LANDMARC
Leisure Corporation Limited
CIN: L65990MH1991PLC060535

Date: 02.09.2026

To,
The Manager
Dept. of Corporate Services
BSE Limited,
1st Floor, New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Ref: Scrip Code: 532275

Sub: Notice of 35th Annual General Meeting of the Company

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (as amended) read with Schedule III of the SEBI Listing Regulations, we are submitting the Notice of the 35th AGM of the Company scheduled to be held on Thursday, September 24, 2026, at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The aforesaid AGM Notice is also being uploaded on the website of the Company at https://www.llcl.co.in/investors-desk/.

This is for your information and for public at large.

Thanking you,

Yours faithfully

For Landmarc Leisure Corporation Limited

MAHADEVAN RAMANATHAN KAVASSERY
Digitally signed by MAHADEVAN RAMANATHAN KAVASSERY
Date: 2026.09.02 17:59:53 +05'30'

Mahadevan Ramanathan Kavassery
Whole-time Director
DIN: 07485859

Registered Office: 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road),
Near Andheri Station Subway, Andheri -East, Mumbai - 400069.
Tel. No.: 022-61669190/91/92. Fax No.: 022 61669193. Email: grievances@llcl.co.in. Website: www.llcl.co.in

Annual Accounts
2025-2026

of

Landmarc Leisure Corporation Limited

INDEX

NOTICE

Notice is hereby given that the 35th Annual General Meeting ("AGM") of the Members of M/s. Landmarc Leisure Corporation Limited, (CIN L65990MH1991PLC060535) is scheduled to be held on Thursday, September 24, 2026 at 11.00 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31st March 2026, the statement of Profit and Loss for the financial year ended 31st March, 2026 together with Reports of the Directors' and Auditors' thereon.

2. To appoint Ms. Vidhi Vikas Kasliwal (DIN: 00332144) as a Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.

3. To appoint M/s. S M M P & Company, Chartered Accountants as Statutory Auditors of the company and fix their remuneration:

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

   "RESOLVED THAT pursuant to the provisions of Section 139, 140 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 reenactments thereof for the time being in force) and based on the recommendations of the Audit Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded to appoint M/s. S M M P & Company, Chartered Accountants, (Firm Registration No. 120438W) as Statutory Auditors of the Company for a term of five (5) consecutive years to hold office from conclusion of this Thirty-fifth Annual General Meeting of the Company ("AGM") until the conclusion of fortieth Annual General Meeting to be held in the year 2031, in place of M/s. S K H D & Associates, Chartered Accountants (Firm Registration No: 105929W) whose tenure expires at this AGM, at an annual remuneration / fees of Rs. 80,000/- (Rupees Eighty Thousand only) per annum (exclusive of taxes and reimbursement of out of pocket expenses at actuals).

   RESOLVED FURTHER THAT any one of the Directors of the company be and is hereby severally authorized to do all such acts, deeds and things necessary in order to give effect to the above resolution."

SPECIAL BUSINESS:

4. To appoint M/s. M. K. Saraswat and Associates LLP, Company Secretaries (UIN: S2012MH191300) as the Secretarial Auditor of the Company:

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

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, M/s. M. K. Saraswat and Associates LLP, Company Secretaries (UIN: S2012MH191300) be and is hereby appointed as the Secretarial Auditor of the Company for a term of 5 (Five) consecutive years, to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 40th AGM of the Company (to be held for the financial year 2030-31), to conduct the Secretarial Audit from the financial year 2026-27 to 2030-31, at a remuneration as per the details mentioned in the Explanatory Statement attached to this Notice and such remuneration be fixed by the Board of Directors of the Company and/or any Committee thereof (the "Board").

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to sign and file necessary forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

By order of the Board of Directors

SD/-
Mahadevan Ramanathan Kavassery
Whole-time Director
DIN: 07485859

Place: Mumbai
Date: 11.08.2026

Registered Office:
303, Raaj Chamber, 115 R.K. Paramhans Marg
(Old Nagardas Road), Near Andheri Station Subway,
Andheri East, Mumbai - 400069
CIN: L65990MH1991PLC060535
Email: grievances@llcl.co.in
Website: https://www.llcl.co.in/

Notes:-

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act'), setting out the material facts concerning the business with respect to Item No(s). 3 & 4 forms part of this Notice. Further, relevant information pursuant to Regulation(s) 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and disclosure requirements in terms of Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice. Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), relating to the Ordinary Business to be transacted at this Annual General Meeting ('AGM') is also annexed.

2. Pursuant to the General Circular Nos. 14/2020, 17/2020, 20/2020 dated April 08, 2020, April 13, 2020, May 05, 2020 respectively read with the General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and in compliance with the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the 35th Annual General Meeting of the Company ("35th AGM" / "AGM") is being held through VC/OAVM Facility, which does not require physical presence of Members at the venue. The proceedings of the 35th AGM shall be deemed to be made conducted at the Registered Office of the Company situated at 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri -East, Mumbai - 400069.

3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC / OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE**.

4. Pursuance of Section 112 and Section 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or Body Corporates can attend the AGM through VC/OAVM and cast their votes through e-voting, subject to the applicable conditions as mentioned in Note No. 25 below.

5. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to shivharijalancs@gmail.com with a copy marked to grievances@llcl.co.in.

6. The Register of Members and Share transfer books of the Company will remain closed from Friday, 18th September, 2026 to Thursday, 24th September, 2026 (both days inclusive).

7. As per Regulation 40 of the SEBI Listing Regulations (as amended), requests for effecting transfer of Securities, shall not be processed unless the Securities are held in the dematerialized form and the transmission or transposition of Securities held in physical or dematerialised form shall be effected only in dematerialised form. Hence, the Members holding Equity shares of the Company in physical

form are requested to take action to dematerialize the same promptly. The Members may also note that as per the SEBI Circular SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, the Company is required to issue the Securities in dematerialized form only, while processing the service requests in relation to issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios/ transmission and transposition of securities.

8. SEBI vide its Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has simplified the procedure and standardized the format of documents for transmission of securities and issuance of duplicate securities certificates respectively. The relevant Forms, in this regard, have been made available on the website of the RTA at https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3

9. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Bigshare Services Private Limited ("Bigshare") in case the shares are held by them in physical form. Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter is also being sent by the Company to those Members, whose e-mail addresses are not registered, providing the web-link including the exact path of the Company's website from where the Notice and Annual Report for FY 2025-26 is available and can be accessed. In case any Member needs the physical copy of the Annual report for FY2025-26, the request shall be sent to the registered office of the Company or emailed to the Company at grievances@llcl.co.in mentioning their Folio No./ DP ID and Client ID.

10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Bigshare Services Private Limited in case the shares are held by them in physical form.

11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Bigshare Services Private Limited in case the shares are held in physical form.

12. Members are requested to note the following:

    Members holding shares in physical form are requested to intimate any change in their address, name, bank details, ECS mandates, nominations, Power of Attorney, etc. to the Company's Registrar and Transfer Agent, Bigshare Services Private Limited, Office no S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai-400093 ("RTA" / "R&T Agent"). Kindly quote the ledger folio number in all your correspondence. For updation of the bank account details / mandate, kindly send the scan copy of a signed request letter mentioning therein the name, folio number, bank account details, self-attested copy of PAN card / Form ISR-1 and Form ISR-2 (as applicable, refer note no. 8 above) and a cancelled cheque leaf with pre-printed name of the Member (first shareholder) of the Company, to the Registrar and Transfer Agent.

SEBI vide its Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 ("SEBI Circulars") and the FAQs released by the SEBI has provided common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC and Nomination details. Further as per the said SEBI Circular, the Shareholders holding shares in physical form and who have not updated their KYC details (viz., PAN; Choice of Nomination; Contact Details; Mobile Number; Bank Account Details and signature) against their folio on or after April 01, 2024 with Bigshare Services Private Limited, Registrar to an Issue and Share Transfer Agent of the Company ("RTA"), their dividend shall be withheld by the Company and the same shall be immediately released electronically, upon updation of KYC.

Members holding shares in dematerialized form are requested to intimate any change in their address, name, bank details, ECS mandates, nominations, Power of Attorney, etc. to their respective Depository Participants (DPs) only. Kindly quote client ID and DP ID numbers in all your correspondence.

13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

15. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 22, 2026 through email on grievances@llcl.co.in. The same will be replied by the Company suitably.

16. Disclosure with respect to Demat suspense account / unclaimed suspense account

    Information pursuant to Regulation 34 (3) read with Clause F of Schedule V of LODR. As on date of this report, there are no shares in the demat suspense account or unclaimed suspense account of the Company.

17. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website https://www.llcl.co.in/investors-desk/, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only The Notice shall also be available on the e-voting website of the agency engaged for providing e-voting facility, i.e. Central Depository Services (India) Limited, viz., www.evotingindia.com.

    All documents referred to in the Notice and the Explanatory Statement/Annexure shall be made available for inspection by the Members of the Company, without payment of fees upto the date of AGM. Members desirous of inspecting the same may send their requests not later than September 24, 2026 at grievances@llcl.co.in from their registered e-mail addresses mentioning their names and folio numbers/demat account numbers. In accordance with the MCA Circulars, the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement will be available for inspection on the date of AGM in electronic mode and shall remain open and be accessible to any Member.

18. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

19. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Thursday, September 17, 2026**, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.

20. The Company has appointed Shiv Hari Jalan & Co, Practicing Company Secretaries, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

21. The facility for voting through electronic voting system be made available at the AGM and the members attending the AGM through VC/OAVM, who have not already cast their vote by remote e-voting, may exercise their right to vote at the AGM through E-Voting. The Company has entered into an arrangement with Central Depository Services (India) Limited for facilitating remote e-voting for AGM.

22. **The remote e-voting facility starts on Monday, 21st September, 2026 at 9.00 a.m. and ends on Wednesday, 23rd September, 2026 at 5.00 p.m. During this period, Members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date of Thursday, September 17, 2026, may cast their votes electronically. The remote e-voting module will be disabled by Central Depository Services (India) Limited for voting thereafter at 5.00 p.m. on Wednesday, 23rd September, 2026 at 5.00 p.m. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.**

23. Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their respective registered email id(s) in advance atleast 48 hours before the commencement time of 35th AGM, mentioning their name, demat account number/folio number, email id, mobile number at grievances@llcl.co.in. Members who do not wish to speak during the AGM but would like to seek further information or clarification on the Annual financial statements or operations of the Company, may send their queries from their registered email id(s) in advance atleast 48 hours prior to the AGM date, mentioning their name, demat account, number/folio number, email id, mobile number at grievances@llcl.co.in, so that the queries can be suitably replied by the Company.

24. SEBI circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 (updated vide master circular SEBI/HO/OIAE/OIAE_IAD-3/P/ CIR/2023/195 as on December 20, 2023), inter alia states that to resolve a grievance, the Member shall first take up the grievance with the listed entity. If the grievance is not resolved satisfactorily, the Member can escalate it through the SCORES Portal following the specified guidelines. If the Member is not satisfied with the outcome, the Member can initiate the dispute resolution through the Online Dispute Resolution ("ODR") Portal (https://smartodr.in/login). Members may peruse the said master circular for details.

25. **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Monday, 21st September, 2026 at 09.00 A.M. and ends on Wednesday, 23rd September, 2026 at 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday, 17th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 is 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 & My Easi New (Token) 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at

	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; grievances@llcl.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders 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 Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **2 days prior to meeting**

mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

26. The Chairman shall at the end of discussion on the resolutions on which voting is to be held, allow voting for all those members who are present at the AGM through VC/OAVM but have not cast their votes through the remote e-voting and otherwise not barred from doing so, shall be eligible to vote through e-voting system provided during the AGM.

27. The Scrutinizer shall, within the timelines prescribed under the applicable law, after the conclusion of the e-voting period and conclusion of AGM, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and the consolidated Scrutinizer's Report of the votes cast in the favor or against, if any, shall be submitted to the Chairman of the AGM or any authorized Director of the Company. Within two working days from the conclusion of the AGM, the voting results shall be intimated by the Company to Central Depository Services (India) Limited and

the BSE Limited where the Company's securities are listed, and shall be displayed along with the Scrutinizer's report on the Company's website https://www.llcl.co.in/investors-desk/ and Central Depository Services (India) Limited's website https://www.evotingindia.com/. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of 35th AGM i.e. September 24, 2026.

28. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR Code and IFSC Code, mandates, nomination, power of attorney, change of address, change of name, e-mail address, contact numbers, etc to their depository participant ("DP"). Members holding shares in physical form are requested to intimate such changes to Company's RTA, i.e. Bigshare Services Private Limited along with relevant evidences or supporting.

