 (PY. 400) Shares of Rs. 10 Each	0.90	0.91
SBI Mutual Fund	0.00	0.05
	11.92	**11.45**
Investment in Government securities (unquoted)		
(At Amortized Cost)		
National Saving Certificate (Deposited with sales tax deptt.)	0.13	0.13
	0.13	**0.13**

OM INFRA LIMITED

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Investment in Subsidiaries (Unquoted) (At cost)		
Om Metals Consortium Pvt. Ltd. 2352860 (PY. 2352860) Shares of Rs. 10 Each	4701.01	4701.01
High Terrace Realty Private Limited 10000 (PY. 10000) Shares of Rs. 10 Each	1.00	1.00
Worship Infraprojects Pvt Ltd 54999 (PY. 54999) Shares of Rs. 10 Each	192.50	192.50
Bihar Logistics P. Ltd. 9900 (PY. 9900) Shares of Rs. 10 Each	2.38	2.38
Gujrat Warehousing Private Limited 14230 (PY. 14230) Shares of Rs. 10 Each	751.45	751.45
Bhilwara Jaipur Toll Road Private Limited * 3704785 (PY. 3704785) Shares of Rs. 10 Each	5589.70	5589.70
	11238.03	**11238.03**
Investment in J V /Partnership (At Cost)	**4411.85**	**2736.12**
Total Investments	**15664.44**	**14033.23**

*1. The company has issued an under taking to associate bankers for non – disposal of its investment in an subsidiary (Bhilwara Jaipur Toll Road Pvt. Ltd) till date entity repay its debts as follows but Subsidiary has paid all its due to bankers and shares are still pledged with bankers. Subsidiary has started the process with its bankers for releasing the same :

Name of Banker	2025-26 No of Shares	2024-25 No of Shares
1. Pledged (lender bank of BJTR Private Limited)	1651107	1651107

10 Loans (Non Current) (unsecured)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Unsecured and Considered good		
Loans and Advances to Related Parties		
(i) To Subsidiaries	24130.34	24141.95
(ii) To Joint Ventures/Associates	748.43	748.43
	24878.77	**24890.38**

Note:

Details of loans and advance in the nature of loan to Subsidiary and Joint Venture

Name of company		
Subsidaries		
Bihar Logistics Pvt. Ltd **	1733.14	1716.74
Om metals consortium private limited *	22397.20	22425.21
Total advances to Subsidaries	**24130.34**	**24141.95**
Joint Ventures		
Gurha Termal Power Company Ltd***	748.43	748.43
Total Advances to Joint Ventures	**748.43**	**748.43**

*The entire advance provided to Om Metal Consortium Private Limited has been classified as a non-current asset, as the management does not expect its recovery within the next twelve months. Considering the financial position of the subsidiary and the significant interest burden on its existing borrowings, no interest has been charged on the advance extended by the Company. Further, as the repayment schedule is presently indeterminate and the nature of the funding cannot be distinctly bifurcated between debt and equity contribution, the entire amount continues to be disclosed as an advance.

**No Interest Provided on Loans to Subsidaries As Agreement with Food Corporation of India is being terminated by the Project Authority and Subsidiaries have either sold the partial land or in process of selling land.

*** No Interest Provided on Joint venture due to such company terminated its agreement with project authority and recovery of Interest amount is not probable.

11 Other Financial Assets (Non Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Security Deposits	742.57	722.48
	742.57	**722.48**

Security Deposit with Related Party (Interest free)

Name	2025-26	2024-25
Om Infratech Private Limited	235.00	235.00
Saynyon Properties Private Limited**	109.68	98.81

** Security deposit linked with Lease Rent. So as per Ind As-116 Present value of the security deposit taken for 10 years and difference is recognised as Right To Use Assets.

12 Other Non Current Assets (Unsecured)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Balance with Revenue Authority	99.30	99.30
Current tax assets (Net)	1155.87	744.95
Prepaid Expenses	212.41	51.14
	1467.58	**895.39**

Note : Current Tax Assets represents the amount deposited against various demands and refund payable by Income tax department against either appeal filed by us or by department.

13 Inventories (At Lower of Cost and Net Realisable Value)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Raw Material*	1815.11	1534.41
Work in Progress	4528.76	4271.12
Property development related Work in Progress	3614.22	3871.94
Finished Goods	469.25	252.21
Property Development Project- Completed Property	425.94	425.94
Store & spares and Others	101.78	43.91
	10955.07	**10399.53**
*** Such amount includes goods in transit of Rs.**	**235.86**	**22.25**

Note:
Inventories have been hypothicated as security against certain Short term bank borrowings of the company.

Cost of Inventory recognised as an Expense

(₹ in Lacs)

Particulars	2025-26	2024-25
Cost of Raw Material component Consumed	17225.71	26540.82
Cost of Construction Material Consumed	11.91	64.32
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(216.96)	1235.08
Power and fuel	2703.44	2732.01
Stores and spares consumed	1463.50	1599.24

14 Trade Receivables (As Per Annexure 14.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Undisputed		
Considered Good.	29239.49	25656.65
Considered Doubtful.	0.00	0.00
	29239.49	**25656.65**
Less: Provision for credit losses.	0.00	0.00
Total (A)	**29239.49**	**25656.65**
Disputed		
Considered Good	1525.01	2657.27
Considered Doubtfull	152.06	152.06
	1677.07	**2809.32**
Less: Provision for credit losses	(152.06)	(152.06)
Total (B)	**1525.01**	**2657.27**
Total (A+B)	**30764.51**	**28313.92**

*Trade receivables balances Rs 28313.91 lacs includes contract Assets (Unbilled Debtors) of Rs 5116.73 lacs.

Related Party disclosures have been made in note no 52.

Annexure 14.1: Trade Receivables

Particulars	Outstanding for following periods from due date of payment as on 31.03.2026					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	21580.39	2790.69	2512.52	1307.09	1048.79	**29239.49**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(iii) Undisputed Trade Receivables — credit impaired	0.00	0.00	0.00	0.00	0.00	**0.00**
(iv) Disputed Trade Receivables — considered good	61.99	1013.71	323.06	0.11	126.14	**1525.01**
(v) Disputed Trade Receivables — which have significant increase in	0.00	0.00	0.00	0.00	0.00	**0.00**
(vi) Disputed Trade Receivables — credit impaired	148.56	0.00	0.00	0.00	3.50	**152.06**

Particulars	Outstanding for following periods from due date of payment as on 31.03.2025					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	10504.45	3220.39	5890.89	2599.38	3441.55	**25656.65**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(iii) Undisputed Trade Receivables — credit impaired	0.00	0.00	0.00	0.00	0.00	**0.00**
(iv) Disputed Trade Receivables — considered good	176.01	1356.03	992.04	129.85	3.33	**2657.27**
(v) Disputed Trade Receivables — which have significant increase in	0.00	0.00	0.00	0.00	0.00	**0.00**
(vi) Disputed Trade Receivables — credit impaired	148.56	0.00	0.00	0.00	3.50	**152.06**

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15 Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Balances with Banks		
On Current Account	726.69	2047.38
On Term Deposit accounts with maturity less then 3 months at inception	1061.77	478.98
Cash in Hand	14.49	23.91
	1802.96	**2550.27**

16 Bank Balances Other than Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
In Term Deposit Account		
With maturity more than 3 months but less than 12 months at inception	3624.15	1094.99
With maturity more than 12 months at inception	2036.82	4130.51
On Unpaid Dividend accounts	11.26	7.51
	5672.23	**5233.02**

Note:

The deposits maintained by the Company with banks comprise of time deposits, which can be withdrawn by the Company at any point without prior notice or penalty on the principal. Such deposites are pledged with bank against Bank Guarantee & Letter of credit.

17 Loans & Advances

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Unsecured and Considered good		
Loans and Advances to Related Parties		
(i) To Subsidiary	6032.62	6024.00
	6032.62	**6024.00**
Details of loans and advance in the nature of loan to Subsidiary and Joint Venture		
Subsidiary		
Bhilwara Jaipur Roll Road (see note no. 57)	6032.62	6024.00
	6032.62	**6024.00**

18 Other Financial Assets(Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Interest Accrued on Fixed Deposits	65.48	64.07
	65.48	**64.07**

19 Current Tax Assets (Net)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Income Tax (Net)	1462.80	2249.55
	1462.80	**2249.55**

20 Other Current Assets

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Advances recoverable in cash or or in kind or for value to be received	7.17	23.49
Advance to Suppliers	880.54	537.94
Advance to Staff	7.92	23.05
Balance with Revenue Authorities	800.93	556.94
Prepaid Expense	80.40	208.99
Other Current Assets	48.11	5.74
	1825.08	**1356.15**

21 Share Capital

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Authorised		
150000000 Equity Share Of Rs.1/- each	1500.00	1500.00
Issued,Subscribed And Paid Up		
96303809 Equity Share Of Rs.1/- each	963.04	963.04
	963.04	**963.04**

Notes:

1 Above issued,subscribed and paidup capital includes :-

(a) 42554000 nos.of fully paid Equity Share of Rs.1/- each were alloted as bonus shares by way of capitalisation of reserves and Profit & Loss Account

(b) 20112659 Shares of Rs. 1 each have been allotted for consideration other than cash, pursuant to the scheme of amalgamation sanctioned by Hon'ble High Court of Rajasthan dated 19.01.2007 to the share holders of erstwhile :-

Om Rajasthan Carbide Limited	5476259
Jupiter Manufacturing Co. (P) Limited	5318400
Om Structurals India (P) Limited	5808000
Om Kothari Cement & Chemicals (P) Limited	1410000
SAH Buildcon (P) Limited	1050000
Richa Builders (P) Limited	1050000
	20112659

2. Rights, preferences and restrictions attached to equity shares .The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

3. The Reconciliation of the number of Outstanding Equity Shares as on :-

Particulars	As On	
	31.03.2026	31.03.2025
Number of Shares at the beginning	96303809	96303809
Add:- Fresh issue of Shares	0	0
Number of Shares at the end	96303809	96303809

4. Details of Share holders holding more than 5 % equity shares as at 31.03.2026

S.no	Share Holders	As On 31.03.2026		As On 31.03.2025	
		No. of Share	Ownership Interest %	No. of Share	Ownership Interest %
1	T.C. Kothari & Sons Family trust	11408180	11.85%	11408180	11.85%
2	Sunil Kothari	7150886	7.43%	7150886	7.43%
3	C. P. Kothari	6975245	7.24%	6975245	7.24%
4	Anita Kothari	5893345	6.12%	5893345	6.12%
5	D.P. Kothari	4858346	5.04%	4858346	5.04%

5. As per the records of the company including its register of share holder/members , the above share holding represents legal ownership of shares.

6. Promotor Shareholding

Shares held by promoters at the end of the period 31.03.2026			
Particulars	No. of Shares	Ownership Interest %	% Change during the year
T.C. Kothari & Sons Family Trust	11408180	11.85%	0%
Sunil Kothari	7150886	7.43%	0%
C.P. Kothari	6975245	7.24%	0%
Anita Kothari	5893345	6.12%	0%
D.P. Kothari	4858346	5.04%	0%

Shares held by promoters at the end of the period 31.03.2025			
Particulars	No. of Shares	Ownership Interest %	% Change during the year
T.C. Kothari & Sons Family Trust	11408180	11.85%	0%
Sunil Kothari	7150886	7.43%	0%
C.P. Kothari	6975245	7.24%	0%
Anita Kothari	5893345	6.12%	0%
D.P. Kothari	4858346	5.04%	0%

22 Other Equity

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
General Reserve	2450.00	2450.00
Retained Earnings	51907.56	50112.34
Other Comprehensive Income		
Re Measurments of the Net Defined Benefit Plans	(15.61)	(20.94)
Equity instruments through Other Comprehensive Income	6.23	5.86
Foreign Currency Translation Reserve	(412.58)	(374.35)
Other Reserve		
Capital Reserve	12318.11	12318.11
Security Premium	12247.65	12247.65
	78501.36	**76738.65**

(i) General reserve

The Company created a General Reserve in earlier years pursuant to the provisions of the Companies Act,1956 where in certain percentage of profits were required to be transferred to General Reserve before declaring dividends. As per Companies Act 2013, the requirements to transfer profits to General Reserve is not mandatory. General Reserve is a free reserve available to the company.

(ii) Dividends

The Company declared and paid final dividends in Indian rupees Rs. 385.26 lacs for the year 2024-25 and Board recommend dividend of Rs. 0.50. In Board meeting dated 13.05.2026 and such amount will be payable after approval in annual general meeting by shareholders for FY 2025-26.

(iii) Capital Reserve

Reserve is created on amalgamation as per statutory requirement for Rs. 81.67 crore and balance Rs. 41.51 crore on account of sales of assets and investments.

(iv) Other Comprehensive Income (Refer Note : 46)

(A) Remeasurements of the Net Defined Benefit liability, comprising actuarial gains and losses on remeasurement of net defined benefits, are recognized in Other Comprehensive Income. These amounts are not reclassified to profit or loss in subsequent periods.

(B) Changes in the fair value of equity instruments designated as measured through Other Comprehensive Income are recognized in OCI. The cumulative gains or losses are not reclassified to profit or loss on disposal of the instruments.

(C) Foreign Currency Translation Reserve (FCTR) represents the exchange differences arising from translating the financial statements of foreign operations into Indian Rupees. These differences are recognized in Other Comprehensive Income and accumulated under equity.

23 Borrowings (As Per Annexure 23.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
(A) Secured		
Term Loan From Banks	1083.58	1381.21
Term Loan From NBFC	39.68	280.29
(B) Unsecured		
Inter Corporate Deposits	1037.87	1254.40
Total Borrowings	**2161.13**	**2915.90**
Less: Current Maturities	1466.66	1886.74
Long Term Borrowings	**694.47**	**1029.17**

Annexure 23.1 - Borrowings :- (₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
A. Term Loan from Banks (Secured)						
1. HDFC Bank loan	0.00	18.75	18.75	225.00	Procoured of Rs. 90000000/- lacs on 27.04.2021 from HDFC bank on interest rate @ 7.50% repayable in 48 installments OF Rs. 1875000/- starting from 07.05.2022	Secured by way of Hypothecation of Machinery & personal Guarantee of all the Directors of the company
2. HDFC Bank loan	0.00	0.42	0.42	5.00	Procoured of Rs. 2000000/- lacs on 27.04.2021 from HDFC bank on interest rate @ 7.50% repayable in 48 installments OF Rs. 41666.67/- starting from 07.05.2022	Secured by way of Hypothecation of Machinery & personal Guarantee of all the Directors of the company
3. Loan From Bank of Baroda	0.00	17.50	17.50	35.00	Loan of Rs. 13999000/- sanctioned on 31.03.2021 as BGECLS Loan. Amount to be repaid in 47 installments at interest rate of 7.75% p.a. after moratorium period of 1 year from first disbursement i.e. 15th Sept,2021	Secured by way of Hypothecation of Stock & personal Guarantee of all the Directors of the company
4. Loan from ICICI Bank	0.00	0.00	0.00	0.31	Loan of Rs. 993000/- sanctioned on 13.04.2022 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 31232/- starting from 15.05.2022 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased

OM INFRA LIMITED (STANDALONE)

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
5. Loan from Axis Bank Limited	0.00	0.00	0.00	0.30	Loan of Rs. 920688/- sanctioned on 21.06.2022 for machinary purchase. Amount to be repaid in 35 installments of Rs. 30329/- starting from 20.06.2022 at an interest rate of 9.75% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
6. Loan from Axis Bank Limited	0.00	0.00	0.00	1.50	Loan of Rs. 2345488/- sanctioned on 27.07.2022 for machinary purchase. Amount to be repaid in 35 installments of Rs. 75683/- starting from 20.07.2022 at an interest rate of 8.30% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
7. Loan from Bank of Baroda	0.00	0.00	0.00	20.01	Loan of Rs. 7965000/- sanctioned on 22/11/2022 for Machinery purchase. Amount to be repaid in 36 installments of Rs. 253471/- starting from 09.12.2022 at an interest rate of 9.05 % p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
8. SBI GECL LOAN	505.58	250.08	757.86	250.00	Loan of Rs. /- 10,00,00,000 sanctioned on 27/03/2022 for mortgage loan. Amount to be repaid in 48 Months installments of Rs. 20,83,334 /- starting from March 2025 at an interest rate of 9.25% p.a.	Secured by way of Hypothecation of property & personal Guarantee of all the Directors of the company
9. Loan from ICICI Bank (188)	0.00	1.28	1.28	3.61	Loan of Rs. 1018000/- sanctioned on 20/06/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 32764/- starting from 07.08.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Vehicle Purchased
10. icici bank loan(039)	2.93	1.89	5.01	1.51	Loan of Rs. 900000/- sanctioned on 15/09/2023 for vehicle purchase. Amount to be repaid in 60 installments of Rs. 18768/- starting from 10.10.2023 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Vehicle Purchased
11. icici bank loan(152)	0.00	3.04	3.04	3.35	Loan of Rs. 1000000/- sanctioned on 07/02/2024 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 31696/- starting from 10.03.2024 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company

OM INFRA LIMITED (STANDALONE)

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
12. icici bank loan(881)	0.00	1.99	1.99	3.71	Loan of Rs. 1060000/- sanctioned on 07/10/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 34162/- starting from 07.10.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
13. HDFC Bank loan(996)	0.00	5.85	5.85	6.48	Auto Loan of Rs. 2060000/- sanctioned on 29/09/2023 . Amount to be repaid in 39 installments of Rs. 60829/- starting from 05.11.2023 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
14. icici bank loan(883)	0.00	1.99	1.99	3.71	Loan of Rs. 1060000/- sanctioned on 07/10/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 34162/- starting from 07.10.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
15. ICICI BANK LOAN(868)	1.52	3.41	4.94	3.10	Loan of Rs. 1060000/- sanctioned on 07/08/2024 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 31247/- starting from 07.08.2024 at an interest rate of 9.85 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
16. UNION BANK LOAN (025)	7.94	6.16	0.00	0.00	Loan of Rs. 2026000/- sanctioned on 08/04/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 64616/- starting from 30/04/2025 at an interest rate of 8.85 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
17. UNION BANK LOAN (027)	17.75	11.63	0.00	0.00	Loan of Rs. 4100000/- sanctioned on 30/04/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 130761/- starting from 30/05/2025 at an interest rate of 8.95 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
18.BANK OF BARODA 8858	33.36	15.78	0.00	0.00	Loan of Rs. 5044000/- sanctioned on 11/02/2026 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 161339/- starting from 10/03/2026 at an interest rate of 9.45 p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company

OM INFRA LIMITED (STANDALONE)

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
19.IDFC 4179	52.92	23.51	0.00	0.00	Loan of Rs. 7833400/- sanctioned on 20/01/2026 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 256357/- starting from 03.03.2026 at an interest rate of 11% p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
20.BANK OF BARODA 8411	23.03	14.64	0.00	0.00	Loan of Rs. 4566600/- sanctioned on 26/08/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 144686/- starting from 28/09/2025 at an interest rate of 9.45 p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
21. HDFC Bank loan 0502	49.44	11.19	0.00	0.00	Loan of Rs. 6500000/- sanctioned on 14/10/2025 for vehicle purchase. Amount to be repaid in 60 installments of Rs. 134929/- starting from 07/11/2025 at an interest rate of 9% p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
Total (A)	**694.47**	**389.11**	**818.63**	**562.59**		

B. Term Loan from NBFC (Secured)

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
1. Loan from Tata Capital Limited	0.00	0.00	0.00	5.13	Loan of Rs. 5773150/- sanctioned on 27.02.2022 for machinary purchase. Amount to be repaid in 35 installments out of which one installment of Rs. 213355/- on 15.04.2022 and rest installment of Rs. 187116/- starting from 15.05.2022 at an interest rate of 8.61% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
2. Loan from Mahindra Finance	0.00	1.34	1.34	2.51	Loan of Rs. 929000/- sanctioned on 25.09.2022 for vehicle purchase. Amount to be repaid in 48 installments of Rs. 22970/- starting from 05.10.2022 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased
3. HDB Financial Services LTD(342)	0.00	0.00	0.00	1.80	Loan of Rs. 779000/- sanctioned on 14.04.2023 for vehicle purchase. Amount to be repaid in 29 installments of Rs. 31080/- starting from 04.05.2023 at an interest rate of 12% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company

OM INFRA LIMITED (STANDALONE)

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
4. HDB Financial Services LTD(794)	0.00	0.00	0.00	4.54	Loan of Rs. 1965000/- sanctioned on 26.03.2023 for vehicle purchase. Amount to be repaid in 29 installments of Rs. 78396/- starting from 04.05.2023 at an interest rate of 12% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
5. HDB Financial Services LTD	0.00	36.90	36.90	208.96	Loan of Rs. 56498000/- sanctioned on 22.05.2023 for construction equipment purchase. Amount to be repaid in 35 installments of Rs. 1867999/- starting from 04.07.2023 at an interest rate of 10.01% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
6. Toyata Financial (775)	0.00	1.44	1.44	17.66	Loan of Rs. 3544620/- sanctioned on 31.03.2024 for vehicle purchase. Amount to be repaid in 25 installments of Rs. 154794/- starting from 20.04.2024 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
Total (B)	**0.00**	**39.68**	**39.68**	**240.61**		

C. Inter Corporate Deposits (Unsecured)						
1. Jupiter Metals Private Limited	0.00	244.29	0.00	582.39		
2. Gujrat Warehousing Private Limited	0.00	500.00	0.00	510.03		
3. Worship Infraprojects Private Limited	0.00	159.87	0.00	161.98		
4. Om Metal Real Estate Private Limited	0.00	133.15	0.00	0.00		
5. BHAVYA MANGALAM MERCHANTS AND TRADE	0.00	0.55	0.00	0.00		
Total (C)	**0.00**	**1037.87**	**0.00**	**1083.54**		
Total	**694.47**	**1466.66**	**858.31**	**1886.74**		

24 Other Financial Liabilities (Non Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Others		
Capital Withdrawn from JV/Partnership firm	2406.65	620.06
Retention money vendors	0.00	78.77
Security Deposit form Customers	591.65	605.00
Total Other Financial Liability	**2998.30**	**1303.83**
Less: Current Maturities of Other Financial Liability	33.11	0.00
Other Non Current Financial Liability	**2965.18**	**1303.83**

25 Provisions (Non Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Provision for Employee Benefit Expenses		
Compenseted Absences	22.91	18.10
For Gratuity	84.23	62.12
	107.14	**80.23**

26 Deferred Tax Liabilities (Net)

Indian companies are subject to Indian income tax on a standalone basis. Each entity is assessed to tax on taxable profits determined for each fiscal year beginning on April 1 and ending on March 31.

Statutory income taxes are assessed based on book profits prepared under generally accepted accounting principles in India adjusted in accordance with the provisions of the (Indian) Income tax Act, 1961. Such adjustments generally relate to depreciation of fixed assets, disallowances of certain provisions and accruals, deduction for tax holidays, the set-off of tax losses and depreciation carried forward and retirement benefit costs. Statutory income tax is charged at 25% plus a surcharge and education cess.

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Current Tax		
Tax provision	267.63	289.15
Foregin Tax	0.00	0.00
Total Current Tax	**267.63**	**289.15**
Deferred Tax		
Deferred Tax	(107.55)	(121.76)
Total Deferred tax	**(107.55)**	**(121.76)**
Total Tax Expense Debited to Profit & Loss A/c	**160.08**	**167.38**

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Deferred Tax Liability		
Tangible Assets	235.56	184.22
Quoted Investment	2.09	1.94
Retention Money	3714.32	3947.43
	3951.97	**4133.59**
Deffered Tax Assets		
On Provision and Others	162.42	238.79
	162.42	**238.79**
Net Deferred Tax (Assets)/Liability	**3789.54**	**3894.81**
Deferred tax Liability opening balance	3894.81	4019.24
Net deferred tax laibility created/reversed	**(105.26)**	**(124.43)**
Deferred tax laibility created/reversed through P&L	**(107.55)**	**(121.76)**
Deferred tax laibility created/reversed through OCI	**2.29**	**(2.67)**

Reconciliation of Previous year figure

Deferred Tax opening balance	3894.81	4019.24
Add: Changes to be recognied in previous year due to change in income tax return	(105.26)	(124.43)
Total to be recognized in balance Sheet	3789.54	3894.81

A reconciliation of income tax expense applicable to accounting profit/ (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Profit/loss before Tax	2340.57	3777.65
Enacted Tax rate in India	28.60%	28.60%
Expected income tax expense/ (benefit) at statutory tax rate	669.40	1080.41
Expenses not deductible in determining taxable profits	249.06	209.67
Income Exempt from taxation	0.00	0.01
Expenses deductible in determining taxable profits	139.13	156.44
Additional deduction as per tax	110.34	1005.55
Others	(508.90)	39.31
Tax Expense for the year	160.08	167.38
Effective income tax rate	6.84%	4.43%

27 Other Non Current Liabilities

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Advance and Security Deposit from Customers	3043.03	762.64
Total Other Current Liability	**3043.03**	**762.64**
Less : Current Maturities of Other Non Current Liability	1687.76	762.64
Other Non Current Liability	**1355.27**	**0.00**

28 Short Term Borrowings (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Secured		
Current Maturities of Long Term Borrowings	428.79	803.20
Working Capital Loan(From Banks) (See note No.1)	6888.07	4854.52
Unsecured		
Current Maturities of Long Term Borrowings	1037.87	1083.54
	8354.73	**6741.25**

Note 1 : Working Capital Loans and non Fund base facilities viz. Bank Guarantees and Letter of Credit from banks i.e.SBI, IDBI, BOB, HDFC, RBL and Union Bank are secured by way of hypothecation of all company`s current assets including stocks and book debts and first charge on other movable assets,both present and future on ranking pari - passu basis inter se between the lender. These loans are further secured on pari-passu charges by way of first/second charge by way of mortgage, by deposit of titledeeds in respect of some immovable properties as per arrangement letter & personal guarantees of the Shri D.P.Kothari, Sunil Kothari and Vikas Kothari Directors of the company, and further secured by way of equitable mortgage of land & building belonging to other companies viz Lambodar Finvest Pvt. Ltd., and Om Kothari parawarik Trust. Interest rate on working capital facilities taken from banks are either linked with Bank MCLR or Repo Rate.

Qua-rter	Name of bank	Amount as per books of accounts	Amount as reported in the quarterly return/statement	Amount of difference	Reason for material discrepancies
Q1	State Bank of India	44278.09	34968.91	9309.17	Difference is on account of certain trade receivables & inventories are not eligible and not offered for short term borrowings.
Q2	State Bank of India	39594.33	29116.27	10478.06	
Q3	State Bank of India	42396.48	34235.59	8160.89	
Q4	State Bank of India	41719.58	35317.47	6402.11	

29 Trade Payables (As Per Annexure 29.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
(a)Micro, small and Medium enterprises Development Act, 2006	941.19	568.77
(b) Others (Trade Payable and others)	9116.87	11447.66
	10058.06	**12016.43**

Annexure 29.1: Trade Payables

Particulars	Outstanding for following periods from due date of payment as on 31.03.2026				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	941.19	0.00	0.00	0.00	**941.19**
(ii) Others	5107.13	1092.32	880.54	510.77	**7590.76**
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	**0.00**
(iv)Disputed dues - Others	1088.08	323.06	0.00	114.97	**1526.11**

Particulars	Outstanding for following periods from due date of payment as on 31.03.2025				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	568.77	0.00	0.00	0.00	**568.77**
(ii) Others	5958.31	1614.21	680.81	584.53	**8837.86**
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	**0.00**
(iv)Disputed dues - Others	1492.36	920.31	197.13	0.00	**2609.80**

29.2 Details of dues to Micro Small and medium enterprises as per MSMED Act, 2006 as identified by the Company.

Particulars	2025-26	2024-25
1.The principal amount due and remaining unpaid to any supplier as at the end of each accounting year		
2.The interest due an unpaid principal amount remaining as at the end of the each accounting year		
3.The amount of interest paid by the buyer in terms of section 16 of the Micro Small and medium enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.		
4.The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) But without adding the interest specified under Micro Small and medium enterprises Development Act, 2006		
5.The amount of interest accrued and remaining unpaid at the end of each accounting year, and		
6.The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the Small Enterprises for the purpose of disallowance as a deductible expenditure U/s. 23 of the Micro Small and medium enterprises Development Act, 2006		

30 Other Financial Liabilities (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Current Maturities of Other Non Current Financial Liabilities	33.11	0.00
Other Liabilities	239.13	252.51
Security Deposits From Vendors	1883.82	1715.51
Unpaid/ Unclaimed Dividend (as referred in Sec 124 of the Companies Act,2013)	11.26	7.51
	2167.32	**1975.54**

31 Provisions (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Provision for Employee Benefit Expenses		
Compenseted Absences	8.21	6.18
For Gratuity	66.75	48.44
	74.96	**54.62**

32 Current Tax Liabilities (Net)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Income Tax (Net)	101.47	0.00
	101.47	**0.00**

33 Other Current Liabilities

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Advance from Customers	1133.45	1505.77
Current Maturities of Other Non Current Liabilities	1687.76	762.64
Other Payables	255.41	211.51
Statutory Levies	128.24	257.04
	3204.86	**2736.96**

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NOTES ANNEXED TO AND FORMING PART OF THE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

34 Revenue From Operations

(₹ in Lacs)

Particulars	2025-26	2024-25
Sale of Products		
Contract Receipt	41690.90	59733.99
Contract Receipt UBR*	5116.73	5442.23
Other Operating Revenue		
Profit From Joint Venture	30.99	1.68
Profit in form of Interest	0.00	1445.52
Profit/loss From partnership firms	3.77	4.36
	46842.38	**66627.77**

Particulars of Sales of Products/Services		
Flat Sales	323.24	815.10
Contract Receipts	46484.39	64361.12
	46807.63	**65176.22**
1. Receipt From Operations		
Overseas	2873.08	4086.44
Domestic	43969.30	62541.33
	46842.38	**66627.77**
2. Timing of Revenue Recognition		
Goods Transferred at point in time	2727.28	2171.17
Services transferred over time	44115.10	64456.60
	46842.38	**66627.77**

Note: Overseas revenue includes revenue from Nepal and Rawanda branch.

*Unbilled Revenue (UBR) refers to amounts approved by the project authority but not yet billed to them.

Details Of Transaction with Related Parties	2025-26	2024-25
Other Operating Revenue		
Om Metals Consortium Private Limited	0.00	1445.52
	0.00	**1445.52**

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35 Other Income

(₹ in Lacs)

Particulars	2025-26	2024-25
Arbitration Claim	0.00	86.61
Dividend Income	0.05	0.04
Foreign Currency Flucation	311.05	322.97
Gain on Derecognition of Rou and Lease Liability	0.00	29.59
Insurance Claim	285.49	390.01
Miscellenous Income	22.54	81.01
Profit on Sale of Fixed Assets(Net)	0.00	1106.05
Rent and hire receipts	306.29	134.96
Sundry balance written off	0.00	309.39
Scrap material Sales	198.21	296.65
Vat Refund	0.00	29.86
Interest Income earned on Financial Assets		
Bank Deposit	466.39	340.18
Interest on SD	10.87	12.24
Interest on Others	26.77	26.60
	1627.67	**3166.16**

Details Of Transaction with Related Parties	2025-26	2024-25
Rent and Hire Receipts		
Om Metals Auto Pvt Ltd	102.51	102.51
Om Automotors Pvt Ltd	22.50	30.00
Miscellenous Income		
Jupiter Metal Private Limited	5.71	6.44
Total	**130.72**	**138.95**

36 Cost of Raw Materials Components Consumed

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Stock	1534.41	955.20
Add : Purchases including accessories,boughtout item / semi finished (including Goods in Transit)	19014.41	27120.02
	20548.82	**28075.23**
Less: Sale of Raw Material	1508.00	0.00
	19040.82	**28075.23**
Less : Closing Stock	1815.11	1534.41
	17225.71	**26540.82**

Imported	775.62	1997.00
Indigenous	16450.09	24543.82
	17225.71	**26540.82**

Particulars of the Material Consumed		
Structural Steel and Bought out items	2810.34	9809.38
Cement	1856.93	2673.53
Bitumen, Civil Materials Other	1424.25	1418.87
MS Pipes, DI and HDPE Pipes	4900.29	9133.51
Others	6233.90	3505.52
	17225.71	**26540.82**
Goods In Transit	**235.86**	**22.25**

Details Of Transaction with Related Parties	**2025-26**	**2024-25**
Purchase of Raw Material		
Om Optel Industries Pvt Ltd	99.31	166.64
	99.31	166.64

37 Construction Materials Consumed

(₹ in Lacs)

Particulars	**2025-26**	**2024-25**
Opening Stock Of Construction Material	0.00	2.90
Add : Purchases of construction material (including Goods in	11.91	61.42
Add: Flat Purchase	0.00	0.00
	11.91	**64.32**
Less: Sale of Raw Material Of Construction Material	0.00	0.00
	11.91	**64.32**
Less : Closing Stock Of Construction Material	0.00	0.00
	11.91	**64.32**

Imported	0.00	0.00
Indigenous	11.91	64.32
	11.91	**64.32**

Particulars of the Material Consumed		
Structural Steel and Bought out items	0.00	0.00
Bitumen	0.00	0.00
Cement	0.24	0.73
Bitumin , Civil Materials Other	8.51	11.05
Raw Material Packaging	0.00	0.00
Others	3.15	52.55
	11.91	**64.32**

38 Purchase of Stock In Trade

(₹ in Lacs)

Particulars	2025-26	2024-25
Purchases	42.61	177.85
	42.61	**177.85**

39 Stores, Spares and Tools Consumed

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Stock Of Stores, Spares and Tools Consumed	43.91	19.20
Add : Purchase Of Stores, Spares and Tools Consumed	1521.38	1623.95
	1565.29	**1643.15**
Less: Sale of stores,spares and tools	0.00	0.00
	1565.29	**1643.15**
Less : Closing Stock Of Stores, Spares and Tools Consumed	101.78	43.91
	1463.50	**1599.24**

Imported	0.00	0.00
Indigenous	1463.50	1599.24
	1463.50	**1599.24**

40 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Inventories		
Finished Goods	252.21	173.22
Work in Progress	4271.12	4907.54
Property Development Project-Completed Property	425.94	425.94
Property development related Work in Progress	3871.94	4549.59
	8821.21	**10056.29**
Closing Inventories		
Finished Goods	469.25	252.21
Work in Progress	4528.76	4271.12
Property Development Project-Completed Property	425.94	425.94
Property development related Work in Progress	3614.22	3871.94
	9038.17	**8821.21**
Increase/(Decrease) In Inventories	**(216.96)**	**1235.08**

41 Other Manufacturing, Construction and Operating Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Carriage Inward	346.99	261.69
Consultancy and Professional Charges	93.54	110.13
Insurance Expenses	679.11	633.78
Job work and other charges	12241.38	19905.40
Power and Fuel Expenses	2703.44	2732.01
Rent/Hire charges	1507.09	1864.77
Repairs and Maintenance		
a) To Machinery	205.16	249.78
b) To Building	16.10	98.72
	17792.80	**25856.27**

42 Employee Benefit Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Contribution of PF, ESI and other welfare fund scheme	91.07	78.07
Employee Welfare Expenses Including compensation	375.25	364.98
Gratuity and Leave Encashment Expenses	56.74	20.64
Salaries,Wages,Bonus and Allowances etc.	3715.72	3529.35
	4238.78	**3993.05**

Retirement and Other Employee Benefits:

(a) Defined contribution plans

The Company operates defined contribution retirement benefit plan for all qualifying employees. Company directly contributes to the provident fund and having no obligation for further contribution.

(₹ in Lacs)

Particulars	2025-26	2024-25
Contribution to Employee State Insurance	12.48	12.59
Provident Fund	74.37	65.49

The Code on Social Security, 2020 (Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant."

Effective November 21, 2025, the Government of India consolidated 29 existing labour regulations into four Labour codes, namely, The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes', The New Labour Codes has resulted in a one-time material increase in provision for employee benefits on account of recognition of past service costs. Based on the requirements of New Labour Codes and the ICAI clarification, the Company has assessed the impact of the New Labour Codes and concluded that there is no impact on the financial statements for the year ended March 31, 2026.

(b) Defined Benefit Plans

Gratuity has been provided on the basis of actuarial valuation using the project unit credit method and same is non-funded. The obligation for leave encashment is recognized in the same manner as gratuity.

The plans in India typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk: The liability is not funded and is not relevant in Company.

Interest risk: The rate used to discount post-employment benefit obligation should be determined by reference to market yields at the balance sheet date on Government bonds. The currency and term of government bonds should be in consistent with the currency and estimated term of post-employment benefit obligation.

Salary risk: Salary increase should take into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

No other post-retirement benefits are provided to these employees.

A) Gratuity (Unfunded)

(₹ in Lacs)

A.1) Liability/(Asset) to be recognised in the Balance Sheet

Amount in Balance Sheet	2025-26	2024-25
Defined Benefit Obligation (DBO)	150.98	110.56
Fair value of Plan Assets	0.00	0.00
Funded Status- (Surplus)/Deficit	0.00	0.00
Liability/(Asset) recognised in the Balance Sheet	**150.98**	**110.56**

A.2) Bifurcation of DBO into Current and Non Current Portion

Current/ Non Current Benefit obligation/asset	2025-26	2024-25
Current Liability	66.75	48.44
Non Current Liability	84.23	62.12
Liability/(Asset) recognised in the Balance Sheet	**150.98**	**110.56**

A.3) Expense recognised during the year in the Statement of Profit and Loss

Particulars	2025-26	2024-25
Current Service Cost	39.55	7.77
Interest Cost	7.34	6.59
Expected Return on Plan Assets	0.00	0.00
	46.89	**14.36**

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A.4)Expense recognised during the year in the Statement of Other Comprehensive

Particulars	2025-26	2024-25
Remesurements due to:		
Effect of change in financial assumptions (A)	(3.45)	3.09
Effect of experience adjustments (B)	(3.02)	1.73
Actuarial (Gains)/Losses (A+B)	**(6.47)**	**4.82**
Return on plan assets (excluding interest)	0.00	0.00
Total Remeasurements recognized in OCI	**(6.47)**	**4.82**

A.5) Return on Plan Assets

Actual Return on Plan Assets	2025-26	2024-25
Interest Income Plan Asset	NA	NA
Actuarial Gains/(Losses) on Plan Assets	NA	NA
Actual Return on Plan Assets	**NA**	**NA**

A.6) Reconcilliation of amounts in Balance Sheet

Particulars	2025-26	2024-25
Opening Balance Sheet (Asset)/Liability	110.56	92.40
Total Expense/(Income) recognised in P&L	46.89	14.36
Actual Employer Contribution	0.00	(1.02)
Total Remeasurements Recognised in Other Comprehensive (Income)/Loss	(6.47)	4.82
Acquisition/ Business Combination/ Divestiture	0.00	0.00
Closing Balance Sheet (Asset)/Liability	**150.98**	**110.56**

Change in Present Value of Benefit Obligation during the Period	2025-26	2024-25
Defined Benefit Obligation, beginning of the period	110.56	92.40
Current Service Cost	39.55	7.77
Interest Cost	7.34	6.59
Actuarial (Gains)/Losses	(6.47)	4.82
Actual Benefits Paid	0.00	(1.02)
Defined Benefit Obligation, end of the period	**150.98**	**110.56**

A.7) Reconciliation of Fair Value of Plan Asset

Change in fair value of plan assets during the period	2025-26	2024-25
Fair Value of Plan assets, beginning of the period	NA	NA
Interest income on plan assets	NA	NA
Actual Enterprises' contribution	0.00	1.02
Actual benefits paid	0.00	(1.02)
Actuarial gains/(losses)	NA	NA
Fair Value of Plan assets, end of the period	**0**	**0**

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Other Items	2025-26	2024-25
Weighted average duration (based on discounted cash flow)	7.00	7.00

A.8) Categorisation of Investments under Plan Assets

Category of Assets	2025-26	2024-25
Govt. of India Securities (Central and State)	0.00	0.00
High Quality corporate bonds (incl PSU Bonds)	0.00	0.00
Equity Shares of listed companies	0.00	0.00
Real Estate / Propetry	0.00	0.00
Cash (including special deposits)	0.00	0.00
Other (including assets under schemes of Ins.)	0.00	0.00

A.9) History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses

History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses	2025-26	2024-25
DBO	150.98	110.56
Plan Assets	0.00	0.00
(Surplus)/Deficit	**150.98**	**110.56**
Exp Adj- Plan Assets gain/(Loss)	NA	NA
Assumptions Gain/(loss)	(6.47)	4.82
Exp Adj- Plan Liabilities Gain/(loss)	0.00	0.00
Total Actuarial Gain/(loss)	**(6.47)**	**4.82**

A.10) Reconciliation of Actuarial (Gain)/Losses

Recognition of Actuarial gains and losses	2025-26	2024-25
Actuarial (Gain)/Loss arising on DBO	(6.47)	4.82
Actuarial (Gain)/Loss arising on Plan Assets	NA	NA
Total (Gain)/Loss recognised during the period	**(6.47)**	**4.82**

A.11) Sensitivity analysis

Particulars	2025-26	2024-25
Defined benefit obligation (Base)	150.98	110.56

Sensitivity analysis	2025-26	
	Increase	Decrease
Discount Rate		
Impact of increase/ decrease of 50 bps on DBO	146.82	155.43
Salary Inflation		
Impact of increase/ decrease of 100 bps on DBO	160.02	142.91
Withdrawal Rate		
Impact of increase/ decrease of 500 bps on DBO	148.67	154.97

Sensitivity analysis	2024-25	
	Increase	Decrease
Discount Rate		
Impact of increase/ decrease of 50 bps on DBO	107.41	113.94
Salary Inflation		
Impact of increase/ decrease of 100 bps on DBO	117.40	104.49
Withdrawal Rate		
Impact of increase/ decrease of 100 bps on DBO	109.96	111.24

A.12)Expected Undiscounted Cash Flows

Cash Flows	2025-26	2024-25
Year 1	66.75	51.27
Year 2	4.39	3.12
Year 3	7.40	5.54
Year 4	5.76	5.52
Year 5	4.78	4.20
After 5th Year	163.65	115.45

A.13)Plan provisions considered for carrying out actuarial valuation

Cash Flows	2025-26	2024-25
Eligibility	All employees	All employees
Qualifying salary	Last Drawn Basic Salary	Last Drawn Basic Salary
Qualifying service	Completed years of Continious service with part thereof in excess of six months	
Form of payment		
Retirement benefit	service	service
Withdrawal benefit	Same as normal retirement benefit upto the date of exit	Same as normal retirement benefit upto the date of exit
Death benefit	Same as normal retirement benefit except that no vesting condition apply	Same as normal retirement benefit except that no vesting condition apply
Vesting Period	5 years	5 years
Maximum Ceiling	INR 20 Lakhs	INR 20 Lakhs

A.14) Data used for Actuarial Valuation

Membership data	2025-26	2024-25
Number of Members	71	63
Total monthly Salary (in Lacs)	16.88	12.23
Average Remaining working life (Years)	13.34	12.98
Average age (Years)	45.55	46.13
Average Past Service (Years)	13.62	14.13

A.15)Actuarial Assumptions

Actuarial Assumptions	2025-26	2024-25
Discount Rate	7.03%	6.64%
Salary Escalation rate	8.00%	8.00%

Demographic Assumptions	2025-26	2024-25
Mortality Table	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate	5.00%	5.00%
Retirement Age	58	58

Discount rate

Discount Rate for the valuation is based on Yield to Maturity (YTM) available on Government bonds having similar term to decrement-adjusted estimated term of liabilities. Estimated term of liabilities, for selection of discount rate, is calculated as average term of all future benefit payments on account of death, retirement or resignation weighted by corresponding amount of benefits.

Salary growth rate

Salary growth rate is company's long term best estimate as to salary increases & takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard.

Withdrawal rate

Assumptions regarding withdrawal rates are also set based on the estimates of expected long-term future employee turnover within the organization.

Mortality rate

Indian Assured Lives Mortality (2012-14) as issued by Institute of Actuaries of India has been used.

Projected Unit Credit Method
As required under Para 51 (b) of Ind AS 19, valuation of plan benefits is done using Projected Unit Credit Method. Under this method, only benefits accrued till the date of valuation (i.e. based on service unto date of valuation) are considered for valuation. Present value of Defined Benefit Obligation is calculated by projecting salaries, exits due to death, resignation and other decrements, if any, and benefit payments made during each month till the time of retirement of each active member using assumed rates of salary escalation, mortality & employee turnover rates. The expected benefit payments are then discounted back from the expected future date of payment to the date of valuation using the assumed discount rate.

Ind AS 19 also requires 'Service Cost' to be calculated separately in respect of benefit accrued during the current period. Service Cost is calculated using the same method as described above; however instead of all accrued benefits, benefit accrued over the current reporting period is considered.

B) Leave Encashment (Unfunded)

(₹ in Lacs)

B.1) Liability/(Asset) to be recognised in the Balance Sheet

Amount in Balance Sheet	2025-26	2024-25
Defined Benefit Obligation (DBO)	31.12	24.28
Fair value of Plan Assets	0.00	0.00
Funded Status- (Surplus)/Deficit	0.00	0.00
Liability/(Asset) recognised in the Balance Sheet	**31.12**	**24.28**

B.2) Bifurcation of DBO into Current and Non Current Portion

Current/ Non Current Benefit obligation/asset	2025-26	2024-25
Current Liability	8.21	6.18
Non Current Liability	22.91	18.10
Liability/(Asset) recognised in the Balance Sheet	**31.12**	**24.28**

B.3) Expense recognised during the year in the Statement of Profit and Loss

Particulars	2025-26	2024-25
Current Service Cost	6.22	5.25
Interest Cost	1.61	1.03
Net Acturial Losses /(gain)	0.00	0.00
Expected Return on Plan Assets	0.00	0.00
Total Expense/(Income) included in Employee Benefit	**7.83**	**6.28**

B.4)Expense recognised during the year in the Statement of Other Comprehensive Income(OCI)

Particulars	2025-26	2024-25
Remesurements due to:		
Remesurements due to:		
Effect of change in financial assumptions (A)	(0.92)	0.87
Effect of experience adjustments (B)	(0.08)	2.87
Actuarial (Gains)/Losses (A+B)	**(0.99)**	**3.73**
Return on plan assets (excluding interest)	0.00	0.00
Total remeasurements recognized in OCI	**(0.99)**	**3.73**

B.5) Return on Plan Assets

Actual Return on Plan Assets	2025-26	2024-25
Interest Income Plan Asset	NA	NA
Actuarial Gains/(Losses) on Plan Assets	NA	NA
Actual Return on Plan Assets	**NA**	**NA**

B.6) Reconcilliation of amounts in Balance Sheet

Particulars	2025-26	2024-25
Opening Balance Sheet (Asset)/Liability	24.28	14.49
Total Expense/(Income) recognised in P&L	7.83	6.28
Remeasurement	(0.99)	3.73
Actual Employer Contribution	0.00	(0.23)
Closing Balance Sheet (Asset)/Liability	**31.12**	**24.28**

Change in Present Value of Benefit Obligation during the Period	2025-26	2024-25
Defined Benefit Obligation, beginning of the period	24.28	14.49
Current Service Cost	6.22	5.25
Interest Cost	1.61	1.03
Actuarial (Gains)/Losses	(0.99)	3.73
Actual Benefits Paid	0.00	(0.23)
Defined Benefit Obligation, end of the period	**31.12**	**24.28**

B.7) Reconciliation of Fair Value of Plan Asset

Change in fair value of plan assets during the period	2025-26	2024-25
Fair Value of Plan assets, beginning of the period	NA	NA
Interest income on plan assets	NA	NA
Actual Enterprises' contribution	0.00	0.23
Actual benefits paid	0.00	(0.23)
Actuarial gains/(losses)	NA	NA
Fair Value of Plan assets, end of the period	NA	NA

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B.8) Categorisation of Investments under Plan Assets

Category of Assets	2025-26	2024-25
Govt. of India Securities (Central and State)	0.00	0.00
High Quality corporate bonds (incl PSU Bonds)	0.00	0.00
Equity Shares of listed companies	0.00	0.00
Real Estate / Propetry	0.00	0.00
Cash (including special deposits)	0.00	0.00
Other (inclding assets under schemes of Ins.)	0.00	0.00

B.9) History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses

History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses	2025-26	2024-25
DBO	31.12	24.28
Plan Assets	0.00	0.00
(Surplus)/Deficit	31.12	24.28
Exp Adj- Plan Assets gain/(Loss)	0.00	0.00
Assumptions Gain/(loss)	(0.99)	3.73
Exp Adj- Plan Liabilities Gain/(loss)	0.00	0.00
Total Actuarial Gain/(loss)	**(0.99)**	**3.73**

B.10) Reconciliation of Actuarial (Gain)/Losses

Recognition of Actuarial gains and losses	2025-26	2024-25
Actuarial (Gain)/Loss arising on DBO	(0.99)	3.73
Actuarial (Gain)/Loss arising on Plan Assets	0.00	0.00
Total (Gain)/Loss recognised during the period	**(0.99)**	**3.73**

B.11) Sensitivity analysis

Particulars	2025-26	2024-25
Defined benefit obligation (Base)	31.12	24.28

Sensitivity analysis	2025-26	
	Increase	Decrease
Discount Rate		
Impact of increase/ decrease of 50 bps on DBO	30.02	32.30
Salary Inflation		
Impact of increase/ decrease of 100 bps on DBO	33.47	29.03
Withdrawal Rate		
Impact of increase/ decrease of 500 bps on DBO	30.71	31.73

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Sensitivity analysis	2024-25	
	Increase	Decrease
Discount Rate		
Impact of increase/ decrease of 50 bps on DBO	23.40	25.23
Salary Inflation		
Impact of increase/ decrease of 100 bps on DBO	26.16	22.61
Withdrawal Rate		
Impact of increase/ decrease of 100 bps on DBO	24.16	24.42

B.12)Expected Undiscounted Cash Flows

Cash Flows	2025-26	2024-25
Year 1	8.21	6.18
Year 2	1.75	1.89
Year 3	1.31	1.46
Year 4	1.55	0.99
Year 5	1.42	0.92
After 5th Year	45.17	33.81

B.13)Plan provisions considered for carrying out actuarial valuation

Cash Flows	2025-26	2024-25
Eligibility	All employees	All employees
Qualifying salary	Last Drawn Basic Salary	Last Drawn Basic Salary
Qualifying service	Completed years of Continious service with part thereof in excess of six months	Completed years of Continious service with part thereof in excess of six months
Form of payment	Lumpsum	Lumpsum
Retirement benefit	(No. of accumulated leaves * Applicable monthly salary for the leave encashment)/30	(No. of accumulated leaves * Applicable monthly salary for the leave encashment)/30
Withdrawal benefit	Same as normal retirement benefit upto the date of exit	Same as normal retirement benefit upto the date of exit
Death benefit	Same as normal retirement benefit except that no vesting condition apply	Same as normal retirement benefit except that no vesting condition apply
Vesting Period	Nil	Nil
Maximum Ceiling	No Limit	No Limit

B.14) Data used for Actuarial Valuation

Membership data	2025-26	2024-25
Number of Members	71	63
Total monthly Salary (in Lakhs)	31.96	29.91
Average Remaining working life (Years)	13.34	12.98
Average age (Years)	45.55	46.13
Average Past Service (Years)	13.62	14.13

B.15)Actuarial Assumptions

Actuarial Assumptions	2025-26	2024-25
Discount Rate	7.03%	6.64%
Salary Escalation rate	8.00%	8.00%

Demographic Assumptions	2025-26	2024-25
Mortality Table	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate	5.00%	5.00%
Retirement age	58	58

Notes:

a) The discount rate is based on the prevailing market yield on government securities as at the balance sheet date for the estimated term of obligation.

b) The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

c) The gratuity and Leave Encashment liabilities are unfunded. Accordingly, information regarding planned assets are not applicable.

43 Finance Costs

(₹ in Lacs)

Particulars	2025-26	2024-25
Bank charges and Guarantee commission	643.18	635.44
Foreign currency fluctuation	0.00	0.18
Interest Expenses		
On Lease liability	3.85	7.45
On Partners Capital	31.03	5.06
On Term Loan	124.27	94.70
On Working Capital/Others	1096.80	1444.47
	1899.14	**2187.29**

(₹ in Lacs)

Details Of Transaction with Related Parties	2025-26	2024-25
On Lease Liability		
Sanyon Properties	3.85	4.70
Bahubali Housing Finance	0.00	0.87
Little Star	0.00	0.87
On Working Capital/Others		
Jupiter Metals Private Limited	13.74	38.24
	17.59	**44.69**

44 Depreciation and Amortization Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Amortisation of Right to use Assets	16.98	23.62
Depreciation on Property Plant & Equipment	462.13	535.13
	479.10	**558.75**

45 Sales, Administration and Other Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Advertisment and Business Promotion	13.99	11.62
Arbitration Expenses	0.00	564.85
Charity and Donation	12.69	11.36
Corporate Social Responsibility(CSR)	105.00	85.00
Commission & Brokerage	63.92	33.93
Frieght and Transportation Expenses	465.98	301.42
General Repairs	78.19	132.07
Impairement of Assets	0.00	65.98
Legal, Consultancy, Retainership, Professional Arbitration Expenses'	373.54	447.49
Miscellaneous Expenses	497.30	402.27
Payment To Auditors(Including Branch Auditors)	31.56	26.63
Rates and taxes	469.24	735.12
Rent Expenses	196.92	172.40
Sundry Balances Written Off (Net)	8.11	76.07
Telephone, telex and postage	36.72	29.52
Travelling and Conveyance Expenses	284.72	296.41
Vehicle Hiring / Running and Maintenance	555.01	411.45
	3192.89	**3803.60**

(₹ in Lacs)

Particulars	2025-26	2024-25
Audit fees of Statuatory Auditors	15.00	15.00
Audit fees of Branch Auditors	3.80	4.51
Tax Audit Fees	2.21	5.36
Certificate and Other Services	9.46	3.01
	30.47	**27.88**

(₹ in Lacs)

Details Of Transaction with Related Parties	2025-26	2024-25
Rent Expenses		
Chandra Prakash Kothari & Sons	10.92	3.60
Dharam Prakash Kothari & Sons	10.92	3.60
Kuldeep Kothari & Sons	10.92	3.60
Sunil Kothari & Sons	10.92	3.60
Vivek Trust	10.92	3.60
Travelling Expenses		
Jupiter Metals Private Limited	8.87	8.87
Vehicle Hiring / Running and Maintenance		
Om Metal Auto Private Limited	11.90	15.20

46 Other Comprehensive Income

(₹ in Lacs)

Particulars	2025-26	2024-25
Items That Will Not Be Reclassified To Profit Or Loss		
Gain/(Loss) on Re-measurement of the net defined benefit plans	7.46	(8.55)
Equity instruments through Other comprehensive income	0.53	(0.78)
Income tax relating to items that will not be reclassified to profit or loss	(2.29)	2.67
Total (A)	**5.70**	**(6.66)**
Items that will be reclassified to profit or loss		
The effective portion of gains and loss on hedging instruments		
Changes in Foreign Currency Monetary Item translation difference account(FCMITDA)	(38.23)	(173.34)
Income tax relating to items that will be reclassified to profit or loss		
Total (B)	**(38.23)**	**(173.34)**
Total Other Comprehensive Income (A+B)	**(32.52)**	**(180.01)**

NOTES TO FINANCIAL STATEMENTS

47 Segment Reporting:

(a) Primary Segment: Business Segment

Based on the guiding principles given in "IndAccounting Standard –108 Operating Segments" notified under Companies (Accounting standard) Rules 2006, the Company's operating business are organized and managed separately according to the nature of products manufactured and services provided. The identified reportable are:

1 Engineering Segment

2 Real Estate Segment

Secondary Segment: Geographical segment:

The analysis of Geographical segment is based on the geographical location i.e. domestic and overseas markets of the customers.

Secondary Segment Reporting (By Geographical segment)

The following is the distribution of the company`s revenue from operation (net) by Geographical markets, regardless of where the goods were produced:

(₹ in Lacs)

Particulars	2025-26	2024-25
Revenue from Domestic Market	43969.30	62541.33
Revenue from Overseas Market	2873.08	4086.44
	46842.38	**66627.77**

Geographical segment wise receivables:

(₹ in Lacs)

Particulars	2025-26	2024-25
Receivable of Domestic Market	28060.53	24762.44
Receivables of Overseas Market	2703.98	3551.48
	30764.51	**28313.92**

Geographical segment wise Property, Plant & Equipment (Includes Investment Property):

(₹ in Lacs)

Particulars	2025-26	2024-25
In India	10645.37	10460.16
Outside India	188.92	215.19
	10834.29	**10675.36**

(b) Segment accounting polices

In addition to the significant accounting policies applicable to the business segment as set in note 2.23, the accounting policies in relation to segment accounting are as under:

i) Segment revenue & expenses

Joint revenue and expenses of segments are allocated amongst them on a reasonable basis. All other segment revenue and expenses are directly attributable to the segments.

ii) Segment assets and liabilities

Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and fixed assets, net of allowance and provisions, which are reported as direct off sets in the balance sheet. Segment Liabilities include all operating Liabilities and consist principally of trade payables & accrued liabilities. Segment assets and liabilities do not include deferred income taxes except in the Engineering division. While most of the assets/liabilities can be directly attributed to individual segments, the carrying amount of certain assets /liabilities pertaining to two more segments are allocated to the segments on a reasonable basis.

iii) Inter segment sales

Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation. The main division is engineering division and funds provided by engineering division to other division and interest on such balances are not charged.

S.No	PARTICULARS	Year ended 31.03.2026	Year ended 31.03.2025
1	**Segment Revenue** **(net sale/income from each segment should be disclosed)**		
1	Engineering	46842.38	65812.68
2	Real estate	323.24	815.09
	Total segment revenue	**47165.62**	**66627.77**
	Less: Inter segment revenue	0.00	0.00
	Revenue from operations	**47165.62**	**66627.77**
2	**Segment Result** **Profit (+) / Loss (-) before tax and interest from each segment**		
1	Engineering	4424.840	6169.50
2	Real estate	(185.13)	(204.56)
	Total Profit before tax	**4239.710**	**5964.94**
	i. Finance cost	1899.15	2187.29
	ii. Other unallocable expenditure net off unallocable income	0.00	0.00
	Profit before tax	**2340.56**	**3777.65**
3	**(Segment Assets - Segment Liabilities)** **Segment Assets**		
1	Engineering	108067.810	103007.21
2	Real estate	4300.16	4566.00
	Total Segment Assets	**112367.97**	**107573.21**
	Un-allocable Assets	0.00	0.00
	Net Segment Asset	**112367.97**	**107573.21**
4	**Segment Liabilities** **Segment liabilities**		
1	Engineering	31625.47	28535.08
2	Real estate	1278.1	1336.44
	Total Segment Liabilities	**32903.57**	**29871.52**
	Un-allocable Liabilities	0.00	0.00
	Net Segment Liabilities	**32903.57**	**29871.52**

48 Financial Instruments

48.1 Categories of Financial Instruments

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets				
Measured at Amortised Cost				
Loans (Non-Current)	24878.77	24878.77	24890.38	24890.38
Loans (Current)	6032.62	6032.62	6024.00	6024.00
Other financial assets(Non-current)	742.57	742.57	722.48	722.48
Trade receivables	30764.51	30764.51	28313.92	28313.92
Cash and cash equivalents	1802.96	1802.96	2550.27	2550.27
Bank balances other than cash and cash equivalents	5672.23	5672.23	5233.02	5233.02
Non-current Investments (NSC)	0.13	0.13	0.13	0.13
Other financial assets (current)	65.48	65.48	64.07	64.07
Total Financial Assets at Amortised Cost (A)	**69959.26**	**69959.26**	**67798.26**	**67798.26**
Financial Assets Measured at Fair Value through Other Comprehensive Income				
Non-curent Investments	11.92	11.92	11.45	11.45
Total financial assets at Fair Value through Other Comprehensive Income (B)	**11.92**	**11.92**	**11.45**	**11.45**
Financial Assets Measured at Fair Value through Profit and Loss				
Non-current Investments	N.A.	N.A.	N.A.	N.A.
Current Investments	N.A.	N.A.	N.A.	N.A.
Other financial assets	N.A.	N.A.	N.A.	N.A.
Total Financial Assets at Fair Value through Profit and Loss (C)	**0**	**0**	**0**	**0**
Total Financial Assets (A+B+C)	**69971.18**	**69971.18**	**67809.71**	**67809.71**

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Liabilities Measured at Amortised				
Long term Borrowings*	2161.13	2161.13	2915.90	2915.90
Short term Borrowings	6888.07	6888.07	4854.52	4854.52
Trade Payables	10058.06	10058.06	12016.43	12016.43
Lease Liability **	30.54	30.54	38.69	38.69
Other financial liabilities (Non-Current)	2965.18	2965.18	1303.83	1303.83
Other financial liabilities (Current)	2167.32	2167.32	1975.54	1975.54
Total Financial Liabilities at Amortised Cost	**24270.31**	**24270.31**	**23104.91**	**23104.91**

* Long term borrowings includes current maturities.
** Lease Liability includes both short term and long term .

48 Risk Management

(I) Capital Risk Management

The Company being in a capital intensive industry, its objective is to maintain strong credit rating healthy capital ratios and establish a capital structure that would maximize the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets.

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, Bank balances other than cash and cash equivalents and current investments.

(₹ in Lacs)

Particulars	2025-26	2024-25
Long term borrowings	694.47	1029.17
Short term borrowings	8354.73	6741.25
Total	**9049.20**	**7770.42**
Less: cash and cash equivalents	1802.96	2550.27
Less: bank balances other than cash and cash equivalents	5672.23	5233.02
Net debt	**1574.01**	**(12.87)**
Total equity	**79464.40**	**77701.69**
Gearing ratio	**0.02**	**0.00**

Note:

(1.) Equity includes all capital and reserves including capital reserves of the Company that are managed as capital.

(2.) Debt is defined as long and short term borrowings (including financial guarantees contracts).

(II) Financial Risk Management

The Company manages financial Risk by its Board of Directors for overseeing the Risk Management Framework and developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aim to mitigate the following risks arising from the financial

(A) Market risk

(B) Credit risk; and

(C) Liquidity risk

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

(i) Foreign Currency Risk Management [As per Annexure 48.2(II)(A)(i)]

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency.

Annexure 48.2(II)(A)(i) - Currency Exposure as at
The carrying amounts of the Group's monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amount in Lacs.)

Particulars	2026				
	USD	EURO	RWF	GHC	NEPAL RUPEES
Financial assets					
Measured at amortised cost					
Other Financial Assets (Non-current)					
Other Financial Assets (current)	0.00	0.00	0.00	0.00	6.43
Trade Receivables	6.01	6.19	507.03	0.00	3255.78
Cash and Cash Equivalents	0.00	0.00	0.00	0.00	0.00
Bank balances other than cash and cash equivalents	0.08	0.00	59.44	0.03	144.71
Loans	0.00	0.00	0.00	0.00	90.73
Total financial assets	**6.09**	**6.19**	**566.47**	**0.03**	**3497.65**
Financial Liabilities					
Measured at amortised cost					
Long term Borrowings					
Short term Borrowings					
Trade Payables	0.00	5.13	151.04	0.00	56.48
Other financial liabilities (Non-Current)					
Other financial liabilities (Current)	0.00	0.00	3.26	0.00	4.78
Total financial Liabilities	**0.00**	**5.13**	**154.30**	**0.00**	**61.26**

Particulars	2025				
	USD	EURO	RWF	GHC	NEPAL RUPEES
Financial assets					
Measured at amortised cost					
Other financial assets (Non-current)					
Other financial assets (current)	0.00	0.00	114.80	0.00	0.00
Trade receivables	20.56	0.00	0.00	0.00	2096.73
Cash and cash equivalents	0.00	0.00	0.00	0.00	5.03
Bank balances other than cash and cash equivalents	0.11	0.00	0.84	0.03	702.24
Loans	0.00	0.00	0.00	0.00	480.34
Total financial assets	**20.68**	**0.00**	**115.64**	**0.03**	**3284.35**
Financial Liabilities					
Measured at amortised cost					
Long term Borrowings					
Short term Borrowings					
Trade Payables	0.00	0.00	258.77	0.00	44.70
Other financial liabilities (Non-Current)	0.00	0.00	0.00	0.00	96.54
Other financial liabilities (Current)	0.00	0.00	84.44	0.00	57.14
Total financial Liabilities	**0.00**	**0.00**	**343.21**	**0.00**	**198.39**

Note:
The company does not hedge its foreign currency transactions and transaction with foreign operation so sensitivity analysis related to hedging is not required.

(ii) Commodity Price Risk -:

The Company's revenue is exposed to the market risk of price fluctuations in its division is as under:

The Company generally takes Turnkey projects from government departments. The contract price is generally fix and free from any price risk subject to change in any government policy or rules.

Real Estate Segment: The Company is exposed to risk of prices of Residential and commercial units. These prices may be influenced by factors such as supply and demand, and regional economic conditions.

The Company primarily purchases its raw materials in the open market from third parties. The Company is therefore subject to fluctuations in prices for the purchase of Building Material and other raw material inputs. The Company purchased substantially all of its Raw Material from third parties in the open market.

The Company aims to sell the products at prevailing market prices. Similarly the Company procures raw materials on prevailing market rates as the selling prices of its products and the prices of input raw materials move in the same direction.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate.

The borrowings of the Company are principally denominated in rupees with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates.

(₹ in Lacs)

Particulars	**2025-26**	**2024-25**
Fixed Rate Borrowings	1077.55	1534.69
Floating Rate Borrowings	7971.65	6235.73
Total Borrowings	**9049.20**	**7770.42**

Sensitivity analysis based on average outstanding term loan borrowings:

Particulars	**Profit or loss**	
	100 bp Increase	**100 bp Decrease**
As at March 31, 2026		
Variable rate loan instrument	(71.04)	71.04
Cash flow sensitivity (net)		
As at March 31, 2025		
Variable rate loan instrument	(65.16)	65.16
Cash flow sensitivity (net)		

Increase or decrease in interest rate by 100 basis point*

* Profit will increase in case of decrease in interest rate and vice versa

(B) Credit Risk Management:

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

Company's credit risk arises principally from the trade receivables, loans, investments in debt securities, cash & cash equivalents.

Trade Receivables:

The Company's customer profile includes public sector enterprises, state owned companies and private corporate as well as large individuals. Accordingly Company's customer risk is low. The Company's average project execution cycle is around 24 to 36 months, general payment terms includes mobilization advances, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project.

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard. The history of trade receivables shows a negligible allowance for bad and doubtful debts.

Cash and cash equivalents and other bank balances

The Company held cash and cash equivalents and other bank balances as at March 31, 2026 is Rs. 7475.18 lacs. The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.

(C) Liquidity Risk Management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long-term. . The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

(₹ in Lacs)

Particulars	As On 31.03.2026			
	<1 Year	1-5 Year	> 5 Year	Total
Financial Assets				
Non-current Investments	0.00	4426.41	11238.03	15664.44
Loans (Non-Current)	0.00	24878.77	0.00	24878.77
Loans (Current)	6032.62	0.00	0.00	6032.62
Trade receivables	30764.51	0.00	0.00	30764.51
ash And Cash Equivalents	1802.96	0.00	0.00	1802.96
Bank Balances Other Than Cash And Cash Equivalents	5672.23	0.00	0.00	5672.23
Other Financial Assets	65.48	742.57	0.00	808.05
Total Financial Assets	**44337.78**	**30047.75**	**11238.03**	**85623.57**
Financial Liabilities				
Long term Borrowings	1466.66	694.47	0.00	2161.13
Short term Borrowings	6888.07	0.00	0.00	6888.07
Trade Payables	10058.06	0.00	0.00	10058.06
Lease Liabilities	12.00	18.54	0.00	30.54
Other financial liabilities	2167.32	2965.18	0.00	5132.51
Total Financial Liabilities	**20592.11**	**3678.20**	**0.00**	**24270.31**

(₹ in Lacs)

Particulars	As On 31.03.2025			
	<1 Year	1-5 Year	> 5 Year	Total
Financial Assets				
Non-current Investments	0.00	2795.20	11238.03	14033.23
Loans (Non-Current)	0.00	24890.38	0.00	24890.38
Loans (Current)	6024.00	0.00	0.00	6024.00
Trade receivables	28313.92	0.00	0.00	28313.92
Cash and cash equivalents	2550.27	0.00	0.00	2550.27
Bank balances other than cash and cash equivalents	5233.02	0.00	0.00	5233.02
Other financial assets	64.07	722.48	0.00	786.55
Total Financial Assets	**42185.27**	**28408.06**	**11238.03**	**81831.36**
Financial Liabilities				
Long term Borrowings	1886.74	1029.17	0.00	2915.90
Short term Borrowings	4854.52	0.00	0.00	4854.52
Trade Payables	12016.43	0.00	0.00	12016.43
Lease Liabilities	12.00	26.69	0.00	38.69
Other financial liabilities	1975.54	1303.83	0.00	3279.36
Total Financial Liabilities	**20745.22**	**2359.68**	**0.00**	**23104.91**

Collateral

The Company has pledged of its trade receivables, part of investments and cash and cash equivalents in order to fulfill certain collateral requirements for the banking facilities extended to the Company. There is obligation to return the securities to the Company once these banking facilities are surrendered.

49 Level Wise Disclosure of Financial Instruments

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025	Level	Valuation techniques and key inputs
Non-current investments in equity shares measured at FVTOCI	11.92	11.45	1	Quoted bid prices in an active market
Long term Borrowings				
Carrying value	2161.13	2915.90	2	Discounted cash flow observable future cash flows are based on terms discounted at a rate that reflects market risks.
Fair value	2161.13	2915.90	2	

There is no instruments like preference shares measured at fair value using level iii technique so no sensitivity analysis and reconciliation are not given.

50 Disclosures as per IND AS -115

a) Performance Obligations and Remaining Performance Obligations

i) The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material basis. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, adjustment for revenue that has not materialized and adjustments for currency.

b) Disaggregation of revenue of segments as required by Ind As-115, has already been disclosed under note no. 45.

c) Out of Revenue from operations Rs. 46842.38 Lacs (P.Y. Rs. 66627.77 lacs) recognized under IndAS 115 during the year, Rs. 44115.10 Lacs (P.Y. Rs. 64456.60 lacs) is recognized over a period of time and Rs. 2727.28 Lacs (P.Y. Rs. 2171.17 lacs) is recognized at point in time.

d) There is no material impact on provision for expected credit loss so movement analysis is not required.

e) Contract balances: Company recognized revenue as per Ind AS 115 and revenue is directly debited in trade receivables instead of debiting it into contract assets. Retention money deducted amounting to Rs. 11211.41 (P.Y. Rs. 11328.28 Lacs) is included in Trade receivables. Company's Trade receivables includes unbilled receivable of Rs 5116.73 lacs (P.Y. Rs. 4981.42 lacs) in balance sheet which are recognized as contact assets in balance sheets. Contract liabilities are those liabilities for which revenue recognized on point in time approach and amount has been received as booking (only in real estate activities).

Contract Assets:

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Balance	5442.23	5860.46
Add: Adjustment due to Ind As 115	0.00	0.00
Less: Billed/ Received during the year	(325.50)	(418.23)
Closing balance of contract assets	**5116.73**	**5442.23**

Contract Liabilities:

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Balance	1505.77	1446.68
Add: Adjustment due to Ind As 115	0.00	0.00
Add/less: Received/adjusted during the year and other adjustments of taxes	(372.32)	59.09
Closing balance of contract liability	**1133.45**	**1505.77**

51 Contingent Liabilities and Commitments

Contingent Liabilities (Not Provided For) In Respect of Following:

A. Disputed tax demands

The details of disputed income tax, service tax, and sales tax & Excise duty as on 31-03-2026 are as follows:

(₹ in Lacs)

Nature of the Statute	Forum where dispute is pending	Demand Amount	Amount paid under protest	Period to which the amount relates
Central Sales Tax Act, 1956. and Sales Tax/VAT/GST Act of various states	High Court	16.91	0.00	2003-04
	Board of West Bengal	177.49	0.00	2009-10
	GST Appeal	308.46	30.85	2017-18 to 2019-20
Income Tax Act, 1961	CIT Appeal	1160.18	982.63	A.Y. 2015-16 to 2021-22
SPML-OM Metals (JV)				
CGST/SGST ACT	GST Appeal	98.37	9.84	2017-18 to 2020-21
Service Tax Act, 1994	Comissioner Appeal	17.92	1.79	Apr-2016 to Jun 2017

(₹ in Lacs)

OMIL - WIPL JV				
CGST/SGST ACT	GST Appeal	450.30	0.00	F.Y. 2020-21
OMIL-JSC JV Kameng				
Sales Tax Authority	Board of West Bengal	28.84	Nil	A.Y. 2008-09
		19.95	Nil	A.Y. 2009-10
CGST/SGST ACT	Application under Appeal	79.52	8.34	F.Y. 2017-18

Note:
(1.) Amount as per demand orders including interest and penalty wherever mentioned in the order except show cause.

B.

(₹ in Lacs)

S.No	Particulars	As On 31.03.2026	As On 31.03.2025
i)	Outstanding bank guarantee *	22224.42	16618.12
ii)	Letter of credits accepted**	2237.12	3878.52
iii)	Other Claims against the Company not acknowledged a debt relating to supplies and service matters	21.15	21.15
iv)	Labour cases	Amount Un-ascertainable	Amount Un-ascertainable

Based on favorable decisions in similar cases, legal opinion taken by the Company, discussions with the solicitors, etc., the Company believes that there is fair chance of decisions in its favors in respect of all the items listed in (iii) & (iv) above and hence no provisions is considered necessary against the same.

• Outstanding bank guarantee includes issued by banks, in favor of following joint venture/partnership firm.

(₹ in Lacs)

Name of Joint Venture (JV) /Partnership Firm (PF)	Outstandings Bank Guarantee	
	As On 31.03.2026	As On 31.03.2025
Gurha Thermal Power Co. Ltd.(Jv)	264.00	264.00
Spml Omil Jv (Ujjain)	225.00	225.00
Om Metal Spml Jv (Mpanga, Rawanda) *	900.11	811.27
Om Metal Psp Consortium – Kunda	507.58	507.58
Omil-Jv Shapurkhandi Punjab	3105.00	3105.00
Omil -Jwil (Jv)**	2422.50	2200.51
Brccpl Omil Dara Jv	772.14	772.14
Hcc Omil Jv	811.05	0.00
Omil Wipl Jv Isarda	1845.50	0.00
Total	**10852.88**	**7885.50**

*Bank Guarantee given in forex amount taken in equivalent INR.

** Amroha Work awarded in the name of OMIL-JWIL JV and Bank Gaurantee provided to JV but All work is being executed by company itself with the due approval of project authority.

C. Other commitments

1) The company has issued an under taking to associate bankers for non – disposal of its investment in an subsidiary (Bhilwara Jaipur Toll Road Pvt. Ltd) till date entity repay its debts as follows but Subsidiary has paid all its due to bankers and shares are still pledged with bankers. Subsidiary has started the process with its bankers for releasing the same :

Particulars	Name of Banker	OMIL (No. of Shares)	
		As On 31.03.2026	As On 31.03.2025
Shares Pledged	PNB & ICICI	1651107	1651107

2) The Company from time to time provides need based funding to subsidiaries and joint ventures entity towards capital and other requirements.

3) The Company has provided a corporate guarantee of up to Rs 50 crores to RBL Bank on behalf of its subsidiary, Om Metal Consortium Private Limited, in respect of a loan facility of Rs 50 crores sanctioned to the subsidiary. As at the reporting date, the subsidiary has not drawn or utilized any amount under the said loan facility and, accordingly, no obligation has arisen under the corporate guarantee.