29. The details of dispatch of Notice to the Members will be published in at least 1 (one) English and 1 (one) vernacular language newspaper circulating in Maharashtra.

30. Members who have not registered their E-mail address so far are requested to register their email for receiving all communication including Annual Report, Notices and Circulars etc. from the company electronically. Members can do this by updating their email addresses with their depository participants.

    Registration of email ID and Bank Account details:

    (a) In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

    (b) In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

    (i) Kindly log in to the website of our RTA, Bigshare Services Private Limited., https://www.bigshareonline.com/InvestorRegistration.aspx – fill in the details and upload the required documents and submit. OR

    (ii) **In the case of Shares held in Demat mode**:
    The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

By order of the Board of Directors

SD/-
Mahadevan Ramanathan Kavassery
Whole-time Director
DIN: 07485859

Place: Mumbai
Date: 11.08.2026

Registered Office:
303, Raaj Chamber, 115 R.K. Paramhans Marg
(Old Nagardas Road), Near Andheri Station Subway,
Andheri East, Mumbai - 400069
CIN: L65990MH1991PLC060535
Email: grievances@llcl.co.in
Website: https://www.llcl.co.in/

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

The following Statement sets out all material facts relating to the Ordinary Business mentioned in the Notice:

Item No. 3

The Members of the Company at the 30th Annual General Meeting ("AGM") held on September 30, 2021 approved the re-appointment of M/s. S K H D & Associates, Chartered Accountants (Firm Registration No: 105929W), as the Statutory Auditors of the Company for a period of five consecutive years from the conclusion of the said AGM until the conclusion of 35th AGM of the Company, pursuant to the provisions of Section 139 of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 (as amended). Accordingly, M/s. S K H D & Associates will complete their present term on conclusion of this 35th AGM. The last remuneration of M/s. S K H D & Associates in connection with the Statutory Audit/limited review for the financial year 2025-26 as mutually agreed and approved by the Board was Rs. 80,000 plus applicable taxes and out of pocket expenses.

The Board of Directors of the Company ("Board") at its meeting held on 11.08.2026 based on the recommendations of the Audit Committee, approved and recommended to the Members, the appointment of M/s. S M M P & Company, Chartered Accountants, (Firm Registration No. 120438W), as the Statutory Auditors of the Company, in place of M/s. S K H D & Associates whose tenure expires at 35th AGM, for a period of five consecutive years from the conclusion of this 35th AGM till the conclusion of the 40th AGM of the Company at an annual remuneration not exceeding Rs. 80,000/- plus applicable taxes and reimbursement of actual out-of-pocket expenses, for the financial year 2026-27 in connection with the statutory audit/limited review, as applicable. Other certification charges and scope of work as may be approved by the Board and/or mutually agreed. As per the approval sought from the Members in Resolution No. 3, the remuneration for the balance period shall be decided by the Board based on the recommendations of the Audit Committee.

The Board/Audit Committee considered various parameters such as audit experience, market standing of the firm, clientele served, technical knowledge etc., and found M/s. S M M P & Company to be best suited to handle the statutory audit of the financial statements of the Company, at mutually agreed annual remuneration as mentioned above.

M/s. S M M P & Company, Chartered Accountants, (Firm Registration No. 120438W) Brief on Profile of Firm: The firm was set up in 1982. The Firm has an all-round experience of Statutory Audits, Restructuring, Internal and Management Audits, Risk Advisory, Process and Systems Study, Tax Audits, Management Consultancy, Due Diligence, Amalgamations, Takeovers and Mergers, Project Financing, Bank audits, Income Tax proceedings at various levels including Representation for search & seizure, Company Law, Reserve Bank, Stock Exchange & SEBI Related Matters, Consultancy in relation to Goods & Services Tax (GST), Insolvency and Bankruptcy Code, etc. The Firm has complied with the requirements of Peer Review as prescribed by the ICAI and holds a Peer Review Certificate with a validity till 31-May-2027. The firm has presence in Mumbai, Delhi, Indore and Jaipur. The firm has empaneled with the Comptroller and Auditor General of India (CAG) and Bank Audits.

M/s. S M M P & Company has provided the confirmation and consent to the Company that they are eligible for appointment as the Statutory Auditors and appointment, if made, will be in accordance with the conditions prescribed under Section 139 and 141 of the Companies Act, 2013.

The Board recommends the Resolution set out at Item No. 3 to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution at Item No. 3 of the Notice.

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

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 4

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [as amended] read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") [as amended], every listed company is required to annex to the Boards' Report/Annual Report, a Secretarial Audit Report issued by a Company Secretary in practice who is appointed by the Board of Directors of the Company.

The Securities and Exchange Board of India ("SEBI") vide its notification dated December 12, 2024, amended the SEBI Listing Regulations in which sub regulation (1) of regulation 24A was substituted with the amendment stating that the Secretarial Audit needs to be undertaken by a peer reviewed Company Secretary in practice, and is appointed on the recommendation of the Board of Directors and approved by the Members at the Annual General Meeting. If the appointed Company Secretary in practice is an individual, then he/she shall hold the office for a period of one term of five consecutive years and if it is a firm, then it can hold office for a period of two terms of five consecutive years.

In view of the aforesaid, pursuant to the recommendation of Audit Committee, the Board of Directors of the Company ("Board") has approved and recommended appointment of M/s. M. K. Saraswat & Associates LLP, Company Secretaries in Practice (Unique Identification No. S2012MH191300), as the Secretarial Auditor of the Company for a term of five consecutive years to conduct Secretarial Audit from the financial year 2026-27 to the financial year 2030-31 i.e. to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of 40th (Fortieth) AGM of the Company to be held for the financial year 2030-31. The basis of recommendation are the following credentials, experience of the individual, capability and evaluation of the Secretarial audit work done by him in the past.

Brief profile/credentials:

M/s. M. K. Saraswat & Associates LLP, Company Secretaries in Practice headquartered in Mumbai and has over 12 year of experience in providing advice and represent over 300 body corporates, including listed and unlisted public companies, private limited companies, and LLPs, providing end-to-end services in Secretarial Audit, Due Diligence, Corporate Governance, and Compliance Management.

Furthermore, in terms of the amended regulations, the aforesaid proposed Secretarial Auditor has indicated that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate (Peer review No. 2172/2022). He has also given his consent to act as the Secretarial Auditor of the Company and confirmed that: (i) the aforesaid appointment, if made, would be within the prescribed limits under the Companies Act & Rules made thereunder and SEBI Listing Regulations; and (ii) he is not disqualified to be appointed as the Secretarial Auditor in terms of provisions of the said Act, Rules made thereunder and SEBI Listing Regulations.

The proposed fees for the financial year ending March 31, 2027, is Rs. 35,000/- (Rupees Thirty-five Thousand Only), plus applicable taxes and out-of-pocket expenses. For subsequent years of the term, the remuneration shall be determined by the Board based on the recommendations of the Audit Committee.

The fees for other permissible services / certifications will be in addition to the Secretarial Audit fees and be decided, in consultation with the Secretarial Auditor, by the Board, as per the recommendations of the Audit Committee.

The Board recommends the resolution set out at Item No. 4 to be passed as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their Relatives are concerned or interested financially or otherwise in the resolution.

By order of the Board of Directors

SD/-
Mahadevan Ramanathan Kavassery
Whole-time Director
DIN: 07485859

Place: Mumbai
Date: 11.08.2026

Registered Office:
303, Raaj Chamber, 115 R.K. Paramhans Marg
(Old Nagardas Road), Near Andheri Station Subway,
Andheri East, Mumbai - 400069
CIN: L65990MH1991PLC060535
Email: grievances@llcl.co.in
Website: https://www.llcl.co.in/

ANNEXURE TO NOTICE

DETAILS PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015 IN RESPECT OF DIRECTORS SEEKING APPOINMENT / RE-APPOINTMENT.

Sr. No	Particular	Details
1.	Name of Director:	Ms. Vidhi Vikas Kasliwal
2.	DIN / PAN:	00332144
3.	Date of Appointment on the Board:	17/06/2005
4.	Date of Birth/ Age:	07th September, 1981/ 44 years
5.	Experience:	Over 2 years of Experience
6.	Nature of her expertise in specific functional areas:	She possesses a rare blend of creative and analytical skills which enable her to breakdown complex subjects thus making it simpler for her team to function well. She wrote and produced documentaries, movies.
7.	Terms and conditions of appointment / reappointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Ms. Vidhi Vikas Kasliwal has consented to retire by rotation at the ensuing Annual General Meeting, for compliance with the requirement of Section 152 of the Companies Act, 2013, and being eligible, offers herself for re-appointment.
8.	Details of last drawn remuneration	Nil
9.	Shareholding including shareholding as a beneficial owner:	Nil
10.	Directorship in other Listed Company:	Nil
11.	Chairman/Member of Committees in listed Companies including Landmarc Leisure Corporation Limited:	Landmarc Leisure Corporation Limited: Chairman: Nil Member: Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
12.	Qualification:	B.com, Creative Producer's Program
13.	Disclosure of relationships between directors inter-se:	Ms. Vidhi Vikas Kasliwal is relative of the Promoter and Promoter Group and she is not related to the any directors of the Company.
14.	Functional Area:	Non-Executive Non-Independent
15.	Number of meetings of the Board attended during the F.Y. 2025 - 26	9/9

DIRECTOR'S REPORT

Dear Stakeholders,

Your Directors have pleasure in presenting the 35th Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2026.

1. FINANCIAL RESULTS

Your Company's financial performance during the year 2025-26 is summarized below:

(Rs. In Lakhs)

Particulars	2025-26	2024-25
Revenue from Operations	6.93	115.47
Other Income	28.72	8.85
Total Revenue	**35.65**	**124.32**
Less: Depreciation Expenses	(0.65)	(0.74)
Less: Expenses	(100.41)	(98.11)
Profit/(Loss) Before Extraordinary Items and Tax	(65.41)	25.47
Less: Extraordinary Items	-	-
Profit/(Loss) Before Tax	**(65.41)**	**25.47**
Less: Taxation	-	-
Profit/(Loss) After Tax	**(65.41)**	**25.47**
EPS (in Rs.)	(0.006)	0.003

2. FINANCIAL SUMMARY

Your Company's total revenue stood at Rs. 35.65 (Rs. In Lakhs) in the financial year 2025-26 from Rs. 124.32 (Rs. In Lakhs) in the financial year 2024-25, registering a decline of 71.32% compared to the previous financial year.

The Company reported a Net Loss after tax of Rs. 65.41 (Rs. In Lakhs) for F.Y. 2025–26, compared to a Net Profit after tax of Rs. 25.47 (Rs. In Lakhs) in F.Y. 2024–25.

3. CHANGE IN NAME OF THE COMPANY

There was no change in the name of the company during the year under review.

4. CHANGE IN NATURE OF BUSINESS

There is no change in the nature of the business of the company.

5. TRANSFER TO RESERVES

In view of the loss incurred by the Company during the financial year under review, no amount has been transferred to the General Reserve or any other reserve.

6. SHARE CAPITAL

Authorised Share Capital:

As on March 31, 2026, the Authorised Share Capital of the Company stood at Rs. 1,10,00,00,000/- (Rupees One Hundred and Ten Crores Only), comprising 99,40,00,000 Equity Shares of Re. 1/- (Rupee One Only) each and 10,60,000 Preference Shares of Rs. 100/- (Rupees One Hundred Only) each. There was no change in the Authorised Share Capital of the Company during the year under review.

Issued, subscribed and Paid Up Share Capital:

As on March 31, 2026, the Issued, Subscribed and Paid-up Equity Share Capital of the Company stood at Rs. 98,00,00,000/- (Rupees Ninety-Eight Crores Only), comprising 98,00,00,000 Equity Shares of Re. 1/- (Rupee One Only) each.

During the year under review, pursuant to the approval of the Board of Directors on 20.05.2025, the approval of the shareholders on 20.06.2025, and the in-principle approval received from BSE Limited on 20.09.2025, the Company allotted 18,00,00,000 (Eighteen Crores) Equity Shares of face value of Re. 1/- (Rupee One only) each at an issue price of Rs. 1.11/- (Rupee One and Eleven Paise only) per Equity Share on 06.10.2025, by way of preferential allotment to non-promoter investors. The preferential issue aggregated to Rs. 19,98,00,000/- (Rupees Nineteen Crores Ninety-Eight Lakh only).

Subsequently, the Company obtained listing approval from BSE Limited on 29.12.2025, and trading approval was received from BSE Limited on 26.02.2026, pursuant to which the aforesaid Equity Shares were listed and admitted for trading with effect from 27.02.2026.