52 **Related Party disclosure under IND AS-24 "**Related party disclosures" notified:
During the year, the Company entered into transactions with the related parties. Those transactions along with related balance as at 31st March 2025 and for the year ended on 31st March 2026 are presented below.

List of related parties with whom transactions have taken place during the year along with nature and volume of transactions are summarized as follows:

:

Name of the Related Party	Relationship	% of holding	Incorporated in
Subsidiaries			
High Terrace Realty Private Limited	Subsidiary company	100.00%	India
Om Metals Consortium (P) Limited	Subsidiary company	100.00%	India
Worship InfraprojectsPvt Ltd	Subsidiary Company	100.00%	India
Gujrat Warehousing Pvt. Ltd.	Subsidiary Company (w.e.f. 18.07.2019)	99.00%	India
Bihar Logistic Pvt. Ltd.	Subsidiary Company (w.e.f. 17.06.2021)	99.00%	India
Bhilwara Jaipur Toll Road Pvt. Limited	Subsidiary Company (w.e.f. 24.11.2022)	51.28%	India

Name of the Related Party	Relationship	% of holding	Incorporated in
Joint Operations			
OMIL-JSC JV, Kameng	Joint operation for Kameng	60.00%	India
SPML -OM Metal JV (Ujjain)	w.e.f. 18-04-2015	100.00%	India
Om Metals SPML Joint Venture	Joint Operation for Rawanda Contract (w.e.f. 01.04.2019)	100.00%	India
Om Metals SPML JV	Joint Operation for Ghana Contract(w.e.f. 01.04.2019)	100.00%	India
OMIL-WIPL JV (Isarda)	Joint Operation for Isarda Contract	50.00%	India
Om Metal-PSP Consortium	Joint Operation for Kunda Project	30.00%	India
OMIL-JWIL-VKMCPL (JV)	Joint Venture for Jabalpur Project	51.00%	India
OMIL JV	Joint Venture for Shahpurkandi Project	98.00%	India
OMIL JWIL JV	Joint Venture for Water Project in UP	51.00%	India
HCC OMIL JV	Joint Venture for Water Project in Rajasthan	50.00%	India
BRCCPL OMIL DARA JV	Joint Venture for Water Project in Rajasthan	59.00%	India
Joint Venture/Partnership Firm			
Uttar Pradesh Logistic Pvt. Ltd. **	Incorporated on 24.01.2017	50.00%	India
West Bengal Logistic Pvt. Ltd.**	Incorporated on 20.01.2017	50.00%	India
Gurha Thermal Power Co. Ltd. (JV)	Incorporated on 16-04-2009	50.00%	India
Om Metal consortium (PF)	Partnership Firm	17.50%	India
Om Ray Venture (PF)	Partnership Firm	99.50%	India
Mega EquitasPrivate Limited	40.63% holding by Subsidiary (High Terrace Realty Private Limited)	40.63%	India
VKMCPL-OMIL(Pench-II) JV*	Incorporated as on 16.11.2019	30.00%	
Associate Company			
Sanmati Infra Developer Pvt. Ltd.		0.00%	

OM INFRA LIMITED

Name of the Related Party	Relationship	% of holding	Incorporated in
Enterprises controlled or are under same management with reporting enterprise			
Jupiter Metals (P) Ltd			
Om Kothari Pariwarik Trust			
Om Kothari Foundation			
Bahubali Housing Co. (P) Limited			
Little Star (P) Limited			
Sanyon Properties Pvt. Ltd.			
Om Metals Auto P.Ltd.			
Om Ratnakar Private Limited			
Om Automotors Pvt. Ltd.			
Om Hydromech Pvt. Ltd.			
SkywaveImpex Private Limited			
Synergy Promoters private Limited			
Om optel Industries Private Limited			
Alchemy Ventures Private Limited			
Baba Vinimay Private Limited			
Bhvya Mangalam Merchants and traders Private Limited			
Lamboder Finvest Pvt. Ltd.			
Mayura Capital Advisors Private Limited			
Om Kothari Hotel(s) Private Limited			
Om Metals Hydroprojects Private Limited			
Om Infratech Private Limited			
Infravisions and Ventures Private Limited			
Innovative Infrabuild Private Limited			
Ultrawave Project Private Limited			
Oyum Speciality Foods Pvt.			
T C Kothari & Family Trust			
DP Kothari & Sons			

OM INFRA LIMITED

Name of the Related Party	Relationship	% of holding	Incorporated in
Key Management personnel/ Board of Directors	Key Managerial Personnel		
Shri D.P. Kothari	Chairman		
Shri Sunil Kothari	Vice Chairman		
Shri Vikas Kothari	Managing Director & CEO		
Ms. Reena Jain	Company Secretary		
Shri Sunil Kumar Jain	Chief Financial Officer		
Shri Vaibhav Jain	Independent Director		
Saloni Kala	Independent Director		
Ramakant tripathi	Independent Director		
Executive			
Shri Bharat Kothari	Executive Director(Projects)		
Shri Vishal Kothari	Executive director (Real Estate		
Shri Bahubali Kothari	Executive Director(Projects)		
Relatives of Key			
Shri Siddharth Kothari	Executive director of Subsidiary		
Shri Vivek Kothari			
Shri Vidushi Kothari			
Jai/Sonali Tholiya			
Smt. Seema Kothari			
Smt. Anita Kothari			
Chandra Prakash Kothari			
Indra Pahade (Ritu Jain)			
Puja Jain			
Sonali Tholia			
Vaibhav Kothari			
Monika Bakliwal			
Neelu Walia			
Chandra Kanta Luhadia			
Madhu Chandwar			
Anugraha Jain			

*As per agreement dated 16.11.2019 between two join venturers, Company withdraws it right and responsibilities as JV partner from daytoday project execution and turnover @ 30% for monitoring and surveillance and profits sharing shall be 1.5% on turnover is agreed.

**Company has requested to FCI to reduce its stake in these silo projects SPV as these are being executed by JV partner M/s Veerprabhu Marketing Pvt Ltd and company shall have no financial exposure in these two silo SPV's.

List of transactions with related parties during the year are as following except those from them comapny has not entered any transaction.

(₹ in Lacs)

Particulars	Value of transaction during the reporting period	Opening balance	Closing balance
Advance			
Bhilwara Jaipur Toll Road Pvt Ltd	8.62	6024.00	6032.62
Bihar Logistic Pvt Ltd	16.40	1716.74	1733.14
Gurha Thermal Power Company Ltd.	0.00	748.43	748.43
Om Metals Consortium (P) Ltd	(28.01)	22425.21	22397.20
Ultrawave Projects Private Limited	0.24	1.17	1.41
Any other transaction			
Bahubali Housing Co. P. Ltd	(31.00)	31.32	0.32
Little Star Finance (P) Ltd	(15.50)	27.37	11.87
Om Hydromech Pvt Ltd	0.00	0.45	0.45
Om Kothari Parivarik Trust	0.00	0.91	0.91
Inter-corporate deposit			
Gujarat Warehousiong Pvt Ltd	(10.03)	510.03	500.00
High Terrace Realty Pvt Ltd	133.99	(0.84)	133.15
Worship Infraproject Pvt Ltd	(2.11)	161.98	159.87
Interest paid			
Jupiter Metals (P) Ltd	13.74	0.00	0.00
Omil Wipl Jv	62.07	0.00	0.00
Lease Liability (including interest)			
Sanyon Properties Pvt Ltd	3.85	38.69	30.54
Security Deposit			
Om Metal Auto Private Ltd.	0.00	505.00	505.00
Om Infratech Private Limited	0.00	235.00	235.00
Om Hydromech Pvt Ltd	0.00	150.00	150.00
Om Auto Motors Pvt Ltd.	(66.89)	100.00	33.11
Sanyon Properties Pvt Ltd (including Interest)	10.87	98.81	109.68

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Value of transaction during the reporting period	Opening balance	Closing balance
Investment			
Bhilwara Jaipur Toll Road Pvt Ltd	0.00	5589.70	5589.70
Bihar Logistic Pvt Ltd	0.00	2.38	2.38
Brccpl-Omil-Dara-Jv-Khajuwala Project	43.52	(136.46)	(92.94)
Gujarat Warehousiong Pvt Ltd	0.00	751.45	751.45
Gurha Thermal Power Company Ltd.	0.00	2.50	2.50
Hcc Omil Jv- Nokha Project	(82.53)	(84.35)	(166.88)
High Terrace Realty Pvt Ltd	0.00	1.00	1.00
Om Metal Consotium Pf	3.87	2213.44	2217.31
Om Metals Consortium (P) Ltd	0.00	4701.01	4701.01
Om Metals Spml Joint Venture, Rwanda	(1,319.88)	2063.35	743.47
Om Metals Spml Jv, Ghana	0.27	(21.58)	(21.31)
Om Ray Construction	0.00	85.07	85.07
Omil Jv Shahpurkhandi	(1,446.94)	703.34	(743.60)
Omil Wipl Jv	(23.96)	(510.84)	(534.80)
Omil+Jsc Jv-Kameng	(36.93)	456.29	419.36
Omil-Jwil-Vkmcpl-Jv	0.23	12.39	12.62
Spml-Om Metals Jv, Ujjain	169.66	53.77	223.43
Vkmcpl-Omil(Pench-II) Jv	30.99	0.00	0.00
Worship Infraproject Pvt Ltd	0.00	192.50	192.50
Rent Paid			
Chandra Prakash Kothari & Sons	10.92	0.00	10.92
Dharam Prakash Kothari & Sons	10.92	0.00	10.92
Kuldeep Kothari & Sons	10.92	0.00	10.92
Sunil Kothari & Sons	10.92	0.00	10.92
Vivek Trust	10.92	0.00	10.92
Om Infratech Private Limited	24.00	(18.68)	5.51
Sanyon Properties	12.00	14.73	25.53
Purchase of goods or services			
Bhoorathnom Construction Company Private Limited	521.66	144.57	424.77
Hindustan Construction Company Limited	1441.12	1564.75	1174.77
Jupiter Metals (P) Ltd	8.87	582.39	244.29
Om Infratech Private Limited	9.23	0.00	0.00
Om Metal Auto Private Ltd.	11.90	0.00	0.00
Om Optel Industries Pvt Ltd	99.32	(82.22)	(238.16)
Omil Jv Shahpurkhandi	1288.05	0.00	0.00
Omil Wipl Jv	866.43	0.00	0.00
Soma Enterprise Limited	162.36	0.96	(30.52)

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Value of transaction during the reporting period	Opening balance	Closing balance
Remuneration			
Anugraha Jain	8.28	0.69	0.69
Bahubali Kothari	48.00	11.81	6.83
Bharat Kothari	48.00	(2.87)	1.22
Dharam Prakash Kothari	102.00	3.97	0.00
Reena Jain	7.80	0.66	0.65
Sunil Kothari	102.00	5.18	0.00
Sunil Kumar Jain	18.00	1.50	1.50
Vikas Kothari	62.40	10.29	0.00
Vishal Kothari	48.00	0.00	0.00
Rent and Hire Receipts			
Om Auto Motors Pvt Ltd.	22.50	42.59	0.00
Om Metal Auto Private Ltd.	102.51	27.69	(36.49)
Repair and Maintenance Income			
Jupiter Metals (P) Ltd	5.71	0.00	0.00
Sale of goods or services			
Bhoorathnom Construction Company Private Limited	498.34	138.53	405.55
Brccpl-Omil-Dara-Jv-Khajuwala Project	769.44	615.96	1069.66
Hcc Omil Jv- Nokha Project	1397.89	2978.78	2008.29
Hindustan Construction Company Limited	1383.48	1441.73	1048.65
Omil Jv Shahpurkhandi	9463.74	5024.52	4994.14
Omil Wipl Jv	5337.45	1818.85	717.74
Phaloudi Constructions And Infrastructure Pvt Ltd	110.87	0.00	(0.30)
Synergy Promoters Private Limited	2.00	0.00	2.36

List of transactions with related parties during the previous year are as following except those from them comapny has not entered any transaction.

(₹ in Lacs)

Particulars	Value of Transaction During the Reporting Period	Opening Balance	Closing Balance
Advance			
Bhilwara Jaipur Toll Road Pvt Ltd	(468.81)	6492.81	6024.00
Bihar Logistic Pvt Ltd	12.02	1704.72	1716.74
Gurha Thermal Power Company Ltd.	0.29	748.14	748.43
Om Metals Consortium (P) Ltd	(355.84)	22781.05	22425.21
Donation			
Om Kothari Foundation	43.00	0.00	0.00
Inter-Corporate Deposit			
Gujarat Warehousiong Pvt Ltd	401.40	108.63	510.03
Jupiter Metals (P) Ltd	204.26	378.13	582.39
Worship Infraproject Pvt Ltd	(161.24)	(0.74)	(161.98)
Interest on Lease Liability			
Bahubali Housing co. P. Ltd	0.87	32.19	0.00
Little Star Finance (P) Ltd	0.87	32.19	0.00
Om Hydromech Pvt Ltd	0.99	36.79	0.00
Sanyon Properties Pvt Ltd	4.70	45.99	38.69
Interest on Security Deposit			
Sanyon Properties Pvt Ltd	9.79	89.02	98.81
Om Auto Motors Pvt Ltd.	(36.00)	136.00	100.00
Om Metal Auto Private Ltd.	0.00	500.00	500.00
Om Hydromech Pvt Ltd	2.45	89.02	150.00
Interest Paid			
Jupiter Metals (P) Ltd	38.24	0.00	0.00
Om Metals Consortium (P) Ltd	1445.52	0.00	0.00
Investment			
Bhilwara Jaipur Toll Road Pvt Ltd	0.00	5589.70	5589.70
Bihar Logistic Pvt Ltd	0.00	2.38	2.38
Gujarat Warehousiong Pvt Ltd	0.00	751.45	751.45
Gurha Thermal Power Company Ltd.	0.00	2.50	2.50
High Terrace Realty Pvt. Ltd.	0.00	1.00	1.00
Om Metal Consotium PF	4.35	2209.09	2213.44
Om Metals Consortium (P) Ltd	0.00	4701.01	4701.01
Om Ray Construction	0.00	85.07	85.07
Worship Infraproject Pvt Ltd	0.00	192.50	192.50

(₹ in Lacs)

Particulars	Value of Transaction During the Reporting Period	Opening Balance	Closing Balance
Purchase of Goods or Services			
Om Metals Infratech Private Limited			
Jupiter Metals (P) Ltd	8.88	0.00	0.00
Om Metal Auto Private Ltd.	15.20	0.00	0.00
Om Optel Industries Pvt Ltd	166.64	(187.75)	(82.22)
Remuneration			
Anugraha Jain	8.28	0.69	0.69
Bahubali Kothari	46.00	(1.82)	11.81
Bharat Kothari	46.00	(2.38)	(2.87)
Dharam Prakash Kothari	99.70	0.47	3.97
Reena Jain	7.86	0.00	0.66
Sunil Kothari	99.70	15.10	5.18
Sunil Kumar Jain	18.00	0.00	1.50
Vikas Kothari	60.40	11.91	10.29
Vishal Kothari	46.00	2.99	0.00
Rent			
Bahubali Housing Co. P Ltd	2.10	29.62	31.32
Little Star Finance (P) Ltd	2.10	25.48	27.37
Om Hydromech Pvt Ltd	2.40	63.29	0.45
Sanyon Properties Pvt Ltd	12.00	3.93	14.73
Chandra Prakash Kothari & Sons	10.80	9.72	0.00
Dharam Prakash Kothari & Sons	10.80	9.72	0.00
Kuldeep Kothari & Sons	10.80	9.72	0.00
Sunil Kothari & Sons	10.80	9.72	0.00
Vivek Trust	10.80	9.72	0.00
Sale of goods or services			
Jupiter Metals (P) Ltd	6.44	0.00	0.00
Om Auto Motors Pvt Ltd.	30.00	49.24	42.58
Om Metal Auto Private Ltd.	102.51	(8.01)	27.69
Share of Profit/Loss			
VKMCPL-OMIL (PENCH-II) JV	1.68	0.00	0.00
Sitting Fees			
Gopi Raman Sharma	0.19	0.37	0.26
Ramakant Tripathi	0.13	0.02	0.15
Saloni Kala	0.10	0.20	0.30
Vaibhav Jain	0.00	0.09	0.09
Sundry Creditor			
Om Kothari Parivarik Trust	0.00	0.91	0.91
Worship Infraproject Pvt Ltd	(162.72)	(0.74)	161.98

53 Earning per Shares (E.P.S.)

S.No	Particulars	2025-26	2024-25
i)	Calculation of weighted average number of face value of equity shares of Rs. 1 each		
	No. of shares at the beginning of the year.	96303809	96303809
	Total equity shares outstanding at the end of the year	96303809	96303809
	Weighted average no of equity shares outstanding during the year.	96303809	96303809
ii)	Net Profit after Tax available for equity shares holders (Rs in Lacs)	2180.48	3430.26
iii)	Basic and diluted earning per shares (Rs.)	2.26	3.56
iv)	Nominal value of equity shares (Rs.)	1.00	1.00

54 (a) Incompliance with Ind As - 28 on Financial Reporting of interest in joint venture/partnership firm. Following disclosure are made in respect of jointly controlled entities in which the Company is a joint venture /partner.

(b)Om Metal Consortium and Om Ray Joint Venture is a partnership firm.

Following are partner & their share ratio as per revised deed drawn on in Profit/Loss.

Name of partner	Om Metal Consortium Share ratio	Om Ray Joint Venture Share Ratio
Om Infra Limited	17.50%	99.50%
Subhash projects & marketing Ltd.	5.00%	
Nikhil Township (P) Limited	15.00%	
Amrfina Construction (P) Ltd.	5.00%	
Maurya Housing Limited	5.00%	
Om Infra Tech (P) Limited	2.50%	
Gore Goan Hotel Realty Pvt	50.00%	
Ray Construction Limited		0.50%

55 Disclosure pursuant to Ind AS 27 "Separate Financial Statements"

Investment in following subsidiaries, associates and joint ventures is accounted at cost.

Name of Company	As On 31.03.2026		As On 31.03.2025	
	Proportion of Direct Ownership (%)	Proportion of effective ownership interest / voting power (%)	Proportion of Direct Ownership (%)	Proportion of effective ownership interest /voting power (%)
Subsidiaries				
Indian Subsidiaries				
Om Metals Consortium	100.00%	100.00%	100.00%	100.00%
High Terrace Realty Private Limited	100.00%	100.00%	100.00%	100.00%
Worship Infraprojects Pvt	100.00%	100.00%	100.00%	100.00%
Bihar Logistics P. Ltd.	99.00%	99.00%	99.00%	99.00%
Gujrat Warehousing Private Limited	99.00%	99.00%	99.00%	99.00%
Bhilwara Jaipur Toll Road Private Limited	51.28%	51.28%	51.28%	51.28%
Joint venture / Associate Companies				
Indian Joint venture / Associate Companies				
Sanmati Infra Developers Pvt. Ltd. (Share Warrents)				
Uttar Pradesh Logistics Pvt. Ltd.	50.00%	50.00%	50.00%	50.00%
West Bengal Logistics Pvt. Ltd.	50.00%	50.00%	50.00%	50.00%
Gurha Thermal Power Company Ltd.	50.00%	50.00%	50.00%	50.00%
Mega Equitas Private Limited	40.63%	40.63%	40.63%	40.63%

Name of Company	As On 31.03.2026		As On 31.03.2025	
	Proportion of Direct Ownership (%)	Proportion of effective ownership interest / voting power (%)	Proportion of Direct Ownership (%)	Proportion of effective ownership interest /voting power (%)
Joint Operation				
Indian Joint Operation				
HCC OMIL JV	50.00%	50.00%	50.00%	50.00%
BRCCPL OMIL JV	59.00%	59.00%	59.00%	59.00%
OMIL WIPL JV Isarda	50.00%	50.00%	50.00%	50.00%
OMIL JV Shahpurkhandi	98.00%	98.00%	98.00%	98.00%
SPML Om Metals JV	100.00%	100.00%	100.00%	100.00%
OMIL JSC JV Kameng	60.00%	60.00%	60.00%	60.00%
Om Metal - PSP	30.00%	30.00%	30.00%	30.00%
OMIL-JWIL-JV	51.00%	51.00%	51.00%	51.00%
OMIL-JWIL-VKMCPL	51.00%	51.00%	51.00%	51.00%
VKMCPL-OMIL (Pench-II)	30.00%	30.00%	30.00%	30.00%
Foreign Joint Operation				
Om Metals SPML JV Ghana	100.00%	100.00%	100.00%	100.00%
Om Metals SPML JV Mapanga Rawanda	100.00%	100.00%	100.00%	100.00%
Partnership Firm				
Indian Partnership Firm				
Om Metal Consortium	17.50%	17.50%	17.50%	17.50%
Om Ray Venture	99.50%	99.50%	99.50%	99.50%

56 Disclosure under Regulation 34(3) and 53(F) of Securities and Exchange Board of India (Listing obligation and disclosure requirement) Regulation, 2015.

Loans and Advances includes following amounts due from subsidiary / Joint Venture & other associates: -

(₹ in Lacs)

Name of Company	**Purpose for which the loan is proposed to be utilized by the recipient**	**Rate of Interest**	**Amount as on 31.03.2026**	**Maximum Amount outstanding as on 31.03.2026**
Om Metals Consortium Private Limited *	Project Funding & Working Capital Requirement	0.00%	22397.20	22637.36
Bhilwara Jaipur Toll Road Private Limited	Project Funding & Working Capital Requirement	0.00%	6032.62	6032.62
Bihar Logistics Pvt. Ltd **	Project Funding & Working Capital Requirement	0.00%	1733.14	1733.14
Gurha Thermal Power Company Ltd ***	Project Funding & Working Capital Requirement	0.00%	748.43	748.43

(₹ in Lacs)

Name of Company	**Purpose for which the loan is proposed to be utilized by the recipient**	**Rate of Interest**	**Amount as on 31.03.2025**	**Maximum Amount outstanding as on 31.03.2025**
Om Metals Consortium Private Limited	Project Funding & Working Capital Requirement	9.85%	22425.21	24288.64
Bhilwara Jaipur Toll Road Private Limited	Project Funding & Working Capital Requirement	0.00%	6024.00	6024.00

(₹ in Lacs)

Name of Company	Purpose for which the loan is proposed to be utilized by the recipient	Rate of Interest	Amount as on 31.03.2025	Maximum Amount outstanding as on 31.03.2025
Bihar Logistics Pvt. Ltd **	Project Funding & Working Capital Requirement	0.00%	1716.74	1716.74
Gurha Thermal Power Company Ltd ***	Project Funding & Working Capital Requirement	0.00%	748.43	748.43

*The entire advance provided to Om Metal Consortium Private Limited has been classified as a non-current asset, as the management does not expect its recovery within the next twelve months. Considering the financial position of the subsidiary and the significant interest burden on its existing borrowings, no interest has been charged on the advance extended by the Company. Further, as the repayment schedule is presently indeterminate and the nature of the funding cannot be distinctly bifurcated between debt and equity contribution, the entire amount continues to be disclosed as an advance.

**No Interest Provided on Loans to Subsidaries As Agreement with Food Corporation of India is being terminated by the Project Authority and Subsidiaries have either sold the partial land or in process of selling land.

*** No Interest Provided on Joint venture due to such company terminated its agreement with project authority and recovery of Interest amount is not probable.

57

a) The Company, as at 31 March 2026, has (i) a non-current investment amounting to Rs 5589.70 lacs (31 March 2025: 5589.70 Lacs), and current advances of Rs 6032.62 lacs (31stMarch 2025 : Rs. 6024.00 Lacs) in Bhilwara Jaipur Toll Road Private Limited, subsidiary (P.Y. Joint Venture), is holding 51.28% (P.Y. 51.28%) share in Special Purpose Vehicle (SPV). SPV had been awarded project by Rajasthan State Govt. through PWD to Design, Build, Finance, Operate and transfer (DBFOT) SH-12 toll road through an agreement dated 12.07.2010. SPV was granted a right to collect toll fees for 22 years starting from 02.02.2012 till 02.02.2034. Company is fulfilling its obligations perfectly despite of regular defaults made by government in fulfilling its obligations.

The Special Purpose Vehicle (SPV) has filed for termination with the respective authority and claimed the amount invested along with termination payments as per the concession agreement, amounting to Rs. 61,200.00 Lakhs. The arbitrator has awarded Rs. 77,943.00 Lakhs in favour of the SPV. Out of this awarded amount, the SPV has received Rs. 25,054.00 Lakhs to comply with the commercial court's order. This amount has been used to repay loans and cover other expenses. Amount Received from PWD is treated as current liability in Financial statements of SPV.

However, neither the arbitration award nor the amount received from the government has been accounted for in the SPV's financial statements as of the balance sheet date. This is because the Public Works Department (PWD) has challenged the arbitrator's award in an appeal to the High Court. Given the ongoing legal proceedings, the recognition of this amount in the financial statements has been deferred until there is a final resolution of the case.

b) The Company, as at 31 March 2026, has a non-current investment amounting to Rs 2.50 lacs (31 March 2025: Rs. 2.50 lacs), and non-current advances of Rs 748.43 lacs (31st March, 2025 Rs. 748.43 Lacs) in Gurha Thermal Power Company Limited, aJoint Venture, is holding 50% share in Joint Venture.The Joint Venture has terminated the Power Purchase Agreement (PPA) on 15-07-2015 with Rajasthan RajyaVidhyut Prasaran Nigam Ltd (RRVPNL). The Joint Venture was formed for the Business of Power generation and selling the same to the RRVPNL. As the agreement is terminated by the Joint Venture and the Joint Venture has also filed the claim against the RRVPNL for the recovery of the amount invested by the Company of Rs. 750.16 Lacs plus interest. The Joint Venture has filed petition before the Rajasthan Electricity Regulatory Commission, Jaipur. RERC vide its order dated 09.01.2018 dismissed the petition. The Joint Venture challenged the order of RERC, Jaipur by filing appeal before the APTEL (Appellate Tribunal for Electricity), New Delhi.

The Joint Venture has filed for termination with the respective authority (DISCOMS) and has claimed the amount invested along with termination payments. Initially, the Rajasthan Electricity Regulatory Commission (RERC) dismissed the claim. Subsequently, the Joint Venture preferred an appeal before the Appellate Tribunal for Electricity (APTEL).

APTEL ruled in favor of the Joint Venture, awarding a total of Rs. 5,390.92 Lakhs, inclusive of interest. However, this verdict has not been accounted for in the Joint Venture's financial statements as of the balance sheet date. The decision has not been recognized in the financial statements due to the appeal filed against the APTEL's verdict in the Honorable Supreme Court. As the final outcome remains uncertain, the Joint Venture has deferred the recognition of the awarded amount in its financial records.

58 In every payment of running bill, project authority deduct retention amount on account of defect liabilities arise during the contract period which is either released by submitting bank guarantee or released after successful completion of project. This retention amount keeps accumulating. Collection of retention money is probable and therefore debtors on account of retention money are considered good based on the track record and previous performance of the company. Deduction of retention money has been claimed as per the provisions of Income Tax Computation and Disclosure Standards (ICDS). Company have created deferred tax on retention money due to difference in tax base and accounting base as per Ind As 12 and same has been considered for previous year as well.

59 In case of UP Amroha & Rampur (Revenue C.Y. Rs 5904.03 Lacs and P.Y Rs 14145.73 Lacs) project, which has been allocated to OMIL-JWIL JV and SSNNL Gujrat (Revenue C.Y. Rs 883.42 lacs and P.Y. Rs. 550.53 lacs) project which has been allotted to Om Metals -Spml JV but being a lead partner, revenue is been recognized in comapny's books and Income tax is deducted in the name of Om Infra Limited itself. All payments were received by Om Infra Limited and no objection for the same has been received from project authority .

60 Insurance cover has been taken for bulky items at Kota factory like steel plates/ Machines etc. which are not easily subjected to for burglary or theft.

61 Due to high labour turnover at hilly or remote locations of project site some time it is very difficult to accomplish the labour related compliances in these regions.

62 The provision of Employees benefits has been taken on the basis of best judgment policy and prudent business practice as assessed and provided by the Board of directors and Remuneration committee.

63 After the award of work, sometimes other partner of the JV falls short of its financial commitment in JV and the one partner has to meet all financial obligations. This entails for modified profit percentage to the other partner in JV depending on nature and circumstances of the project and the JV agreement is supplemented to provide such effect.

64 **Corporate Social Responsibility**

As per section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years of corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

The Company has contributed an aggregate amount of ₹105.00 lakhs towards Corporate Social Responsibility (CSR) activities, comprising ₹40.00 lakhs to Shree Madhav Priya Gau Sewa Samiti, ₹50.00 lakhs to Dakshiva Welfare Foundation, and ₹15.00 lakhs to Om Kothari Foundation. As per the Utilization Certificates obtained from the respective implementing agencies, the entire amount has been utilized for the intended CSR purposes. The Company has relied upon these Utilization Certificates as evidence of utilization of the CSR expenditure.

- Gross amount required to be spent by the Company during the year is Rs. 105.00 Lacs (P.Y. Rs. 93.00 Lacs).

- Amount spent during the year:

(₹ in Lacs)

Particulars	**Amount Spent**	**Yet to be spent**	**Total**
On Welfare of Poor	105.00	0.00	105.00
	105.00	0.00	105.00

Particulars	**2025-26**	**2024-25**
(i) Required to be spent	105.00	93.00
(ii) Excess spend of previous year utilised	0.00	11.12
Spend obligation (iii)= (i)-(ii)	**105.00**	**81.88**
(iv) Actual spent	105.00	85.00
Of which amount recognised in:		
(a) Balance Sheet	0.00	0.00
(b) Statement of Profit and Loss	105.00	85.00
(v) Excess spend shown as asset in previous year charged to Statement of Profit and Loss on its utilisation	0.00	0.00
Total amount shown in Statement of Profit and Loss	**105.00**	**85.00**

65 Claims

The company raised various claims with various customer/ parties/subsidiaries of company/Joint Ventures/Subsidiaries amounting to Rs 52771.23 lacs (Rs. 58116.80 lacs in Previous Years), against these claims, the Arbitrator awarded claims of Rs 1263.70 lacs (P.Y Rs.1401.70 lacs). The company has not been recognizing the revenue on the aforesaid Arbitration Awards on its claimed including interest as awarded from time to time. There are also some counter claims by the customer / Other Parties amounting to Rs 1805.72 lacs (Rs. 1521.02 Lacs included in previous year) against these claims, the Arbitrator awarded claims to the customer of Rs 366.94 (Rs 82.24 lacs in the Previous Year). These awards are further challenged by the customer as well as the Company in the higher courts as the case may be. In accordance with past practice, the Company has not made adjustment because the same has not become rule of the court due to the objections filed by customer / parties and by the Company.

66 Amount received of Rs 30.98 lacs (P.Y. Rs. 1.68 Lacs) as profit from Joint venture namely OMIL VKMCPL JV (Pench -II) is received as per agreement dated 15th Nov 2019 between company and Vijay Kumar Mishra Construction Pvt. Ltd. (VKMCPL) . As per agreement company waived its rights in OMIL-VKMCPL JV (Pench II) in lieu of 1.5% of turnover to be received as profit only but such amount is shown as contractual work by VKMCPL and TDS is deducted accordingly. But company has booked such amount as profit from JV only as per agreement terms.

67 The company, through its two subsidiaries namely Gujrat Warehousing Private Limited (GWPL) & Bihar Logistics Private Limited (BLPL), had signed a concession agreement with Food Corporation of India (FCI) for the construction of silos on a Build, Own, Develop, and Operate (BODO) basis for a period of 30 years in Gujarat and Bihar. While a significant portion of the required land was acquired, a small portion encountered statutory hurdles. As a result, the subsidiaries had to surrender the project to FCI and sought a claim for the both projects. The matter is currently under arbitration. Meanwhile, the GWPL has sold the major portion of the acquired land in Gujarat, and the land in Bihar is in the process of monetization.

The company has invested Rs. 7.53 crores as share capital and advanced Rs. 12.33 crores in both subsidiaries, which are considered good and recoverable.

68 Other Statutory Information

(i) Title deeds of the Immovable Properties: The title deeds of the Immovable Properties are held in the name of the company as on 31st March, 2026 except :

Description of property	Gross Carrying Value	Net Carrying Value (in lacs)	Held in the name of	Whether promoter, Director or their relative or employee	Period held
NBCC Plaza, Delhi *	2100.00	838.09	Om Ratnakar Private Limited (Pending for Registration)	No	9 years

*** Reason for not being held in the name of company**

The property can not be registered under the name of company as there are some judicial proceedings continuing against the whole building.

(ii) Revaluation of Property, Plant and Equipment (PPE): The Company has not revalued its PPE, accordingly the disclosure of information related to this point is not applicable.

(iii) Details of Benami Property Held: The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(iv) Capital-Work-in Progress (CWIP): The Company have Capital Work in Process as on 31st March, 2026.

(v) Intangible Assets under Development: The Company does not have Intangible assets under development as on 31st March, 2026.

(vi) Loans and advances granted to promoters, directors, KMPs and the related parties: The Company has not granted loans and advances in the nature of loan to promoters, directors, KMPs and the related parties (as defined under the Act) either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment except loans and advance to its Joint venture & Subsidiaries(Refer Note-10&17)

(vii) Security of Current Assets against Borrowings: The Company has borrowed funds from banks for working capital management and hypothicated the Inventories and Book Debts for the same.

(viii) Willful Defaulter: The Company has not been declared a wilful defaulter by any bank or financial institution or government, or any government authority.

(ix) Relationship with Struck off Companies : The company does not have any transactions with companies struck-off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

(x) Registration of Charges or Satisfaction with Registrar of Companies: The Company has created charge(s) on its borrowings, and all terms and conditions relating to such charges have been complied with as at the reporting date.

(xi) Compliance with Number of Layers of Companies: The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013, read with Companies (Restriction on Number of Layers) Rules 2017.

(xii) Compliance with approved Scheme(s) of Arrangements: The Company has not undertaken any such transaction, accordingly the disclosure of information related to this point is not applicable.

(xiii) Utilization of Borrowed Funds and Share Premium:

a) The Company has not advanced or loan or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other persons or entity, including foreign entity (intermediaries) with the understanding that the intermediary shall directly or indirectly lend or invest in other persons or entitles identified in any manner whatsoever by or on behalf of the Company (ultimate Beneficiaries) or provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b) The Company has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding that the Company shall directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xv) Undisclosed Income: The company does not have any transaction which is not recorded books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 .

(xvi) Details of Crypto Currency or Virtual Currency: The company does not have any cryptocurrency transactions during the financial year.

(xvii) 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 Act are not applicable to the Company.

(xviii) The other additional disclosures and information's (not specifically disclosed) as required by Schedule III are either nil or not applicable.

69 The Company have proposed Rs 0.50 final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

70 Ratios

Ratios	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason For Significant Changes
Current Ratio	**Total Current Assets**	**Total Current Liabilities**	2.44	2.39	2.36%	No significant change during the year.
Debt-equity ratio	**Total Debt**	**Total Equity-OCI Reserve**	0.03	0.04	-27.55%	The Debt-Equity Ratio of the Company has declined by 27.55% during the period, primarily on account of repayment of borrowings by the Company.
Debt-service coverage ratio	**Earnings before Interest, Tax and Exceptional Items**	**Interest Expense + Principal Repayments made during the year for long term loans**	1.26	1.46	-13.97%	The Debt Service Coverage Ratio of the Company has changed during the year primarily due to a significant decline in turnover and consequent reduction in operating earnings during the year. Further, repayment of borrowings during the year also impacted the debt servicing position and resulted in variation in the said ratio.
Return on Equity ratio %	**Profit After Tax**	**Average of Net worth**	2.77%	4.74%	-41.41%	The Return on Equity (ROE) of the Company has declined during the period primarily due to a significant reduction in turnover coupled with an increase in raw material, consumables, and fixed overhead costs, resulting in lower overall profitability.
Inventory Turnover ratio	**Cost of Goods Sold (Cost of Material Consumed + Purchases + Changes in Inventory + Manufacturing Expenses)**	**Average of opening & Closing Inventory**	3.40	5.18	-34.29%	The Inventory Turnover Ratio of the Company has decreased by more than 25% during the year primarily due to a significant decline in sales turnover and lower movement of inventory during the year. Further, reduced demand and lower production/utilization levels led to slower consumption and liquidation of inventory, thereby adversely impacting the ratio.
Trade Receivable turnover ratio	**Revenue from operation**	**Average of opening & Closing Trade receivable**	1.59	2.57	-38.21%	The Trade Receivables Turnover Ratio of the Company has decreased by more than 25% during the year primarily due to a significant decline in turnover as compared to the previous year. Further, slower realization from customers and lower business volumes during the year adversely impacted the receivables turnover cycle.
Trade Payable turnover ratio	**Cost of Materials Consumed (after adjustment of RM Inventory) +Purchases of Stock-in-Trade + Other Expenses**	**Average of opening & Closing Trade payable**	1.99	2.89	-31.15%	The Trade Payables Turnover Ratio of the Company has decreased by more than 25% during the year mainly on account of a substantial decline in purchase and business activity levels consequent to the reduction in turnover. Additionally, the Company availed relatively extended credit periods from suppliers during the year, resulting in lower payable turnover.
Net Capital Turnover ratio	**Revenue from operation**	**Working Capital (Current Assets - Current Liabilities)**	1.35	2.04	-33.66%	The Capital Turnover Ratio of the Company has decreased during the year primarily due to a significant decline in turnover as compared to the previous year. Further, the increase in fixed overhead costs and lower capacity utilization during the year adversely impacted the efficiency of utilization of capital employed, resulting in a decline in the said ratio.