Further, during the year under review, the Board of Directors, at its meeting held on February 13, 2026, approved the premature redemption of 2,54,000 (Two Lakh Fifty-Four Thousand) 0% Cumulative Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred Only) each, fully paid-up, aggregating to Rs. 2,54,00,000/- (Rupees Two Crores Fifty-Four Lakh Only).

7. DIVIDEND

Due to conservation of resources for future expansion your directors have not recommended any dividend on the Equity Shares for the financial year under review.

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), top one thousand listed entities based on market capitalization shall formulate a dividend distribution policy. The Company is outside the purview of top one thousand listed entities. In view of this formulation of a dividend distribution policy is not applicable to the Company.

8. PUBLIC DEPOSITS

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

9. STATUTORY AUDITORS AND STATUTORY AUDIT REPORT

M/s. S K H D & Associates, Chartered Accountants (Firm Registration No: 105929W), were re-appointed as statutory auditors for a period of (5) five consecutive years at the 30th Annual General Meeting ("AGM") of the Company held on 30th September, 2021 to hold office from the conclusion of the said Meeting till the conclusion of the 35th AGM to be held in the year 2026.

Your Board recommends the appointment of M/s. S M M P & Company, Chartered

Accountants, (Firm Registration No. 120438W), as Statutory Auditors of the Company for a period of 5 years from the conclusion of this AGM till the conclusion of the 40th AGM to be held in the year 2031, in place of retiring auditors viz. M/s. S K H D &Associates, Chartered Accountants, on such remuneration as shall be fixed by the Board of Directors of the Company. The Company has received letter from the M/s. S M M P & Company, Chartered Accountants, to the effect that their appointment, if made, would be within the prescribed limit under Section 141 (3) (g) of the Companies Act, 2013 and that they are not disqualified from the appointment.

Auditor's Report:

The Auditor's Report on the financial statement for the current year is self-explanatory, therefore does not require any further explanation. The Company has already submitted declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 to the Stock Exchange(s).

The Statutory Audit Report for the financial year ended March 31, 2026 contains the following qualification(s), reservation(s), adverse remark(s), and/or disclaimer(s):

Sr. No.	Observations	Management Response
1.	Refer Note No. 31 to the financial statement of the Company which states that the Company has given Interest-free Loans to parties for amounting to Rs. 455.87 Lakhs for which term sheet and other documents are not regularized thereby having consequential impact on Loss of the Company for the year ended and Loans to the above extent as per the requirements of Ind AS 109, Financial Instruments.	The observation is self-explanatory, therefore does not require any further explanation.
2.	Refer Note No. 32(a) of the financial statement of the Company regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful advance/deposits given to a party amounting to Rs. 2,218.28 Lakhs, the said Company has gone into Resolution under Insolvency and	The observation is self-explanatory, therefore does not require any further explanation.

	Bankruptcy Code (IBC), consequently, advances/deposits and shareholders' funds are overstated, and the loss for the year is understated by Rs. 2,218.28 lakhs.	
3.	Refer Note No. 32(b) to the financial statement regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful Security deposit given by the Company and non-availability of confirmation, as the said Company has gone into Liquidation and liquidator has been appointed amounting to Rs. 1,500 Lakhs, consequently, Security deposit and shareholders' funds are overstated, and the loss for the year is understated by Rs. 1,500 lakhs.	The observation is self-explanatory, therefore does not require any further explanation.
4.	Refer Note No. 33 to the financial statement which states that the Company has during the year ended has not carried out Actuarial valuation as per the recommendations of Ind AS 15 "Employee Benefits" issued by the Institute of Chartered Accountants of India and instead provided for Gratuity on accrual basis as per Management Estimates. The amount of shortfall in such provision is currently unascertainable since the Actuarial Valuation was not carried out. However, the management is of the opinion that the provision created in the books is sufficient considering the number of employees.	The observation is self-explanatory, therefore does not require any further explanation.

10. INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Rules made thereunder, the Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on May 28, 2024, appointed M/s. Kunal B. Shah & Associates as the Internal Auditor of the Company for a period of (3) three years, commencing from the Financial Year 2024-25 and continuing up to the Financial Year 2026-27.

11. COST AUDITOR REPORT AND COST RECORD

The provisions relating to the maintenance of cost records under Section 148(1) of the Companies Act, 2013 and the appointment of a Cost Auditor under Section 148(3) of the

Companies Act, 2013 are not applicable to the Company. Accordingly, the Company is not required to maintain cost records or appoint a Cost Auditor.

12. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE COMPANIES ACT, 2013

There are no frauds reported by the Statutory Auditors of the Company under Section 143 (12) of the Companies Act, 2013.

13. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Listing Regulations the Board of Directors in their meeting held on May 28, 2024 have re-appointed M/s. NVB & Associates, Practicing Company Secretary as Secretarial Auditor to conduct the Secretarial Audit of the Company for the Financial Years 2024-25.

M/s. NVB & Associates, Practising Company Secretaries ceased to be the Secretarial Auditors of the Company w.e.f. August 29, 2025 due to pre-occupation.

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations (as amended), the members of the Company at 34th AGM have appointed M/s. DSM and Associates, Company Secretaries (UCN: P2015MH038100) as the Secretarial Auditor of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of 34th AGM till the conclusion of 39th AGM of the Company (to be held for the financial year 2029-30) i.e. to conduct the Secretarial Audit from the financial year 2025-26 to the financial year 2029-30.

M/s. DSM and Associates, Company Secretaries (UCN: P2015MH038100), ceased to be the Secretarial Auditors of the Company w.e.f. 27th February 2026 due to pre-occupation.

M/s. Amit Jalan & Associates (Firm Registration Number S2024MH999400), Practicing Company Secretaries were appointed as the Secretarial Auditor of the Company at the Board Meeting held on 30th March 2026 to fill the casual vacancy caused due to the resignation of M/s. DSM and Associates, Company Secretaries, (UCN: P2015MH038100), to hold the office of the Company until the conclusion of the ensuing Annual General Meeting.

M/s. Amit Jalan & Associates, Company Secretaries (Firm Registration Number

S2024MH999400), ceased to be the Secretarial Auditors of the Company w.e.f. 22nd June 2026 due to inadequacy of professional fees.

M/s. Pimple & Associates, Practicing Company Secretaries were appointed as the Secretarial Auditor of the Company at the Board Meeting held on 22nd June 2026 to fill the casual vacancy caused due to the resignation of Amit Jalan & Associates, Company Secretaries, to hold the office of the Company until the conclusion of the ensuing Annual General Meeting. The Secretarial Audit Report for the F.Y. 2025-26 is annexed as **"Annexure 1"** and forms an integral part of this Report. The Secretarial Audit Report for the financial year ended March 31, 2026 contains the following qualification(s), reservation(s), adverse remark(s), and/or disclaimer(s):

Sr. No.	Action taken under	Details of Violation	Details of action taken e.g. fines, warning letter, department etc.	Observation/remarks of the Practising Company Secretary, if any	Management Response
1.	Regulation 33	The Board Meeting outcome for the financial results for the quarter ended 30.09.2025 was submitted belatedly. The same was required to be submitted by 14.11.2025, however, it was submitted on 17.11.2025 without the Limited Review Report. The final outcome along with the Limited Review Report was submitted on 21.11.2025.	The BSE has levied penalty of Rs. 29500/-	Company has paid penalty on January 12, 2026	The Company has taken corrective action by submitting the final outcome along with the Limited Review Report and by paying the penalty levied by BSE. The Company should ensure timely submission of financial results along with the Limited Review Report in future
2.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended March 31, 2025.	The BSE has levied a penalty of Rs. 18000/-	Company has paid penalty on August 8, 2025	The Company has taken corrective action by submitting the Shareholding Pattern and

		The Shareholding Pattern was required to be submitted on or before 21.04.2025 was submitted on 30.04.2025			paying the penalty levied by BSE. The Company should strengthen its internal compliance monitoring system to avoid such delay in future
3.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended June 30, 2025. The Shareholding Pattern was required to be submitted on or before 21.07.2025 was submitted on 24.07.2025	NA	Shareholding pattern submitted with delay of 3 days.	The Company has complied by filing the Shareholding Pattern. However, the Company should take necessary steps to ensure timely filing of Shareholding Pattern within the prescribed timeline in Future.
4.	SOP fine	Payment of fine amounting to Rs. 13,52,752/- pertains to earlier year Non-compliances / delayed Filings	The BSE has levied Penalty of Rs. 13,52,752/-	Company has paid penalty on August 8, 2025	
5.	Section 149 and 150 read with the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019	The registration of the Independent Director in the Independent Directors' databank was pending	NA	The registration of the Independent Director in the Independent Directors' databank was pending	The Company is advised to complete the registration formalities of the Independent Director in the databank and maintain proper documentary evidence for Future records.

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations (as amended), the aforesaid provisions of the Companies Act, 2013 and based on the recommendations of the Audit Committee and subject to the approval of the members of the Company, the Board has appointed M/s. M. K. Saraswat and Associates LLP, Company Secretaries (UIN: S2012MH191300) as the Secretarial Auditor of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of ensuing AGM till the conclusion of 40th AGM to be held for the financial year 2030-31 i.e. to conduct the Secretarial Audit from the financial year 2026-27 to the financial year 2030-31.

Brief profile of the said proposed Secretarial Auditor is separately provided in the Notice of ensuing AGM. M/s. M. K. Saraswat and Associates LLP has given his consent to act as the Secretarial Auditor of the Company and confirmed that: (i) the aforesaid appointment, if made, would be within the prescribed limits under the Act & Rules made thereunder and SEBI Listing Regulations; and (ii) he is not disqualified to be appointed as the Secretarial Auditor in terms of provisions of the Act, Rules made thereunder and SEBI Listing Regulations.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, the following changes were made in the composition of Directors:

1. The company through its (01/2025-26) postal ballot dated June 20, 2025, re-appointed Mr. Mahadevan Ramanathan Kavassery (DIN: 07485859) as a Whole-Time Director and Chief Financial Officer (CFO) for a period of three years effective from April 12, 2025 to April 11, 2028.

2. Mr. Jaljeet Kiran Ajani (DIN: 07977686) resigned from the post of Non- Executive Independent Director with effect from August 07, 2025 vide his resignation letter dated August 07, 2025.

3. Mr. Mahadevan Ramanathan Kavassery resigned from the position of Chief Financial Officer with effect from close of business hours on March 21, 2026 vide his resignation letter dated March 21, 2026.

4. Mr. Vikrant Raju Lad was appointed as Chief Financial Officer of the Company with effect from March 30, 2026 at the Board meeting of the Company held on March 30, 2026.

The list of Directors and Key Managerial Personnel as of 31st March 2026 are as follows:

Name of Director and KMP	Category	Designation	Date of Appointment
Ms. Vidhi Vikas Kasliwal	Non-executive Non-Independent Director	Director	17/06/2005
Mr. Mahadevan Ramanathan Kavassery	Executive Director	Whole-time director	12/04/2016
Mr. Rudra Narain Jha	Non-executive Independent Director	Independent Director	12/04/2016
Mr. Jitendra Balwansinh Chaudhary	Non-executive Independent Director	Independent Director	24/01/2022
Ms. Aarti Bagdi	Non-executive Independent Director	Independent Director	24/01/2022
Ms. Jalmeen Kaur Kalsi	Key Managerial Personnel	Company Secretary	03/01/2024
Mr. Vikrant Raju Lad	Key Managerial Personnel	CFO	30/03/2026

Subsequent to the end of the financial year under review, Mr. Rudra Narain Jha (DIN: 00033291), Non-Executive Independent Director, retired from the Board upon completion of his 2nd term at the close of business hours on April 11, 2026.

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 incurred by them for the purpose of attending meetings of the Board/ Committee(s) of the Company.

15. RETIREMENT BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Rules made thereunder and the Article of Association of the Company, Ms. Vidhi Kasliwal (DIN: 00332144), Director, retires by rotation at the ensuing Annual General Meeting ("AGM") and being eligible offers herself for re-appointment. The Board recommends the said re-appointment of Ms. Vidhi Kasliwal at the ensuing Annual General Meeting and her brief profile is provided in the notice convening the said AGM of the Company.

17. MEETING OF BOARD AND COMMITTEE

a) Board Meetings

During the year, 09 (Nine) meetings of the Board of Directors were held. The requisite details of the board meetings and the details of the Directors present are provided in the Corporate Governance Report, which forms part of this Report.

b) Committees

As per the Companies Act, 2013 and the SEBI Listing Regulations, during the year under review, the Board has three statutory committee viz., Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. The details of the composition of these Committees along with number of meetings held and attendance at the meetings are provided in the Corporate Governance Report, which forms an integral part of this report.

18. ANNUAL RETURN

The Annual Return along with Notice of AGM is uploaded on the website of the Company. The web link for the same is as under: https://llcl.co.in/

19. DETAILS OF SUBSIDIARIES/ASSOCIATES/JOINT VENTURES, IF ANY

As on March 31, 2026, the Company does not have any subsidiary, associate or joint venture.

20. VIGIL MECHANISM

The Company has established a Vigil Mechanism that enables the Directors and Employees to report genuine concerns. The Vigil Mechanism provides for (a) adequate safeguards against victimization of persons who use the Vigil Mechanism; and (b) direct access to the Chairperson of the Audit Committee of the Board of Directors of the Company in appropriate or exceptionalcases.

The web link for the policy is as under: https://llcl.co.in/

21. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) read with Part B of Schedule V of the Listing Regulations, is annexed as **Annexure- 4** of this Report.

22. CORPORATE SOCIAL RESPONSIBILITY

The provisions of Corporate Social Responsibility are not applicable to the Company as it does not fall within the purview of Section 135(1) of the Companies Act, 2013.

23. RELATED PARTY TRANSACTIONS

In line with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations, the Company has formulated a Policy on Related Party Transactions. The Policy can be accessed on the Company's website at https://llcl.co.in/.

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. These transactions with related parties during the financial year 2025-26 were not material within the meaning and scope of Section 188 of Companies Act, 2013. Materiality w.r.t Transactions with Related Parties: The Transactions with Related Parties, if any are identified as material based on policy of materiality defined by Board of Directors. Any transaction which is likely to exceed/ exceeds 10% of previous year's Turnover of the Company during the current financial year is considered as Material by the Board of Directors. Thus, the information pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is not applicable to the Company.

24. RISK MANAGEMENT

The Company has devised and implemented a mechanism for risk management.

25. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company proactively keeps its Directors informed of the activities of the Company, itsmanagement and operations and provides an overall industry perspective as well as issues being faced by the industry. Details of the Familiarization program for Independent Directors form part of the website of the Company. The web link of Familiarization program is as under: https://llcl.co.in/

26. INDEPENDENT DIRECTOR'S MEETING

The Board of Directors of the Company meets once in every Financial Year without the presence of Executive Directors and Management of the Company. The role of the Directors is as per theprovisions of Companies Act, 2013 as well as the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

27. DECLARATION BY INDEPENDENT DIRECTOR

All Independent Directors of the Company have given the following declarations stating that:

- They meet the 'criteria of Independence' as defined under Regulation 16(1) of the SEBI

Listing Regulations and Section 149(6) of the Companies Act, 2013 read with Schedule IV and the relevant Rules made thereunder;

- They have complied with the provisions of the Code of Conduct & Ethics of the Company. The Independent Directors have confirmed that they are not aware of any circumstance or situation which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 (as amended).

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

28. A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

In the opinion of the board, the independent directors fulfill the conditions specified in SEBI(LODR) Regulations, 2015, and are independent of the management of the Company.

29. BOARD EVALUATION

The Board evaluated the effectiveness of its functioning of the Committees and of individual Directors, pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

The Board sought the feedback of Directors on various parameters including:

- Degree of fulfilment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.);
- Structure, composition and role clarity of the Board and Committees;
- Extent of co-ordination and cohesiveness between the Board and its Committees;
- Effectiveness of the deliberations and process management;
- Board/Committee culture and dynamics; and
- Quality of relationship between Board Members and the Management.

The above criteria are broadly based on the Master Circular issued by the Securities and Exchange Board of India on November 11, 2024.

In a separate meeting of independent directors, performance of non-independent directors, the

Board as a whole and Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual directors to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

30. CORPORATE GOVERNANCE

The company has complied with the provisions of Regulation 17 to 27 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent possible. A separate section on Corporate Governance forms part of the Directors' Report as stipulated in Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is included in the Annual Report as **Annexure – 3.**

31. STATEMENT OF COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS:

During the year under review, the Company has complied with the provisions of applicable Secretarial Standards issued by the Institute of Company Secretaries of India with respect to the Board Meetings (including committee meetings) and General Meetings, as notified by the Ministry of Corporate Affairs of India.

32. PARTICULARS OF LOANS GIVEN, GUARANTEES GIVEN OR INVESTMENTS MADE UNDER SECTION 186 OF COMPANIES ACT, 2013

The Company has not given any corporate guarantee during the year under the review. The particulars of loans and investments made by Company pursuant to Section 186 of the Companies Act, 2013 are given in the notes to the financial accounts forming part of the Annual Report. The loans and advances made by the Company, during the financial year under review, are within the limits prescribed in the section 186 of the Companies Act, 2013.

33. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

34. SIGNIFICANT AND / OR MATERIAL ORDERS PASSED BY THE REGULATORS

During the year under review, the following material orders were passed by BSE Limited:

Sr. No.	Action taken under	Details of Violation	Details of action taken e.g. fines, warning letter, department etc.	Fines or penalty paid by the Company
1.	Regulation 33	The Board Meeting outcome for the financial results for the quarter ended 30.09.2025 was submitted belatedly. The same was required to be submitted by 14.11.2025, however, it was submitted on 17.11.2025 without the Limited Review Report. The final outcome along with the Limited Review Report was submitted on 21.11.2025.	The BSE has levied penalty of Rs. 29500/-	Company has paid penalty on January 12, 2026
2.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended March 31, 2025. The Shareholding Pattern was required to be submitted on or before 21.04.2025 was submitted on 30.04.2025.	The BSE has levied penalty of Rs. 18000/-	Company has paid penalty on August 8, 2025
3.	SOP fine	Payment of fine amounting to Rs. 13,52,752/- pertains to earlier year Non-compliances/ delayed Filings	The BSE has levied penalty of Rs. 13,52,752/-	Company has paid penalty on August 8, 2025
4.	Regulation 17(1A), 19(1) & 19(2)	Levied Fine for Non-compliance with Regulation 17(1A) of SEBI (LODR) Regulation, 2015 i.e., Non-compliance with	The BSE has levied penalty of Rs. 217120/- (inclusive GST) for Non-compliance with Regulation 17(1A).	Company states that it has been compliant with the provisions of the SEBI (Listing Obligations and

		the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy-five years for the quarter ended December 31, 2025 and Levied Fine for Non-compliance with Regulation 19(1)/19(2) of SEBI (LODR) Regulation, 2015 i.e., Non-compliance with the constitution of nomination and remuneration committee for the quarter ended December 31, 2025 .	Further, levied penalty of Rs. 217120/- (inclusive GST) for Non-compliance with Regulation 19(1)/19(2).	Disclosure Requirements) Regulations, 2015 and has also submitted a waiver application in respect of the fine levied by BSE on 12 March 2026. Accordingly, there is no impact on the financial, operational, or other activities of the listed entity.

35. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

As on March 31, 2026, there is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

36. 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

There is no one time settlement done with bank or any financial institution.

37. DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013

The Company does not have any employee/Director who is in receipt of remuneration aggregating to the sum prescribed in Section 197 of the Companies Act, 2013 ("the Act") read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 which is attached as **Annexure – 2.**

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

The Company has in place a policy for prevention of Sexual Harassment at the Workplace in line with the requirements of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company is not required to constitute committee.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

Sr. No.	Particulars	Number
A	Number of complaints of Sexual Harassment received in the Year	Nil
B	Number of Complaints disposed of during the year	Nil
C	Number of cases pending for more than ninety days	Nil

39. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and all the applicable amendments and re-enactments made thereunder, 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 in the name of Investor Education and Protection Fund. During the year under review, the Company was not required to transfer any unpaid dividend to Investor Education and Protection Fund and Equity Shares to the demat account of Investor Education and Protection Fund (IEPF).

Details of Nodal Officer are displayed on the Company's website at: https://www.llcl.co.in/investors-desk/.

40. MATERNITY BENEFIT

During the year under review, there were no employees eligible to avail benefits under the Maternity Benefit Act, 1961. However, the Company remains fully compliant with the provisions of the Act and is committed to ensuring adherence to all applicable laws and regulations.

41. (a) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Your Company has directed its efforts to reduce energy costs by way of optimum utilization of electricity in its day to day activities. Your Company adopts modern technology in its day to day activities with a view of optimization of energy and other natural resources.

(b) FOREIGN EXCHANGE EARNINGS AND OUTGO

There was no foreign exchange inflow or outflow during the year under review.

42. GENERAL DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

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

3. The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

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

5. No orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

6. No Significant orders have been passed by the Regulators, Courts, Tribunals impacting going concern status and status of company's operations in future.

7. During the year under review there are no shares in the demat suspense account or unclaimed suspense account of the Company.

8. During the year under review, there were no instance of one-time settlement with banks or financial institutions and hence the differences in valuation as enumerated under Rule 8(5)(xii) of Companies (Accounts) Rules, 2014, as amended, do not arise.

43. ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls besides timely statutory audit and limitedreviews of performance taking place periodically.

44. DIRECTOR’S RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:-

(a) In the preparation of the Annual Accounts for the year ended 31st March, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

(b) Such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and 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 as at 31st March, 2026 and of the loss of the Company for the year ended on that date;

(c) The Directors have taken proper and sufficient care for 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 annual accounts for the year ended 31st March, 2026 have been prepared on a going concern basis;

(e) Directors has laid down internal financial controls to be followed by the Company and such Internal Financial Controls are adequate and operating effectively;

(f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

45. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Pursuant to Regulation 34 of the SEBI Listing Regulations, top one thousand listed entities based on market capitalization shall provide Business Responsibility and Sustainability Report. The Company is outside the purview of top one thousand listed entities. In view of this Business Responsibility and Sustainability Report is not applicable.

46. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING

Your Company has in place a Code of Conduct for Prohibition of Insider, which lays down the process for trading in securities of the Company by the Designated Persons and to regulate, monitor and report trading by the employees of the Company either on his/her own behalf or on behalf of any other person, on the basis of Unpublished Price Sensitive Information. The aforementioned amended Code, as amended, is available on the website of the Company.

47. LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the Annual Listing Fees for the year 2026-27 to BSE Ltd where the Company's Shares are listed.

48. DISCLOSURE AS REQUIRED UNDER CLAUSE 5A TO PARA A OF PART A OF SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company or the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company has not entered into agreements among themselves or with a third party, or solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company.

49. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT AS SPECIFIED UNDER REGULATION 32 (7A) LISTING REGULATIONS:

During the year under review, the Company allotted 18,00,00,000 (Eighteen Crore) equity shares of face value of Re. 1/- (Rupee One Only) each at an issue price of Re. 1.11/- (Rupee One and Eleven Paise Only) per equity share on a preferential basis to non-promoters, aggregating to Rs. 19,98,00,000/- (Rupees Nineteen Crore Ninety-Eight Lakhs Only).

Pursuant to the provisions of Regulation 32(7A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has utilized the funds raised through the preferential allotment for the objects stated in the notice seeking the approval of the members, namely:

- General Corporate Purpose (25%) – Rs. 4,95,00,000/-
- Creation of Marathi Movies Content Library – Rs. 4,00,00,000/-
- Creation of Hindi Movies Content – Rs. 3,00,00,000/-
- Creation of Music Content – Rs. 4,00,00,000/-
- Working Capital – Rs. 3,85,00,000/-

The statement of utilization of funds pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the aforesaid preferential allotment has been duly filed with the Stock Exchange.

The Company confirms that there has been no deviation or variation in the utilization of funds raised through the preferential allotment from the objects stated in the notice dated 20.05.2025 convening the Postal Ballot.

50. ACKNOWLEDGEMENT

Your Director's takes opportunity to show gratitude towards the assistance and co-operation received from Shareholders.

For and on Behalf of the Board of Directors of

Landmarc Leisure Corporation Limited

Sd/-	**Sd/**
K. R. Mahadevan	**Vidhi Kasliwal**
Whole Time Director	**Director**
DIN: 07485859	**DIN: 00332144**

Place: Mumbai
Date: 11.08.2026

<u>ANNEXURE - 1</u>

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

Landmarc Leisure Corporation Limited

303, Raaj Chamber,115, R.K Pramhans Marg,

Near Andheri Station Subway, Andheri East,

Mumbai-400069.