OM INFRA LIMITED

Ratios	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason For Significant Changes
Net Profit Ratio %	**Profit After Tax (after exceptional items)**	**Revenue from operation**	4.65%	5.42%	-14.09%	The Net Profit Ratio of the Company has declined during the year primarily on account of a significant reduction in turnover along with increased raw material, consumables, and fixed overhead costs. Further, adverse market conditions and lower operational efficiency during the year resulted in reduced overall profitability margins of the Company.
Return on Capital Employed %	**Profit Before Tax+Finance Cost**	**Average Capital employed***	4.87%	7.10%	-31.35%	The Return on Capital Employed (ROCE) of the Company has declined during the period primarily due to a significant reduction in turnover coupled with an increase in raw material, consumables, and fixed overhead costs, resulting in lower overall profitability.
Return On Investment %	**Income from Investments**	**Average Total Inverstment**	0.24%	10.32%	-97.70%	The Return on Investment Ratio of the Company has witnessed negligible change during the year primarily due to volatile market conditions. Further, no significant investments or sale of investments were undertaken during the year, resulting in minimal impact on investment returns and market valuation.
Return On Asset %	**Return on Assets**	**Total Assets**	1.94%	3.36%	-42.18%	The Return on Assets Ratio of the Company has declined during the year primarily due to a significant reduction in turnover coupled with increased raw material, consumables, and fixed overhead costs, which adversely impacted the overall profitability of the Company. Further, lower utilization of operating assets during the year also contributed to the decline in returns generated from the Company's asset base.
Interest-service coverage ratio	**Earnings before Interest, Tax and Exceptional Items**	**Interest Expense**	2.23	2.73	-18.14%	Ratio has declined by 18.14% during the period, primarily on account of repayment of borrowings by the Company.
Earning Per Share	**Earnings Available To Equity Shareholders**	**Number of Equity Shares**	2.23	3.56		
Long Term Debt To Working Capital	**Long Term Debt**	**Working Capital**	0.02	0.03		
Bad Debts To Account Receivable Ratios	**Bad Debts**	**Account Receivable Ratios**	0.00	-0.01		
Current Liability Ratios	**Liquid Asset**	**Current Liability**	0.73	0.79		
Operating Margin (%)	**Operating Margin**	**Revenue from operation**	0.22	0.17		
Total Debt To Total Assets	**Total Debt**	**Total Assets**	0.02	0.03		
Net Worth			79464.40	77701.69		
Net Profit After Tax			2180.48	3610.27		

***Capital employed includes Equity, Long term Borrowings, Deferred Tax Liabilities, and reduced by Capital Reserve, Investments (other than subsidiary), Cash and Cash Equivalents, Capital Work-in-Progress .**

71 Figures for previous year have been re-arranged/recomapnyed wherever necessary to make them comparable.

Significant Accounting Policies and Notes To The Financial Statements **1 - 71**
Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Chartered Accountants
Firm`s Registration No. 015143C

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
(Partner)
M.No 431571
Dated : 13-05-2026
Place : Delhi
UDIN: 26431571JCKBUB6866

Dharam Prakash Kothari
(Chairman)
(DIN:00035298)

Vikas Kothari
(MD & CEO)

Sunil Kothari
(Vice Chairman)
(DIN : 00220940)

S.K.Jain
(CFO)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

Statement on Impact of Audit Qualifications (Standalone) for the Financial Year ended March 31, 2026

[*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	46842.39	43957.11
	2.	Total Expenditure	46129.49	46129.59
	3.	Net Profit/(Loss)	2180.49	-704.79
	4.	Earnings Per Share	2.26	-0.73
	5.	Total Assets	112367.97	109482.69
	6.	Total Liabilities	32903.57	32903.57
	7.	Net Worth	79464.40	76579.12
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	**Audit Qualification**			

a. Details of Audit Qualification: Unable to verify the unbilled revenue invoices of Rs.2885.28

b. **Type of Audit Qualification :**Qualified Opinion

c. **Frequency of qualification:** First

d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Verification of such unbilled revenue invoices is under process and such bills will be approved in due course of time

e. For Audit Qualification(s) where the impact is not quantified by the auditor:**Not Applicable**

(i) **Management's estimation on the impact of audit qualification:**

(ii) **If management is unable to estimate the impact, reasons for the same:**

(iii) **Auditors' Comments on (i) or (ii) above:**

III. Signatories:

CEO/Managing Director -

CFO -

Audit Committee Chairman-

Statutory Auditor -

Place: New Delhi

Date: 13.05.2026

Independent Auditor's Report

To the Members of Om Infra Limited

Report on the Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying Consolidated Financial Statements of **Om Infra Limited ("the Parent")**, which includes 6 subsidiaries and 1 associate, (the Parent and its subsidiaries together referred to as "the Group"), and the Parent's share of profit / loss in its associates and joint ventures, which comprise the Consolidated Balance Sheet as at 31st March, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information. Group's Financial statements includes financial statements 9 Joint Operations audited by other auditors and 6 subsidiaries and 1 associate which have been audited by other auditor, report of which have been furnished to us. Our opinion, in so far as it relates to the affairs of such Segment is based solely on the report of other auditors.

In our opinion and to the best of our information and according to the explanations given to us, except for the matters discussed in basis for qualified opinion, the aforesaid Consolidated 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 Indian Accounting Standards prescribed under section 133 of the act read with the companies (Indian Accounting Standards) , Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2026, and the profit, and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our qualified opinion on the Consolidated Financial Statements as follows. The basis for our qualified opinion is as follows:

1 The Group has recognised unbilled revenue of ₹5116.73 lakhs for the period ended 31 March 2026, out of which necessary approvals for unbilled revenue of ₹2885.28 lakhs from the respective project authorities were not available as at the reporting date; In the absence of such approvals, consequently, we are unable to verify the same. Accordingly, our opinion has been modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended on 31st March , 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
1. Revenue Recognition **Other Than Real Estate** There are significant accounting judgements including estimation of costs to complete, determining the stage of completion and the timing of revenue recognition. The Group recognizes revenue and profit/loss on the basis of stage of completion based on the milestone approved by project authority. Cost contingencies are included in these estimates to take into account specific uncertain risks, or disputed claims against the Group, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the contract life and adjusted where appropriate. Refer to Note no. 33 & 49 Of Consolidated Financial Statements	**Principal Audit Procedures** **Other Than Real Estate** We performed the following procedures for selected contracts of customers as sample: • Identification of distint performance obligation and evalute the process of estimation of cost to complete of selected contracts. We also reviewed the process of revenue recognition used in recording and disclosing revenue in accordance with Group's accounting policies and revenue accounting standard. • For the sample selected, reviewing for change orders and the impact on the estimated costs to complete; • Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.
Real Estate Revenue from sale of constructed properties is recognised at a 'Point of Time', when the Group satisfies the performance obligations, which generally coincides with completion/possession of the unit. Recognition of revenue at a point in time based on satisfaction of performance obligation requires estimates and judgements regarding timing of satisfaction of performance obligation, allocation of cost incurred to segment/units and the estimated cost for completion of some final pending works. Due to judgement and estimates involved, revenue recognition is considered as key audit matter.	**Real Estate** Our audit procedures on revenue recognition from real estate included the following: • We verified performance obligations satisfied by the Group; • We tested flat buyer agreements/sale deeds, occupancy certificates (OC), project completion, possession letters, sale proceeds received from customers to test transfer of controls; • We conducted site visits during the year to understand status of the project and its construction status; • We verified calculation of revenue to be recognised and matching of related cost; • We verified allocation of common cost to units sold and estimates of cost yet to be incurred before final possession of units.

Key Audit Matter	Auditor’s Response
3. Recoverability of Indirect and direct tax receivables As at March 31, 2026, non-current assets in respect of withholding tax and others include Cenvat recoverable amounting to Rs. 1763.76 Lacs (P.Y. Rs. 1158.31 Lacs) which are pending for adjudication and current excess input of GST Rs. 875.00 Lacs (P.Y. Rs. 646.58 Lacs).	**Principal Audit Procedures** We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution. **We have checked the reconciliation prepared by management for GST input, but same reconciliations are not matched with books.**

Emphasis of Matter

1 Group's creditors have not submitted their status regarding classification as Micro, Small, and Medium Enterprises (MSME) under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006. Under the MSMED Act, the Group is required to provide for interest on delayed payments to MSME creditors. Due to the lack of information on the classification of these creditors, the Group has not been able to make the necessary interest provisions. This omission could have financial and legal implications, including potential non-compliance with the Act. We did not modify our opinion on the same.

2 The Group has not obtained Work Completion Certificates for the majority of its project sites. In the absence of such documentation, we are unable to comment on the completion status of these projects. Our opinion is not modified in respect of this matter.

3 The Group has not obtained balance confirmations from debtors and creditors. Consequently, we are unable to independently verify the accuracy of the outstanding balances as at the balance sheet date. However, we have reviewed the underlying invoices and corresponding payment records, and based on our audit procedures, we are satisfied with the recoverability and payability of such balances. Our opinion is not modified in respect of this matter.

4 The Group’s Subsidiary named Bhilwara Jaipur Toll Road Private Limited, being a Special Purpose Vehicle (SPV) has filed for termination with the respective authority and claimed the amount invested along with termination payments as per the concession agreement, amounting to Rs. 61,200.00 Lakhs. The arbitrator has awarded Rs. 77,943.00 Lakhs in favor of the SPV. Out of this awarded amount, the SPV has received Rs. 25,054.00 Lakhs to comply with the commercial court's order. This amount has been used to repay loans and cover other expenses. Amount Received from PWD is treated as current liability in Financial statements of SPV.

However, neither the arbitration award nor the amount received from the government has been accounted for in the SPV's financial statements as of the balance sheet date. This is because the Public Works Department (PWD) has challenged the arbitrator's award in an appeal to the High Court. Given the ongoing legal proceedings, the recognition of this amount in the financial statements has been deferred until there is a final resolution of the case. Our opinion is not modified in respect of the same.

5 As stated in Note 56(b) to the financial statements, The Group's non-current investments as at 31 March 2026 include investments aggregating Rs. 2.50 Lacs and advances amounting to Rs. 748.43 Lacs (Previous Year: Rs. 748.43 Lacs) in its Joint Venture, Gurha Thermal Power Group Limited. These investments and advances are considered good and recoverable by the management.

The Joint Venture has filed for termination with the respective authority (DISCOMS) and has claimed the amount invested along with termination payments. Initially, the Rajasthan Electricity Regulatory Commission (RERC) dismissed the claim. Subsequently, the Joint Venture preferred an appeal before the Appellate Tribunal for Electricity (APTEL).

APTEL ruled in favour of the Joint Venture, awarding a total of Rs. 5,390.92 Lakhs, inclusive of interest. However, this verdict has not been accounted for in the Joint Venture's financial statements as of the balance sheet date. The decision has not been recognized in the financial statements due to an appeal filed against the APTEL's verdict in the Honourable Supreme Court. As the final outcome remains uncertain, the Joint Venture has deferred the recognition of the awarded amount in its financial records. Our opinion is not modified in respect of the same.

Other Matter

(i) As per **Annexure C** which is seprately attached to this report, The Parent has prepared a separate set of statutory financial statements for nine joint operations for the year ended 31 March 2026 (which is included in Standalone Financial Statements) in accordance with IND AS. These financial statements have been audited by other auditors under generally accepted auditing standards applicable in India. We did not separately audit these financial statements of joint operations included in the Consolidated financial results, whose financial statements reflect total assets of Rs. 11049.83 Lacs as at 31 March 2026, total income of Rs. 16050.38 Lacs, and net loss after tax of Rs. 71.85 Lacs for the year ended on that date, as considered in these Consolidated financial results. Our opinion, insofar as it relates to the amounts and disclosures included for these joint operations, is based solely on the reports of the other auditors and the conversion adjustments prepared by the management of the Group, which have been audited by us. Our opinion is not qualified in respect of this matter.

(ii) As per **Annexure C** which is seprately attached to this report, The Subsidiary and Associates has prepared a separate set of statutory financial statements for the year ended 31 March 2026 in accordance with IND AS in India. These financial statements have been audited by other auditors under generally accepted auditing standards applicable in India. We did not separately audit the these financial statements of joint operations included in the Consolidated financial statements, whose financial statements reflect total assets of Rs.76139.25 lacs as at 31 March 2026, total income of Rs.5678.05 Lacs, and net loss after tax of Rs.124.55 Lacs for the year ended on that date, as considered in these Consolidated financial statements. Our opinion, in so far as it relates to the amounts and disclosures included for these joint operations, is based solely on the reports of the other auditors and the conversion adjustments prepared by the management of the Company, which have been audited by us. Our opinion is not qualified in respect of this matter.

(iii) As stated in Note 64 to the financial statements, The Group made claims against customer/parties/subsidiaries/Joint ventures which represents work done in earlier years or loss of interest or any other matter which are either in dispute or yet to be finalized by both the parties amounting to Rs. 52771.23 Lacs net off counter claims of Rs. 1805.72 lacs. Outcome of such claims. Outcome of such claims are presently unascertainable. No adjustment has been made in the Consolidated financial statements. Our opinion is not qualified in respect of this matter.

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

The Parent's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon.

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

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

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

The Parent's Management and the Board of Directors are responsible for the preparation and presentation of these Consolidated annual financial statement that give a true and fair view of the net profit/ loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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

In preparing the Consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The Group uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software.

The Board of Directors are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

− Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. the risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, As fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

− Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.

− Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

− Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures 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 Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern.

− Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated 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.

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
UDIN:26431571FWNLTC9522
Place: Delhi
Date:13-05-2026

Report on Other Legal and Regulatory Requirements

1 As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure "A"** statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 As required by Section 143(3) of the Act, based on our audit, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

b) In our opinion, proper books of account as required by law maintained by the Group, its associates and joint ventures including relevant records relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except in relation to compliance with the requirements of audit trail, refer paragraph (i)(f) below.

c) The report(s) on the accounts of the segments office(s) i.e. Engineering, and joint operations and subsidiaries of the Group audited under section 143 (8) of the Act, by the other auditors have been sent to us and have been properly dealt with by us in preparing this report.

d) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Loss, the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements and with the returns received from the Engineering Segment and Joint operations and subsidiaries, not visited by us.

e) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

f) On the basis of the written representations received from the directors of the Parent as on 31st March, 2026 taken on record by the Board of Directors of the Parent and the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture companies incorporated in India, none of the directors of the Group companies, its associate companies and joint venture companies incorporated in India is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

g) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"** which is based on the auditors' reports of the Parent, subsidiary companies, associate companies and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of those companies.

h) 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 and based on the auditor's reports of subsidiary companies, associate companies and joint venture companies incorporated in India, the remuneration paid by the Parent and such subsidiary companies, associate companies and joint venture companies to their respective directors during the year is in accordance with the provisions of Section 197 read with Schedule V of the Act.

i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies, associate companies and joint venture companies incorporated in India:

a) The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures – Refer Note 50 to the Consolidated Financial Statements.

b) The Group has made provisions in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on Long Term Contracts including derivative contracts.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary companies, associate companies and joint venture companies incorporated in India.

d)

a. The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries, associates and joint ventures to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries, associates and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, no funds have been received by the Parent or any of such subsidiaries, associates and joint ventures from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries, associates and joint ventures shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary companies, associate companies and joint venture companies which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014, as provided under (a) and (b) above, contain any material misstatement.

e) The final dividend proposed for the previous year, declared and paid by the Group during the year is in accordance with Section 123 of the Act, as applicable

As stated in Note 68 to the Consolidated Financial Statements, the Board of Directors of the Group has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

f) Based on our examination which included test checks and based on the other auditor's reports of its subsidiary companies, associate companies and joint venture companies which are companies incorporated in India whose financial statements have been audited under the Act, the Parent, its subsidiary companies, associate companies and joint venture companies incorporated in India have used accounting software for maintaining their respective books of account for the year ended 31st March, 2026, 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.

Further, during the course of our audit, we and the respective other auditors, whose reports have been furnished to us by the Management of the Parent, have not come across any instance of the audit trail feature being tampered with in respect of the accounting software for the period for which the audit trail feature was operating.

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
UDIN:26431571FWNLTC9522
Place: Delhi
Date:13-05-2026

"ANNEXURE A"

To The Independent Auditor's Report
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements, to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that in respect of those companies where audits have been completed under Section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements, except for the following:

Name of the Company	CIN	Nature of Relationship	Clause number of the CARO report which is adverse
Om Infra Limited	L27203RJ1971PLC003414	Parent	Clause - i,ii,iii & vii
Om Metals Consortium Private Limited	U70109MH2006PTC161970	Subsidiary	Clause - vii & xvii
Worship Infraprojects Private Limited	U45201RJ2010PTC031760	Subsidiary	Clause - vii
High Terrace Realty Private Limited	U45201RJ2007PTC024125	Subsidiary	Clause - iii

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
UDIN:26431571FWNLTC9522
Place: Delhi
Date:13-05-2026

"**ANNEXURE B**"

To The Independent Auditor's Report
(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the Consolidated financial statements of Om Infra Limited. ("the Group") as of and for the year ended 31 March 2026, we have audited the Internal Financial Controls Over Financial Reporting (IFCOFR) of the Group of as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control with reference to Consolidated Financial Statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, associate companies and joint venture companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Parent, its subsidiary companies, its associate companies and its joint venture companies, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A Group's IFCOFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A Group's IFCOFR 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 Group; (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 Group are being made only in accordance with authorizations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

Because of the inherent limitations of IFCOFR, 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 IFCOFR to future periods are subject to the risk that IFCOFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Qualified Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, except for the possible effects of the material weakness described in the Basis for Qualified Opinion section, the Parent, its subsidiary companies, associate companies and joint venture companies, which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31st March, 2026, based on the criteria for internal financial control with reference to Consolidated Financial Statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI).

For Ravi Sharma & Co.
Chartered Accountants
FRN: 015143C

CA Sourabh Jain
Partner
M. No. 431571
UDIN:26431571FWNLTC9522
Place: Delhi
Date:13-05-2026

Annexure C

(Rs. In Lacs.)

Particulars	Total Assets	Total income	Net Profit After Tax
NAME OF JOINT OPERATIONS / JOINT VENTURE			
1. SPML-OM METALS (JV) Ujjain (100%)	288.09	511.73	-10.73
2. Om metals SPML Joint Venture Rwanda (100%)	756.80	276.66	-145.53
3. Omil-JV Shahpurkhandi (98%)	5220.41	10311.18	-79.01
4. OMIL - WIPL JV ISARDA (50%)	633.82	2396.87	31.90
5. Om metals SPML JV-Ghana (100%)	3.44	0.01	0.01
6. OMIL+JSC-(JV) Kameng (60%)	20.90	21.87	62.70
7. OMIL-JWIL-VKMCPL (JV) (51%)	1007.79	217.18	0.22
8. HCC-OMIL JV (50%)	1996.37	1620.91	21.13
9. BRCCPL-OMIL-DARA JV (59%)	1122.21	693.97	47.46
Total	**11049.83**	**16050.38**	**-71.85**
NAME OF SUBSIDIARIES / ASSOCIATES			
1. Om Metals Consortium Private Limited (Subsidiary)	28931.66	3279.38	-145.01
2. High Terrace Reality Private Limited (Subsidiary)	1585.12	0.00	0.00
3. Worship Infraporjects Private Limited (Subsidiary)	2439.30	2396.28	31.15
4. Bihar Logistics Private Limited (Subsidiary)	1641.12	0.00	-2.62
5. Gujrat Warehousing Private Limited (Subsidiary)	1081.64	2.16	-8.29
6. Bhilwara Jaipur Toll Road Private Limited (Subsidiary)	40460.41	0.23	0.23
7. Mega Equitas Private Limited (Associate)	Share of Net profit is included in High Terrace Reality Private Limited (Subsidiary)		
Total	**76139.25**	**5678.05**	**-124.54**

OM INFRA LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in Lacs)

Particulars	Note No	As On 31.03.2026	As On 31.03.2025
I ASSETS			
Non-Current Assets			
(a) Property, plant and equipment	4	7119.27	7150.51
(b) Investment property	5	5829.08	5626.86
(c) Capital work-in-progress	6	224.82	174.15
(d) Intangible assets	7	36499.43	36499.43
(e) Right to Use	8	50.93	67.91
(f) Goodwill		352.90	352.90
(g) Financial assets			
(i) Investments	9		
A. Investment in Joint venture & associates (accounted as per equity method)		1193.56	1238.56
B. others		4424.36	2748.15
(ii) Loans	10	964.21	964.21
(iii) Other financial assets	11	769.07	748.98
(g) Deferred Tax Assets			
(h) Other non-current assets	12	1976.17	1209.45
Total Non-Current Assets		**59403.81**	**56781.11**
Current Assets			
(a) Inventories	13	38619.64	40413.03
(b) Financial assets			
(i) Investments			
(ii) Trade receivables	14	31028.18	28528.55
(iii) Cash and cash equivalents	15	2223.08	3248.92
(iv) Bank balances other than (iii) above	16	5732.06	5253.72
(v) Loans & Advances	17	2.50	2.50
(vi) Other Financial assets	18	5583.93	3990.96
(c) Current Tax Assets (Net)	19	1621.61	2495.37
(d) Other current assets	20	2214.87	1594.47
Total Current Assets		**87025.88**	**85527.52**
Total Assets		**146429.69**	**142308.63**

Significant Accounting Policies and Notes to the financial statements **1 - 69**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
(Managing Director & CEO)
(DIN 00223868)

CA Sourabh Jain
Partner
M.No 431571
Place : Delhi
Dated :13-05-2026
UDIN: 26431571FWNLTC9522

S.K.Jain
(CFO)

Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Note No	As On 31.03.2026	As On 31.03.2025
II EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	21	963.04	963.04
(b) Other equity	22	75273.45	73635.30
Total Equity		**76236.49**	**74598.34**
Non Controlling Interest		4567.59	4567.59
Non-current Liabilities			
(a) Financial liabilities			
(i) Borrowings	23	206.83	369.52
(ii) Lease Liability	8	18.54	26.69
(iii) Other financial liabilities	24	2962.65	796.00
(b) Provisions	25	107.14	80.23
(c) Deferred tax liabilities(Net)	26	3093.74	3383.84
(d) Other Non current liability	27	1355.27	0.00
Total Non-Current Liabilities		**7744.18**	**4656.28**
Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	28	8354.73	6741.25
(ii) Trade payables	29		
A) total outstanding dues of micro enterprises and small enterprises		943.13	571.37
B) total outstanding dues of creditors other than micro enterprises and small enterprises;		10358.80	11866.22
(iii) Lease Liability	8	12.00	12.00
(iv) Other financial liabilities	30	2167.64	1975.78
(b) Provisions	31	74.96	54.62
(c) Current Tax liabilities (Net)		202.94	
(d) Other current liabilities	32	35767.23	37265.18
Total Current Liabilities		**57881.43**	**58486.42**
Total Liabilities		**70193.20**	**67710.29**
Total Equity and Liabilities		**146429.69**	**142308.63**

Significant Accounting Policies and Notes to the financial statements **1 - 69**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
(Managing Director & CEO)
(DIN 00223868)

CA Sourabh Jain
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M.No 431571
Place : Delhi
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UDIN: 26431571FWNLTC9522

S.K.Jain
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Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(₹ in Lacs)

Particulars	Note No	2025-26	2024-25
INCOME:			
Revenue from operations	33	50005.60	71266.18
Other Income	34	1788.80	3599.15
Total Income		**51794.40**	**74865.33**
EXPENSES:			
Manufacturing , Construction and Operating Expenses			
i)Cost of raw materials components	35	17242.14	26582.69
ii)Construction materials consumed	36	421.60	503.10
iii)Purchase of Stock in Trade	37	42.61	182.20
iv)Stores, Spares and tools consumed	38	1463.50	1599.24
v)Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	39	2131.97	5851.97
vi)Other manufacturing,construction and operating expenses	40	17991.67	26166.70
Employee benefit expense	41	4409.26	4174.45
Financial costs	42	1916.36	2216.03
Depreciation,amortization, impairment and obsolescence expenses	43	482.17	561.82
Sales, administration and other expenses	44	3479.65	4185.64
Total Expenses		**49580.93**	**72023.83**
Profit before exceptional items and tax		**2213.47**	**2841.49**
Exceptional item			
Profit/(loss) Before Tax		**2213.47**	**2841.49**
Tax expense/ benefits			
Current Income Tax		449.92	268.99
Income Tax Related to previous year		0.00	
Deferred Tax Liability	26	(292.38)	(1024.12)
Net Profit/(Loss) For The Year After Tax		**2055.93**	**3596.62**
Share of Profit or loss from Associates and Joint Venture		0.00	(5.83)
Total Profit for the year		**2055.93**	**3590.80**

OM INFRA LIMITED

(₹ in Lacs)

Particulars	Note No	2025-26	2024-25
Other Comprehensive Income	45		
A i) Items that will not be reclassified to profit or loss		7.99	(9.33)
ii) Income tax relating to items that will not be reclassified to profit or loss		(2.29)	2.67
Total (A)		**5.70**	**(6.66)**
B i) Items that will be reclassified to profit or loss		(38.23)	(173.34)
ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
Total (B)		**(38.23)**	**(173.34)**
Total Other comprehensive income / (loss) (A+B)		**(32.52)**	**(180.01)**
Total comprehensive income / (loss)		**2023.41**	**3410.79**
Profit attributable			
a) Parent		2023.41	3410.19
b) Non controlling Interest		0.00	0.59
Earnings per equity share (EPS) :	52		
Basic earnings per equity share		2.10	3.54
Diluted earnings per equity share		2.10	3.54
Face value per equity share		1.00	1.00

Significant Accounting Policies and Notes to the financial statements 1 - 69

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
(Managing Director & CEO)
(DIN 00223868)

CA Sourabh Jain
Partner
M.No 431571
Place : Delhi
Dated :13-05-2026
UDIN: 26431571FWNLTC9522

S.K.Jain
(CFO)

Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2026

(₹ in Lacs)

PARTICULARS	For the year ended 2025-26	For the year ended 2024-25
Cash Flows From/Used In Operating Activities		
Profit/(Loss) Before Tax	2213.47	2841.49
	2213.47	**2841.49**
Adjustments For Reconcile Profit/(Loss)		
Add:-		
Depreciation, Amortizations and Impairments	482.17	630.13
Interest Paid	1916.36	2216.03
Non Cash Expenses	104.72	19.40
	2503.25	**2865.56**
Less:-		
Interest Receipt	521.72	512.65
Profit on Sale of Property, Plant & Equipment or Investment Property	0.00	1106.05
Profit From Shares and Mutual Fund	0.00	151.00
Dividend Received	0.05	0.04
Non Cash Income and other Adjustments	3.77	28.12
	525.53	**1797.85**
Operating Profit Before Working Capital Changes	**4191.19**	**3909.20**
Decrease/(Increase) in Working Capital	(5839.71)	(2283.79)
Other Adjustments	588.55	(214.58)
	(1059.96)	**1410.84**
Less:-		
Direct Taxes Paid or Direct Taxes Paid (Net of Refund)	(626.77)	830.69
Net Cash Flow From Operating Activities (A)	**(433.19)**	**580.15**
Cash Flow From Investing Activities :		
Sale of Property, Plant and Equipment,Capital WIP, Investment Property and Intangible Assets	23.84	1474.40
Purchase of Property, Plant and Equipment,Capital WIP, Investment Property and Intangible Assets	(710.89)	(203.53)
Sale of Investments	0.00	200.04
Purchase of Investments	(1702.56)	
Loans And Advances (Received/(Provided))	0.00	519.97
Increase/(Decrease) of Other Non Current Financial	(20.10)	1800.36
Dividend Received	0.05	0.04
Interest received	510.85	500.41
Net Cash Flow From/Used In Investing Activities	**(1898.82)**	**4291.68**

OM INFRA LIMITED

(₹ in Lacs)

PARTICULARS	Year Ended	
	2025-26	2024-25
Cash Flow From Financing Activities :		
Proceeds from changes in ownership interests in subsidiaries	0.00	0.59
Receipt/(Payment) Long Term Borrowings	(162.69)	(1038.70)
Receipt/(Payment) Of Lease Liabilities	(13.50)	(18.60)
Increase/(Decrease) of Other Non Current Financial Liabilities	2166.65	168.55
Receipt/(Payment) Of Short Term Borrowings	1613.47	(804.28)
Interest And Bank Commission paid	(1912.51)	(2208.59)
Dividend Paid	(385.26)	(481.52)
Net cash used in Financing Activities	**1306.16**	**(4382.54)**
Increase/(Decrease) in cash and cash Equivalents		
A. Cash Flow from Operating Activities	(433.19)	580.15
B. Cash Flow from Investing Activities	(1898.82)	4291.68
C. Cash Flow from Financing Activities	1306.16	(4382.54)
Net Increase / Decrease in Cash Flow During The Year	(1025.84)	489.29
Cash and Cash Equivalents at Beginning of The Year	3248.92	2759.63
Cash and cash equivalents at end of the year (Refer Note :)	2223.08	3248.92

Note :

1 Cash and cash equivalent at the end of the year consist of cash in hand and balances with banks and are net of short term loans and advances from banks as follows :

Particulars	As On 31.03.2026	As On 31.03.2025
Balances with Banks		
On Current Account	1145.82	2358.17
On Term Deposit accounts with maturity less then 3	1061.77	865.85
Cash in Hand	15.49	24.91
	2223.08	**3248.92**

Non Cash Expenses and Adjustments		
Gratuity And Leave Encashment	54.72	19.40
Others	50.00	0.00
	104.72	**19.40**

OM INFRA LIMITED

Non Cash Income and other Adjustments		
Gain On Derecognition of Rou Assets and Lease Liability	0.00	29.59
Share of profit and loss from partnership firm or association of persons or limited liability partnerships	3.77	(1.47)
	3.77	**28.12**

Working Capital Changes		
(Increase)/Decrease Of Inventories	1793.39	5250.96
(Increase)/Decrease Of Trade And Other Receivable	(2499.63)	(4901.43)
(Increase)/Decrease Of Other Current Financial Assets	(1592.97)	(21.08)
(Increase)/Decrease Of Other Current Assets	(620.40)	221.43
(Increase)/Decrease In Bank Balances Other Than Cash And Cash Equivalents	(478.34)	215.02
Increase/(Decrease) Of Trade And Other Payable	(1135.66)	2177.07
Increase/(Decrease) Of Other Current Financial	191.86	168.55
Increase/(Decrease) of Other Current Liabilities	(1497.95)	(5394.31)
	(5839.71)	**(2283.79)**

Other Adjustments		
(Increase)/Decrease Of Other Non Current Assets	(766.72)	(9.01)
Increase/(Decrease) of Other Non Current Liabilities	1355.27	(205.57)
	588.55	**(214.58)**

2. The previous year's figures have been recompanyed, rearranged wherever necessary in order to confirm to current year's presentation

Statement of Cash Flows has been prepared under the indirect method as set out in the IND AS 7 "Statement of Cash Flows"as specified in the Companies (Indian Accounting Standard) Rules,2015

Significant Accounting Policies and Notes to the financial statements **1 - 69**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
(Managing Director & CEO)
(DIN 00223868)

CA Sourabh Jain
Partner
M.No 431571
Place : Delhi
Dated :13-05-2026
UDIN: 26431571FWNLTC9522

S.K.Jain
(CFO)

Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

Statement Of Changes In Equity As At 31st March, 2026

A. Equity Share Capital (₹ in Lacs)

Particulars	As at 01.04.2024	Movement during the year	As at 31.03.2025	Movement during the year	As at 30.03.2026
Share Capital	963.04	0.00	963.04	0.00	963.04

B. Statement Of Changes In Equity (₹ in Lacs)

Particulars	Reserve & Surplus				Other Comprehensive Income			Revenue Grant	Capital Contribution	Total
	Capital Reserve	Security Premium Reserve	General Reserve	Retained Earnings	Acturial loss	Share valuation	FCTR			
Balance as on 01.04.2024	**12318.11**	**12247.65**	**2450.00**	**43638.64**	**(14.84)**	**6.42**	**(814.03)**	**1534.30**	**0.00**	**71366.25**
Profit For The Year				3590.20			613.02			**4203.22**
Other Comprehensive Income For The Year					(8.55)	(0.78)	(173.34)			**(182.68)**
Deferred Tax On OCI					2.45	0.22				**2.67**
Dividend				(481.52)						**(481.52)**
OCI of Hotel										**0.00**
Reserve transfer of JV'S				(613.02)						**(613.02)**
Reversal of Associate's Reserves				(659.62)						**(659.62)**
Balance as on 31.03.2025	**12318.11**	**12247.65**	**2450.00**	**45474.69**	**(20.94)**	**5.86**	**(374.35)**	**1534.30**	**0.00**	**73635.30**
Profit For The Year				2055.93						**2055.93**
Other Comprehensive Income For The Year					7.46	0.53	(38.23)			**(30.24)**
Deferred Tax On OCI					(2.13)	(0.15)				**(2.29)**
Dividend				(385.26)						**(385.26)**
Balance as on 31.03.2026	**12318.11**	**12247.65**	**2450.00**	**47145.36**	**(15.61)**	**6.23**	**(412.58)**	**1534.30**	**0.00**	**75273.45**

Significant Accounting Policies and Notes to the financial statements **1 - 69**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
Partner
M.No 431571
Place : Delhi
Dated :13-05-2026
UDIN: 26431571FWNLTC9522

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
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(DIN 00223868)

S.K.Jain
(CFO)

Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2026 AND STATEMENT OF PROFIT AND LOSS AND ALSO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2026

1 Group Overview:

Om Infra Limited (Group) is in the field of **turnkey execution** - from design, detail engineering, manufacture, supply, installation, testing and commissioning of complete range of Hydromechanical equipment of hydroelectric power and irrigation projects with its manufacturing facilities located at Kota Rajasthan and project sites.

Om Infra Limited is a Public Limited group registered under Companies Act, 1956, listed in Bombay Stock Exchange and National Stock Exchange. The registered office of group is situated at 3rd Floor, A-Block, Om Tower Church Road, Mi Road Jaipur Rajasthan - 302001.

2 Statement of Significant Accounting Policies:

2.01 Statement of Compliance:

Consolidated Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS)prescribed under the section 133 of the Companies Act,2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016.

The aforesaid financial statements have been approved by the Board of Directors in the meeting held on 13th May, 2026.

2.02 Basis of preparation and presentation:

The Consolidated Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid for transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1 input are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

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

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year figures reported in the statement.

2.03 Basis of consolidation

(i) The consolidated financial statements incorporate the financial statements of the Parent Company and its subsidiaries. For this purpose, an entity which is, directly or indirectly, controlled by the Parent Company is treated as subsidiary. The Parent Company together with its subsidiaries constitute the Group. Control exists when the Parent Company, directly or indirectly, has power over the investee, is exposed to variable returns from its involvement with the investee and has the ability to use its power to affect its returns.

(ii) Consolidation of a subsidiary begins when the Parent Company, directly or indirectly, obtains control over the subsidiary and ceases when the Parent Company, directly or indirectly, loses control of the subsidiary. Income and expenses of a subsidiary acquired are included in the Consolidated Statement of Profit and Loss from the date the Parent Company, directly or indirectly, gains control until the date when the Parent Company, directly or indirectly, ceases to control the subsidiary.

(iii) The consolidated financial statements of the Group combine financial statements of the Parent Company and its subsidiaries line-by-line by adding together the like items of assets, liabilities, income and expenses. All intra-group assets, liabilities, income, expenses and unrealised profits/losses on intra-group transactions are eliminated on consolidation. The accounting policies of subsidiaries are harmonised to ensure the consistency with the policies adopted by the Parent Company. The consolidated financial statements are presented to the extent possible, in the same manner as Parent Company's standalone financial statements. Profit or loss and other comprehensive income are attributed to the owners of the Parent Company and to the non-controlling interests, shown separately in the financial statements.

(iv) Non-controlling interests represent that part of the total comprehensive income and net assets of subsidiaries attributable to the interest which is not owned, directly or indirectly, by the Parent Company.

(v) The gains/losses in respect of part divestment/dilution of stake in subsidiary companies not resulting in ceding of control, are recognised directly in other equity attributable to the owners of the Parent Company in the Consolidated Financial Statements of the Group

(vi) The gains/losses in respect of divestment of stake resulting in ceding of control in subsidiary companies are recognised in the Statement of Profit and Loss. The investment representing the interest retained in a former subsidiary, if any, is initially recognised at its fair value with the corresponding effect recognised in the Statement of Profit and Loss as on the date the control is ceded. Such retained interest is subsequently accounted as investment in an associate or a joint venture or as a financial asset.

2.04 Use of Estimates & Judgements:

(a) The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed. Accounting estimates could change from period to period.

Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

(b) Estimation of uncertainities relating to the global health pandemic from COVID-19.

The group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues and investment in subsidiaries. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the group, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts. The group has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the group's financial statements may differ from that estimated as at the date of approval of these financial statements.

2.05 Basis of Classifications of Current and Non-Current:

All the assets and liabilities have been classified as current or non-current in the balance sheet.

An asset has been classified as current if (a) it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is expected to be realized within twelve months after the reporting date; or (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current.

A liability has been classified as current when (a) it is expected to be settled in the Group's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is due to be settled within twelve months after the reporting date; or (d) the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.06 Recent Accounting Pronouncements

The below amendments to the existing standard which are notified by Ministry of Corporate affairs but are not yet effective:

Amendment to Ind AS 1 'Presentation of Financial Statements'- Classification of Liabilities as current or non-current and non-current liabilities with covenants. The amendment includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, retrospectively, as outlined below:

a) Breach of material covenant for long-term loan arrangement on or before end of reporting period with effect that liability becomes payable on demand as on reporting date, then it shall be classified as current liability, if lender agreed after reporting period and before approval of financial statements to not demand payment as a consequence of breach.

b) Classify as non-current liability, if lender agreed by end of reporting period to provide grace period ending at least 12 months after reporting period within which entity can rectify the breach provided lender does not demand immediate repayment.

c) Disclose information about the timing of settlement to understand the impact of the liability on the financial statements.

The Group does not expect this amendment to have an impact on its operations or financial statements.

2.07 Revenue Recognition:

Group mainly derives business from executing turnkey projects and sale of goods and services. Group is also in the business of real estate sector, manufacturing of plastic caps and hotel business activities.