CIN: L65990MH1991PLC060535

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Landmarc Leisure Corporation Limited** (hereinafter called **"the Company"**) for the Financial Year ended March 31, 2026. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliancesand expressing our opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Landmarc Leisure Corporation Limited** ("the Company") for the financial year ended on **March 31, 2026** according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under; **(to the extent applicable during the period under review)**

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules madethereunder; **(to the extent applicable during the period under review)**

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (**to the extent applicable during the period under review)**

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; ***(not applicable to the company during the audit period);***

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

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: ***(to the extent applicable during the period under review)***

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***(to the extent applicable during the period under review).***

a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***(to the extent applicable during the period under review)***

c. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***(not applicable to the company during the audit period);)***

d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***(not applicable to the company during the audit period);***

e. 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; ***(to the extent applicable during the period under review).***

f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***(not applicable to the company during the audit period);***

g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ***(not applicable to the company during the audit period);***

h. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (***to the extent applicable during the period under review***)

i. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***(not applicable to the company during the audit period);***

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

vi. Other applicable laws to Company:

a) The Trade Unions Act, 1926
b) The Employees' Compensation Act, 1923
c) The Employees' Pf and Miscellaneous Provisions Act, 1952
d) The Minimum Wages Act, 1948
e) The Payment of Bonus Act, 1965
f) The Apprentices Act, 1961
g) The Maternity Benefit Act, 1961
h) The Payment of Gratuity Act, 1972
i) The Child Labour (Prohibition and Regulation) Act, 1986
j) Employees' State Insurance Act, 1948
k) GST Related Act
l) Trademarks and Copyrights related acts
m) General local laws as may be applicable to the Company.

I have also examined compliance with the applicable clauses/regulations of thefollowing:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); I further report that:

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

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on

test check basis to ensure that the correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.

4. Wherever required, we have obtained the Management Representations about the compliance of laws, rules and regulations and occurrence of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examinationwas 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.

The listed entity has complied with the provisions of the above Act, Rules, Regulations and circulars/ guidelines issued there under, except in respect of matters specified below: -

Sr. No.	Action taken under	Details of Violation	Details of action taken e.g. fines, warning letter, department etc.	Observation/remarks of the Practising Company Secretary, if any
1.	Regulation 33	The Board Meeting outcome for the financial results for the quarter ended 30.09.2025 was submitted belatedly. The same was required to be submitted by 14.11.2025, however, it was submitted on 17.11.2025 without the Limited Review Report. The final outcome along with the Limited Review Report was submitted on 21.11.2025.	The BSE has leived penalty of Rs. 29500/-	Company has paid penalty on January 12, 2026
2.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended March 31, 2025. The Shareholding Pattern was required to be submitted on or before 21.04.2025 was submitted on 30.04.2025	The BSE has leived penalty of Rs. 18000/-	Company has paid penalty on August 8, 2025
3.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended June 30, 2025. The Shareholding Pattern was required to be submitted on or before 21.07.2025 was submitted on 24.07.2025	NA	Shareholding pattern submitted with delay of 3 days.
4.	SOP fine	Payment of fine amounting to Rs. 13,52,752/- pertains to earlier year Non-compliances / delayed filings.	The BSE has leived penalty of Rs. 13,52,752/-	Company has paid penalty on August 8, 2025

5.	Section 149 and 150 read with the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019	The registration of the Independent Director in the Independent Directors' databank was pending	NA	The registration of the Independent Director in the Independent Directors' databank was pending

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that during the audit period under review the Company:

1. The Members of the Company, through Postal Ballot dated June 20, 2025, approved the following matters:
   - Issue and allotment of up to 18,00,00,000 Equity Shares having face value of Re. 1/- each at an issue price of Rs. 1.11/- per Equity Share, aggregating to Rs. 19,98,00,000/-, on preferential basis.
   - Re-appointment of Mr. Mahadevan Kavassery as Whole-Time Director and Chief Financial Officer of the Company and approval of his remuneration.

2. Mr. Jaljeet Ajani resigned as Non-Executive Independent Director of the Company with effect from August 07, 2025.

3. The Board of Directors of the Company, at its meeting held on October 06, 2025, approved the allotment of 18,00,00,000 Equity Shares at an issue price of Rs. 1.11/- per Equity Share, consisting of face value of Re. 1/- and premium of Rs. 0.11/- per Equity Share, to the allottees on preferential basis.

4. The Board of Directors of the Company, at its meeting held on Friday, February 13, 2026, inter alia, considered and approved the redemption of 2,54,000 Cumulative Redeemable Preference Shares of Rs. 100/- each, fully paid-up.

5. Mr. Mahadevan Ramanathan Kavassery resigned from the position of Chief Financial Officer and Key Managerial Personnel of the Company with effect from March 21, 2026.

6. The Board of Directors of the Company, at its meeting held on Monday, March 30, 2026, inter alia, considered and approved the Appointment of Mr. Vikrant Raju Lad as Chief Financial Officer of the Company.

7. The Board of Directors of the Company, at its meeting held on Monday, June 22, 2026, the board took note of resignation of Mr. Amit Shiv Hari Jalan, Proprietor of M/s. Amit Jalan & Associates, Company Secretaries in Practice (FRN: S2024MH999400), as the Secretarial Auditor of the Company.

8. The Board of Directors of the Company, at its meeting held on Monday, June 22, 2026, approved the Appointment of M/s. Pimple & Associates, Company Secretaries in Practice (FRN: S2019MH664400) as the Secretarial Auditor of the Company

9. Wherever there was delay in filing of applicable forms/returns with the Registrar of Companies during the period under review, the Company has paid the requisite additional filing fees, wherever applicable.

I further report that:

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

For Pimple & Associates
Practicing Company Secretary

CS Rohini Janardan Pimple
Proprietor
Membership No.: 51452
CP No.: 21773
Peer Review Certificate No. 2519/2022

Place: Mumbai
Date: June 26 2026

UDIN: A051452H000691256

ANNEXURE TO SECRETARIAL AUDIT REPORT

To,
The Members,
Landmarc Leisure Corporation Limited
303, Raaj Chamber,
115, R.K Pramhans Marg,
Near Andheri Station
Subway,Andheri East,
Mumbai-400069

CIN: L65990MH1991PLC060535

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

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

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

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

4. Wherever required, we have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standard is the responsibility of management. Our examination was limited to the verification of procedures on test 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 conductedthe affairs of the Company.

For Pimple & Associates
Practicing Company Secretary

____

CS Rohini Janardan Pimple
Proprietor
Membership No.: 51452
CP No.: 21773
Peer Review Certificate No. 2519/2022
Place: Mumbai
Date: June 26, 2026
UDIN: A051452H000691256

ANNEXURE - 2

PARTICULARS OF EMPLOYEES

1) **The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:**

a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Non-executive directors	Ratio to Median Remuneration
Not Applicable as company has not paid remuneration to any non-executive director	

Sr. No	Name	Designation	Remuneration in paid for FY 2025-26 (In Rs.)	Remuneration paid for FY 2024-25 (In Rs.)	% increase - in remuneration in the FY 2025-26	Ratio/ times per median of employee remuneration
1.	Mr. Mahadevan Ramanathan Kavassery	Executive-Whole Time Director	7,68,000	7,68,000	-	2.02
2.	Ms. Jalmeen Kaur Kalsi	Company Secretary& Compliance Officer	2,70,000	2,70,000	-	0.71
3.	*Mr. Vikrant Raju Lad	Chief Financial Officer	-	-	-	-

- Mr. Vikrant Raju Lad was appointed as a Chief Financial Officer of the Company with effect from March 30, 2026 at the Board meeting of the Company held on March 30, 2026.

Median remuneration of employees in FY 2025-26 (per month)	Median remuneration of employees in FY 2024-25 (per month)	Percentage increase/(decrease)
Rs. 31,750	Rs. 22,500	41.11%

b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Average percentile increases in salaries of employees other than managerial personnel in FY 2025-26	Percentile increase in managerial personnel remuneration in FY 2025-26	Justification
Nil	Nil	The remuneration of managerial personnel remained unchanged during FY 2025-26 and, accordingly, there was no increase in managerial remuneration. The remuneration paid is considered commensurate with the roles, responsibilities, performance and contribution of the respective personnel and is in accordance with the remuneration policy of the Company.

d. **the percentage increase in the median remuneration of employees in the financial year:** 41.11%

e. **The number of permanent employees on the rolls of Company:** Four (4) as on 31.03.2026

f. **Justification of increase in managerial remuneration with that of increase in remuneration of other employees:** The increase in salaries of managerial personnel remuneration is commensurate with their individual performance attributable to the growth of the Company.

g. **Affirmation that the remuneration is as per the remuneration policy of the Company:**

I, Mahadevan Ramanathan Kavassery, Wholetime Director of the Company, hereby affirm that all the employees including key managerial personnel are paid remuneration as per the remuneration policy formulated by the company and approved by the Board.

2) **The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:** Not Applicable

For and on Behalf of the Board of Directors of

Landmarc Leisure Corporation Limited

Sd/-	**Sd/-**
K. R. Mahadevan	**Vidhi Kasliwal**
Whole Time Director	**Director**
DIN: 07485859	**DIN: 00332144**

Place: Mumbai
Date: 11.08.2026

ANNEXURE - 3

CORPORATE GOVERNANCE REPORT

Corporate Governance primarily involves transparency, full disclosure, independent monitoring of the company's affairs and being fair to all stakeholders.

Good Corporate Governance facilitates efficient, effective and entrepreneurial management that can deliver stakeholder value over the longer term. It is about commitment to values and ethical business conduct. It is a set of laws, regulations, processes and customs affecting the way a company is directed, administrated, controlled or managed.

The Directors present the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

PHILOSOPHY ON CORPORATE GOVERNANCE

The Company firmly believes that Corporate Governance and compliance practices are of paramount importance in order to maintain the trust and confidence of the stakeholders, clients, and the good reputation of the Company and the unquestioned integrity of all personnel involved with the Company.

The company has complied with the provisions of Regulation 17 to 27 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent possible.

The Company's philosophy on Corporate Governance envisages the attainment of highest levels of transparency, accountability and equity, in all facets of its operations and in all interactions with its stakeholders, including shareholders, employees, the government and lenders.

BOARD OF DIRECTORS

The Board of Directors of the Company (hereinafter referred as "the Board") comprises an optimum combination of Executive and Non-Executive Directors in compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") and is in accordance with best practices in Corporate Governance.

The Board of Directors comprises of 5 (five) members as at 31st March, 2026 of which One is Executive Directors and remaining 4 (four) are Non - Executive Directors out of which 3 (three) were Independent Directors (including one Woman Independent Director). The Independent Directors do not have any material pecuniary relationship or transactions with the Company, Promoters or Management, which may affect their judgment in any manner. Further, in the opinion of the Board, the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations and are independent of the management. The Board members are eminently qualified and experienced professionals in business, finance and corporate management.

In view of the above 80% of the Board of Directors of the Company comprises of Non – Executive Directors.

Details of Composition of Board as on March 31, 2026 are given below:-

Name of the Director	DIN	Category	Board Meeting attended /held	Attendance at the AGM	Directorship in Other Companies#	Membership /Chairmanship of the Committees of the Board of other Companies (*)	Directorship held in other Listed Entities along with Category
Mr. Mahadevan Ramanathan Kavassery	07485859	Executive	9/9	Yes	0	0	0
Ms. Vidhi Vikas Kasliwal	00332144	Non-Executive Non-Independent	9/9	Yes	0	0	0
Mr. Rudra Narain Jha	00033291	Non-Executive Independent	9/9	Yes	2	2	2 – Independent Director
Mr. Jitendra Balwansinh Chaudhary	09462142	Non-Executive Independent	9/9	Yes	0	2	0
Ms. Aarti Bagdi	03636070	Non-Executive Independent	9/9	Yes	0	2	0

#excludes Directorships in Landmarc Leisure Corporation Limited, Private Limited Companies, Foreign Companies and Companies registered under section 8 of the Companies Act, 2013.

*** Includes only Audit Committee and Stakeholders' Relationship Committee.**

During the financial year 2025-26, Nine (09) Board Meetings were held i.e., on May 20, 2025; May 29, 2025; August 07, 2025; August 14, 2025; August 29, 2025; October 06, 2025; November 14, 2025; February 13, 2026 and March 30, 2026.

DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTORS INTER-SE

As at 31st March, 2026, the Board comprises of 5 directors. None of the Directors are related to each other.

Equity Shareholding of the Non – Executive Directors in the Company as on 31st March, 2026

Sr. No.	Name of the Non – Executive Director	No. of Shares
1	Ms. Vidhi Vikas Kasliwal	NIL
2	Mr. Rudra Narain Jha	NIL
3	Mr. Jitendra Balwansinh Chaudhary	NIL
4	Ms. Aarti Bagdi	NIL

Details of familiarization programs imparted to independent directors:

The details of familiarization program are available on the website of the Company at https://www.llcl.co.in/investors-desk/

Declarations

The Company has received declarations from the Independent Directors that they meet the criteria of independence laid down under the Act and the SEBI Listing Regulations. The Board of Directors, based on the declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirm that the Independent Directors fulfill the conditions of independence specified in the SEBI Listing Regulations and the Act and are independent of the management of the Company. Based on intimations/disclosures received from the Directors periodically, the Directors of the Company hold positions of, memberships/Chairmanships of the committees which are not more than the prescribed limits.