Effective April 1, 2018, the Group adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The following is a summary of new and/or revised significant accounting policies related to revenue recognition. Refer Note 1 "Significant Accounting Policies," in the Group's 2018 Annual Report for the policies in effect for revenue prior to April 1, 2018. The effect on adoption of Ind AS 115 was insignificant.

IND AS 115 lays down five step model for revenue recognition which is as follows:

1 Identify contract with customer
2 Identify performance obligations
3 Determine transaction price
4 Allocate transaction price to different performance obligations
5 Revenue recognition

A. Engineering Segment

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

- **Sale of Goods or Services**

In case of sale of goods performance obligation is satisfied when control is transferred to customer and recoverability of amount is probable. Transaction price is same as invoice value excluding taxes. Revenue is recognized as and when performance obligation is satisfied.

In case of sale of service performance obligation is satisfied when work is executed, customer approves the work performed and recoverability of amount is probable. Transaction price is same as invoice value excluding taxes. Revenue is recognized as and when performance obligation is satisfied.

The group accounts for discounts and pricing incentives to customers as a reduction of revenue based on the ratable allocation of the discounts/ incentives to each of the underlying performance obligation that corresponds to the progress by the customer towards earning the discount/ incentive. Such situations generally does not arise in group.

- **Accounting of Turnkey Projects**

Trunkey projects includes building of dam, canals, power house boards building dam gates etc. in executing turnkey projects many revenue emerges like direct contacts price which is mentioned, claims for arbitrations, or any other income related to projects.

In item rate contracts, the Group has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation.

As group's major revenue comes through tendering of projects. Generally different set of performance obligations are already identified in tenders for which group has to quote separate price for each performance obligations. So performance obligations are identified at preliminary stage. Transaction price for each performance obligation is allocated in contract itself.

Performance obligation is satisfied when project authority approves the work and issue running bill on account of service or goods supplied by the group.

Revenue is recognized over a period of time using output method, Milestone Method. Milestone is being approved by the project awarding authority by issuing running bill against work executed by the group.

Variable considerations like escalation/claims/ arbitration or any incentives cannot be identified at initial level. Though provision of variable consideration is always forms part of contract with customer but as per past experience of group, variable consideration is very fluctuating and depends on the current work execution by the group. Determination of variable consideration is quite a complex task because it cannot be measured reliably and variable consideration is not directly related to each performance obligation.

In such situation performance obligations is being satisfied when project authorities approved the bill or paid the bills issued by group. After which revenue is recognized on the basis of bills approved.

In case of some claims filed by group which is being approved by third party authority like arbitrator/ courts, then such claims are accounted and revenue recognized only when order from third party is in favor of group unconditionally and project authority doesn't have any further right to appeal in higher courts.

Contract modifications, either to the contract scope or contract price are accounted for when additions, deletions or changes are approved either of the parties. The accounting for modifications of contracts involves assessing whether the work added to an existing contract is distinct and whether the pricing is at the consolidated selling price. Work added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the consolidated selling price, or as a termination of the existing contract and creation of a new contract if not priced at the consolidated selling price.

- **Trade Receivables and Contract Balances**

The group classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

A receivable is a right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognized as related service are performed. Revenue for fixed price maintenance contracts is recognized on a straight line basis over the period of the contract. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time

Invoicing in excess of earnings is classified as unearned revenue.

Trade receivable and unbilled revenues are presented net of impairment in the Balance Sheet.

B. Accounting of Real Estate Sector

(i) Revenue from real estate projects – The Group derives revenue, primarily from sale of properties comprising of both commercial and residential units. Revenue from sale of constructed properties is recognised at a 'Point of Time', when the Company satisfies the performance obligations, which generally coincides with completion/ possession of the unit. To estimate the transaction price in a contract, the Company adjusts the contracted amount of consideration to the time value of money if the contract includes a significant financing component.

(ii) The revenue on account of interest on delayed payment by customers and expenditure on account of compensation / penalty for project delays are accounted for at the time of acceptance / settlement with the customers due to uncertainties with regard to determination of amount receivable / payable.

(iii) Amount received on booking is classified as contract liabilities and shown in balance sheet as current or non-current as classification permits.

(iv) Eligible expenses incurred for building of real estate units/flats are capitalized and shown as inventory as Work in progress stock.

C. Accounting for Joint arrangements Contracts:-

(a) 1) Under Ind AS 111, Joint arrangement, Investment in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights or obligations of each investor, rather than the legal structure of the joint arrangement. Group has both joint operations and joint ventures.

(i) Joint Operations

Group recognize its direct right to the asset, liability, revenue and expenses of joint operations and its share of any jointly held or incurred assets, liability, revenue and expenses in consolidated financial statements.

(ii) Joint Ventures

Joint ventures are accounted for using the equity method in consolidated financial statements. Such investments after being recognized at cost in consolidated financial statements.

(b)

(i) In respect of contract executed in joint ventures under profit sharing arrangement (Assessment as AOP/Firm under Income Tax Laws) , the services rendered to the Joint Ventures are accounted as income on accrual basis. The profit/Loss is accounted for, as and when it is determined by the Joint Venture and the net investment in the Joint venture is reflected as investment, loans and advance or current liabilities.

(ii) Profit from those joint ventures which are Firms, are accounted directly in investment accounts and respective investment get increased.

2.08 Other Income:

a) Dividend and Interest Income:-

Dividend is recognized when the shareholder’s right to receive payment is established (provided that it is probable that the economic benefit will flow to the group and the amount of income can be measured reliably). Dividend from subsidiaries is recognized even if the same is declared after the balance sheet date but pertains to period on or before the date of balance sheet as per the Companies Act., 2013.

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on, time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.09 Leases:

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The group has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

The Group as a lessor

At the inception of the lease the group classifies each of its leases as either an operating lease or a finance lease. The group recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the group is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the group applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

The incremental borrowing rate applied to lease liabilities created after April 1, 2022 is 11%.

2.10 Foreign Currency Transaction:

The Functional and reporting currency of the group is INR. Transactions other than functional currency are treated as foreign currency transactions.

(i) Initial Recognition

Foreign currency transactions are recorded in the functional currency, by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

(iii) Treatment of Exchange Differences

Exchange differences arising on settlement/restatement of short term foreign currency monetary assets and liabilities of the Group are recognized as income or expense in the Statement of Profit and Loss.

Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset. Exchange differences arising on other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Translation Account" and amortized over the remaining life of the concerned monetary item.

(iv) Translation of Foreign operation

The results and financial position of a foreign operation (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented (i.e. including comparatives) are translated at the closing rate at the date of that balance sheet;
- Income and expenses for each statement of profit and loss presented (i.e. including comparatives) are translated at average exchange rates; and
- All resulting exchange differences have been recognised in other comprehensive income.

On disposal of a foreign operation, the associated exchange differences are re-classified to profit or loss, as part of the gain or loss on disposal.

2.11 Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

The Group determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Group borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalization are determined by applying a capitalization rate to the expenditures on that asset.

The Group suspends capitalization of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

2.12 Retirement and Other Employee Benefits:

Defined Contribution Plans

(a) Payment to defined contribution retirement benefit plans are recognized as an expense when employees, as certified by board of directors have rendered service entitling them to the contributions.

(b) Provident fund of the Group is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an 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 recognized as a liability after deducting the contribution already paid.

(c) Pension Fund of the Group is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an 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 recognized as a liability after deducting the contribution already paid.

Defined Benefit Obligation Plans

For defined benefit obligation plants, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effects of changes to the assets, ceiling(if applicable) and the return on plan assets (excluding interest)is reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the year in which they occur. Remeasurement recognized in OCI is reflected immediately in retained earnings will not be classified to profit & loss. Net interest is calculated by applying the discount rate to the net defined liability/asset. Defined benefit costs are categorized as follows:

1.) Service costs (including current service cost, past service cost as well as gains and losses on curtailment and settlements).

2.) Net interest expense or income

3.) Remeasurement

(d) Gratuity liability is a defined benefit obligation of the group. The Group provides for gratuity to employees as calculated by actuarial valuer. The benefit is in the form of Lump sum payments to vested employees on resignation, retirement, on death while in employment or on termination of employment of and amount equivalent to 15 days basic salary payable to each completed year of services. Vesting occurs upon completion of 5 years of services. The group has not made annual contributions to funds administered by trustees or managed by insurance companies.

(e) Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Group presents the entire leave as a non-current liability in the balance sheet,

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income and such re-measurement gain / (loss) are not reclassified to the statement of profit and loss in the subsequent periods. They are included in retained earnings in the statement of changes in equity.

2.13 Taxation:

Tax expense comprises of current tax, deferred tax and Dividend Tax which are described as follows -:

(a) Current Tax

Current tax is measured after providing deductions under chapter VI A of Income Tax Act, 1961 and making adjustments of ICDS prescribed under Income Tax Act, 1961 at the amount expected to be paid to the tax authorities, using the applicable tax rates. Current tax is calculated using tax rates that have been enacted or substantively enacted by the end of reporting period. Current Tax is generally charged to profit & loss except when they relate to items which are recognized in other comprehensive income or equity.

(a) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred Tax is generally charged to profit & loss except when they relate to items which are recognized in other comprehensive income or equity.

Deferred tax asset and deferred tax liabilities are off-set if a legally enforceable right exist to set-off current tax asset against current tax liabilities and the deferred taxes relates to the same taxable entity and the same taxation authority.

2.14 Property, Plant and Equipment:

(a) **Property, Plant and Equipment** is recognized when it is probable that future economic benefits associated with the items will flow to the group and the cost of the item can be measured reliably.

The cost of Property Plant & Equipment comprises its purchase price net of any trade discounts and rebates, any import duty and other taxes any directly attributable expenditure on making the asset ready for its intended use including relevant borrowing cost for qualifying asset. Expenditure incurred after Property Plant & Equipment have been put into operation such as repair & maintenance are charged to the statement of Profit & Loss in the year in which the costs are incurred, Major shutdown and overhaul expenditure are capitalized as the activities undertaken improves the economic benefit expected to arise from the assets.

Assets in the course of construction are capitalized in the assets under construction account. At the point when the asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of the **Property, Plant and Equipment** and depreciation commences. Cost associated with the commissioning of the asset and any obligatory decommissioning costs are capitalized where the asset is available for use but incapable of operating at normal levels until a year of commissioning has been completed. Revenue generated from production during the trial period capitalized.

Capital subsidy received against specific assets is reduced from the value of relevant **Property, Plant and Equipment**.

(b.) Free hold land is carried at historical cost.

(c.) Leasehold land is not amortized as all leasehold land is on 99 years lease with local authority and such leasehold land is outside the scope of Ind AS-16.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost. Otherwise, such items are classified as inventories.

An items of **Property, Plant and Equipment** is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of asset. Any gain or loss arising on the disposal or retirement of an item of **Property, Plant and Equipment** is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in statement of profit & loss.

Depreciation and estimates

Depreciable amount for assets is the cost of an asset, or other amount substituted for costs, less its estimated residual value. Depreciation is recognized so as to write off the cost of asset(other than free hold land and lease hold land having 99 years of lease and properties under construction) less their residual values(after considering the restoration cost) over their useful lives using Written down value method as prescribed in schedule II of companies act, 2013.

2.15 Intangible Assets:

Intangible assets (which comprises of software acquired (useful life 3-5 years)) and depreciation /amortization on WDV method as per Companies Act 2013 and impairment losses if any.

Amortization is recognized on a written down value basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.16 Capital Work in Progress:

Capital work in progress are stated at cost and inclusive of preoperative expenses, project development expenses etc.

2.17 Impairment of Property, Plant & Equipments and Intangible Assets:

At the end of each reporting year, the group reviews the carrying amount of its tangible and intangible assets to determine whether there is any indication that those assets are suffered an impairment loss. If any such indication exists the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any). Where it is not possible to estimate the recoverable amount of the individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating unit or otherwise they are allocated to the smallest group of cash-generating unit for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use the estimated future cash flow are discounted to their present value using pretax discount rate that reflects current market assessment if the time value of money and the risk specific to the asset for which the estimates of future cash flows have not been adjusted.

An impairment loss is recognized in the Statement of Profit and Loss whenever the carrying amount of an asset or a cash-generating unit exceeds its recoverable amount. A previously recognized impairment loss is increased or reversed depending on changes in circumstances.

However the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

2.18 Inventories:

Inventories are stated at the lower of cost or net realizable value, details as follows:-

Raw Material,stores & spares, Components, construction material.	Cost includes cost of purchase and other costs incurred in bringing the inventories to the present location and condition.
Process Stocks and finished goods	Cost for this purpose includes direct material cost, labor cost plus appropriate share of manufacturing overheads allocated on absorption cost basis.(excluding borrowing cost)
Work In progress in case of Real Estate Projects	Cost for this purpose includes Land, borrowing costs, direct material cost, labor cost plus appropriate share of manufacturing overheads allocated on absorption cost basis.(excluding borrowing cost)

Costs of inventories are determined on FIFO basis. Net realizable value is estimated selling price in the ordinary course of business.

Goods in transit are stated at actual cost and freight if any.

2.19 Investment in subsidiaries and joint venture:

Investment in subsidiaries is carried at deemed cost in the separate financial statements.

Investment in joint ventures and associates are valued at cost after adjusting impairment and accounted using equity method as per Ind AS 28.

2.20 Provisions, Contingent Liabilities & Assets:

A Provision is recognized when an enterprise has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settled the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not disclosed to its present value and are determined based on best management estimate taking into account the risks and uncertainties surrounding the obligation required to settle the obligation at the balance sheet date.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise 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 asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise.

Contingent liabilities and assets are not recognized but are disclosed in the notes.

2.21 Financial Instruments:

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Assets:

(a) Classification: The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and

- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

(b) Initial Recognition: Financial assets are recognised initially at fair value considering the concept of materiality. Transaction costs that are directly attributable to the acquisition of the financial asset (other than financial assets at fair value through profit or loss) are added to the fair value measured on initial recognition of financial assets.

(c) Subsequent Measurement of Financial Assets: Financial assets are subsequently measured at amortized cost if they are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI): Financial assets are subsequently measured at fair value through other comprehensive income (FVTOCI), if it is held within a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the Group has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

(d) Impairment of Financial Assets: The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(e) Derecognition of Financial Assets: A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or

The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Financial Liabilities:

(a) Classification: The Group classifies its financial liabilities in the following measurement categories:

- Those to be measured subsequently at fair value through profit or loss, and

- Those measured at amortized cost using the effective interest method. The classification depends on the entity's business model for managing the financial liabilities and the contractual terms of the cash flows.

(b) Initial Recognition : Financial liabilities are recognized at fair value on initial recognition considering the concept of materiality. Transaction costs that are directly attributable to the issue of financial liabilities that are not at fair value through profit or loss are reduced from the fair value on initial recognition.

(c) Subsequent Measurement of Financial Liabilities: The measurement of financial liabilities depends on their classification, as described below:

Amortised cost: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

(d) Derecognition of Financial Liabilities: A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of Financial Instruments

The Group offsets a financial asset and a financial liability when it currently has a legally enforceable right to set off the recognized amounts and the Group intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

2.22 Fair Value Measurement:

The Group measures financial instruments, such as, equity instruments at fair value at each reporting 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:

- In the principal market for the asset or liability, or

- 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 Group.

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.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient dataare available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement isdirectly or indirectly observable

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

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for disposal in discontinued operation.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value ofeach asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis ofthe nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summaries accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

2.23 Non-Current Asset held for Sale and Discontinued Operations

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. The criteria for held for sale is regarded met only when the assets is available for immediate sale in its present condition, subject only to terms that are usual and customary for sale of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned.

Non-current assets held for sale are measured at the lower of their carrying amount and fair value less costs to sell,except for assets such as deferred tax assets.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fairvalue less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss notpreviously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

A discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations,

- is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

Discontinued operations are excluded from the results of continuing operations and are presented as profit or loss before / after tax from discontinued operations in the statement of profit and loss.

2.24 Segment Reporting and Accounting Policies

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Chief operating decision maker review the performance of the Group according to the nature of products manufactured traded and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of segments is based on the activities performed by each segment.

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting financial statements of the Group as a whole.

2.25 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with anoriginal maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.26 Earnings per Share

(a) Basic EPS

Basic EPS is calculated by dividing the profit attributable to shareholders by the weighted average number of shares outstanding during financial year adjusted for bonus elements in the equity shares issued during the year.

(b) Diluted EPS

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.

3 Key sources of estimation uncertainty and critical accounting judgements

In the course of applying the policies outlined in all notes under section 2 above, the Group is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future period.

Key sources of estimation uncertainty

(i) Useful lives of property, plant and equipment

Management reviews the useful lives of property, plant and equipment at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets and also their likely economic lives based on various internal and external factors including relative efficiency and operating costs. Accordingly, depreciable lives are reviewed annually using the best information available to the Management.

(ii) Impairment of property plant and equipment

Determining whether the property, plant and equipment are impaired requires an estimate in the value in use of plant and equipment. The value in use calculation requires the Management to estimate the future cash flows expected to arise from the property, plant and equipment and a suitable discount rate in order to calculate present value. When the actual cash flows are less than expected, a material impairment loss may arise.

(iii) Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgment to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(iv) Impairment of investments in joint ventures and associate

Determining whether the investments in joint ventures and associate are impaired requires an estimate in the value in use of investments. In considering the value in use, the Management have anticipated the future commodity prices, capacity utilization of plants, operating margins, and availability of infrastructure, discount rates and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

(v) Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. Potential liabilities that are possible but not probable of crystallizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

(vi) Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include consideration of inputs such as liquidity risk, credit risk and volatility.

(vii) Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

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NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
As On 31.03.2026

4 Property, Plant & Equipment (As per Annexure 4.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Cost/Deemed cost		
Opening Balance	**11007.18**	**11759.74**
Addition	457.99	326.09
Deduction	24.05	1078.65
Closing Balance	**11441.13**	**11007.18**
Accumulated Depreciation and Impairment		
Opening Balance	**3856.67**	**4169.73**
Depreciation expenses	465.40	538.19
Deduction	0.21	851.26
Closing Balance	**4321.86**	**3856.67**
Carrying Value	**7119.27**	**7150.51**

Note :
All the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

Except above, In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company except below:

(₹ in Lacs)

S.No	Particular	As On 31.03.2026	As On 31.03.2025
1	Temporary Labour Quarter/shed/hut and Faridabad unit are constructed on customer project site are not owned by the company and provision of depreciation/amortization made as per rules of the copmpanies act(Gross Block)	38.99	38.99
2	Land & Building not in the updated name of the company including property which is yet to be registered in the company's name (gross Block)	2100.00	2100.00
3	PPE Includes on which depreciation is being charged as per income tax act,1961.(Net Block)	112.52	123.43

Notes
1. Certain Property Plant & Equipment are pledged against borrowings, the details relating to which have been described in Note 23 pertaining to borrowings.

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Annexure 4.1 - Property, Plant & Equipment (₹ in Lacs)

Particulars	Leasehold land	Buildings (Owned)	Plant and Machinery	Furniture and Fixtures	Electrical Fitting	A.C./ Cooler	Office Equipment	Computer	Vehicles	Tangibles Total
Cost/Deemed cost										
Balance as on 01.04.2024	**3983.31**	**3016.65**	**3795.32**	**143.84**	**33.90**	**72.54**	**97.01**	**58.32**	**558.85**	**11759.74**
Addition	240.30	0.00	27.41	11.18	0.00	1.77	6.37	8.35	30.71	326.09
Deduction	0.00	333.30	648.76	11.86	25.36	38.80	12.22	8.35	0.00	1078.65
Balance as on 31.03.2025	**4223.60**	**2683.36**	**3173.97**	**143.16**	**8.54**	**35.50**	**91.16**	**58.33**	**589.56**	**11007.18**
Addition	35.90	21.54	167.72	9.65	0.00	2.49	21.28	14.02	185.39	457.99
Deduction	20.79	0.00	0.00	0.00	0.00	0.00	3.26	0.00	0.00	24.05
Balance as on 31.03.2026	**4238.72**	**2704.90**	**3341.69**	**152.81**	**8.54**	**38.00**	**109.17**	**72.35**	**774.95**	**11441.13**
Accumulated Depreciation and impairment										
Balance as on 01.04.2024	**3.88**	**1571.99**	**1959.03**	**89.34**	**30.75**	**64.36**	**71.08**	**44.24**	**335.08**	**4169.73**
Depreciation expenses	0.00	149.36	296.02	12.65	0.58	1.82	7.25	10.35	60.17	538.19
Deduction	0.00	271.76	488.80	10.55	23.81	37.80	10.94	7.61	0.00	851.26
Balance as on 31.03.2025	**3.88**	**1449.59**	**1766.25**	**91.44**	**7.52**	**28.38**	**67.38**	**46.98**	**395.24**	**3856.67**
Depreciation expenses	0.00	116.27	246.23	12.66	0.00	1.77	10.72	10.97	66.78	465.40
Deduction	0.00	0.00	0.00	0.00	0.00	0.00	0.21	0.00	0.00	0.21
Balance as on 31.03.2026	**3.88**	**1565.87**	**2012.48**	**104.10**	**7.52**	**30.15**	**77.89**	**57.95**	**462.02**	**4321.86**
Carrying Value										
Balance as on 31.03.2026	4234.84	1139.04	1329.22	48.70	1.02	7.85	31.28	14.39	312.93	7119.27
Balance as on 31.03.2025	4219.72	1233.77	1407.72	51.72	1.02	7.13	23.77	11.34	194.31	7150.51
Balance as on 01.04.2024	3979.43	1444.67	1836.30	54.50	3.15	8.18	25.93	14.09	223.77	7590.01
Useful Life of the Assets (Years)	60	30	15	10			6	3	(8-15)	
Method of Depreciation	NA	WDV	WDV	WDV			WDV	WDV	WDV	

5 Investment Property (As per Annexure 5.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Cost/Deemed cost		
Opening Balance	**5903.20**	**5952.46**
Addition	202.23	109.61
Deduction	0.00	158.87
Closing Balance	**6105.43**	**5903.20**
Accumulated Depreciation and Impairment		
Opening Balance	**276.34**	**276.34**
Depreciation expenses	0.00	0.00
Deduction	0.00	0.00
Closing Balance	**276.34**	**276.34**
Carrying Value	**5829.08**	**5626.86**

Note :
All the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

Disclosure pursuant to Ind AS 40 "Investment Property"

a.) Amount recognised in the Statement of Profit and Loss for investment property:

(₹ in Lacs)

Particulars	2025-26	2024-25
1. Rental income derived from investment property (Om metal Auto private limited) (Exclusive of GST)	102.51	102.51
2. Rental income derived from investment property (Om Automotors Private Limited) (Exclusive of GST)	22.50	30.00

b.) Fair market value of Investment property :

(₹ in Lacs)

S.No.	Particulars	2025-26	2024-25
1	F-99 , VKIA JAIPUR, (1172 SQM (P.Y. 1429.68 SQM))	1924.72	1769.87
2	A21--22-Industrial Estate Kota	142.85	142.85
3	A-37-38 Industrial Estate Kota	142.85	142.85
4	B-26 Industrial Estate Kota	157.08	157.08
5	Special 1, IPI Kota (19753 SQM)	2035.30	1580.24
6	Special 1, IPI A Kota (11202 SQM)	2576.46	2576.46
7	Special 1, IPI A Kota (8686 SQM)	2300.18	2300.18
8	Om Metal Consortium Private Limited (Agriculture Land)	220.75	220.75

For the purpose of reporting, the fair value as at 31 March 2026 has been considered based on the latest valuation report issued by the approved valuer.

Annexure 5.1 - Investment property

(₹ in Lacs)

Particulars	Leasehold land	Leasehold Land Residential	Buildings (Owned)	Agriculture land	Tangibles Total
Cost/Deemed cost					
Balance as on 01.04.2024	**4651.93**	**49.26**	**1251.27**	**0.00**	**5952.46**
Addition		109.61			**109.61**
Deduction		158.87			**158.87**
Balance as on 31.03.2025	**4651.93**	**0.00**	**1251.27**	**0.00**	**5903.20**
Addition					**0.00**
Deduction					**0.00**
Balance as on 31.03.2026	**4651.93**	**0.00**	**1251.27**	**0.00**	**5903.20**
Accumulated depreciation and impairment					
Balance as on 01.04.2024	**0.00**	**0.00**	**276.34**	**0.00**	**276.34**
Depreciation expenses					0.00
Deduction					0.00
Balance as on 31.03.2025	**0.00**	**0.00**	**276.34**	**0.00**	**276.34**
Depreciation expenses					0.00
Deduction					0.00
Balance as on 31.03.2026	**0.00**	**0.00**	**276.34**	**0.00**	**276.34**
Carrying Value					
Balance as on 31.03.2026	4651.93	0.00	974.93	0.00	5626.86
Balance as on 31.03.2025	4651.93	0.00	974.93	0.00	5626.86
Balance as on 01.04.2024	4651.93	49.26	974.93	0.00	5676.12
Useful Life of the Assets (Years	NA	NA	30	NA	
Method of Depreciation	NA	NA	WDV	NA	

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6 Capital-Work-In-Progress (CWIP)

a) **(₹ in Lacs)**

As On 31.03.2026					
CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress		76.18			**76.18**
Projects temporarily suspended			148.64		**148.64**
Total CWIP	**0**	**7618462**	**148.64**	**0.00**	**224.82**

(b.) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

CWIP	**To be completed in**			
Project 1 Projects 2				

For Capital Work in Progress completion time and its cost to be incurred not estimated by management.

(₹ in Lacs)

As On 31.03.2025					
CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects in progress	76.18				**76.18**
Projects temporarily suspended				97.97	**97.97**
Total CWIP	**76.18**	**0.00**	**0.00**	**97.97**	**174.15**

(b.) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

CWIP	**To be completed in**			
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**
Project 1 Projects 2				

For Capital Work in Progress completion time and its cost to be incurred not estimated by management.

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7 Intangible Assets

Software	**(₹ in Lacs)**
Cost/Deemed cost	
As On 01.04.2024	**37619.23**
Addition	0.00
Deduction	7.70
As On 31.03.2025	**37611.52**
Addition	0.00
Deduction	0.00
As On 31.03.2026	**37611.52**
Accumulated Amortization and impairment	
As On 01.04.2024	**1118.90**
Amortization expenses	0.00
Deduction	6.81
As On 31.03.2025	**1112.09**
Amortization expenses	0.00
Deduction	0.00
As On 31.03.2026	**1112.09**
Carrying Value	
As On 31.03.2026	36499.43
As On 31.03.2025	36499.43
As On 01.04.2024	36500.32
Useful Life of the assets (Range)	3
Method Of Amortization	WDV

8 Right to Use Assets

The changes in the carrying value of right of use assets for the year ended March 31, 2026 are as follows:

Particulars	(₹ in Lacs)
Reclassified on account of adoption of Ind AS 116	
As On 01.04.2024	**459.74**
Addition	188.33
Deduction	478.30
As On 31.03.2025	**169.77**
Addition	0.00
Deduction	0.00
As On 31.03.2026	**169.77**
Accumulated Amortization and Impairment	
As On 01.04.2024	**241.93**
Addition	106.23
Amortization expenses	23.62
Deduction	269.92
As On 31.03.2025	**101.86**
Addition	0.00
Amortization expenses	16.98
Deduction	0.00
As On 31.03.2026	**118.84**
Carrying Value	
As On 31.03.2026	50.93
As On 31.03.2025	67.91
As On 01.04.2024	217.81

The break-up of current and non-current lease liabilities is as follows:

Particulars	As On 31.03.2026	As On 31.03.2025
Current lease liabilities	12.00	12.00
Non-current lease liabilities	18.54	26.69
	30.54	**38.69**

The details of the Contractual Maturities of Lease Liabilities as at March 31st 2026 on an undiscounted basis are as follows:

Particulars	As On 31.03.2026	As On 31.03.2025
Less than one year	12.00	12.00
One to five years	21.00	36.00
More than five years	0.00	0.00
	33.00	**48.00**

(i) Group has taken assets on leases which majorly include Land & Building and Machinery.

(ii) There are exemption provided by accounting standard for following leases as defined in para 5 of IND AS-116:

a. Short term lease and
b. Leases for which the underlying asset is of low value.

(iii) Under such exemption Group booked expenses of Rs. 1711.33 Lacs (P.Y. Rs. 2047.38 lacs) as Rental expenses and Machine Hiring.

(iv) Group has accounted as per guidance provided by Ind AS -116 and recognize Right to use assets and lease liability for which complete disclosure is provided.

9 Investments (Non Current) (As Per Annexure 9.1)

(₹ in Lacs)

Particular	As On 31.03.2026	As On 31.03.2025
Investment in Equity		
Joint Ventures / Associates(At cost)	1167.94	1212.94
Others	25.63	25.63
Investment in Equity Instruments (Quoted)	11.92	11.45
Investment in Government securities (unquoted) (At Amortized Cost)	0.58	0.58
Investment in J V /Partnership (At Cost)	4411.85	2736.12
	5617.92	**3986.71**

Quoted		
Aggregate book value	11.92	11.45
Aggregate market value	11.92	11.45
Unquoted		
Aggregated carrying value	5606.00	3975.26
Investment at Deemed Cost/Cost	5606.00	3975.26
Investment at amortized Cost	0.58	0.58
Investment at Fair Value through other Comprehensive Income	11.92	11.45

9.1

Particulars	As On 31.03.2026	As On 31.03.2025
Investment in equity investments Joint Ventures / Associates(At cost)		
Sanmati Infra Developers Pvt. Ltd. (Share Warrents) 450000 (PY. 450000) Shares of Rs.10 Each	0.00	45.00
Uttar Pradesh Logistics P. Ltd. * 5000 (PY. 5000) Shares of Rs. 10 Each	0.00	0.00
West Bengal Logistics P. Ltd. * 5000 (PY. 5000) Shares of Rs. 10 Each	0.00	0.00
Gurha Thermal Power Company Ltd. 25000 (PY. 25000) Shares of Rs. 10 Each	2.50	2.50
Mega Equitas Private Limited 4063 (PY. 4063) Shares of Rs. 10 Each	1165.44	1165.44
*** Loans has been classified as current as companies going concerned is effected and investment is not impaired.**		
	1167.94	**1212.94**

OM INFRA LIMITED

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Others		
N.K.P. Holdings Private Limited **		
1111150 (PY. 1111150) Shares of Rs. 10 Each	0.00	0.00
Om Sensational Properties Private Limited		
1250 (PY. 1250) Shares of Rs. 10 Each	0.13	0.13
Om Shivaya Real Estate Private Limited		
255000 (PY. 255000) Shares of Rs. 10 Each	25.50	25.50
	25.63	**25.63**
Other Investments (Quoted)		
(At fair Value through OCI)		
Investments in Equity Instruments		
Manglam Cement Ltd.		
35 (PY. 35) Shares of Rs. 10 Each	0.27	0.27
Reliance Capital Ltd.		
3 (PY. 3) Shares of Rs. 10 Each	0.00	0.00
Reliance Communication Ltd.		
60 (PY. 60) Shares of Rs. 5 Each	0.00	0.00
Reliance Infrastructure Ltd.		
4 (PY. 4) Shares of Rs. 10 Each	0.00	0.01
Reliance Power Ltd		
10 (PY. 15) Shares of Rs. 10 Each	0.00	0.00
Reliance Home Finance Limited		
3 (PY. 3) Shares of Rs. 10 Each	0.00	0.00
Reliance Industries Ltd.		
800 (PY. 400) Shares of Rs. 10 Each	10.75	10.20
Jio Financial Services		
400 (PY. 400) Shares of Rs. 10 Each	0.90	0.91
SBI Mutual Fund	0.00	0.05
	11.92	**11.45**
Investment in Government securities (unquoted)		
(At Amortized Cost)		
National Saving Certificate (Deposited with sales tax deptt. interest is to be adjusted on realisation)	0.58	0.58
	0.58	**0.58**
Investment in J V /Partnership (At Cost)	**4411.85**	**2736.12**
	4411.85	**2736.12**
Total Investments	**5617.92**	**3986.71**

****Impariment in Financial Year -2017**

10 Loans (Non Current) (unsecured)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Unsecured and Considered good		
Loans and Advances to Related Parties		
(i) To Joint Ventures/Associates	748.43	748.43
(ii) Loans & Advances to Others	215.78	215.78
	964.21	**964.21**

Note:
Details of loans and advance in the nature of loan to Joint Venture/Associate

Name of company		
Joint Ventures		
Gurha Termal Power Company Ltd*	748.43	748.43
Total advances to Joint Ventures	**748.43**	**748.43**

* No Interest Provided on Joint venture due to such company terminated its agreement with project authority and recovery of Interest amount is not probable.

11 Other Financial Assets (Non Current)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Security Deposits	759.07	738.98
Fixed deposit with Bank	10.00	10.00
	769.07	**748.98**

Security Deposit with related party (interest free)

Name	**As On 31.03.2026**	**As On 31.03.2025**
Om Infratech Private Limited	235.00	235.00
Saynyon properties private limited**	109.68	98.81

** Security deposit linked with Lease Rent. So as per Ind As-116 Present value of the security deposit taken for 10 years and difference is recognised as Right To Use Assets.

12 Other Non Current Assets (Unsecured)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Prepaid Expenses	212.41	51.14
Current Tax Assets	1374.47	962.37
Balance with Revenue Authority	389.29	195.94
	1976.17	**1209.45**

Note : Current Tax Assets represents the amount deposited against various demands and refund payable by Income tax department.

13 Inventories (At Lower Of Cost and Net Realisable Value)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Raw Material (at cost)*	1815.11	1534.41
Work in Progress (at cost)	4528.76	4271.12
Property development related Work in Progress	3614.22	3871.94
Finished Goods	469.25	252.21
Property Development Project- Completed Property	28000.59	30349.52
Store & spares (at cost)	101.78	43.91
Others	89.93	89.93
	38619.64	**40413.03**
*** Such amount includes goods in transit of Rs.**	**235.86**	**22.25**

Note: Inventories have been hypothicated as security against certain Short term bank borrowings of the company

Cost of inventory recognised as an Expense

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Cost of Raw Material component Consumed	17242.14	26582.69
Cost of Construction Material Consumed	421.60	503.10
Changes in inventories of finished goods, work-in-progress and stock-in-trade	2131.97	5851.97
Stores and spares consumed	1463.50	1599.24
Power and fuel	3056.97	3166.51

14 Trade Receivables (As Per Annexure 14.1)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Undisputed		
Considered Good.	29503.17	25871.28
Considered Doubtful.	0.00	0.00
	29503.17	**25871.28**
Less: Provision for credit losses.	0.00	0.00
Total (A)	**29503.17**	**25871.28**
Disputed		
Considered Good	1525.01	2657.27
Considered Doubtfull	152.06	152.06
	1677.07	**2809.32**
Less: Provision for credit losses	(152.06)	(152.06)
Total (B)	**1525.01**	**2657.27**
Total (A+B)	**31028.18**	**28528.55**

*Trade receivables balances Rs. 31028.18 lacs includes contract Assets (Unbilled Debtors) of Rs 5119.41 lacs.

Related Party disclosures have been made in note no 51.

Annexure 14.1: Trade Receivables

Particulars	Outstanding for following periods from due date of payment as on 31.03.2026					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	22165.84	2793.46	2021.99	1307.09	1214.79	**29503.17**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(iii) Undisputed Trade Receivables — credit impaired	0.00	0.00	0.00	0.00	0.00	**0.00**
(iv) Disputed Trade Receivables — considered good	61.99	1013.71	323.06	0.11	126.14	**1525.01**
(v) Disputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(vi) Disputed Trade Receivables — credit impaired	148.56	0.00	0.00	0.00	3.50	**152.06**

Particulars	Outstanding for following periods from due date of payment as on 31.03.2025					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	9625.10	3220.39	6365.18	2737.20	3923.41	**25871.28**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(iii) Undisputed Trade Receivables — credit impaired	0.00	0.00	0.00	0.00	0.00	**0.00**
(iv) Disputed Trade Receivables — considered good	176.01	1356.03	920.43	201.47	3.33	**2657.27**
(v) Disputed Trade Receivables — which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	**0.00**
(vi) Disputed Trade Receivables — credit impaired	148.56	0.00	0.00	0.00	3.50	**152.06**

15 Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Balances with Banks		
On Current Account	1145.82	2358.17
On Term Deposit accounts with maturity less then 3 months at inception	1061.77	865.85
Cash in Hand	15.49	24.91
	2223.08	**3248.92**

16 Bank Balances Other than Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
In Term Deposit Account		
With maturity more than 3 months but less than 12 months at inception	3624.77	2408.59
With maturity more than 12 months at inception	2096.03	2837.62
On Unpaid Dividend Accounts	11.26	7.51
	5732.06	**5253.72**

Note:
The deposits maintained by the Company with banks comprise of time deposits, which can be withdrawn by the Company at any point without prior notice or penalty on the principal. Such deposites are pledged with bank against Bank Guarantee & Letter of credit.

17 Loans & Advances

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Unsecured and Considered good		
Loans and Advances to Other Party	2.50	2.50
	2.50	**2.50**

18 Other Financial Assets(Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Interest Accrued on Fixed Deposits	66.85	65.45
Claim from PWD	3941.32	3925.50
Others	1575.76	0.00
	5583.93	**3990.96**

19 Current Tax Assets (Net)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Income Tax (Net)	1621.61	2495.37
	1621.61	**2495.37**

20 Other Current Assets

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Advances recoverable in cash or or in kind or for value to be received	20.00	35.90
Advance to Suppliers	1183.44	674.22
Prepaid Expenses	80.40	208.99
Balance with Revenue Authorities	875.00	646.58
Advance to Staff	7.92	23.05
Other Current Assets	48.11	5.74
	2214.87	**1594.47**

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21 Share Capital

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Authorised		
150000000 Equity Share Of Rs.1/- each	1500.00	1500.00
Issued,Subscribed And Paid Up		
96303809 Equity Share Of Rs.1/- each	963.04	963.04
	963.04	**963.04**

Notes:

1 Above issued,subscribed and paidup capital includes :-

(a) 42554000 nos.of fully paid Equity Share of Rs.1/- each were alloted as bonus shares by way of capitalisation of reserves and Profit & Loss Account

(b) 20112659 Shares of Rs. 1 each have been allotted for consideration other than cash, pursuant to the scheme of amalgamation sanctioned by Hon'ble High Court of Rajasthan dated 19.01.2007 to the share holders of erstwhile :-

Om Rajasthan Carbide Limited	5476259
Jupiter Manufacturing Co. (P) Limited	5318400
Om Structurals India (P) Limited	5808000
Om Kothari Cement & Chemicals (P) Limited	1410000
SAH Buildcon (P) Limited	1050000
Richa Builders (P) Limited	1050000
	20112659

2. Rights, preferences and restrictions attached to equity shares .The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

3. The Reconciliation of the number of Outstanding Equity Shares as on :-

Particulars	As On	
	31.03.2026	31.03.2025
Number of Shares at the beginning	96303809	96303809
Add:- Fresh issue of Shares	0	0
Number of Shares at the end	96303809	96303809

4. Details of Share holders holding more than 5 % equity shares as at 31.03.2026

S.no	Share Holder	As On 31.03.2026		As On 31.03.2025	
		No. of Share	Ownership Interest %	No. of Share	Ownership Interest %
1	T.C. Kothari &	11408180	0.1185	11408180	0.1185
2	Sunil Kothari	7150886	0.0743	7150886	0.0743
3	C. P. Kothari	6975245	0.0724	6975245	0.0724
4	Anita Kothari	5893345	0.0612	5893345	0.0612
5	D.P. Kothari	4858346	0.0504	4858346	0.0504

5. As per the records of the company including its register of share holder/members and other declaration received from share holders regarding benificial interest , the above share holding represents both legal and benificial ownership of shares.

6. Promotor Shareholding

Shares held by promoters at the end of the period 31.03.2026			
Particulars	**No. of Shares**	**Ownership Interest %**	**% Change during the year**
T.C. Kothari & Sons Family Trust	11408180	11.85%	0%
Sunil Kothari	7150886	7.43%	0%
C.P. Kothari	6975245	7.24%	0%
Anita Kothari	5893345	6.12%	0%
D.P. Kothari	4858346	5.04%	0%

Shares held by promoters at the end of the period 31.03.2025			
Particulars	**No. of Shares**	**Ownership Interest %**	**% Change during the year**
T.C. Kothari & Sons Family Trust	11408180	11.85%	0%
Sunil Kothari	7150886	7.43%	0%
C.P. Kothari	6975245	7.24%	0%
Anita Kothari	5893345	6.12%	0%
D.P. Kothari	4858346	5.04%	0%

22 Other Equity

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
General Reserve	2450.00	2450.00
Retained Earnings	47145.36	45474.69
Revenue Grant	1534.30	1534.30
Other Comprehensive Income		
Re measurments of the net defined benefit plans	(15.61)	(20.94)
Equity instruments through other comprehensive income	6.23	5.86
Foreign Currency Translation Reserve	(412.58)	(374.35)
Other reserve		
Capital Reserve	12318.11	12318.11
Security premium	12247.65	12247.65
Capital Contribution	0.00	0.00
	75273.45	**73635.30**

(i) General reserve
The Group created a General Reserve in earlier years pursuant to the provisions of the Companies Act,1956 where in certain percentage of profits were required to be transferred to General Reserve before declaring dividends. As per Companies Act 2013, the requirements to transfer profits to General Reserve is not mandatory. General Reserve is a free reserve available to the group.

(ii) Dividends
The Group declared and paid final dividends in Indian rupees Rs. 385.26 lacs for the year 2024-25 and Board recommend dividend of Rs. 0.50 In Board meeting dated 13.05.2026 and such amount will be payable after approval in annual general meeting by shareholders for FY 2025-26.

(iii) Capital Reserve
Reserve is created on amalgamation as per statutory requirement for Rs. 81.67 crore and balance Rs. 41.51 crore on account of sales of assets and investments.

(iv) Other Comprehensive Income (Refer Note : 45)

(A) Remeasurements of the Net Defined Benefit liability, comprising actuarial gains and losses on remeasurement of net defined benefits, are recognized in Other Comprehensive Income. These amounts are not reclassified to profit or loss in subsequent periods.

(B) Changes in the fair value of equity instruments designated as measured through Other Comprehensive Income are recognized in OCI. The cumulative gains or losses are not reclassified to profit or loss on disposal of the instruments.

(C) Foreign Currency Translation Reserve (FCTR) represents the exchange differences arising from translating the financial statements of foreign operations into Indian Rupees. These differences are recognized in Other Comprehensive Income and accumulated under equity.

23 Borrowings (As Per Annexure 23.1)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
(A) Secured		
Term Loan From Banks	1083.58	1381.21
Term Loan From NBFC	39.68	280.29
(B) Unsecured		
Inter Corporate Deposits	550.23	594.75
Total Borrowings	**1673.49**	**2256.26**
Less: Current Maturities of Long Term Borrowings	1466.66	1886.74
Long Term Borrowings	**206.83**	**369.52**

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Annexure 23.1 - Borrowings :- **(₹ in Lacs)**

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
A. Term Loan from Banks (Secured)						
1. HDFC Bank loan	0.00	18.75	18.75	225.00	Procoured of Rs. 90000000/- lacs on 27.04.2021 from HDFC bank on interest rate @ 7.50% repayable in 48 installments OF Rs. 1875000/- starting from 07.05.2022	Secured by way of Hypothecation of Machinery & personal Guarantee of all the Directors of the company
2. HDFC Bank loan	0.00	0.42	0.42	5.00	Procoured of Rs. 2000000/- lacs on 27.04.2021 from HDFC bank on interest rate @ 7.50% repayable in 48 installments OF Rs. 41666.67/- starting from 07.05.2022	Secured by way of Hypothecation of Machinery & personal Guarantee of all the Directors of the company
3. Loan From Bank of Baroda	0.00	17.50	17.50	35.00	Loan of Rs. 13999000/- sanctioned on 31.03.2021 as BGECLS Loan. Amount to be repaid in 47 installments at interest rate of 7.75% p.a. after moratorium period of 1 year from first disbursement i.e. 15th Sept,2021	Secured by way of Hypothecation of Stock & personal Guarantee of all the Directors of the company
4. Loan from ICICI Bank	0.00	0.00	0.00	0.31	Loan of Rs. 993000/- sanctioned on 13.04.2022 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 31232/- starting from 15.05.2022 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased
5. Loan from Axis Bank Limited	0.00	0.00	0.00	0.30	Loan of Rs. 920688/- sanctioned on 21.06.2022 for machinary purchase. Amount to be repaid in 35 installments of Rs. 30329/- starting from 20.06.2022 at an interest rate of 9.75% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
6. Loan from Axis Bank Limited	0.00	0.00	0.00	1.50	Loan of Rs. 2345488/- sanctioned on 27.07.2022 for machinary purchase. Amount to be repaid in 35 installments of Rs. 75683/- starting from 20.07.2022 at an interest rate of 8.30% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
7. Loan from Bank of Baroda	0.00	0.00	0.00	20.01	Loan of Rs. 7965000/- sanctioned on 22/11/2022 for Machinery purchase. Amount to be repaid in 36 installments of Rs. 253471/- starting from 09.12.2022 at an interest rate of 9.05 % p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
8. SBI GECL LOAN	505.58	250.08	757.86	250.00	Loan of Rs. /- 10,00,00,000 sanctioned on 27/03/2022 for mortgage loan. Amount to be repaid in 48 Months installments of Rs. 20,83,334 /- starting from March 2025 at an interest rate of 9.25% p.a.	Secured by way of Hypothecation of property & personal Guarantee of all the Directors of the company

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(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
9. Loan from ICICI Bank (188)	0.00	1.28	1.28	3.61	Loan of Rs. 1018000/- sanctioned on 20/06/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 32764/- starting from 07.08.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Vehicle Purchased
10. icici bank loan(039)	2.93	1.89	5.01	1.51	Loan of Rs. 900000/- sanctioned on 15/09/2023 for vehicle purchase. Amount to be repaid in 60 installments of Rs. 18768/- starting from 10.10.2023 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Vehicle Purchased
11. icici bank loan(152)	0.00	3.04	3.04	3.35	Loan of Rs. 1000000/- sanctioned on 07/02/2024 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 31696/- starting from 10.03.2024 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
12. icici bank loan(881)	0.00	1.99	1.99	3.71	Loan of Rs. 1060000/- sanctioned on 07/10/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 34162/- starting from 07.10.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
13. HDFC Bank loan(996)	0.00	5.85	5.85	6.48	Auto Loan of Rs. 2060000/- sanctioned on 29/09/2023 . Amount to be repaid in 39 installments of Rs. 60829/- starting from 05.11.2023 at an interest rate of 9.25 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
14. icici bank loan(883)	0.00	1.99	1.99	3.71	Loan of Rs. 1060000/- sanctioned on 07/10/2023 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 34162/- starting from 07.10.2023 at an interest rate of 9.75 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
15. ICICI BANK LOAN(868)	1.52	3.41	4.94	3.10	Loan of Rs. 1060000/ sanctioned on 07/08/2024 for vehicle purchase. Amount to be repaid in 36 installments of Rs.31247/- starting from 07.08.2024 at an interest rate of 9.85 % p.a	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
16. UNION BANK LOAN (025)	7.94	6.16	0.00	0.00	Loan of Rs. 2026000/- sanctioned on 08/04/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 64616/- starting from 30/04/2025 at an interest rate of 8.85 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
17. UNION BANK LOAN (027)	17.75	11.63	0.00	0.00	Loan of Rs. 4100000/- sanctioned on 30/04/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 130761/- starting from 30/05/2025 at an interest rate of 8.95 % p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
18.BANK OF BARODA 8858	33.36	15.78	0.00	0.00	Loan of Rs. 5044000/- sanctioned on 11/02/2026 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 161339/- starting from 10/03/2026 at an interest rate of 9.45% p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company

OM INFRA LIMITED

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025		Terms of repayments	Security
	Non-current	Current	Non-current	Current		
19.IDFC 4179	52.92	23.51	0.00	0.00	Loan of Rs. 7833400/- sanctioned on 20/01/2026 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 256357/- starting from 03.03.2026 at an interest rate of 11% p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
20.BANK OF BARODA 8411	23.03	14.64	0.00	0.00	Loan of Rs. 4566600/- sanctioned on 26/08/2025 for vehicle purchase. Amount to be repaid in 36 installments of Rs. 144686/- starting from 28/09/2025 at an interest rate of 9.45 p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
21. HDFC Bank loan 0502	49.44	11.19	0.00	0.00	Loan of Rs. 6500000/- sanctioned on 14/10/2025 for vehicle purchase. Amount to be repaid in 60 installments of Rs. 134929/- starting from 07/11/2025 at an interest rate of 9% p.a.	Secured by way of Hypothecation of Equipments purchased & personal Guarantee of all the Directors of the company
Total (A)	**694.47**	**389.11**	**818.63**	**562.59**		

B. Term Loan from NBFC (Secured)						
1. Loan from Tata Capital Limited	0.00	0.00	0.00	5.13	Loan of Rs. 5773150/- sanctioned on 27.02.2022 for machinary purchase. Amount to be repaid in 35 installments out of which one installment of Rs. 213355/- on 15.04.2022 and rest installment of Rs. 187116/- starting from 15.05.2022 at an interest rate of 8.61% p.a.	Secured by way of Hypothecation of Machinery Purchased & personal Guarantee of all the Directors of the company
2. Loan from Mahindra Finance	0.00	1.34	1.34	2.51	Loan of Rs. 929000/- sanctioned on 25.09.2022 for vehicle purchase. Amount to be repaid in 48 installments of Rs. 22970/- starting from 05.10.2022 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased
3. HDB Financial Services LTD(342)	0.00	0.00	0.00	1.80	Loan of Rs. 779000/- sanctioned on 14.04.2023 for vehicle purchase. Amount to be repaid in 29 installments of Rs. 31080/- starting from 04.05.2023 at an interest rate of 12% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
4. HDB Financial Services LTD(794)	0.00	0.00	0.00	4.54	Loan of Rs. 1965000/- sanctioned on 26.03.2023 for vehicle purchase. Amount to be repaid in 29 installments of Rs. 78396/- starting from 04.05.2023 at an interest rate of 12% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
5. HDB Financial Services LTD	0.00	36.90	36.90	208.96	Loan of Rs. 56498000/- sanctioned on 22.05.2023 for construction equipment purchase. Amount to be repaid in 35 installments of Rs. 1867999/- starting from 04.07.2023 at an interest rate of 10.01% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
6. Toyata Financial (775)	0.00	1.44	1.44	17.66	Loan of Rs. 3544620/- sanctioned on 31.03.2024 for vehicle purchase. Amount to be repaid in 25 installments of Rs. 154794/- starting from 20.04.2024 at an interest rate of 8.25% p.a.	Secured by way of Hypothecation of Vehicle Purchased & personal Guarantee of all the Directors of the company
Total (B)	**0.00**	**39.68**	**39.68**	**240.61**		
Total (A+B)	**694.47**	**428.79**	**858.31**	**803.20**		

24 Other Financial Liabilities

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Others		
Capital Withdrawn from JV/Partnership firm	2367.75	104.13
Retention money vendors	0.00	78.77
Security Deposit form Customers	628.02	613.10
Total Other Financial Liability	**2995.77**	**796.00**
Less: Current Maturities of Other Financial Liability	33.11	0.00
Other Non Current Financial Liability	**2962.65**	**796.00**

25 Provisions

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Provision for Employees Benefits		
For Gratuity	84.23	62.12
Compenseted Absences	22.91	18.10
	107.14	**80.23**

26 Deferred Tax Liabilities (Net)

Indian companies are subject to Indian income tax on a standalone basis. Each entity is assessed to tax on taxable profits determined for each fiscal year beginning on April 1 and ending on March 31.

Statutory income taxes are assessed based on book profits prepared under generally accepted accounting principles in India adjusted in accordance with the provisions of the (Indian) Income tax Act, 1961. Such adjustments generally relate to depreciation of fixed assets, disallowances of certain provisions and accruals, deduction for tax holidays, the set-off of tax losses and depreciation carried forward and retirement benefit costs. Statutory income tax is charged at 25% plus a surcharge and education cess.

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Current Tax		
Tax provision	449.92	268.99
Foregin Tax	0.00	0.00
Total Current Tax	**449.92**	**268.99**
Deferred Tax		
Deferred Tax	(292.38)	(1024.12)
Total Deferred tax	**(292.38)**	**(1024.12)**
Total Tax Expense Debited to Profit & Loss A/c	**157.54**	**(755.13)**

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(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Deferred Tax Liability		
Tangible Assets	235.56	184.22
Quoted Investment	2.09	1.94
Retention money	3723.09	4312.27
Unquoted Investment	25.42	25.42
	3986.17	**4523.86**
Deffered Tax Assets		
Provision	892.43	1140.02
	892.43	**1140.02**
Net deferred tax (Assets)/liability	**3093.74**	**3383.84**
Deferred tax Liability opening balance	3383.84	4410.63
Net deferred tax laibility created/reversed	**(290.10)**	**(1026.79)**
Deferred tax laibility created/reversed through P&L	**(292.38)**	**(1024.12)**
Deferred tax laibility created/reversed through OCI	**2.29**	**(2.67)**

Reconciliation of Previous year figure

Deferred Tax opening balance	3383.84	4410.63
Add: Changes to be recognied in previous year due to change in income tax return	(290.10)	(1026.79)
Total to be recognized in balance Sheet	**3093.74**	**3383.84**

27 Other Non Current Liabilities

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Advance and Security Deposit from Customers	3043.03	762.64
Total Other Current Liability	**3043.03**	**762.64**
Less : Current Maturities of Other Non Current Liability	1687.76	762.64
Other Non Current Liability	**1355.27**	**0.00**

28 Short Term Borrowings (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Secured		
Current Maturities of Long Term Borrowings	428.79	803.20
Working Capital Loan(From Banks) (See note No.1)	6888.07	4854.52
Unsecured		
Current Maturities Of Long Term Borrowings	1037.87	1083.54
	8354.73	**6741.25**

Note 1 : Working Capital Loans and non Fund base facilities viz. Bank Guarantees and Letter of Credit from banks i.e.SBI,IDBI,BOB, HDFC & Indusind Bank are secured by way of hypothecation of all group`s current assets including stocks and book debts and first charge on other movable assets,both present and future on ranking pari - passu basis inter se between the lender. These loans are further secured / to be secured on pari-passu charges by way of first/second charge by way of mortgage, by deposit of titledeeds in respect of some immovable properties as per arrangement letter (except on which secured loans taken from bank and other NBFC) & personal guarantees of the Shri D.P.Kothari, Sunil Kothari and Vikas Kothari Directors of the group, and further secured by way of equitable mortgage of land & building belonging to other companies viz Lambodar Finvest Pvt. Ltd., and Om Kothari parawarik Trust and Hypothecation of Plant & machinery and current assets of OMIL JSC JV (Kameg, Arunachal Pradesh). working capital facilities taken from banks at an interest rate varying from MCLR+2-3%.

29 Trade Payables (As Per Annexure 29.1)

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
(a)Micro, small and Medium enterprises Development Act, 2006	943.13	571.37
(b) Others (Trade Payable and others)	10358.80	11866.22
	11301.93	**12437.59**

Annexure 29.1: Trade Payables

Particulars	**Outstanding for following periods from due date of payment as on**				
	Less than 1 Year	**1-2 Years**	**2-3 Years**	**More than 3 years**	**Total**
(i) MSME	943.13	0.00	0.00	0.00	**943.13**
(ii) Others	6636.94	956.74	650.99	588.01	**8832.68**
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	**0.00**
(iv)Disputed dues - Others	1088.08	323.06	0.00	114.97	**1526.11**

Particulars	**Outstanding for following periods from due date of payment as on**				
	Less than 1 Year	**1-2 Years**	**2-3 Years**	**More than 3 years**	**Total**
(i) MSME	571.37	0.00	0.00	0.00	**571.37**
(ii) Others	5362.75	2131.79	942.50	819.38	**9256.42**
(iii) Disputed dues - MSME	0.00	0.00	0.00	0.00	**0.00**
(iv)Disputed dues - Others	1492.36	920.31	197.13	0.00	**2609.80**

29.2 Details of dues to Micro Small and medium enterprises as per MSMED Act. 2006 as identified by the group.

Particulars	2025-26	2024-25
1. The principal amount due and remaining unpaid to any supplier as at the end of each accounting year		
2. The interest due an unpaid principal amount remaining as at the end of the each accounting year		
3. The amount of interest paid by the buyer in terms of section 16 of the Micro Small and medium enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.		
4. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) But without adding the interest specified under Micro Small and medium enterprises Development Act, 2006		
5. The amount of interest accrued and remaining unpaid at the end of each accounting year, and		
6. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the Small Enterprises for the purpose of disallowance as a deductible expenditure U/s. 23 of the Micro Small and medium enterprises Development Act, 2006		

30 Other Financial Liabilities (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Current Maturities of Other Non Current Financial Liabilities	33.11	0.00
Unpaid/ Unclaimed Dividend	11.26	7.51
Other Liablities	239.45	252.75
Security deposit	1883.82	1715.51
	2167.64	**1975.78**

31 Provisions (Current)

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Provision for Employees Benefits		
Compenseted Absences	8.21	6.18
Gratuity	66.75	48.44
	74.96	**54.62**

32 Other Current Liabilities

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025
Current Maturities of Other Non Current Liabilities	1687.76	762.64
Advance from Customers	7768.59	10192.33
Other Payables	1118.30	978.62
Arbitration interim award	25054.00	25054.00
Statutory Levies	138.59	277.59
	35767.23	**37265.18**

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NOTES ANNEXED TO AND FORMING PART OF THE STATEMENT OF
As On 31.03.2026

33 Revenue From Operations

(₹ in Lacs)

Particulars	2025-26	2024-25
Sale of Products		
Contract Receipt	44851.43	65799.32
Contract Receipt UBR	5119.41	5460.82
Other Operating Revenue		
Share in Profit of Om Metals Consortium (P.F.)/ Om Ray	3.77	4.36
Profit From Joint Venture	30.99	1.68
	50005.60	**71266.18**

Particulars of Sales of Products/Services		
Gate and Gate Components	0.00	0.00
Contract Receipts	46520.23	64424.11
CSD & Water Closure	0.00	0.00
Flat Sales	3450.62	6836.03
Others	0.00	0.00
	49970.85	**71260.14**
1. Receipt from operations		
Overseas	2873.08	4086.44
Domestic	47132.52	67179.74
	50005.60	**71266.18**
2. Timing of revenue recognition		
Goods Transferred at point in time	5854.66	8192.11
Services transferred over time	44150.94	63074.07
	50005.60	**71266.18**

Note: Overseas including Nepal and Rawanda Branch
*Unbilled Revenue (UBR) refers to amounts approved by the project authority but not yet billed to them.

34 Other Income

(₹ in Lacs)

Particulars	2025-26	2024-25
Arbitration Claim	0.00	86.61
Dividend Income from long term investment	0.05	0.04
Excess Provision written back	2.16	0.00
Foreign Currency Fluctuation	311.05	322.97
Gain on Derecognition	0.00	29.59
Insurance Claim	285.49	390.01
Miscellenous Income	22.77	107.82
Profit on Sale of Fixed Assets(Net)	0.00	1106.05
Profit From Shares and Mutual Fund	0.00	151.00
Rent and hire receipts	426.90	181.53
Sundry balance written off	20.45	384.37
Vat Refund	0.00	29.86
Scrap Sales	198.21	296.65
Interest income earned on financial assets		
Bank deposit	474.13	436.86
Interest on SD	10.87	12.24
Interest on Others	36.72	63.55
	1788.80	**3599.15**

35 Cost of Raw Materials Components Consumed

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Stock	1534.41	955.20
Add : Purchases including accessories,boughtout item / semi finished (including Goods in Transit)	19030.84	27161.89
	20565.25	28117.10
Less: Sale of Raw Material	1508.00	0.00
	19057.25	28117.10
Less : Closing Stock	1815.11	1534.41
	17242.14	**26582.69**

Imported	775.62	1997.00
Indigenous	16466.52	24585.69
	17242.14	**26582.69**

Particulars of the Material Consumed		
Structural Steel and Bought out items	2810.34	9809.38
Cement	1856.93	2673.53
Bitumen, Civil Materials Other	1424.25	1418.87
MS Pipes	4900.29	9133.51
Others	6250.33	3547.39
	17242.14	**26582.69**
Goods In Transit	**235.86**	**22.25**

Details Of Transaction with Related Parties	2025-26	2024-25
Purchase of Raw Material		
Om Optel Industries Pvt Ltd	99.31	166.64
	99.31	**166.64**

36 Construction Materials Consumed

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Stock	0.00	2.90
Add : Purchases including accessories,boughtout item / semi finished (including Goods in Transit)	421.60	500.19
Add: Flat Purchase	0.00	0.00
	421.60	**503.10**
Less: Sale of Raw Material	0.00	0.00
	421.60	503.10
Less : Closing Stock	0.00	0.00
	421.60	**503.10**

Imported	0.00	0.00
Indigenous	421.60	503.10
	421.60	**503.10**

Particulars of the Material Consumed		
Structural Steel and Bought out items	0.00	5.11
Cement	16.33	5.66
Bitumin , Civil Materials Other	122.22	91.73
Others	283.05	400.59
	421.60	**503.10**

37 Purchase of Stock In Trade

(₹ in Lacs)

Particulars	2025-26	2024-25
Purchases	42.61	182.20
	42.61	**182.20**

38 Stores, Spares and Tools Consumed

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Stock	43.91	19.20
Add : Purchases including accessories,boughtout item / semi finished (including Goods in Transit)	1521.38	1623.95
	1565.29	1643.15
Less: Sale of stores,spares and tools	0.00	0.00
	1565.29	1643.15
Less : Closing Stock	101.78	43.91
	1463.50	**1599.24**

Imported	0.00	0.00
Indigenous	1463.50	1599.24
	1463.50	**1599.24**

39 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Inventories		
Finished Goods	252.21	34713.69
Work in Progress	4271.12	4907.54
Property Development Project- Completed Property	30349.52	425.94
Property development related Work in Progress	3871.94	4549.59
	38744.79	**44596.76**
Closing Inventories		
Finished Goods	469.25	252.21
Work in Progress	4528.76	4271.12
Property Development Project- Completed Property	28000.59	30349.52
Property development related Work in Progress	3614.22	3871.94
	36612.82	**38744.79**
Increase/(Decrease) In Inventories	**2131.97**	**5851.97**

40 Other Manufacturing, Construction and Operating Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Power and Fuel Expenses	3056.97	3166.51
Job work and other charges	12035.27	19751.37
Rent/Hire charges for equipment	1507.09	1864.77
Insurance Expenses	730.56	663.73
Consultancy and Professional Charges	93.54	110.13
Carriage Inward	346.99	261.69
Repairs and Maintenance		
a) To Machinery	205.16	249.78
b) To Building	16.10	98.72
	17991.67	**26166.70**

41 Employee Benefits Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Salaries,Wages,Bonus and Allowances etc.	3847.00	3681.18
Contribution of PF, ESI and other welfare fund scheme	91.07	80.43
Gratuity and Leave Encashment Excpenses	56.74	20.64
Employee Welfare Exp. Including compensation	414.45	392.20
	4409.26	**4174.45**

Retirement and Other Employee Benefits:

(a) Defined contribution plans

The Group operates defined contribution retirement benefit plan for all qualifying employees. Group directly contribute to the provident fund and having no obligation for further contribution.

(₹ in Lacs)

Particulars	2025-26	2024-25
Provident Fund	12.48	12.59
Contribution to Employee State Insurance	74.37	65.49

The Code on Social Security, 2020 (Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant."

Effective November 21, 2025, the Government of India consolidated 29 existing labour regulations into four Labour codes, namely, The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes', The New Labour Codes has resulted in a one-time material increase in provision for employee benefits on account of recognition of past service costs. Based on the requirements of New Labour Codes and the ICAI clarification, the Group has assessed the impact of the New Labour Codes and concluded that there is no impact on the financial statements for the year ended March 31, 2026.

(b) Defined Benefit Plans

Gratuity has been provided on the basis of actuarial valuation using the project unit credit method and same is non-funded. The obligation for leave encashment is recognized in the same manner as gratuity.

The plans in India typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk: The liability is not funded and is not relevant in group.

Interest risk: The rate used to discount post-employment benefit obligation should be determined by reference to market yields at the balance sheet date on Government bonds. The currency and term of government bonds should be in consistent with the currency and estimated term of post-employment benefit obligation.

Salary risk: Salary increase should take into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

No other post-retirement benefits are provided to these employees.

A) Gratuity (Unfunded)

(₹ in Lacs)

A.1) Liability/(Asset) to be recognised in the Balance Sheet

Amount in Balance Sheet	**2025-26**	**2024-25**
Defined Benefit Obligation (DBO)	150.98	110.56
Fair value of Plan Assets	0.00	0.00
Funded Status- (Surplus)/Deficit	0.00	0.00
Liability/(Asset) recognised in the Balance Sheet	**150.98**	**110.56**

A.2) Bifurcation of DBO into Current and Non Current Portion

Current/ Non Current Benefit obligation/asset	**2025-26**	**2024-25**
Current Liability	66.75	48.44
Non Current Liability	84.23	62.12
Liability/(Asset) recognised in the Balance Sheet	**150.98**	**110.56**

A.3) Expense recognised during the year in the Statement of Profit and Loss

Particulars	**2025-26**	**2024-25**
Current Service Cost	39.55	7.77
Interest Cost	7.34	6.59
Expected Return on Plan Assets	0.00	0.00
Total "Expense/(Income) included in Employee benefit	**46.89**	**14.36**

A.4)Expense recognised during the year in the Statement of Other Comprehensive Income(OCI)

Particulars	**2025-26**	**2024-25**
Remesurements due to:		
Effect of change in financial assumptions (A)	(3.45)	3.09
Effect of experience adjustments (B)	(3.02)	1.73
Actuarial (Gains)/Losses (A+B)	**(6.47)**	**4.82**
Return on plan assets (excluding interest)		0.00
Total remeasurements recognized in OCI	**(6.47)**	**4.82**

A.5) Return on Plan Assets

Actual Return on Plan Assets	**2025-26**	**2024-25**
Interest Income Plan Asset	NA	NA
Actuarial Gains/(Losses) on Plan Assets	NA	NA
Actual Return on Plan Assets	**NA**	**NA**

A.6) Reconcilliation of amounts in Balance Sheet

Particulars	**2025-26**	**2024-25**
Opening Balance Sheet (Asset)/Liability	110.56	92.40
Total Expense/(Income) recognised in P&L	46.89	14.36
Actual Employer Contribution		(1.02)
Total Remeasurements Recognised in Other	(6.47)	4.82
Acuisition/ Business Combination/ Divestiture		0.00
Closing Balance Sheet (Asset)/Liability	**150.98**	**110.56**

Change in Present Value of Benefit Obligation during the Period	**2025-26**	**2024-25**
Defined Benefit Obligation, beginning of the period	110.56	92.40
Current Service Cost	39.55	7.77
Interest Cost	7.34	6.59
Actuarial (Gains)/Losses	(6.47)	4.82
Actual Benefits Paid	0.00	(1.02)
Defined Benefit Obligation, end of the period	**150.98**	**110.56**

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A.7) Reconciliation of Fair Value of Plan Asset

Change in fair value of plan assets during the period	2025-26	2024-25
Fair Value of Plan assets, beginning of the period	NA	NA
Interest income on plan assets	NA	NA
Actual Enterprises' contribution	0.00	1.02
Actual benefits paid	0.00	(1.02)
Actuarial gains/(losses)	NA	NA
Fair Value of Plan assets, end of the period	**0**	**0**

Other Items	2025-26	2024-25
Weighted average duration (based on discounted cash flow)	7	7

A.8) Categorisation of Investments under Plan Assets

Category of Assets	2025-26	2024-25
Govt. of India Securities (Central and State)	0.00	0.00
High Quality corporate bonds (incl PSU Bonds)	0.00	0.00
Equity Shares of listed companies	0.00	0.00
Real Estate / Propetry	0.00	0.00
Cash (including special deposits)	0.00	0.00
Other (inclding assets under schemes of Ins.)	0.00	0.00

A.9) History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses

History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses	2025-26	2024-25
DBO	150.98	110.56
Plan Assets	0.00	0.00
(Surplus)/Deficit	150.98	**110.56**
Exp Adj- Plan Assets gain/(Loss)	NA	NA
Assumptions Gain/(loss)	(6.47)	4.82
Exp Adj- Plan Liabilities Gain/(loss)	0	0
Total Actuarial Gain/(loss)	**(6.47)**	**4.82**

A.10) Reconciliation of Actuarial (Gain)/Losses

Recognition of Actuarial gains and losses	2025-26	2024-25
Actuarial (Gain)/Loss arising on DBO	(6.47)	4.82
Actuarial (Gain)/Loss arising on Plan Assets	NA	NA
Total (Gain)/Loss recognised during the period	**(6.47)**	**4.82**

A.11) Sensitivity analysis

Particulars	2025-26	2024-25
Defined benefit obligation (Base)	150.98	110.56

Sensitivity analysis	2025-26	
	Increase	Decrease
Discount rate		
Impact of increase/ decrease of 50 bps on DBO	146.82	155.43
Salary growth rate		
Impact of increase/ decrease of 100 bps on DBO	160.02	142.91
Withdrawal Rate		
Impact of increase/ decrease of 500 bps on DBO	148.67	154.97

Sensitivity analysis	2024-25	
	Increase	Decrease
Discount rate		
Impact of increase/ decrease of 50 bps on DBO	107.41	113.94
Salary growth rate		
Impact of increase/ decrease of 100 bps on DBO	117.40	104.49
Withdrawal Rate		
Impact of increase/ decrease of 100 bps on DBO	109.96	111.24

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A.12)Expected Undiscounted Cash Flows

Cash Flows	2025-26	2024-25
Year 1	66.75	51.27
Year 2	4.39	3.12
Year 3	7.40	5.54
Year 4	5.76	5.52
Year 5	4.78	4.20
After 5th Year	163.65	115.45

A.13)Plan provisions considered for carrying out actuarial valuation

Cash Flows	2025-26	2024-25
Eligibility	All employees	All employees
Qualifying salary	Last Drawn Basic Salary	Last Drawn Basic Salary
Qualifying service	Completed years of Continious service with part thereof in excess of six months	Completed years of Continious service with part thereof in excess of six months
Form of payment	Lumpsum	Lumpsum
Retirement benefit	15/26 * Salary * No. of years of completed service	15/26 * Salary * No. of years of completed service
Withdrawal benefit	Same as normal retirement benefit upto the date of exit	Same as normal retirement benefit upto the date of exit
Death benefit	Same as normal retirement benefit except that no vesting condition apply	Same as normal retirement benefit except that no vesting condition apply
Vesting Period	5 years	5 years
Maximum Ceiling	INR 20 Lakhs	INR 20 Lakhs

A.14) Data used for Actuarial Valuation

Membership data	2025-26	2024-25
Number of Members	71	63
Total monthly Salary (in Lakhs)	16.88	12.23
Average Remaining working life (Years)	13.34	12.98
Average age (Years)	45.55	46.13
Average Past Service (Years)	13.62	14.13

A.15)Actuarial Assumptions

Actuarial Assumptions	2025-26	2024-25
Discount Rate	7.03%	6.64%
Salary Escalation rate	8.00%	8.00%

Demographic Assumptions	2025-26	2024-25
Mortality Table	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate	5.00%	5.00%
Retirement age	58	58

Discount rate
Discount Rate for the valuation is based on Yield to Maturity (YTM) available on Government bonds having similar term to decrement-adjusted estimated term of liabilities. Estimated term of liabilities, for selection of discount rate, is calculated as average term of all future benefit payments on account of death, retirement or resignation weighted by corresponding amount of benefits.

Salary growth rate
Salary growth rate is company's long term best estimate as to salary increases & takes account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis as provided in relevant accounting standard.

Withdrawal rate
Assumptions regarding withdrawal rates are also set based on the estimates of expected long-term future employee turnover within the organization.

Mortality rate
Indian Assured Lives Mortality (2012-14) as issued by Institute of Actuaries of India has been used.

Projected Unit Credit Method
As required under Para 51 (b) of Ind AS 19, valuation of plan benefits is done using Projected Unit Credit Method. Under this method, only benefits accrued till the date of valuation (i.e. based on service unto date of valuation) are considered for valuation. Present value of Defined Benefit Obligation is calculated by projecting salaries, exits due to death, resignation and other decrements, if any, and benefit payments made during each month till the time of retirement of each active member using assumed rates of salary escalation, mortality & employee turnover rates. The expected benefit payments are then discounted back from the expected future date of payment to the date of valuation using the assumed discount rate.

Ind AS 19 also requires 'Service Cost' to be calculated separately in respect of benefit accrued during the current period. Service Cost is calculated using the same method as described above; however instead of all accrued benefits, benefit accrued over the current reporting period is considered.