None of the Independent Director(s) of the Company resigned before the expiry of their tenure.

Confirmation on the conditions specified in Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board confirms that the Independent Directors fulfill the conditions specified in Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

CHART OF SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:

The following are the skills/competencies determined as required for the discharge of the obligationsby the Board:

Major Classification	Sub Classification	Remarks
IndustryRelated	Specific Skills	Good knowledge about the trading business and industry andthe issues specific to the Company.
	Technical Skills	Technical/professional skills and specialist knowledge about the Company, its market, process, operations, etc. (For Executive Directors).
Strategy &Policy	Strategy	Ability to identify and critically assess strategic opportunities and threats to the business. Guiding development of strategies to achieve the overall goals.
	Policies	Guidance for development of policies and other parameters within which the Company should operate for better control and management.
	Crisis Management	Ability to guide crisis management and provide leadership inhours of need.
Risk & Compliance	Operational	Identification of risks related to each area of operation.
	Legal	Monitor the risks and compliances and knowledge ofregulatory requirements.
	Financial	Experience in accounting and finance, ability to analyze the financial statements presented, assess the viability of various financial proposals, oversea funding arrangements and budgets.

The aforementioned skills are only indicative and not possessing any skill/competency/expertise and not be seen as a disqualifying ability. The nominations to the Board was made on the recommendations of the Nomination and Remuneration Committee, which considers various other factors.

CERTIFICATION FROM THE COMPANY SECRETARY IN PRACTICE

Ms. Rohini Janardan Pimple, Practicing Company Secretary (ACS No.: 51452 and COP No.: 21773), has issued a certificate as required under the SEBI Listing Regulations that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director of Companies by SEBI / Ministry of Corporate Affairs or any such statutory authority. The Certificate is enclosed as an **Annexure - 5** to this report.

COMMITTEES

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities as mandated by applicable regulations, which concern the Company and need a closer review.

Currently Company has three Committees of the Board viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. The terms of reference of these committees is decided by the Board of Directors of the Company in line with the provisions of the SEBI Listing Regulations, Companies Act, 2013 and the rules made thereunder.

During the year, all recommendations of the Committees of the Board which were mandatorily required have been accepted by the Board.

The role and composition including the number of meetings and related attendance are given below.

AUDIT COMMITTEE

The terms of reference of the Audit committee include the matters specified under SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee, *inter alia*, include the following:

- oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- recommendation for appointment, remuneration and terms of appointment of auditors of the listedentity;
- approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- reviewing, with the management, the annual financial statements and auditor's report thereonbefore 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 theboard'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;
- reviewing, with the management, the quarterly financial statements before submission to the boardfor approval;
- 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;

- reviewing and monitoring the auditor's independence, performance, and effectiveness of auditprocess;
- approval or any subsequent modification of transactions of the listed entity with related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the listed entity, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structurecoverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up there on;
- reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- discussion with statutory auditors before the audit commences, about the nature and scope of auditas well as post-audit discussion to ascertain any area of concern;
- to look into the reasons for substantial defaults in the payment to the depositors, debenture holders,shareholders (in case of non-payment of declared dividends) and creditors;
- to review the functioning of the whistle blower mechanism;
- approval of appointment of chief financial officer after assessing the qualifications, experience andbackground, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.

During the F.Y. 2025-26, the Audit Committee met Seven (7) times i.e. on May 20, 2025; May 29, 2025; August 14, 2025; August 29, 2025; November 14, 2025; February 13, 2026 and March 30, 2026.

The constitution of Audit committee as on March 31, 2026 is as follows:

Name of the Member	**Designation**	**No. of Audit Committee Meetings**	
		Held	**Attended**
Mr. Jitendra Balwansinh Chaudhary	Chairperson	7	7
*Mr. Rudra Narain Jha	Member	7	7
Ms. Aarti Bagdi	Member	7	7
**Mr. Jaljeet Kiran Ajani	Member	2	2

*Mr. Rudra Narain Jha (DIN: 00033291), Non-Executive Independent Director, retired from the Board upon completion of his 2nd term at the close of business hours on April 11, 2026.

**Mr. Jaljeet Kiran Ajani (DIN: 07977686) resigned from the post of Non- Executive Independent Director with effect from August 07, 2025 vide his resignation letter dated August 07, 2025.

The revised constitution of Audit committee as on date of director's Report is as follows:

Name of the Member	**Directorship**	**Designation**
Mr. Jitendra Balwansinh Chaudhary	Non-executive Independent director	Chairperson
Ms. Aarti Bagdi	Non-executive Independent director	Member
Ms. Vidhi Kasliwal	Non-Executive Non-Independent	Member

NOMINATION AND REMUNERATION COMMITTEE

Brief Description of terms of reference

The terms of reference of the Nomination and Remuneration Committee are in line with Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations and Section 178 of the Act:

a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
b) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.
c) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

The role of the Nomination and Remuneration Committee *inter alia* includes the following:

a) Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
b) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
    a. use the services of an 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;
c) Formulation of criteria for evaluation of performance of Independent Directors and the Board;

d) Devising a policy on diversity of the Board;
e) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
f) Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
g) Recommend to the Board, the remuneration, in whatever form, payable to the senior management

During the F.Y. 2025-26, the Nomination & Remuneration Committee met Four (4) times i.e. on April 11, 2025; August 07, 2025; August 29, 2025 and March 30, 2026.

The constitution of Nomination & Remuneration Committee as on March 31, 2026 is as follows:

Name of the Member	Designation	No. of Nomination & Remuneration Committee Meetings	
		Held	Attended
Mr. Jitendra Balwansinh Chaudhary	Chairperson	4	4
*Mr. Rudra Narain Jha	Member	4	4
Ms. Aarti Bagdi	Member	4	4
**Mr. Jaljeet Kiran Ajani	Member	2	1

*Mr. Rudra Narain Jha (DIN: 00033291), Non-Executive Independent Director, retired from the Board upon completion of his 2nd term at the close of business hours on April 11, 2026.

**Mr. Jaljeet Kiran Ajani (DIN: 07977686) resigned from the post of Non- Executive Independent Director with effect from August 07, 2025 vide his resignation letter dated August 07, 2025.

The revised constitution of Nomination & Remuneration Committee as on date of director's Report is as follows:

Name of the Member	Directorship	Designation
Mr. Jitendra Balwansinh Chaudhary	Non-executive Independent director	Chairperson
Ms. Aarti Bagdi	Non-executive Independent director	Member
Ms. Vidhi Kasliwal	Non-Executive Non-Independent	Member

Performance Evaluation of Board and Individual Directors

The Board has adopted a formal policy for evaluating the performance of its Board, Committees and Directors, including the Chairman of the Board ("Board Evaluation Policy"). The said evaluation typically examines the role of the Board and the entailing responsibilities, and assesses their effectiveness by the Board. The effectiveness of the Board depends on various factors, some of which are derived from the functions of the Board. A structured performance evaluation exercise was carried out based on criteria such as Board / Committee compositions, dynamics and functioning of the Board, Business Strategy, Governance & Monitoring role, Financial reporting, Internal Audit, Internal Controls and Advisory role etc.

Pursuant to provisions of the Act, SEBI Listing Regulations and Board Evaluation Policy, the Directors of the Company carried out annual performance evaluation of the Board as a whole, Committees of the Board and the Independent Directors (excluding the Director being evaluated), as per evaluation forms circulated to them. The evaluation of Independent Directors was conducted on the basis of the parameters which included the participation & contribution at the Board & Committee meetings, understanding of the governance, regulatory, financial, fiduciary and ethical requirements of the Board & Committees, standards of ethics & integrity, ability to exercise objective independent judgment in the best interests of the Company and its stakeholders.

A meeting of Independent Directors of the Company was held on March 30, 2026 to: (a) review the performance of Chairperson, Non-Independent Directors and the Board as a whole; (b) assess the quality, quantity and timeliness of flow of information between the Company management and the Board. The results of the performance evaluation were placed for review at the meeting of the Independent Directors, Nomination and Remuneration Committee and the Board.

REMUNERATION OF DIRECTORS

There were no pecuniary relationships or transactions between the Non-Executive Directors (including Independent Directors) and the Company.

Criteria for making payment to Non-Executive Directors

The Company has formulated a Nomination and Remuneration Policy, which indicates criteria for making payment to Non-Executive Directors. As per the said Policy, the remuneration to Non-Executive Directors shall be in accordance with the statutory provisions of the Act, and the rules made thereunder for the time being in force. The Non-Executive / Independent Directors may receive remuneration by way of sitting fees for attending meetings of Board or Committees thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Act per meeting of the Board or Committees. Limits of Remuneration to be paid shall be within the monetary limits as approved by Members, and at a specified percentage of the net profits of the Company computed as per the applicable provisions of the Act.

The said Policy is available on the Company's website. The web-link for the same is https://www.llcl.co.in/investors-desk/.

Details of Remuneration to Directors:

Remuneration to Executive Director

The details of the Remuneration of Executive Director of the Company, for the year ended March 31, 2026 is as follows:

(in Rs.)

Particulars		**Mahadevan Ramanathan Kavassery**
Basic Salary	**A**	6,85,714
Other Perquisites	**B**	0
Sub-total	**(A+B)**	**6,85,714**
Contribution to :		
Provident fund		82,286
Super Annuation Fund		-
Gratuity		-
	C	-
Total	**(A+B+C)**	**7,68,000**
Commission to Directors for FY26	**D**	-
Grand Total	**(A+B+C+D)**	**7,68,000**

Remuneration and Shareholding (as on March 31, 2026) of the Non-Executive Directors

All the Independent Directors receive remuneration by way of sitting fees for attending meetings of the Board/Committees and for meeting of the Independent Directors. The details of Sitting Fees paid to Independent Directors and Non-Executive Directors for the FY2025-26 along with the Shareholding of the Non-Executive Directors are as under:

Names of Directors	**Category of Non-Executive Directorship**	**Sitting Fees (in Rs.)**	**No. of Shares (Face Value Re. 1/- each)**	**% of Shareholding**
Ms. Vidhi Kasliwal	Non-Executive Non-Independent	NIL	NIL	NIL
Mr. Jitendra Balwansinh Chaudhary	Non-Executive - Independent Director	NIL	NIL	NIL
Ms. Aarti Bagdi	Non-Executive - Independent Director	NIL	NIL	NIL
Mr. Rudra Narain Jha	Non-Executive - Independent Director	NIL	NIL	NIL

Mr. Jaljeet Kiran Ajani	Non-Executive - Independent Director	NIL	NIL	NIL

Details of service contracts, notice period and severance fees of the Executive Director

Name of Director	* Mr. Mahadevan Ramanathan Kavassery, Whole-time Director
Date of contract	April 12, 2025
Term of contract	Three years w.e.f. April 12, 2025
Notice Period	Three Months
Severance Fees	-

*Mr. Mahadevan Ramanathan Kavassery (DIN: 07485859) was re-appointed as a Whole-time Director of the Company at the Annual General Meeting held on September 30, 2021, for a tenure of three (3) years, effective from April 12, 2022, to April 11, 2025. He is eligible for re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors, at its meeting held on May 20, 2025, approved the re-appointment of Mr. Mahadevan Ramanathan Kavassery as a Whole-time Director for a further period of three (3) consecutive years, from April 12, 2025, to April 11, 2028. The said re-appointment was subsequently approved by the Members through Postal Ballot held on June 24, 2025 (date of declaration of result), by way of a Special Resolution.

Particulars of Senior Management including the changes therein since the close of the previous Financial Year

Details of Senior Management Personnel(s) as on March 31, 2026, are as follows:

Sr. No.	Name	Designation
1	Mr. Mahadevan Ramanathan Kavassery	Re-appointed as Whole-time Director & Chief Financial Officer of the Company through Postal Ballot held on June 24, 2025 (date of declaration of result).
2	Mr. Mahadevan Ramanathan Kavassery	Resigned from the position of Chief Financial Officer of the Company w.e.f 30.03.2026.
3	Mr. Vikrant Raju Lad	Appointed as a Chief Financial Officer of the Company w.e.f. 30.03.2026.
4	Ms. Jalmeen Kaur Kalsi	Company Secretary & Compliance officer

STAKEHOLDER'S RELATIONSHIP COMMITTEE

Pursuant to the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations read with Part D of Schedule II thereto, the Company has in place, a

Stakeholders' Relationship Committee ("SRC"). The SRC comprises Three (3) Independent Directors and the Non-executive Director as on March 31, 2026. The Chairperson of the Committee is an Independent Director. The Company Secretary & Compliance officer, acts as a Secretary to the Committee.

During the F.Y. 2025-26, the Stakeholders Relationship Committee met One (1) time i.e. on May 29, 2025.

The constitution of Stakeholders Relationship Committee as on March 31, 2026 is as follows:

Name of the Member	Designation	No. of Stakeholders Relationship Committee Meetings	
		Held	Attended
Mr. Jitendra Balwansinh Chaudhary	Chairperson	1	1
*Mr. Rudra Narain Jha	Member	1	1
Ms. Aarti Bagdi	Member	1	1
**Mr. Jaljeet Kiran Ajani	Member	1	1

*Mr. Rudra Narain Jha (DIN: 00033291), Non-Executive Independent Director, retired from the Board upon completion of his 2nd term at the close of business hours on April 11, 2026.

**Mr. Jaljeet Kiran Ajani (DIN: 07977686) resigned from the post of Non- Executive Independent Director with effect from August 07, 2025 vide his resignation letter dated August 07, 2025.

The revised constitution of Stakeholders Relationship Committee as on date of director's Report is as follows:

Name of the Member	Directorship	Designation
Mr. Jitendra Balwansinh Chaudhary	Non-executive Independent director	Chairperson
Ms. Aarti Bagdi	Non-executive Independent director	Member
Ms. Vidhi Kasliwal	Non-Executive Non-Independent	Member

The role of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Act and as per Regulation 20 and Part D of Schedule II of the SEBI Listing Regulations and *inter alia* includes:-

i) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

ii) Review of measures taken for effective exercise of voting rights by shareholders.

iii) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent

iv) Review of 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/statutory notices by the shareholders of the company.

v) Other matters as may be required for aforesaid purposes.

Name and Designation of Compliance Officer

Ms. Jalmeen Kaur Kalsi - Company Secretary & Compliance officer

Status Report of Investor Complaints for the year ended March 31, 2026

No. of Complaints as on April 01, 2025	- NIL
No. of Complaints Received during the year	- NIL
No. of Complaints Resolved during the year	- NIL
No. of Complaints not resolved to the - satisfaction of the shareholders	- NA
No. of Complaints Pending as on March 31, 2026	- NIL

All valid requests for share transfer, if any, and dematerialization wherein the complete documentation was received during the year have been acted upon and no such valid transfer and dematerialization request is pending for more than prescribed period, as on date of this report.

RISK MANAGEMENT COMMITTEE

Pursuant to the provisions of Regulation 21 of the SEBI Listing Regulations, constitution of Risk Management Committee was mandatory for top 1000 listed entities determined on the basis of the market capitalization as at the end of the immediate previous financial year. Accordingly Risk Management Committee prescribed under the provisions of Regulation 21 of the SEBI Listing Regulations is not applicable to Company as on March 31, 2026.

GENERAL MEETINGS

The details of Annual General Meetings (AGM) of the Company held in last 3 years i.e. Financial Year 2022-23, 2023-24 and 2024-25 are as under:

Financial Year	Date	Location	Time
2024-25 (FY25)	September 30, 2025 (34th AGM)	Through Video Conference ("VC") or Other Audio Visual Means ("OAVM") (deemed venue: Registered office of the Company at 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri East Mumbai, Maharashtra, India, 400069)	04:00 p.m.
2023-24 (FY24)	September 30, 2024 (33rd AGM)	Registered office of the Company at 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri East Mumbai, Maharashtra, India, 400069	11:00 a.m.
2022-23 (FY23)	September 30, 2023 (32nd AGM)	Registered office of the Company at 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri East Mumbai, Maharashtra, India, 400069	11:00 a.m.

Details of Special Resolution passed in last three years i.e. Financial Year 2022-23, 2023-24 and 2024-25 Annual General Meetings:

Sr. No.	Special Resolutions	Date of Meeting
1.	Approval of Related Party Transaction	September 30, 2025
2.	Re-Appoint Mr. Jaljeet Kiran Ajani (DIN: 07977686), Non-executive Independent Director of the Company, subject to the approval of the member	September 30, 2024
3.	Approval of Related Party Transaction	September 30, 2023

POSTAL BALLOT:

1. **Details of Special Resolutions passed through Postal Ballot in the last year:**

   During the year under review, the Company sought approval of the Members by means of Postal Ballot conducted through Remote e-voting process which was duly passed with requisite majority. The business along with the details of voting pattern of the Special Resolution is as follows:-

   Date of Notice of the Postal Ballot: 21st May, 2025

Voting Period: May 22, 2025 to June 20, 2025

Date of approval: June 20, 2025

Date of Circulation of Result: June 24, 2025

Sr. No.	Subject Matter of the Resolution	Type of Resolution	Number of Votes in favor of the Resolution	%	Number of Votes against the Resolution	%
1.	To Approve Issue of Equity Shares on Preferential Basis	Special Resolution	57,24,14,843	100%	6,456	0.00%
2.	To approve Re-appointment of Mr. Mahadevan Ramanathan Kavassery (DIN: 07485859) as a Whole-Time Director and Chief Financial Officer (CFO) and approval of his Remuneration	Special Resolution	57,24,14,844	100%	6,455	0.00

MEANS OF COMMUNICATION

The Board believes that effective communication of information is an essential component of Corporate Governance. The Company regularly interacts with Members through multiple channels of communication such as results announcement and Newspaper publications, Annual Report, website of the Company and specific communications to the Stock Exchanges, where the Equity Shares of the Company are listed.

Quarterly Results

The unaudited quarterly financial results of the Company were published in English and regional newspaper. The financial results were not sent individually to the Members.

Newspapers wherein results are normally published

The results are normally published in an English Newspaper viz. Financial Express and a Regional Newspaper viz. Mumbai Lakshdeep.

Website

The Company has in place a website addressed as https://www.llcl.co.in/. The Website contains the basic information about the Company viz. details of its Business, financial information, Annual Reports, Company's policies & Code of Conduct & Ethics as required under the Act and the SEBI Listing Regulations, Shareholding Pattern, Compliance with Corporate Governance report, contact information of the Designated officials of the Company, who is responsible for assisting and handling Investor Grievances and such other details as may be required under sub Regulation (2) of Regulation 46 of the SEBI Listing Regulations. The Company ensures that the contents of this website are periodically updated. In addition, the Company publishes official news release on its website and presentations to institutional investors /analysts are not applicable to our company.

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Date, Time and Venue	35th Annual General Meeting (AGM) September 24, 2026 (Thursday), at 11.00 a.m. IST Through Video Conference or Other Audio Visual Means with Registered Office of the Company deemed to be the venue for the proceedings of the AGM.
Financial Year	April 01 to March 31
Schedule (Tentative) for declaration of financial results during the FY 2026-27:	First quarter – August 11, 2026 Second quarter - On or before November 14, 2026 Third quarter - On or before February 14, 2027 Annual & fourth quarter - On or before May 30, 2027 Annual General Meeting – Up to September 30, 2027
Dividend Payment Date	NA
Listing on Stock Exchanges	Company's Shares are listed at: **BSE Limited (BSE)** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 The Company hereby confirms that it has made the payment of Annual Listing Fees to BSE Limited for the year 2026-27.
ISIN	INE394C01023

Registrar & Share Transfer Agent	Bigshare Services Private Limited Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400 093. Tel: +9122 62638200 Fax: +9122 62638299 Email ID: info@bigshareonline.com Website: www.bigshareonline.com

Share Transfer System

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended from time to time, the Securities of the listed entity can be transferred only in dematerialized form. The operational guidelines for transfer and dematerialization of re-lodged physical shares were laid down by SEBI vide circular SEBI/HO/ MIRSD/RTAMB/CIR/P/2020/236 dated December 02, 2020 (as amended).

Further, SEBI vide its Circular No. HO/38/13(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026, has done away with requirement of issuance of Letter of Confirmation ("LOC") and to effect direct credit of securities in dematerialisation account of the investors effective from April 02, 2026.

Further in order to enable RTAs and other market stakeholders to have access to all applicable Circulars in the subject matter at one place, SEBI vide its Master Circular HO/38/13(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has mandated that the listed entities shall henceforth issue Securities in dematerialized (demat) form while processing the following requests and has also simplified the procedure and standardized the format of documents for transmission of securities & issuance of duplicate securities certificates respectively.:

i. Issue of duplicate securities certificate
ii. Claim from Unclaimed Suspense Account
iii. Renewal/Exchange of securities certificate
iv. Endorsement
v. Sub-division / Splitting of securities certificate
vi. Consolidation of securities certificates/folios
vii. Transmission
viii. Transposition

Updating of PAN, KYC and Other details:

SEBI vide Master Circular no. HO/38/13/(4)2026-MIRSDPOD/I/4298/2026 dated February 06, 2026 and the FAQs released by the SEBI has provided common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC and other details. As per the said SEBI Circular, the Members holding shares in physical form and who have not updated their KYC details (viz. PAN;

Contact Details; Bank Account Details and signature) against their folio with Bigshare Services Private Limited, Registrar and Transfer Agent of the Company ("RTA"), their dividend shall be withheld by the Company and the same shall be immediately released electronically, upon updation of KYC. In this regard, the Company has, through various channels such as dividend inland letters, email communications, IEPF letters, newspaper publications etc., informed its physical shareholders about updating their KYC details as mentioned above.

The Certificate was received from a Practicing Company Secretary and submitted to the Stock Exchanges, on a quarterly basis, with respect to timely dematerialization of shares of the Company and reconciliation of the share capital of the Company, as required under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

The Company has designated the e-mail ID: grievances@llcl.co.in, for addressing the investors' grievances.

a. Distribution of Holding as on 31st March 2026:

Shareholding (Range)	Number of Shareholders	%	Shares	%
Up to 5,000	21112	92.3211	18218730	1.8591
5,001 – 10,000	888	3.8832	7255640	0.7404
10,001 – 20,000	434	1.8978	6541566	0.6675
20,001 – 30,000	170	0.7434	4303559	0.4391
30,001 – 40,000	58	0.2536	2040038	0.2082
40,001 – 50,000	46	0.2012	2166090	0.2210
50,001 – 1,00,000	82	0.3586	6065262	0.6189
1,00,001 and above	78	0.3411	933409115	95.2458
TOTAL	**22868**	**100.00**	**980000000**	**100**

Note: The above distribution summary of Shareholding Pattern is folio based and not PAN based.

k. Shareholding Pattern as on 31st March 2026:

Category of Shareholder	No. of Shares held	% of holding
Promoter and Promoter Group:		
-Indian	59,99,12,578	61.22%
-Foreign	-	-
Sub-Total (A)	59,99,12,578	61.22%
Public:		
Institutions:		
-Mutual Funds	-	-
-Alternate Investment Fund	-	-
-Foreign Portfolio Investors	-	-
-Financial Institutions/Banks	-	-
-Body Corporate	-	-
Non Institutions:		
-Individuals	17,55,32,086	17.91%
-HUF/ NRI/ Trust/ Bodies Corporate/ IEPF/Clearing Members/ Others	20,45,55,336	20.87%
Sub-Total (B)	38,00,87,422	38.78%
Grand Total (A+B)	**98,00,00,000**	**100.00%**

Dematerialization of shares and liquidity

As on March 31, 2026, 99.95% of shareholding was held in Dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited.

Note: Trading in the Equity Shares of the Company is permitted only in Dematerialized form in accordance with the circular issued by SEBI.

Particulars of Unclaimed Dividend of the Company: NA

Equity Shares lying with the Company in Suspense Account: Nil

Pursuant to Section 124(6) of the Companies Act, 2013, 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 in the name of Investor Education and Protection Fund ("**IEPF**").

The Company has not issued any Global Depository Receipt / American Depository Receipt / Warrant or any convertible instrument, which is likely to have impact on the Company's Equity.

Commodity price risk or foreign exchange risk and hedging activities

The Company does not trade in commodities. There Nil foreign currency exposure and foreign exchange hedging as on March 31, 2026.

Custodian Fees

The Company has paid custodian fees for folios maintained by National Securities Depository Limited and Central Depository Services (India) Limited for the FY26-27, as per the Invoices received.