B) Leave Encashment (Unfunded)

B.1) Liability/(Asset) to be recognised in the Balance Sheet

Amount in Balance Sheet	2025-26	2024-25
Defined Benefit Obligation (DBO)	31.12	24.28
Fair value of Plan Assets	0.00	0.00
Funded Status- (Surplus)/Deficit	0.00	0.00
Liability/(Asset) recognised in the Balance Sheet	**31.12**	**24.28**

B.2) Bifurcation of DBO into Current and Non Current Portion

Current/ Non Current Benefit obligation/asset	2025-26	2024-25
Current Liability	8.21	6.18
Non Current Liability	22.91	18.10
Liability/(Asset) recognised in the Balance Sheet	**31.12**	**24.28**

B.3) Expense recognised during the year in the Statement of Profit and Loss

Particulars	2025-26	2024-25
Current Service Cost	6.22	5.25
Interest Cost	1.61	1.03
Net Acturial Losses /(gain)		
Expected Return on Plan Assets	0.00	0.00
Total Expense/(Income) included in Employee Benefit	**7.83**	**6.28**

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B.4)Expense recognised during the year in the Statement of Other Comprehensive Income(OCI)

Particulars	2025-26	2024-25
Remesurements due to:		
Effect of change in financial assumptions (A)	(0.92)	0.87
Effect of experience adjustments (B)	(0.08)	2.87
Actuarial (Gains)/Losses (A+B)	**(0.99)**	**3.73**
Return on plan assets (excluding interest)	0.00	0.00
Total remeasurements recognized in OCI	**(0.99)**	**3.73**

B.5) Return on Plan Assets

Actual Return on Plan Assets	2025-26	2024-25
Interest Income Plan Asset	NA	NA
Actuarial Gains/(Losses) on Plan Assets	NA	NA
Actual Return on Plan Assets	**0**	**0**

B.6) Reconcilliation of amounts in Balance Sheet

Particulars	2025-26	2024-25
Opening Balance Sheet (Asset)/Liability	24.28	14.49
Total Expense/(Income) recognised in P&L	7.83	6.28
Remeasurement	(0.99)	3.73
Actual Employer Contribution	0.00	(0.23)
Closing Balance Sheet (Asset)/Liability	**31.12**	**24.28**

Change in Present Value of Benefit Obligation during the Period	2025-26	2024-25
Defined Benefit Obligation, beginning of the period	24.28	14.49
Current Service Cost	6.22	5.25
Interest Cost	1.61	1.03
Actuarial (Gains)/Losses	(0.99)	3.73
Actual Benefits Paid	0.00	(0.23)
Defined Benefit Obligation, end of the period	**31.12**	**24.28**

B.7) Reconciliation of Fair Value of Plan Asset

Change in fair value of plan assets during the period	2025-26	2024-25
Fair Value of Plan assets, beginning of the period	NA	NA
Interest income on plan assets	NA	NA
Actual Enterprises' contribution	0.00	0.23
Actual benefits paid	0.00	-0.23
Actuarial gains/(losses)	NA	NA
Fair Value of Plan assets, end of the period	NA	NA

B.8) Categorisation of Investments under Plan Assets

Category of Assets	2025-26	2024-25
Govt. of India Securities (Central and State)	0	0
High Quality corporate bonds (incl PSU Bonds)	0	0
Equity Shares of listed companies	0	0
Real Estate / Propetry	0	0
Cash (including special deposits)	0	0
Other (inclding assets under schemes of Ins.)	0	0

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B.9) History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses

History of DBO, Asset values, Surplus / Deficit and Experience Gains / Losses	2025-26	2024-25
DBO	31.12	24.28
Plan Assets	0.00	0.00
(Surplus)/Deficit	31.12	24.28
Exp Adj- Plan Assets gain/(Loss)	0.00	0.00
Assumptions Gain/(loss)	(0.99)	3.73
Exp Adj- Plan Liabilities Gain/(loss)	0.00	0.00
Total Actuarial Gain/(loss)	**(0.99)**	**3.73**

B.10) Reconciliation of Actuarial (Gain)/Losses

Recognition of Actuarial gains and losses	2025-26	2024-25
Actuarial (Gain)/Loss arising on DBO	(0.99)	3.73
Actuarial (Gain)/Loss arising on Plan Assets	0.00	0.00
Total (Gain)/Loss recognised during the period	**(0.99)**	**3.73**

B.11) Sensitivity analysis

Particulars	2025-26	2024-25
Defined benefit obligation (Base)	31.12	24.28

Sensitivity analysis	2025-26	
	Increase	Decrease
Discount rate		
Impact of increase/ decrease of 50 bps on DBO	30.02	32.30
Salary growth rate		
Impact of increase/ decrease of 100 bps on DBO	33.47	29.03
Withdrawal Rate		
Impact of increase/ decrease of 500 bps on DBO	30.71	31.73

Sensitivity analysis	2024-25	
	Increase	Decrease
Discount rate		
Impact of increase/ decrease of 50 bps on DBO	23.40	25.23
Salary growth rate		
Impact of increase/ decrease of 100 bps on DBO	26.16	22.61
Withdrawal Rate		
Impact of increase/ decrease of 100 bps on DBO	24.16	24.42

B.12)Expected Undiscounted Cash Flows

Cash Flows	2025-26	2024-25
Year 1	8.21	6.18
Year 2	1.75	1.89
Year 3	1.31	1.46
Year 4	1.55	0.99
Year 5	1.42	0.92
After 5th Year	45.17	33.81

B.13)Plan provisions considered for carrying out actuarial valuation

Cash Flows	2025-26	2024-25
Eligibility	All employees	All employees
Qualifying salary	Last Drawn Basic Salary	Last Drawn Basic Salary
Qualifying service	Completed years of Continious service with part thereof in excess of six months	Completed years of Continious service with part thereof in excess of six months
Form of payment	Lumpsum	Lumpsum
Retirement benefit	(No. of accumulated leaves * Applicable monthly salary for the leave encashment)/30	(No. of accumulated leaves * Applicable monthly salary for the leave encashment)/30
Withdrawal benefit	Same as normal retirement benefit upto the date of exit	Same as normal retirement benefit upto the date of exit
Death benefit	Same as normal retirement benefit except that no vesting condition apply	Same as normal retirement benefit except that no vesting condition apply
Vesting Period	Nil	Nil
Maximum Ceiling	No Limit	No Limit

B.14) Data used for Actuarial Valuation

Membership data	2025-26	2024-25
Number of Members	71	63
Total monthly Salary (in Lakhs)	31.96	29.91
Average Remaining working life (Years)	13.34	12.98
Average age (Years)	45.55	46.13
Average Past Service (Years)	13.62	14.13

B.15)Actuarial Assumptions

Actuarial Assumptions	2025-26	2024-25
Discount Rate	7.03%	6.64%
Salary Escalation rate	8.00%	8.00%
Mortality Table	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate	5.00%	5.00%
Retirement age	58	58

Notes:

a) The discount rate is based on the prevailing market yield on government securities as at the balance sheet date for the estimated term of obligation.

b) The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

c) The gratuity and Leave Encashment liabilities are unfunded. Accordingly, information regarding planned assets are not applicable.

42 Finance Costs

(₹ in Lacs)

Particulars	2025-26	2024-25
Bank charges and Guarantee commission	672.78	635.50
Foreign currency fluctuation	0.00	0.18
Interest Expenses		
On Term Loan	124.27	113.61
On working capital/others	1115.45	1459.30
On Lease liability	3.85	7.45
	1916.36	**2216.03**

Details Of Transaction with Related Parties	2025-26	2024-25
On Lease Liability		
Sanyon Properties	3.85	4.70
Bahubali Housing Finance	0.00	0.87
Little Star	0.00	0.87
On Working Capital/Others		
Jupiter Metals Private Limited	13.74	38.24
	17.59	**44.69**

43 Depreciation and Amortisation Expense

(₹ in Lacs)

Particulars	2025-26	2024-25
Depreciation on Property Plant & Equipment	465.19	538.19
Amortisation of Right to use Assets	16.98	23.62
	482.17	**561.82**

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44 Sales, Administration and Other Expenses

(₹ in Lacs)

Particulars	2025-26	2024-25
Frieght and Transportation Expenses	472.22	310.70
Short Term Leases	204.25	182.61
Rates and taxes	517.43	790.30
Telephone, telex and postage	36.77	29.52
Travelling and conveyance expenses	302.93	333.96
Legal, consultancy, retainership, professional arbitration	445.52	525.00
Corporate Social Responsibility(CSR)	105.00	85.00
Commission & Brokage	73.97	49.29
General repairs	81.55	135.70
Vehicle hiring / running and maintenance	555.01	411.45
Miscellenous expenses	606.27	543.03
Payment To Auditors(Including Branch Auditors)	27.73	27.91
Charity and donation	12.69	11.36
Advertisment and Business Promotion	24.69	40.58
Impairement of Assets	0.00	68.32
Land Realisation Cost	5.50	0.00
Political Contribution	0.00	564.85
Sundry Balances Written Off (Net)	8.11	76.07
	3479.65	**4185.64**

(₹ in Lacs)

Particulars	2025-26	2024-25
Audit fees of statuatory auditors	18.55	18.35
Audit fees of branch auditors	3.80	4.51
Tax Audit Fees	2.21	5.36
Certificate and other services	9.46	4.56
	34.02	**32.78**

Details Of Transaction with Related Parties	2025-26	2024-25
Rent Expenses		
Chandra Prakash Kothari & Sons	10.92	3.60
Dharam Prakash Kothari & Sons	10.92	3.60
Kuldeep Kothari & Sons	10.92	3.60
Sunil Kothari & Sons	10.92	3.60
Vivek Trust	10.92	3.60
Travelling Expenses		
Jupiter Metals Private Limited	8.87	8.87
Vehicle Hiring / Running and Maintenance		
Om Metal Auto Private Limited	11.90	15.20

45 **Other Comprehensive Income**

(₹ in Lacs)

Particulars	2025-26	2024-25
Items That Will Not Be Reclassified To Profit Or Loss		
Gain/(Loss) on Re-measurement of the net defined	7.46	(8.55)
Equity instruments through Other comprehensive	0.53	(0.78)
Income tax relating to items that will not be reclassified to profit or loss	(2.29)	2.67
Total (A)	**5.70**	**(6.66)**
Items that will be reclassified to profit or loss		
The effective portion of gains and loss on hedging		
Changes in Foreign Currency Monetary Item translation difference account(FCMITDA)	(38.23)	(173.34)
Income tax relating to items that will be reclassified to		
Total (B)	**(38.23)**	**(173.34)**
Total Other Comprehensive Income (A+B)	**(32.52)**	**(180.01)**

46 Segment Reporting:

(a) Primary Segment: Business Segment
Based on the guiding principles given in "IndAccounting Standard –108 Operating Segments" notified under Companies (Accounting standard) Rules 2006, the Group's operating business are organized and managed separately according to the nature of products manufactured and services provided. The identified reportable are:

The identified reportable segments are:
1. Engineering Segment
2. Real Estate Segment
3. Road Segment

Secondary Segment: Geographical Segment
The analysis of Geographical segment is based on the geographical location i.e. domestic and overseas markets of the customers.

Secondary Segment Reporting (By Geographical segment)
The following is the distribution of the group`s revenue from operation (net) by Geographical markets, regardless of where the goods were produced:

(₹ in Lacs)

Particulars	**2025-26**	**2024-25**
Revenue from domestic Market	47132.52	67179.74
Revenue from Overseas Market	2873.08	4086.44
	50005.60	**71266.18**

Geographical segment wise receivables:

(₹ in Lacs)

Particulars	**2025-26**	**2024-25**
Receivable of domestic Market	28324.20	24977.07
Receivables of Overseas Market	2703.98	3551.48
	31028.18	**28528.55**

Geographical segment wise Property, Plant & Equipment (Includes Investment Property):

(₹ in Lacs)

Particulars	**2025-26**	**2024-25**
In India	12759.43	12562.17
Outside India	188.92	215.19
	12948.35	**12777.37**

(b) Segment accounting polices:
In addition to the significant accounting policies applicable to the business segment as set in **note 2.23**, the accounting policies in relation to segment accounting are as under:

i) Segment revenue & expenses:
Joint revenue and expenses of segments are allocated amongst them on a reasonable basis. All other segment revenue and expenses are directly attributable to the segments.

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ii) Segment assets and liabilities:
Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and fixed assets, net of allowance and provisions, which are reported as direct off sets in the balance sheet. Segment Liabilities include all operating Liabilities and consist principally of trade payables & accrued liabilities. Segment assets and liabilities do not include deferred income taxes except in the Engineering segment. While most of the assets/liabilities can be directly attributed to individual segments, the carrying amount of certain assets /liabilities pertaining to two more segments are allocated to the segments on a reasonable basis.

iii) Inter segment sales:
Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation. The main segment is engineering segment and funds provided by engineering segments to other segments and interest on such balances are not charged.

(₹ in Lacs)

S.No.	PARTICULARS	Year Ended	
		31/03/2026	**31-03-2025**
1	**Segment Revenue**		
	(Net sale/income from each segment should be disclosed)		
1	Engineering	46554.98	64430.15
2	Real estate	3450.62	6836.03
3	Road project	0.00	0.00
	Total segment revenue	**50005.60**	**71266.18**
	Less: Inter segment revenue	0.00	0.00
	Revenue from operations	**50005.60**	**71266.18**
2	**Segment Result**		
	Profit (+) / Loss (-) before tax and interest from each segment		
1	Engineering	4418.17	4927.75
2	Real estate	(277.67)	128.83
3	Road project	0.23	0.94
	Total Profit before tax and interest	**4140.73**	**5057.52**
	i. Finance cost	1916.36	2216.03
	Profit before tax	**2224.37**	**2841.49**
3	**(Segment Assets - Segment Liabilities)**		
	Segment Assets		
1	Engineering	68459.41	66167.07
2	Real estate	34787.11	35696.96
3	Road project	40460.41	40444.6
	Total Segment Asset	**143706.93**	**142308.63**
	Un-allocable Assets	0.00	0.00
	Net Segment Asset	**143706.93**	**142308.63**
4	**Segment Liabilities**		
1	Engineering	1982.95	3724.48
2	Real estate	30784.06	32896.3
3	Road project	31105.10	31089.51
	Total Segment Liabilities	**63872.11**	**67710.29**
	Un-allocable Liabilities	0.00	0.00
	Net Segment Liabilities	**63872.11**	**67710.29**

47 Financial Instruments

47.1 Categories of Financial Instruments

(₹ in Lacs)

Particulars	As On 31.03.2026		As On 31.03.2025	
	Carrying	Fair Value	Carrying Value	Fair Value
Financial Assets Measured at Amortised Cost				
Loans (Non-Current)	964.21	964.21	964.21	964.21
Loans (Current)	2.50	2.50	2.50	2.50
Other Financial Assets (Non-current)	769.07	769.07	748.98	748.98
Trade Receivables	31028.18	31028.18	28528.55	28528.55
Cash And Cash Equivalents	2223.08	2223.08	3248.92	3248.92
Bank Balances Other Than Cash And Cash Equivalents	5732.06	5732.06	5253.72	5253.72
Non-current Investments (NSC)	0.58	0.58	0.58	0.58
Other Financial Assets (current)	5583.93	5583.93	3990.96	3990.96
Total financial assets at amortised cost (A)	**46303.61**	**46303.61**	**42738.42**	**42738.42**
Financial Assets Measured at Fair Value Through Other				
Non-curent Investments	11.92	11.92	11.45	11.45
Total Financial Assets at Fair Value Through Other Comprehensive Income(B)	**11.92**	**11.92**	**11.45**	**11.45**
Financial Assets Measured at Fair Value Through Profit And Loss				
Non-current Investments	N.A.	N.A.	N.A.	N.A.
Current Investments	N.A.	N.A.	N.A.	N.A.
Other financial assets	N.A.	N.A.	N.A.	N.A.
Total Financial Assets at Fair Value Through Profit And Loss(C)	**0.00**	**0.00**	**0.00**	**0.00**
Total Financial Assets (A+B+C)	**46315.53**	**46315.53**	**42749.86**	**42749.86**
Financial Liabilities Measured at Amortised Cost				
Long term Borrowings*	1673.49	1673.49	2256.26	2256.26
Short term Borrowings	6888.07	6888.07	4854.52	4854.52
Trade Payables	11301.93	11301.93	12437.59	12437.59
Lease Liability **	30.54	30.54	38.69	38.69
Other financial liabilities (Non-Current)	2962.65	2962.65	796.00	796.00
Other financial liabilities (Current)	2167.64	2167.64	1975.78	1975.78
Total Financial Liabilities at Amortised Cost	**25024.32**	**25024.32**	**22358.84**	**22358.84**

* Long term borrowings includes current maturities.
** Lease Liability includes both short term and long term .

47.2 Risk Management

(I) Capital Risk Management

The Group being in a capital intensive industry, its objective is to maintain strong credit rating healthy capital ratios and establish a capital structure that would maximize the return to stakeholders through optimum mix of debt and equity.

The Group's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Group has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets.

The Group regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Group monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, Bank balances other than cash and cash equivalents and current investments.

(₹ in Lacs)

Particulars	**As On 31.03.2026**	**As On 31.03.2025**
Long term borrowings	206.83	369.52
Short term borrowings	8354.73	6741.25
Total	**8561.55**	**7110.77**
Less: Cash And Cash Equivalents	2223.08	3248.92
Less: Bank Balances Other Than Cash And Cash Equivalents	5732.06	5253.72
Net Debt	**606.42**	**(1391.87)**
Total Equity	**76236.49**	**74598.34**
Gearing Ratio	**0.01**	**(0.02)**

Note:

(1.) 1.Equity includes all capital and reserves including capital reserves of the group that are managed as capital.

(2.) Debt is defined as long and short term borrowings (including financial guarantees

(II) Financial Risk Management

The Group manages financial Risk by its Board of Directors for overseeing the Risk Management Framework and developing and monitoring the Group's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Group's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Group.

The risk management policies aim to mitigate the following risks arising from the financial instruments:

(A) Market risk
(B) Credit risk; and
(C) Liquidity risk

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Group is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

(i) Foreign Currency Risk Management Annexure 47.2(II)(A)(i)

The Group's functional currency is Indian Rupees (INR). The Group undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Group's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Group is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Group's overall debt position in Rupee terms without the Group having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Group's receivables in foreign currency.

Annexure 47.2(II)(A)(i) - Currency Exposure as at
The carrying amounts of the Group's monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amount in Lacs.)

Particulars	2026				
	USD	**EURO**	**RWF**	**GHC**	**NEPAL RUPEES**
Financial assets					
Measured at amortised cost					
Other Financial Assets (Non-current)					
Other Financial Assets (current)	0.00	0.00	0.00	0.00	6.43
Trade Receivables	6.01	6.19	507.03	0.00	3255.78
Cash and Cash Equivalents	0.00	0.00	0.00	0.00	0.00
Bank balances other than cash and cash equivalents	0.08	0.00	59.44	0.03	144.71
Loans	0.00	0.00	0.00	0.00	90.73
Total financial assets	**6.09**	**6.19**	**566.47**	**0.03**	**3497.65**
Financial Liabilities					
Measured at amortised cost					
Long term Borrowings					
Short term Borrowings					
Trade Payables	0.00	5.13	151.04	0.00	56.48
Other financial liabilities (Non-Current)					
Other financial liabilities (Current)	0.00	0.00	3.26	0.00	4.78
Total financial Liabilities	**0.00**	**5.13**	**154.30**	**0.00**	**61.26**

Particulars	2025				
	USD	EURO	RWF	GHC	NEPAL RUPEES
Financial assets					
Measured at amortised cost					
Other financial assets (Non-current)					
Other financial assets (current)	0.00	0.00	114.80	0.00	0.00
Trade receivables	20.56	0.00	0.00	0.00	2096.73
Cash and cash equivalents	0.00	0.00	0.00	0.00	5.03
Bank balances other than cash and cash equivalents	0.11	0.00	0.84	0.03	702.24
Loans	0.00	0.00	0.00	0.00	480.34
Total financial assets	**20.68**	**0.00**	**115.64**	**0.03**	**3284.35**
Financial Liabilities					
Measured at amortised cost					
Long term Borrowings					
Short term Borrowings					
Trade Payables	0.00	0.00	258.77	0.00	44.70
Other financial liabilities (Non-Current)	0.00	0.00	0.00	0.00	96.54
Other financial liabilities (Current)	0.00	0.00	84.44	0.00	57.14
Total financial Liabilities	**0.00**	**0.00**	**343.21**	**0.00**	**198.39**

Note:
The company does not hedge its foreign currency transactions and transaction with foreign operation so sensitivity analysis related to hedging is not required.

(ii) Commodity Price Risk -:
The Group's revenue is exposed to the market risk of price fluctuations in its division is as under:

Engineering segment: The group generally takes Turnkey projects from government departments. The contract price is generally fix and free from any price risk subject to change in any government policy or rules.

Real Estate Segment: The group is exposed to risk of prices of Residential and commercial units. These prices may be influenced by factors such as supply and demand, and regional economic conditions.

Other Segment (Packaging): The group is exposed to risk of prices of goods. These prices may be influenced by factors such as supply and demand, Cost of Production and regional economic conditions.

Market forces generally determine prices for the Real Estate and Packaging segment of the Group Adverse changes in any of these factors may reduce the revenue that the Group earns from the sale of its products.

The Group aims to sell the products at prevailing market prices. Similarly the Group procures raw materials on prevailing market rates as the selling prices of its products and the prices of input raw materials move in the same direction.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate.

The borrowings of the Group are principally denominated in rupees with a mix of fixed and floating rates of interest. The Group has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates.

(₹ in Lacs)

Particulars	2025-26	2024-25
Fixed Rate Borrowings	589.91	875.04
Floating Rate Borrowings	1083.58	6235.73
Total Borrowings	**1673.49**	**7110.77**

Sensitivity analysis based on average outstanding term loan borrowings:

Particulars	Profit or loss	
	100 bp Increase	100 bp Decrease
As at March 31, 2026		
Variable rate loan instrument	(36.60)	36.60
Cash flow sensitivity (net)		
As at March 31, 2025		
Variable rate loan instrument	(70.17)	70.17
Cash flow sensitivity (net)		

Increase or decrease in interest rate by 100 basis point*

* Profit will increase in case of decrease in interest rate and vice versa

(B) Credit Risk Management:

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

Group's credit risk arises principally from the trade receivables, loans, investments in debt securities, cash & cash equivalents.

Trade Receivables:

The group's customer profile includes public sector enterprises, state owned companies and private corporate as well as large individuals. Accordingly group's customer risk is low. The group's average project execution cycle is around 24 to 36 months, general payment terms includes mobilization advances, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project.

Customer credit risk is managed centrally by the Group and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard.

Cash and cash equivalents and other bank balances

The group held cash and cash equivalents and other bank balances as at March 31, 2026 is Rs 7955.13 lacs. The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.

(C) Liquidity Risk Management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Group requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Group generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long-term. . The Group has established an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows.

(₹ in Lacs)

Particulars	As On 31.03.2026			
	<1 Year	**1-5 Year**	**> 5 Year**	**Total**
Financial Assets				
Non-current Investments	0.00	5617.92	0.00	5617.92
Loans	2.50	964.21	0.00	966.71
Trade Receivables	31028.18	0.00	0.00	31028.18
Cash And Cash Equivalents	2223.08	0.00	0.00	2223.08
Bank Balances Other Than Cash And Cash Equivalents	5732.06	0.00	0.00	5732.06
Other financial assets	5583.93	769.07	0.00	6353.00
Total Financial Assets	**44569.75**	**7351.20**	**0.00**	**51920.95**
Financial Liabilities				
Long term Borrowings	1466.66	206.83	0.00	1673.49
Short term Borrowings	6888.07	0.00	0.00	6888.07
Trade Payables	11301.93	0.00	0.00	11301.93
Lease Liabilities	12.00	18.54	0.00	30.54
Other financial liabilities	2167.64	2962.65	0.00	5130.29
Total Financial Liabilities	**21836.29**	**3188.03**	**0.00**	**25024.32**

Particulars	As On 31.03.2025			
	<1 Year	**1-5 Year**	**> 5 Year**	**Total**
Financial Assets				
Non-current Investments	0.00	3986.71	0.00	3986.71
Loans	2.50	964.21	0.00	966.71
Trade receivables	28528.55	0.00	0.00	28528.55
Cash And Cash Equivalents	3248.92	0.00	0.00	3248.92
Bank Balances Other Than Cash And Cash Equivalents	5253.72	0.00	0.00	5253.72
Other Financial Assets	3990.96	748.98	0.00	4739.93
Total Financial Assets	**41024.65**	**5699.90**	**0.00**	**46724.55**
Financial Liabilities				
Long term Borrowings	1886.74	369.52	0.00	2256.26
Short term Borrowings	4854.52	0.00	0.00	4854.52
Trade Payables	12437.59	0.00	0.00	12437.59
Lease Liabilities	12.00	26.69	0.00	38.69
Other Financial Liabilities	1975.78	796.00	0.00	2771.78
Total Financial Liabilities	**21166.63**	**1192.21**	**0.00**	**22358.84**

Collateral

The Group has pledged its trade receivables, part of investments and cash and cash equivalents in order to fulfill certain collateral requirements for the banking facilities extended to the Group. There is obligation to return the securities to the Group once these banking facilities are surrendered.

48 Level Wise Disclosure of Financial Instruments

(₹ in Lacs)

Particulars	As On 31.03.2026	As On 31.03.2025	Level	Valuation techniques and key inputs
Non-current investments in equity shares measured at FVTOCI	11.92	11.45	1	Quoted bid prices in an active market
Long term Borrowings				Discounted cash flow observable future cash flows are based on terms discounted at a rate that reflects market risks.
Carrying value	1673.49	2256.26	2	
Fair value	1673.49	2256.26	2	

There is no instruments like preference shares measured at fair value using level iii technique so no sensitivity analysis and reconciliation are not given.

49 Disclosures as per IND AS -115

a) Performance obligations and remaining performance obligations

i) The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Group expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Group has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material basis. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, adjustment for revenue that has not materialized and adjustments for currency.

b) Disaggregation of revenue of segments as required by Ind As-115, has already been disclosed under note no. 46.

c) Out of total revenue Rs. 50005.60 Lacs (P.Y. Rs. 71266.18 lacs) recognized under IndAS 115 during the year, Rs. 44150.94 Lacs (P.Y.Rs. 63074.07 lacs) is recognized over a period of time and Rs. 5854.66 Lacs (P.Y. Rs. 8192.11 lacs) is recognized at point in time.

d) There is no material impact on provision for expected credit loss so movement analysis is not required.

e) Contract balances: Group recognized revenue as per Ind AS 115 and revenue is directly debited in trade receivables instead of debiting it into contract assets. Retention money deducted amounting to Rs. 11211.41 Lacs (P.Y. Rs. 11328.28 lacs) is included in Trade receivables. Group's Trade receivables includes unbilled receivable of Rs. 5119.41 lacs (P.Y. Rs. 4539.20 lacs) in balance sheet which are recognized as contact assets in balance sheets. Contract liabilities are those liabilities for which revenue recognized on point in time approach and amount has been received as booking (only in real estate activities).

Contract Assets

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Balance	5460.82	5375.99
Add: Adjustment due to Ind As 115	0.00	0.00
Less: Billed/ Received during the year	(341.41)	84.83
Closing balance of contract assets	**5119.41**	**5460.82**

Contract Liabilities

(₹ in Lacs)

Particulars	2025-26	2024-25
Opening Balance	10192.33	13012.21
Add: Adjustment due to Ind As 115	0.00	0.00
Add: Received during the year and other adjustments of taxes	(2423.74)	(2819.88)
Closing balance of contract liability	**7768.59**	**10192.33**

50 Contingent Liabilities And Commitments

Contingent Liabiliities (Not Provided For) In Respect Of Following:

A. Disputed tax demands

The details of disputed income tax, service tax, and sales tax & Excise duty as on 31-03-2026 are as follows:

(₹ in Lacs)

Nature of the Statute	Forum where dispute is pending	Demand Amount	Amount paid under protest	Period to which the amount relates
Central Sales Tax Act, 1956. and Sales Tax/VAT/GST Act of various states	High Court	16.91	0.00	2003-04
	Board of West Bengal	177.49	0.00	2009-10
	GST Appeal	308.46	30.85	2017-18 to 2019-20
Income Tax Act, 1961	CIT Appeal	1160.18	982.63	A.Y. 2015-16 to 2021-22
SPML-OM Metals (JV)				
CGST/SGST ACT	GST Appeal	98.37	9.84	2017-18 to 2020-21
Service Tax Act, 1994	Commissioner Appeal	17.92	1.79	Apr-2016 to Jun 2017
OMIL-WIPL JV				
CGST/SGST ACT	GST Appeal	450.30	0.00	F.Y. 2020-21
OMIL-JSC JV Kameng				
Sales tax Authority	Board of West Bengal	28.84	Nil	A.Y. 2008-09
		19.95	Nil	A.Y. 2009-10
CGST/SGST ACT	Application under Appeal	79.52	8.34	F.Y. 2017-18

(₹ in Lacs)

Nature of the Statute	Forum where dispute is pending	Demand Amount	Amount paid under protest	Period to which the amount relates
Om Metals Consortium Private Limited				
Income Tax Act, 1961	ITAT	339.20	44.56	A.Y. 2015-16 to 2021-22
Goods & Service Tax Act	Appellate Authority	59.51	5.95	2017-2018
Goods & Service Tax Act	Appellate Authority	90.52	9.05	2017-2018

Note:
(1.) Amount as per demand orders including interest and penalty wherever mentioned in the order except show cause.

B. (₹ in Lacs)

S.No.	Particulars	As On 31.03.2026	As On 31.03.2025
i)	Outstanding bank guarantee *	22224.42	16618.12
ii)	Letter of credits accepted**	2237.12	3878.52
iii)	Other Claims against the Company not acknowledged a debt relating to supplies and service matters	21.15	21.15
iv)	Labour cases	Amount Un-ascertainable	Amount Un-ascertainable

Based on favorable decisions in similar cases, legal opinion taken by the group, discussions with the solicitors, etc., the group believes that there is fair chance of decisions in its favors in respect of all the items listed in (iii) & (iv) above and hence no provisions is considered necessary against the same.

• Outstanding bank guarantee includes issued by banks, in favor of following joint venture/partnership firm.

(₹ in Lacs)

Name of Joint Venture (JV) /partnership firm (PF)	Outstanding Bank Guarantee	
	As On 31.03.2026	As On 31.03.2025
Gurha Thermal Power Co. Ltd.(Jv)	264.00	264.00
Spml Omil Jv (Ujjain)	225.00	225.00
Om Metal Spml Jv (Mpanga, Rawanda) *	900.11	811.27
Om Metal Psp Consortium – Kunda	507.58	507.58
Omil-Jv Shapurkhandi Punjab	3105.00	3105.00
Brccpl Omil Dara Jv	772.14	772.14
Hcc Omil Jv	811.05	0.00
Omil -Jwil (Jv)**	2422.50	2200.51
Omil Wipl Jv Isarda	1845.50	0.00
Total	**10852.88**	**7885.50**

*Bank Guarantee given in forex amount taken in equivalent INR.
** Amroha Work awarded in the name of OMIL-JWIL JV and Bank Gaurantee provided to JV but All work is being executed by company itself with the due approval of project authority.

C. Other commitments

1) The company has issued an under taking to associate bankers for non – disposal of its investment in an subsidiary (Bhilwara Jaipur Toll Road Pvt. Ltd) till date entity repay its debts as follows but Subsidiary has paid all its due to bankers and shares are still pledged with bankers. Subsidiary has started the process with its bankers for releasing the same :

Particulars	Name of Banker	OMIL (No. of Shares)	
		2025-26	2024-25
Shares Pledged	PNB & ICICI	1651107	1651107

2) The group from time to time provides need based funding to subsidiaries and joint ventures entity towards capital and other requirements.

3) The Group has provided a corporate guarantee of up to Rs 50 crores to RBL Bank on behalf of its subsidiary, Om Metal Consortium Private Limited, in respect of a loan facility of Rs 50 crores sanctioned to the subsidiary. As at the reporting date, the subsidiary has not drawn or utilized any amount under the said loan facility and, accordingly, no obligation has arisen under the corporate guarantee.

51 Related Party disclosure under IND AS-24 "Related party disclosures" notified:

During the year, the group entered into transactions with the related parties. Those transactions along with related balance as at 31st March 2025 and for the year ended on 31st March 2026 are presented below.

List of related parties with whom transactions have taken place during the year along with nature and volume of transactions are summarized as follows:

Name of the related party	Relationship	% of holding	Incorporated in
Subsidiaries			
High Terrace Realty Private Limited	Subsidiary company	100.00%	India
Om Metals Consortium Private Limited	Subsidiary company	100.00%	India
Worship InfraprojectsPvt Ltd	subsidiary Company	100.00%	India
Gujrat Warehousing Pvt. Ltd.	subsidiary Company (w.e.f. 18.07.2019)	99.00%	India
Bihar Logistic Pvt. Ltd.	subsidiary Company (w.e.f. 17.06.2021)	99.00%	India
Bhilwara Jaipur Toll Road Pvt. Limited	subsidiary Company (w.e.f. 24.11.2022)	51.28%	India

Name of the related party	Relationship	% of holding	Incorporated in
Joint Operations			
OMIL-JSC JV, Kameng	Joint operation for Kameng Contract	60.00%	India
SPML -OM Metal JV (Ujjain)	w.e.f. 18-04-2015	100.00%	India
Om Metals SPML Joint Venture	Joint Operation for Rawanda Contract (w.e.f. 01.04.2019)	100.00%	India
Om Metals SPML JV	Joint Operation for Ghana Contract (w.e.f. 01.04.2019)	100.00%	India
OMIL-WIPL JV (Isarda)	Joint Operation for Isarda Contract	50.00%	India
Om Metal-PSP Consortium	Joint Operation for Kunda Project	30.00%	India
OMIL-JWIL-VKMCPL (JV)	Joint Venture for Jabalpur Project	51.00%	India
OMIL JV	Joint Venture for Shahpurkandi Project	98.00%	India
OMIL JWIL JV	Joint Venture for Water Project in UP	51.00%	India
HCC OMIL JV	Joint Venture for Water Project in Rajasthan	50.00%	India
BRCCPL OMIL DARA JV	Joint Venture for Water Project in Rajasthan	59.00%	India
Joint venture/Partnership Firm			
Uttar Pradesh Logistic Pvt. Ltd.**	Incorporated on 24.01.2017	50.00%	India
West Bengal Logistic Pvt. Ltd.**	Incorporated on 20.01.2017	50.00%	India
Gurha Thermal Power Co. Ltd. (JV)	Incorporated on 16-04-2009	50.00%	India
Om Metal consortium (PF)	Partnership Firm	17.50%	India
Om Ray Venture (PF)	Partnership Firm	99.50%	India
Mega EquitasPrivate Limited	40.63% holding by	40.63%	India
VKMCPL-OMIL(Pench-II) JV*	Incorporated as on 16.11.2019	30.00%	
Associate Company			
Sanmati Infra Developer Pvt. Ltd.		0.00%	

OM INFRA LIMITED

Name of the related party	Relationship	% of holding	Incorporated in
Enterprises controlled or are under same management with reporting enterprise			
Jupiter Metals Pvt. Ltd			
Om Kothari Pariwarik Trust			
Om Kothari Foundation			
Bahubali Housing Co. Pvt. Ltd			
Little Star Pvt. Limited			
Sanyon Properties Pvt. Ltd.			
Om Metals Auto Pvt.Ltd.			
Om Ratnakar Private Limited			
Om Automotors Pvt. Ltd.			
Om Hydromech Pvt. Ltd.			
SkywaveImpex Private Limited			
Synergy Promoters private Limited			
Om optel Industries Private Limited			
Alchemy Ventures Private Limited			
Baba Vinimay Private Limited			
Bhavya Mangalam Merchants and traders Private Limited			
Lamboder Finvest Pvt. Ltd.			
Mayura Capital Advisors Private Limited			
Om Kothari Hotel(s) Private Limited			
Om Metals Hydroprojects Private Limited			
Om Infratech Private Limited			
Infravisions and Ventures Private Limited			
Innovative Infrabuild Private Limited			
Ultrawave Project Private Limited			
Oyum Speciality Foods Pvt. Ltd.			
T C Kothari & Family Trust			
DP Kothari & Sons			

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Name of the related party	Relationship	% of holding	Incorporated in
Key Management personnel/ Board of Directors			
Shri D.P. Kothari	Chairman		
Shri Sunil Kothari	Vice Chairman		
Shri Vikas Kothari	Managing Director & CEO		
Ms. Reena Jain	Company Secretary		
Shri Sunil Kumar Jain	Chief Financial Officer		
Shri Vaibhav Jain	Independent Director		
Saloni Kala	Independent Director		
Ramakant tripathi	Independent Director		
Executive Directors/Promoters			
Shri Bharat Kothari	Executive Director(Projects)		
Shri Vishal Kothari	Executive director (Real Estate Rajasthan Circle)		
Shri Bahubali Kothari	Executive Director(Projects)		
Relatives of Key management persons			
Shri Siddharth Kothari			
Shri Vivek Kothari			
Shri Vidushi Kothari			
Jai/Sonali Tholiya			
Smt. Seema Kothari			
Smt. Anita Kothari			
Chandra Prakash Kothari			
Indra Pahade (Ritu Jain)			
Puja Jain			
Sonali Tholia			
Vaibhav Kothari			
Monika Bakliwal			
Neelu Walia			
Chandra Kanta Luhadia			
Madhu Chandwar			
Anugraha Jain			

*As per agreement dated 16.11.2019 between two join venturers, Group withdraws it right and responsibilities as JV partner from daytoday project execution and turnover @ 30% for monitoring and surveillance and profits sharing shall be 1.5% on turnover is agreed.

**Group has requested to FCI to reduce its stake in these silo projects SPV as these are being executed by JV partner M/s Veerprabhu Marketing Pvt Ltd and company shall have no financial exposure in these two silo SPV's

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List of transactions with related parties are as following except those from them comapny has not entered any transaction.

(₹ in Lacs)

Particulars	Value of transaction during the reporting period	Opening balance	Closing balance
Advance against Flat booking			
Anita Kothari	-15.00	229.17	214.17
Jai/ Sonali Tholia	0.00	215.26	215.26
Om Kothari Foundation	396.00	390.00	0.00
Om Optel Industries Pvt Ltd	0.00	879.25	879.25
Praveen Dhanraj Jain/ Monika Jain	0.00	164.57	164.57
Seema Kothari	0.00	125.81	125.81
Shri Chandra Prakash Kothari	0.00	192.33	192.33
Shri Dharam Prakash Kothari	0.00	169.75	169.75
Shri Sidharth Kothari	0.00	135.49	135.49
Shri Sunil Kothari	0.00	172.08	172.08
Shri Vikas Kothari	0.00	142.98	142.98
Shri Vishal Kothari	0.00	140.65	140.65
T C Kothari Family & Trust	0.00	191.63	191.63
Vaibhav Kothari	0.00	136.91	136.91
Vidushi Kothari	0.00	145.04	145.04
Vivek Kothari	0.00	140.65	140.65
Advance			
Ultrawave Projects Private Limited	0.24	1.17	1.41
Any other transaction			
Bahubali Housing Co. P. Ltd	(31.00)	31.32	0.32
Little Star Finance (P) Ltd	(15.50)	27.37	11.87
Om Hydromech Pvt Ltd	0.00	0.45	0.45
Om Kothari Parivarik Trust	0.00	0.91	0.91
Interest paid			
Jupiter Metals (P) Ltd	13.74	0.00	0.00
Omil Wipl Jv	62.07	0.00	0.00
Lease Liability (including interest)			
Sanyon Properties Pvt Ltd	3.85	38.69	30.54
Security Deposit			
Om Metal Auto Private Ltd.	0.00	505.00	505.00
Om Infratech Private Limited	0.00	235.00	235.00
Om Hydromech Pvt Ltd	0.00	150.00	150.00
Om Auto Motors Pvt Ltd.	(66.89)	100.00	33.11
Sanyon Properties Pvt Ltd (including Interest)	10.87	98.81	109.68

OM INFRA LIMITED

(₹ in Lacs)

Investment			
Brccpl-Omil-Dara-Jv-Khajuwala Project	43.52	(136.46)	(92.94)
Hcc Omil Jv- Nokha Project	(82.53)	(84.35)	(166.88)
Om Metal Consotium Pf	3.87	2213.44	2217.31
Om Metals Spml Joint Venture, Rwanda	(1,319.88)	2063.35	743.47
Om Metals Spml Jv, Ghana	0.27	(21.58)	(21.31)
Om Ray Construction	0.00	85.07	85.07
Omil Jv Shahpurkhandi	(1,446.94)	703.34	(743.60)
Omil Wipl Jv	(23.96)	(510.84)	(534.80)
Omil+Jsc Jv-Kameng	(36.93)	456.29	419.36
Omil-Jwil-Vkmcpl-Jv	0.23	12.39	12.62
Spml-Om Metals Jv, Ujjain	169.66	53.77	223.43
Vkmcpl-Omil(Pench-II) Jv	30.99	0.00	0.00
Rent Paid			
Chandra Prakash Kothari & Sons	10.92	0.00	10.92
Dharam Prakash Kothari & Sons	10.92	0.00	10.92
Kuldeep Kothari & Sons	10.92	0.00	10.92
Sunil Kothari & Sons	10.92	0.00	10.92
Vivek Trust	10.92	0.00	10.92
Om Infratech Private Limited	24.00	(18.68)	5.51
Sanyon Properties	12.00	14.73	25.53
Purchase of goods or services			
Bhoorathnom Construction Company Private Limited	521.66	144.57	424.77
Hindustan Construction Company Limited	1441.12	1564.75	1174.77
Jupiter Metals (P) Ltd	8.87	582.39	244.29
Om Infratech Private Limited	9.23	0.00	0.00
Om Metal Auto Private Ltd.	11.90	0.00	0.00
Om Optel Industries Pvt Ltd	99.32	(82.22)	(238.16)
Omil Jv Shahpurkhandi	1288.05	0.00	0.00
Omil Wipl Jv	866.43	0.00	0.00
Soma Enterprise Limited	162.36	0.96	(30.52)
Remuneration			
Anugraha Jain	8.28	0.69	0.69
Bahubali Kothari	48.00	11.81	6.83
Bharat Kothari	48.00	(2.87)	1.22
Dharam Prakash Kothari	102.00	3.97	0.00
Reena Jain	7.80	0.66	0.65
Sunil Kothari	102.00	5.18	0.00
Sunil Kumar Jain	18.00	1.50	1.50
Vikas Kothari	62.40	10.29	0.00
Vishal Kothari	48.00	0.00	0.00
Rent and Hire Receipts			
Om Auto Motors Pvt Ltd.	22.50	42.59	0.00
Om Metal Auto Private Ltd.	102.51	27.69	(36.49)
Repair and Maintenance Income			
Jupiter Metals (P) Ltd	5.71	0.00	0.00

OM INFRA LIMITED

(₹ in Lacs)

Sale of goods or services			
Bhoorathnom Construction Company Private Limited	498.34	138.53	405.55
Brccpl-Omil-Dara-Jv-Khajuwala Project	769.44	615.96	1069.66
Hcc Omil Jv- Nokha Project	1397.89	2978.78	2008.29
Hindustan Construction Company Limited	1383.48	1441.73	1048.65
Omil Jv Shahpurkhandi	9463.74	5024.52	4994.14
Omil Wipl Jv	5337.45	1818.85	717.74
Phaloudi Constructions And Infrastructure Pvt Ltd	110.87	0.00	(0.30)
Synergy Promoters Private Limited	2.00	0.00	2.36

List of transactions with related parties during the previous year are as following except those from them comapny has not entered any transaction.

Particulars	Value of Transaction During the Reporting Period	Opening Balance	Closing Balance
Donation			
Om Kothari Foundation	43.00	0.00	0.00
Inter-Corporate Deposit			
Jupiter Metals (P) Ltd	204.26	378.13	582.39
Interest on Lease Liability			
Bahubali Housing co. P. Ltd	0.87	32.19	0.00
Little Star Finance (P) Ltd	0.87	32.19	0.00
Om Hydromech Pvt Ltd	0.99	36.79	0.00
Sanyon Properties Pvt Ltd	4.70	45.99	38.69
Interest on Security Deposit			
Sanyon Properties Pvt Ltd	9.79	89.02	98.81
Om Auto Motors Pvt Ltd.	(36.00)	136.00	100.00
Om Metal Auto Private Ltd.	0.00	500.00	500.00
Om Hydromech Pvt Ltd	2.45	89.02	150.00
Interest Paid			
Jupiter Metals (P) Ltd	38.24	0.00	0.00
Investment			
Om Metal Consotium PF	4.35	2209.09	2213.44
Om Ray Construction	0.00	85.07	85.07
Purchase of Goods or Services			
Om Metals Infratech Private Limited			
Jupiter Metals (P) Ltd	8.88	0.00	0.00
Om Metal Auto Private Ltd.	15.20	0.00	0.00
Om Optel Industries Pvt Ltd	166.64	(187.75)	(82.22)

OM INFRA LIMITED

(₹ in Lacs)

Remuneration			
Anugraha Jain	8.28	0.69	0.69
Bahubali Kothari	46.00	(1.82)	11.81
Bharat Kothari	46.00	(2.38)	(2.87)
Dharam Prakash Kothari	99.70	0.47	3.97
Reena Jain	7.86	0.00	0.66
Siddharth Kothari	45.00	7.57	16.80
Sunil Kothari	99.70	15.10	5.18
Sunil Kumar Jain	36.00	3.00	3.65
Vikas Kothari	60.40	11.91	10.29
Vishal Kothari	46.00	2.99	0.00
Rent			
Bahubali Housing Co. P Ltd	2.10	29.62	31.32
Little Star Finance (P) Ltd	2.10	25.48	27.37
Om Hydromech Pvt Ltd	2.40	63.29	0.45
Sanyon Properties Pvt Ltd	12.00	3.93	14.73
Chandra Prakash Kothari & Sons	10.80	9.72	0.00
Dharam Prakash Kothari & Sons	10.80	9.72	0.00
Kuldeep Kothari & Sons	10.80	9.72	0.00
Sunil Kothari & Sons	10.80	9.72	0.00
Vivek Trust	10.80	9.72	0.00
Sale of goods or services			
Jupiter Metals (P) Ltd	6.44	0.00	0.00
Om Auto Motors Pvt Ltd.	30.00	49.24	42.58
Om Metal Auto Private Ltd.	102.51	(8.01)	27.69
Sitting Fees			
Gopi Raman Sharma	0.19	0.37	0.26
Ramakant Tripathi	0.13	0.02	0.15
Saloni Kala	0.10	0.20	0.30
Vaibhav Jain	0.00	0.09	0.09
Booking Advance			
Anita Kothari	1.10	214.17	215.27
C.P. Kothari	0.00	192.33	192.33
Dharam Prakash Kothari	(0.44)	503.27	502.83
Om Optel Industries Pvt Ltd	0.00	879.25	879.25
Seema Kothari	0.00	125.80	125.80
Siddarath Kothari	0.00	135.49	135.49
T C Kothari & Sons Family Trust	0.00	191.63	191.63
Vaibhav Kothari	0.00	136.91	136.91
Vikas Kothari	0.00	142.98	142.98
Vishal Kothari	0.00	140.65	140.65
Vivek Kothari	0.00	140.65	140.65
Vivek Kothari			
Praveen Dhanraj Jain/ Monika Jain	0.00	164.57	164.57
Sunil Kothari	(172.08)	172.08	0.00
Vidushi Kothari (Jointly Booked With Vikas Kothari)	(145.04)	145.04	0.00
Jai/Sonali Tholiya	(215.26)	215.26	0.00
Sundry Creditor			
Om Kothari Parivarik Trust	0.00	0.91	0.91

52 Earning per Shares (E.P.S.)

(₹ in Lacs)

S.No.	Particulars	2025-26	2024-25
i)	Calculation of weighted average number of face value of equity shares of Rs. 1 each		
	No. of shares at the beginning of the year.	96303809	96303809
	Total equity shares outstanding at the end of the year	96303809	96303809
	Weighted average no of equity shares outstanding during the year.	96303809	96303809
ii)	Net Profit after Tax available for equity shares holders (Rs in Lacs)	2023.41	3410.79
iii)	Basic and diluted earning per shares (Rs.)	2.10	3.54
iv)	Nominal value of equity shares (Rs.)	1.00	1.00

53 (a) Incompliance with Ind As - 28 on financial reporting of interest in joint venture/partnership firm. Following disclosure are made in respect of jointly controlled entities in which the group is a joint venture /partner.

(b)Om Metal Consortium and Om Ray Joint Venture is a partnership firm.

Following are partner & their share ratio as per revised deed drawn on in Profit/Loss.

Name of partner	Om Metal Consortium Share ratio	Om Ray Joint Venture Share Ratio
Om Infra Limited	17.50%	99.50%
Subhash projects & marketing Ltd.	5.00%	
Nikhil Township (P) Limited	15.00%	
Amrfina Construction (P) Ltd.	5.00%	
Maurya Housing Limited	5.00%	
Om Infra Tech (P) Limited	2.50%	
Gore Goan Hotel Realty Pvt Ltd	50.00%	
Ray Construction Limited		0.50%

54 Disclosure pursuant to Ind AS 27 "Separate Financial Statements"

Investment in following subsidiaries, associates and joint ventures is accounted at cost.

Name of Company	As On 31.03.2026		As On 31.03.2025	
	Proportion of Direct Ownership (%)	Proportion of effective ownership interest / voting power (%)	Proportion of Direct Ownership (%)	Proportion of effective ownership interest /voting power (%)
Subsidiaries				
Indian Subsidiaries				
Om Metals Consortium Pvt. Ltd	100.00%	100.00%	100.00%	100.00%
High Terrace Realty Pvt. Ltd	100.00%	100.00%	100.00%	100.00%
Worship Infraprojects Pvt Ltd	100.00%	100.00%	100.00%	100.00%
Bihar Logistics Pvt. Ltd	99.00%	99.00%	99.00%	99.00%
Gujrat Warehousing Pvt. Ltd	99.00%	99.00%	99.00%	99.00%
Bhilwara Jaipur Toll Road Pvt. Ltd	51.28%	51.28%	51.28%	51.28%
Joint venture / Associate Companies				
Indian Joint venture / Associate Companies				
Sanmati Infra Developers Pvt. Ltd. (Share Warrents)				
Uttar Pradesh Logistics P. Ltd.*	50.00%	50.00%	50.00%	50.00%
West Bengal Logistics P.	50.00%	50.00%	50.00%	50.00%
Gurha Thermal Power Company Ltd.	50.00%	50.00%	50.00%	50.00%
Mega Equitas Private Limited	40.63%	40.63%	40.63%	40.63%
Joint Operation				
Indian Joint Operation				
HCC OMIL JV	50.00%	50.00%	50.00%	50.00%
BRCCPL OMIL JV	59.00%	59.00%	59.00%	59.00%
OMIL WIPL JV Isarda	50.00%	50.00%	50.00%	50.00%
OMIL JV Shahpurkhandi	98.00%	98.00%	98.00%	98.00%
SPML Om Metals JV	100.00%	100.00%	100.00%	100.00%
OMIL JSC JV Kameng	60.00%	60.00%	60.00%	60.00%
Om Metals SPML JV Ghana	100.00%	100.00%	100.00%	100.00%
Om Metals SPML JV Mapanga Rawanda	100.00%	100.00%	100.00%	100.00%
Om Metal - PSP Consortium	30.00%	30.00%	30.00%	30.00%
OMIL-JWIL-JV	51.00%	51.00%	51.00%	51.00%
OMIL-JWIL-VKMCPL	51.00%	51.00%	51.00%	51.00%
VKMCPL-OMIL (Pench-II)	30.00%	30.00%	30.00%	30.00%
Partnership Firm				
Indian Partnership Firm				
Om Metal Consortium	17.50%	17.50%	17.50%	17.50%
Om Ray Venture	99.50%	99.50%	99.50%	99.50%

55 Disclosure under Regulation 34(3) and 53(F)of Securities and Exchange Board of India (Listing obligation and disclosure requirement) Regulation, 2015.

Loans and Advances & debtors includes following amounts due from subsidiary / Joint Venture & other associates: -

(₹ in Lacs)

Name of Company	**Purpose for which the loan is proposed to be utilized by the recipient**	**Rate of Interest**	**Amount as on 31.03.2026**	**Maximum Amount outstanding as on 31.03.2026**
Gurha Thermal Power Company Ltd	Project Funding & Working Capital Requirement	0%	748.43	748.43

(₹ in Lacs)

Name of Company	**Purpose for which the loan is proposed to be utilized by the recipient**	**Rate of Interest**	**Amount as on 31.03.2025**	**Maximum Amount outstanding as on 31.03.2025**
Gurha Thermal Power Company Ltd	Project Funding & Working Capital Requirement	0%	748.43	748.43

*** No Interest Provided on Joint venture due to such company terminated its agreement with project authority and recovery of Interest amount is not probable.

56

a) The Group, as at 31 March 2026, has (i) a non-current investment amounting to Rs. 5589.70 Lacs (31 March 2025: 5589.70 lacs), and current advances of Rs. 6032.62 Lacs (31st March 2025 Rs.6024.00 Lacs) in Bhilwara Jaipur Toll Road Private Limited, subsidiary (P.Y. Joint Venture), is holding 51.28% (P.Y. 49%) share in Special Purpose Vehicle (SPV). SPV had been awarded project by Rajasthan State Govt. through PWD to Design, Build, Finance, Operate and transfer (DBFOT) SH-12 toll road through an agreement dated 12.07.2010. SPVwas granted a right to collect toll fees for 22 years starting from 02.02.2012 till 02.02.2034. Company is fulfilling its obligations perfectly despite of regular defaults made by government in fulfilling its obligations.

However, neither the arbitration award nor the amount received from the government has been accounted for in the SPV's financial statements as of the balance sheet date. This is because the Public Works Department (PWD) has challenged the arbitrator's award in an appeal to the High Court. Given the ongoing legal proceedings, the recognition of this amount in the financial statements has been deferred until there is a final resolution of the case.

b) The Group, as at 31 March 2026, has a non-current investment amounting to Rs. 2.50 lacs (31 March 2025: 2.50 lacs), and non-current advances of Rs. 748.43 Lacs (31st March, 2025 Rs. 748.43 Lacs) in Gurha Thermal Power Company Limited, aJoint Venture, is holding 50% share in Joint Venture.The Joint Venture has terminated the Power Purchase Agreement (PPA) on 15-07-2015 with Rajasthan RajyaVidhyut Prasaran Nigam Ltd (RRVPNL). The Joint Venture was formed for the Business of Power generation and selling the same to the RRVPNL. As the agreement is terminated by the Joint Venture and the Joint Venture has also filed the claim against the RRVPNL for the recovery of the amount invested by the Company of Rs. 750.16 Lacs plus interest. The Joint Venture has filed petition before the Rajasthan Electricity Regulatory Commission, Jaipur. RERC vide its order dated 09.01.2018 dismissed the petition. The Joint Venture challenged the order of RERC, Jaipur by filing appeal before the APTEL (Appellate Tribunal for Electricity), New Delhi.

The Joint Venture has filed for termination with the respective authority (DISCOMS) and has claimed the amount invested along with termination payments. Initially, the Rajasthan Electricity Regulatory Commission (RERC) dismissed the claim. Subsequently, the Joint Venture preferred an appeal before the Appellate Tribunal for Electricity (APTEL).

APTEL ruled in favor of the Joint Venture, awarding a total of Rs. 5,390.92 Lakhs, inclusive of interest. However, this verdict has not been accounted for in the Joint Venture's financial statements as of the balance sheet date. The decision has not been recognized in the financial statements due to appeal being filed against the APTEL's verdict in the Honorable Supreme Court. As the final outcome remains uncertain, the Joint Venture has deferred the recognition of the awarded amount in its financial records.

57 In every payment of running bill, project authority deduct retention amount on account of defect liabilities arise during the contract period which is either released by submitting bank guarantee or released after successful completion of project. This retention amount keeps accumulating. Collection of retention money is probable and therefore debtors on account of retention money are considered good based on the track record and previous performance of the company. Deduction of retention money has been claimed as per the provisions of Income Tax Computation and Disclosure Standards (ICDS). Company have created deferred tax on retention money due to difference in tax base and accounting base as per Ind As 12 and same has been considered for previous year as well.

58 In case of UP Amroha & Rampur (Revenue C.Y. Rs. 5904.03 Lacs and P.Y Rs 14145.73 Lacs) project, which has been allocated to OMIL-JWIL JV and SSNNL Gujrat (Revenue C.Y. Rs. 883.42 Lacs and P.Y. Rs. 550.53 Lacs) project which has been allotted to Om Metals -Spml JV but being a lead partner, revenue is been recognized in comapny’s books and Income tax is deducted in the name of Om Infra Limited itself. All payments were received by Om Infra Limited and no objection for the same has been received from project authority .

59 Insurance cover has been taken for bulky items at Kota factory like steel plates/ Machines etc. which are not easily subjected to for burglary or theft.

60 Due to high labour turnover at hilly or remote locations of project site some time it is very difficult to accomplish the labour related compliances in these regions.

61 The provision of Employees benefits has been taken on the basis of best judgment policy and prudent business practice as assessed and provided by the Board of directors and Remuneration committee.

62 After the award of work, sometimes other partner of the JV falls short of its financial commitment in JV and the one partner has to meet all financial obligations. This entails for modified profit percentage to the other partner in JV depending on nature and circumstances of the project and the JV agreement is supplemented to provide such effect.

63 Corporate Social Responsibility

As per section 135 of the Companies Act, 2013, a group meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years of corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

The Group has contributed an aggregate amount of ₹105.00 lakhs towards Corporate Social Responsibility (CSR) activities, comprising ₹40.00 lakhs to Shree Madhav Priya Gau Sewa Samiti, ₹50.00 lakhs to Dakshiva Welfare Foundation, and ₹15.00 lakhs to Om Kothari Foundation. As per the Utilization Certificates obtained from the respective implementing agencies, the entire amount has been utilized for the intended CSR purposes. The Group has relied upon these Utilization Certificates as evidence of utilization of the CSR expenditure.

- Gross amount required to be spent by the Company during the year is Rs. 105.00 Lacs (P.Y. Rs. 93.00 Lakhs).

- Amount spent during the year:

(₹ in Lacs)

Particulars	**Amount Spent**	**Yet to be spent**	**Total**
On Welfare of Poor	105.00	0.00	105.00
	105.00	**0.00**	**105.00**

Particulars	**2025-26**	**2024-25**
(i) Required to be spent	105.00	93.00
(ii) Excess spend of previous year utilised	0.00	11.12
Spend obligation (iii) = (i)-(ii)	**105.00**	**81.88**
(iv) Actual spent	105.00	85.00
Of which amount recognised in:		
(a) Balance Sheet	0.00	0.00
(b) Statement of Profit and Loss	105.00	85.00
(v) Excess spend shown as asset in previous year charged to Statement of Profit and Loss on its utilisation	0.00	0.00
Total amount shown in Statement of Profit and Loss	**105.00**	**85.00**

64 Claims
The Group raised various claims with various customer/ parties/subsidiaries of company/Joint Ventures/Subsidiaries amounting to Rs. 52771.23 lacs (Rs. 58116.80 Lacs in Previous Years), against these claims, the Arbitrator awarded claims of Rs. 1263.70 lacs (P.Y Rs.1401.70 lacs). The Group has not been recognizing the revenue on the aforesaid Arbitration Awards on its claimed including interest as awarded from time to time. There are also some counter claims by the customer / Other Parties amounting to Rs. 1805.72 Lacs (Rs. 1521.02 Lacs included in previous year) against these claims, the Arbitrator awarded claims to the customer of Rs. 366.94 lacs (Rs 82.24 lacs in the Previous Year). These awards are further challenged by the customer as well as the Group in the higher courts as the case may be. In accordance with past practice, the Group has not made adjustment because the same has not become rule of the court due to the objections filed by customer / parties and by the Group.

65 Amount received of Rs.30.98 Lacs (P.Y. Rs. 1.68 lacs) as profit from Joint venture namely OMIL VKMCPL JV (Pench -II) is received as per agreement dated 15th Nov 2019 between company and Vijay Kumar Mishra Construction Pvt. Ltd. (VKMCPL) . As per agreement company waived its rights in OMIL-VKMCPL JV (Pench II) in lieu of 1.5% of turnover to be received as profit only but such amount is shown as contractual work by VKMCPL and TDS is deducted accordingly. But company has booked such amount as profit from JV only as per agreement terms.

66 The group, through its two subsidiaries namely Gujrat Warehousing Private Limited (GWPL) & Bihar Logistics Private Limited (BLPL), had signed a concession agreement with Food Corporation of India (FCI) for the construction of silos on a Build, Own, Develop, and Operate (BODO) basis for a period of 30 years in Gujarat and Bihar. While a significant portion of the required land was acquired, a small portion encountered statutory hurdles. As a result, the subsidiaries had to surrender the project to FCI and sought a claim for the both projects. The matter is currently under arbitration. Meanwhile, the GWPL has sold the major portion of the acquired land in Gujarat, and the land in Bihar is in the process of monetization.

The group has invested Rs. 7.53 crores as share capital and advanced Rs. 12.33 crores in both subsidiaries, which are considered good and recoverable.

67 Other Statutory Information
(i) Title deeds of the Immovable Properties: The title deeds of the Immovable Properties are held in the name of the group as on 31st March, 2026 except :

Description of property	**Gross Carrying Value**	**Net Carrying Value (in Lacs)**	**Held in the name of**	**Whether promoter, Director or their relative or employee**	**Period held**
NBCC Plaza, Delhi *	2100	838.09	Om Ratnakar Private Limited (Pending for Registration)	No	9 years

*** Reason for not being held in the name of group**
The property can not be registered under the name of group as there are some judicial proceedings continuing against the whole building

(ii) Revaluation of Property, Plant and Equipment (PPE): The group has not revalued its PPE, accordingly the disclosure of information related to this point is not applicable.

(iii) Details of Benami Property Held: The group does not have any Benami property, where any proceeding has been initiated or pending against the group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(iv) Capital-Work-in Progress (CWIP): The group have Capital Work in Process as on 31st March,

(v) Intangible Assets under Development: The group have Intangible assets under development as

(vi) Loans and advances granted to promoters, directors, KMPs and the related parties: The Group has not granted loans and advances in the nature of loan to promoters, directors, KMPs and the related parties (as defined under the Act) either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment except loans and advance to its Joint venture and Subsidiaries (Refer Note - 10 & 17)

(vii) Security of Current Assets against Borrowings: The Group has borrowed funds from banks for working capital management and hypothicated the Inventories and Book Debts for the same.

(viii) Willful Defaulter: The Group has not been declared a wilful defaulter by any bank or financial institution or government, or any government authority.

(ix) Relationship with Struck off Companies : The group does not have any transactions with companies struck-off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

(x) Registration of Charges or Satisfaction with Registrar of Companies: The group has created charge(s) on its borrowings, and all terms and conditions relating to such charges have been complied with as at the reporting date.

(xi) Compliance with Number of Layers of Companies: The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013, read with Companies (Restriction on Number of Layers) Rules 2017.

(xii) Compliance with approved Scheme(s) of Arrangements: The Group has not undertaken any such transaction, accordingly the disclosure of information related to this point is not applicable.

(xiii) Utilization of Borrowed Funds and Share Premium:

a) The Group has not advanced or loan or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other persons or entity, including foreign entity (intermediaries) with the understanding that the intermediary shall directly or indirectly lend or invest in other persons or entitles identified in any manner whatsoever by or on behalf of the group (ultimate Beneficiaries) or provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b) The Group has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding that the group shall directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(xv) Undisclosed Income: The group does not have any transaction which is not recorded books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 .

(xvi) **Details of Crypto Currency or Virtual Currency:** The group does not have any cryptocurrency transactions during the financial year.

The Group 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 Act are not applicable to the Group.

(xvii) The other additional disclosures and information's (not specifically disclosed) as required by Schedule III are either nil or not applicable.

68 The Group have proposed Rs 0.50 final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

69 Figures for previous year have been re-arranged/regrouped wherever necessary to make them comparable.

Significant Accounting Policies and Notes to the financial statements **1 - 69**

Signed in terms of our report of even date annexed

For Ravi Sharma & Company
Firm`s Registration No. 015143C
Chartered Accountants

For and on behalf of Board of Directors
OM INFRA LIMITED

CA Sourabh Jain
Partner
M.No 431571
Place : Delhi
Dated :13-05-2026
UDIN: 26431571FWNLTC9522

Dharam Prakash Kothari
(Chairman)
(DIN 00035298)

Vikas Kothari
(Managing Director & CEO)
(DIN 00223868)

S.K.Jain
(CFO)

Sunil Kothari
(Vice Chairman)
(DIN 00220940)

Reena Jain
(Company Secretary)

OM INFRA LIMITED

Statement on Impact of Audit Qualifications (Consolidated) for the Financial Year ended March 31, 2026

[*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.	**Sl. No.**	**Particulars**	**Audited Figures (as reported before adjusting for qualifications)**	**Adjusted Figures (audited figures after adjusting for qualifications)**
	1.	Turnover / Total income	50005.60	47120.32
	2.	Total Expenditure	49580.93	49580.93
	3.	Net Profit/(Loss)	2055.93	-829.35
	4.	Earnings Per Share	2.14	-0.86
	5.	Total Assets	146429.69	143544.41
	6.	Total Liabilities	65625.61	65625.61
	7.	Net Worth	76236.49	73351.21
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	**Audit Qualification**			

a. Details of Audit Qualification: Unable to verify the unbilled revenue invoices of Rs.2885.28

b. **Type of Audit Qualification :**Qualified Opinion

c. **Frequency of qualification:** First

d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Verification of such unbilled revenue invoices is under process and such bills will be approved in due course of time

e. For Audit Qualification(s) where the impact is not quantified by the auditor:**Not Applicable**

(i) **Management's estimation on the impact of audit qualification:**

(ii) **If management is unable to estimate the impact, reasons for the same:**

(iii) **Auditors' Comments on (i) or (ii) above:**

Signatories:

III.

CEO/Managing Director -

CFO -

Audit Committee Chairman-

Statutory Auditor -

Place: New Delhi

Date: 13.05.2026

Additional Information as required under Schedule III to the Companies Act 2013 of Enterprises consolidated as Subsidiaries/Associates/Joint Ventures:

Financial Information of "Om Ray Partnership Firm"

Particulars	**As at 31.03.2026***	**As at 31.03.2025***
Non current Assets	0.00	0.00
Current Assets	0.00	0.00
Non current liablities	0.00	0.00
Current Liablity	0.00	0.00
Net Worth	**0.00**	**0.00**
%age of holding in joint venture	99.50%	99.50%
Holding In amount	0.00	0.00

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026***	**As at 31.03.2025***
Cash and Cash Equivalents	0.00	0.00
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	**As at 31.03.2026***	**As at 31.03.2025***
Revenue	0.00	0.00
Profit/(loss) for the year after tax	0.00	0.00
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	0.00	0.00
Dividend received from the joint venture during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026***	**As at 31.03.2025***
Depreciaton and amortization	0.00	0.00
Interest income	0.00	0.00
Interest expenses	0.00	0.00
Income tax expenses (income)	0.00	0.00

*** BALANCE SHEET NOT AVAILABLE**

Financial Information of "Om Consortium Partnership Firm"

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Non current Assets	12366.82	12363.51
Current Assets	557.12	528.08
Non current liabilities	0.00	0.00
Current Liability	19.31	19.05
Net Worth	**12904.63**	**12872.54**
%age of holding in Partnership firm	17.50%	17.50%
Holding In amount	2258.31	2252.69

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash and Cash Equivalents	5.98	5.61
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Revenue	0.00	0.00
Profit/(loss) for the year after tax	31.72	20.59
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	31.72	20.59
Dividend received from the firm during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Depreciaton and amortization	0.00	0.00
Interest income	31.72	30.44
Interest expenses	0.00	0.00
Income tax expenses (income)	9.90	9.85

Financial Information of "High Terrace Realty Private Limited"

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Non current Assets	1423.53	1423.53
Current Assets	161.59	162.43
Non current liablities	25.42	25.42
Current Liability	4.79	5.63
Net Worth	**1554.91**	**1554.91**
Total No of shares	10000.00	10000.00
Equity value per share	15549.10	15549.10
%age of holding in subsidiary	100.00%	100.00%
Holding In amount	**1554.91**	**1554.91**

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash and Cash Equivalents	8.44	158.44
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Liablities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Revenue	0.00	0.00
Profit/(loss) for the year	0.00	144.64
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	0.00	144.64
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Depreciaton and amortization	0.00	0.00
Interest income	0.00	0.00
Interest expenses	0.00	0.00
Income tax expenses	0.00	0.00

Financial Information of "Om Metals Consortium Private Limited"

Particular	As at 31.03.2026	As at 31.03.2025
Non current Assets	1235.97	1042.62
Current Assets	28425.69	30818.34
Non current liablities	22433.57	22433.31
Current Liablity	7802.00	9856.55
Net Worth	**(573.91)**	**(428.90)**
Total No of shares	2352860	2352860
Equity value per share	(24.39)	(18.23)
%age of holding in subsidiary	100%	100%
Holding In amount	**(573.91)**	**(428.90)**

The Above Amount of assets and liablities include the following:

Particulars	As at 31.03.2026	As at 31.03.2025
Cash and Cash Equivalents	410.13	538.64
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	22433.57	22433.31

Particulars	As at 31.03.2026	As at 31.03.2025
Revenue	3127.38	6020.93
Profit/(loss) for the year	(145.01)	(393.20)
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	(145.01)	(393.20)
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	As at 31.03.2026	As at 31.03.2025
Depreciaton and amortization	0.00	0.00
Interest income	10.96	49.11
Interest expenses	18.65	1456.57
Income tax expenses	0.00	0.00

Financial Information of "Worship Infraprojects Private Limited"

Particulars	As at 31.03.2026	As at 31.03.2025
Non current Assets	55.81	57.69
Current Assets	2383.49	2857.34
Non current liablities	8.77	193.61
Current Liability	1511.28	1833.32
Net Worth	**919.25**	**888.10**
Total No of shares	10000	10000
Equity value per share	9192.50	8881.00
%age of holding in subsidiary	100%	100%
Holding In amount	**919.25**	**888.10**

The Above Amount of assets and liablities include the following:

Particulars	As at 31.03.2026	As at 31.03.2025
Cash and Cash Equivalents	0.83	0.84
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	As at 31.03.2026	As at 31.03.2025
Revenue	2358.50	4198.15
Profit/(loss) for the year	31.15	213.19
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	31.15	213.19
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	As at 31.03.2026	As at 31.03.2025
Depreciaton and amortization	3.06	3.06
Interest income	37.75	11.39
Interest expenses	0.00	1.56
Income tax expenses	178.05	-37.66

Financial Information of "Bihar Logistc Private Limited"

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Non current Assets	1633.47	1618.96
Current Assets	7.65	5.05
Non current liablities	1739.57	1723.18
Current Liablity	5.45	2.12
Net Worth	**(103.90)**	**(101.29)**
Total No of shares	10000	10000
Equity value per share	(1,039.00)	(1,012.90)
%age of holding in subsidiary	99%	99%
Holding In amount	**(102.86)**	**(100.28)**

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash and Cash Equivalents	0.08	0.09
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	1739.57	1723.18

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Revenue	0.00	0.00
Profit/(loss) for the year after tax	(2.62)	(3.92)
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	(2.62)	(3.92)
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Depreciaton and amortization	0.00	0.00
Interest income	0.00	0.00
Interest expenses	0.00	0.00
Income tax expenses (income)	0.00	0.00

Financial Information of "Gujrat Warehousing Private Limited"

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Non current Assets	537.68	537.08
Current Assets	543.96	567.18
Non current liablities	5.93	5.93
Current Liablity	2.55	16.87
Net Assets	**1073.16**	**1081.46**
Total No of shares	19230	19230
Equity value per share	5580.66	5623.82
%age of holding in subsidiary	99%	99%
Holding In amount	**1062.43**	**1070.65**

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash and Cash Equivalents	0.25	0.25
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	5.93	5.93

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Revenue	0.00	0.00
Profit/(loss) for the year after tax	(8.29)	18.88
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	(8.29)	18.88
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Depreciaton and amortization	0.00	0.00
Interest income	0.00	77.58
Interest expenses	0.01	21.14
Income tax expenses (income)	0.00	10.02

Financial Information of "Bhilwara Jaipur Toll Road Private Limited"

Particulars	As at 31.03.2026	As at 31.03.2025
Non current Assets	36514.50	36514.50
Current Assets	3945.91	3930.10
Non current liablities	0.00	0.00
Current Liability	31105.10	31089.51
Net Assets	**9355.31**	**9355.09**
Total No of shares	7225092.00	7225092.00
Equity value per share	129.48	129.48
%age of holding in Subsidiary	51.28%	51.28%
Holding In amount	**4797.40**	**4797.29**

The Above Amount of assets and liablities include the following:

Particulars	As at 31.03.2026	As at 31.03.2025
Cash and Cash Equivalents	0.39	0.39
Current Financial Liablities (excluding trade and other payable and provisions)	6032.62	6024.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	As at 31.03.2026	As at 31.03.2025
Revenue	0.00	0.00
Profit/(loss) for the year	0.23	0.94
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	0.23	0.94
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	As at 31.03.2026	As at 31.03.2025
Depreciaton and amortization	0.00	0.00
Interest income	0.00	0.94
Interest expenses	0.00	0.00
Income tax expenses (income)	0.00	0.00

Financial Information of "Gurha Thermal Power Company Private Limited"

Particulars	As at 31.03.2026*	As at 31.03.2025*
Non current Assets	1988.24	1988.24
Current Assets	0.02	0.02
Non current liablities	2243.38	2243.40
Current Liablity	44.68	44.53
Net Worth	**(299.80)**	**(299.67)**
Total No of shares	50000.00	50000.00
Equity value per share	(599.60)	(599.34)
%age of holding in joint venture	50%	50%
%age of holding in joint venture amount	**(299.80)**	**(299.67)**

The Above Amount of assets and liablities include the following:

Particulars	As at 31.03.2026*	As at 31.03.2025*
Cash and Cash Equivalents	0.02	0.02
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	2243.38	2243.40

Particulars	As at 31.03.2026*	As at 31.03.2025*
Revenue	0.00	0.00
Profit/(loss) for the year	(0.13)	(304.37)
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	(0.13)	(304.37)
Dividend received from the subsidiary during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	As at 31.03.2026*	As at 31.03.2025*
Depreciaton and amortization	0.00	0.00
Interest income	0.00	0.00
Interest expenses	0.00	304.00
Income tax expenses (income)	0.00	0.00

Financial Information of "Mega Equitas Private Limited"

(Joint Venture by Company's Subsidary High Terrace Realty Private Limited)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Non current Assets	0.00	0.00
Current Assets	3155.27	3155.96
Non current liabilities	0.00	0.00
Current Liability	3.19	3.89
Net Assets	**3152.09**	**3152.07**
Total No of shares	10000.00	10000.00
Equity value per share	3152.09	3152.07
%age of holding in joint venture	40.63%	40.63%
Holding In amount	**1280.69**	**1280.69**

The Above Amount of assets and liablities include the following:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Cash and Cash Equivalents	109.02	290.28
Current Financial Liablities (excluding trade and other payable and provisions)	0.00	0.00
Non-Current financial Laiblities (excluding trade and other payable and provisions)	0.00	0.00

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Revenue	0.00	0.00
Profit/(loss) for the year	0.02	(14.35)
Other Comprehensive income for the year	0.00	0.00
Total comprehensive income for the year	0.02	(14.35)
Dividend received from the joint venture during the year	0.00	0.00

The above Profit/(loss) for the year include the followings:

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Depreciaton and amortization	0.00	0.00
Interest income	0.46	0.00
Interest expenses	0.15	0.23
Income tax expenses	0.00	13.47

FORM AOC-1

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies.

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

PART "A": SUBSIDIARIES

(Rs. In Lacs.)

NAME OF SUBSIDIARY	Om Metal Consortium Private Limited	High Terrace Realty Private Limited	Worship Infraprojects Private Limited	Gujrat Warehousing Private Limited	Bihar Logistics Pvt Ltd	Bhilwara Jaipur Toll Road P. Ltd
Share Capital	235.29	1.00	1.00	1.92	1.00	722.51
Reserves & Surplus	-809.19	1553.91	918.25	1071.24	-104.91	8632.80
Total Assets	29661.66	1585.12	2439.30	1081.64	1641.11	40460.41
Total Liabilities	30235.57	30.22	1520.05	8.48	1745.02	31105.10
Investment	0.25	1191.06	38.90	0.00	0.00	0.20
Total Income	3279.38	0.00	2396.28	2.16	0.00	0.23
Profit Before Taxation	-140.78	0.00	24.37	-8.29	-2.62	0.23
Share of Profit/loss of Joint Venture & Associates	0.00	0.00	0.00	0.00	0.00	0.00
Provision For Taxation	4.24	0.00	178.05	0.00	0.00	0.00
Deferred Tax	0.00	0.00	-184.83	0.00	0.00	0.00
Profit After Taxation	-145.01	0.00	31.15	-8.29	-2.62	0.23
Proposed Dividend	0.00	0.00	0.00	0.00	0.00	0.00
% Of Shareholding	100.00%	100.00%	100.00%	99.00%	99.00%	51.28%

PART “B”: ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

(Rs. in Lacs)

Sr. No.	**Name of Associates/Joint Ventures**		**Shares of Associate/Joint Ventures held by the company on the year end**				**Profit/Loss for the year**			
		Latest audited Balance sheet Date	**No. of shares**	**Amount of Investment in Associates/ Joint Venture**	**Extend of Holding %**	**Net worth attributable to shareholding as per latest audited Balance sheet**	**Considered in consolidation**	**Not considered in consolidation**	**Description of how there is significant influences**	**Reason why the associate/ Joint venture is not consolidated**
1	Gurha Thermal Power Co. Limited	31-03.2026	25000	2.50	50.00 %	149.90	0.00	-0.13	Joint Venture	
2	Mega Equitas Private Limited	31-03.2026	4063	1165.44	40.63 %	1280.29	0.01	0.01	Joint Venture	

For and on behalf of Board of Directors

Dharam Prakash Kothari	Sunil Kothari	Vikas Kothari
(Chairman)	(Vice Chairman)	(M. D. & CEO)
DIN: 00035298	DIN: 00220940	DIN: 00223868

Place: Delhi

Reena Jain (Company Secretary)

S. K. Jain (CFO)

Dated: 13th May, 2026