Plant Locations of the Company: NA

Address for Correspondence

Landmarc Leisure Corporation Limited

303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri East- Mumbai 400069

Phone: +91 22 61669190/91/92; Fax: +91 22 61669193

Email Id: grievances@llcl.co.in

Website: https://www.llcl.co.in/

Company Secretary and Compliance Officer

Ms. Jalmeen Kaur Kalsi

Company Secretary & Compliance Officer

303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Near Andheri Station Subway, Andheri East- Mumbai 400069

Phone: +91 22 61669190/91/92; Fax: +91 22 61669193

Email Id: grievances@llcl.co.in

Website: https://www.llcl.co.in/

Registrar and Transfer Agent

Bigshare Services Pvt Ltd

Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400 093

Tel.: 022-62638200 ; Fax: 022-62638299;

Email: info@bigshareonline.com;

Website: www.bigshareonline.com

Credit Ratings: NA

Other Disclosures:

Materially Significant Related Party Transactions

During the year under review, the Related Party Transactions were done on an arm's length basis and in ordinary course of business. The Company presents a statement of the Related Party Transactions before the Audit Committee on a quarterly basis specifying *inter alia* the nature and value of the transactions. The transactions with Related Parties were conducted in a transparent manner in the interest of the Company, were approved by the Audit Committee and had no potential conflict with the interest of the Company at large. There were no significant Related Party transactions, monetary transactions or relationships between the Company and Directors, the Management or Relatives except as disclosed in the Note No. 38 of the financial statements for the year ended March 31, 2026.

Whistle Blower Policy

The Board had adopted Vigil Mechanism/Whistle Blower Policy pursuant to the provisions of Section 177(9) of the Act and the Companies (Meetings of Board and its Powers) Rules, 2014 as amended and Regulation 22 of the SEBI Listing Regulations, in order to establish a Vigil Mechanism for the Directors and Employees to report the genuine concerns in such manner as may be prescribed. Your Company believes in the conduct of the affairs of its various constituents in a fair and transparent manner, by adopting the highest standards of professionalism, honesty, integrity and ethical behavior and open communication. Accordingly, the Whistle Blower Policy has been formulated with a view to provide a mechanism for associates of the Company to approach the Chairperson of the Audit Committee of the Company to, *inter alia*, report to the management, instances of unethical behaviour, actual or suspected, fraud or violation of the Company's policy.

No personnel was denied access to the Audit Committee of the Company.

Details of Utilization of Funds Raised through Preferential allotment or Qualified Institutions placement as specified under Regulation 32(7A) of SEBI Listing Regulations

Applicable

Disclosure of Loans and advances in the nature of loans to firms/companies in which Directors are interested by name and amount

The Company has not given any corporate guarantee during the year under the review. The particulars of loans and investments made by Company pursuant to Section 186 of the Companies Act, 2013 are given in the notes to the financial accounts forming part of the Annual Report. The loans and advances made by the Company, during the financial year under review, are within the limits prescribed in the section 186 of the Companies Act, 2013.

Details of total fees paid to the Statutory Auditors

The details of total fees for all services paid by the Company to the Statutory Auditor are as follows:

Particulars	**Year ended March 31, 2026 (in Rs.)**
Company to Statutory Auditors:	
Statutory Audit	80,000
Transfer pricing	-
Reimbursement of expenses	-
Advisory Services	-
Total	**80,000**

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements: The Company has complied with all mandatory and applicable requirements. However there has been delay in LODR Compliance. The Company has complied with all mandatory and applicable requirements.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 –

a. number of complaints filed during the financial year - NIL
b. number of complaints disposed of during the financial year - NIL
c. number of complaints pending as on end of the financial year – NIL

Disclosures

During the last three years, the following instances of non-compliance reported by the Company and penalties or strictures were imposed on the Company by the Stock Exchange(s) or the SEBI or any statutory authority, on any matter related to the capital markets:

- **For the F.Y. 2025-26:**

Sr. No.	**Action taken under**	**Details of Violation**	**Details of action taken e.g. fines, warning letter, department etc.**
1.	Regulation 33	The Board Meeting outcome for the financial results for the quarter ended 30.09.2025 was submitted belatedly. The same was required to be submitted by 14.11.2025, however, it was submitted on 17.11.2025 without the Limited Review Report. The final outcome along with the Limited Review Report was submitted on 21.11.2025.	The BSE has levied penalty of Rs. 29500/-
2.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended March 31, 2025. The Shareholding Pattern was required to be submitted on or before 21.04.2025 was submitted on 30.04.2025	The BSE has levied penalty of Rs. 18000/-
3.	Regulation 31	Delay in submission of Shareholding Pattern for the quarter ended June 30, 2025. The Shareholding Pattern was required to be submitted on or before 21.07.2025 was submitted on 24.07.2025	NA
4.	SOP fine	Payment of fine amounting to Rs. 13,52,752/- pertains to earlier year Non-compliances / delayed Filings	The BSE has levied Penalty of Rs. 13,52,752/-

5.	Section 149 and 150 read with the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019	The registration of the Independent Director in the Independent Directors' databank was pending	NA

- **For the F.Y. 2024-25:**

Sr. No.	**Action taken under**	**Details of Violation**	**Details of action taken e.g. fines, warning letter, department etc.**
1.	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Delay in submission of Compliance Certificate for the quarter ended September 30, 2024. As per the Regulation, the Certificate is required to be submitted to BSE within 15 days from the date of issuance by the RTA. The Company submitted the same to BSE on November 4, 2024.	NA
2.	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Delay in submission of Compliance Certificate for the quarter ended March 31, 2025. As per the Regulation, the Certificate is required to be submitted to BSE within 15 days from the date of issuance by the RTA. The Company submitted the same to BSE on April 25, 2025.	NA
3.	Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018	Delay in submission of the RSCA Report for the quarter ended September 30, 2024. As per the Regulation, the Report is required to be submitted to BSE within 30 days from the end of the quarter.	NA

		However, the Company submitted the Report on November 04, 2024	
4.	Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018	Delay in submission of the RSCA for the quarter ended June 30, 2024. As per the Regulation, the Report is required to be submitted to BSE within 30 days from the end of the quarter. However, the Company submitted the Report on August 27, 2024.	NA
5.	Regulation 31(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Shareholding Pattern for the quarter ended March 31, 2025. As per the Regulation, the Shareholding Pattern is required to be submitted to BSE within 21 days from the end of the quarter. However, the Company submitted the same on April 30, 2025.	NA
6.	Regulation 31(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Shareholding Pattern for the quarter ended September 30, 2025. As per the Regulation, the Shareholding Pattern is required to be submitted to BSE within 21 days from the end of the quarter. However, the Company submitted the same on November 04, 2025.	NA
7.	Regulation 31(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Shareholding Pattern for the quarter ended June 30, 2024. As per the Regulation, the Shareholding Pattern is required to be submitted to BSE within 21 days from the end of the quarter. However, the Company submitted the same on August 27, 2024.	NA

8.	Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Shareholding Pattern for the quarter ended December 31, 2024. As per the Regulation, the integrated Governance report is required to be submitted to BSE within 30 days from the end of the quarter. However, the Company submitted the same on February 13, 2025.	
9.	Section 149 and 150 read with the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019	Independent Directors are yet to register on Independent Directors Data Bank	NA
10.	Applicable Regulation of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and section 29 of the Companies Act, 2013	The company vide outcome of postal ballot dated January 5, 2023 had issued 2,54,000 Cumulative Redeemable Preference Shares of Rs.100/- each to the Preference Shareholders. The Preference Shares are not listed on the stock Exchange and not in demat form.	NA

- **For the F.Y. 2023-24:**

Sr. No.	Action taken under	Details of Violation	Details of action taken e.g. fines, warning letter, department etc.
1.	Regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015	Delay in appointment of Compliance Officer by 3 days	The BSE has levied Fine of Rs. 2000/-
2.	Regulation 14 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015 and Circular LIST/COMP/OPS/ 16 /2019- 2020	Delay in payment of annual listing fees. The trading in the securities of the Company are suspended from last 2 years	Revocation fee - Rs. 23,60,000 The Company has made the outstanding payment of Rs. 6,79,000 as Listing Fees to the Stock Exchange in tranches
3.	Circular LIST/COMP/OPS/ 16 /2019-2020	The company's equity shares are in suspended category. Delay in payment of Annual Listing Fees.	NA
4.	Circular LIST/COMP/OPS/ 16 /2019-2020	The Company has not filed PAS-6. The company vide outcome of postal ballot dated January 5, 2023 had issued 2,54,000 Cumulative Redeemable Preference Shares of Rs.100/- each to the Preference Shareholders. The Preference Shares are not listed on the stock Exchange and not in demat form.	NA

5.	Section 149 and 150 read with the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019	Independent Directors are yet to register on Independent Directors Data Bank	NA

Pursuant to Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations, the Whole-time Director and the Chief Financial Officer have submitted a certificate to the Board of Directors for the financial year ended March 31, 2026. The Certificate has been reviewed by the Audit Committee and taken on record by the Board.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI Listing Regulations, as applicable, with regard to corporate governance. The Certificate of the Practicing Company Secretary regarding compliance of the conditions of Corporate Governance for the year ended March 31, 2026 by the Company, as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of regulation 46(2) and para C and D of Schedule V of the SEBI Listing Regulations is annexed to this report and forms an integral part of this Report.

Web link for Policy for determining Material Subsidiaries and Related Party Transactions

The Company does not have any subsidiary accordingly the Company has not formulated a Policy for determining Material Subsidiary.

In accordance with the requirements of the SEBI Listing Regulations, the Company has formulated a Policy on Related Party Transactions. This policy, as amended, are hosted on the website of the Company at: https://www.llcl.co.in/investors-desk/.

Details of Material Subsidiaries; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries

The Company does not have any subsidiary hence details of Material Subsidiaries are not applicable.

Shareholders' Right

The Quarterly / Half-Yearly / Annual Results of the Company were published in English and Vernacular newspapers and have been displayed on the Company's website, https://www.llcl.co.in/investors-desk/ and at the website of the Stock Exchange, where the shares of the Company are listed / traded, as soon as the results were approved by the Board. These were not sent individually to the Members.

Disclosure of certain types of Binding Agreements

Pursuant to Regulation 30(A)(5) of SEBI Listing Regulations, no such agreements were disclosed to Stock Exchanges and accordingly the same is not applicable.

Disclosure with respect to Demat suspense account / unclaimed suspense account

Information pursuant to Regulation 34 (3) read with Clause F of Schedule V of LODR. As on date of this report, there are Nil shares in the demat suspense account or unclaimed suspense account of the Company.

Auditors' Report

The Auditor's Report on the financial statement for the current year is self-explanatory, therefore does not require any further explanation. The Company has already submitted declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 to the Stock Exchange(s).

The Statutory Audit Report for the financial year ended March 31, 2026 contains the following qualification(s), reservation(s), adverse remark(s), and/or disclaimer(s):

Sr. No.	Observations	Management Response
1.	Refer Note No. 31 to the financial statement of the Company which states that the Company has given Interest-free Loans to parties for amounting to Rs. 455.87 Lakhs for which term sheet and other documents are not regularized thereby having consequential impact on Loss of the Company for the year ended and Loans to the above extent as per the requirements of Ind AS 109, Financial Instruments.	The observation is self-explanatory, therefore does not require any further explanation.
2.	Refer Note No. 32(a) of the financial statement of the Company regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful advance/deposits given to a party amounting to Rs. 2,218.28 Lakhs, the said Company has gone into Resolution under Insolvency and Bankruptcy Code (IBC), consequently, advances/deposits and shareholders' funds are overstated, and the loss for the year is understated by Rs. 2,218.28 lakhs.	The observation is self-explanatory, therefore does not require any further explanation.

3.	Refer Note No. 32(b) to the financial statement regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful Security deposit given by the Company and non-availability of confirmation, as the said Company has gone into Liquidation and liquidator has been appointed amounting to Rs. 1,500 Lakhs, consequently, Security deposit and shareholders' funds are overstated, and the loss for the year is understated by Rs. 1,500 lakhs.	The observation is self-explanatory, therefore does not require any further explanation.
4.	Refer Note No. 33 to the financial statement which states that the Company has during the year ended has not carried out Actuarial valuation as per the recommendations of Ind AS 15 “Employee Benefits” issued by the Institute of Chartered Accountants of India and instead provided for Gratuity on accrual basis as per Management Estimates. The amount of shortfall in such provision is currently unascertainable since the Actuarial Valuation was not carried out. However, the management is of the opinion that the provision created in the books is sufficient considering the number of employees.	The observation is self-explanatory, therefore does not require any further explanation.

DECLARATION ON ADHERENCE WITH COMPANY'S CODE OF CONDUCT & ETHICS
[Pursuant to Regulation 34(3) and Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members of
Landmarc Leisure Corporation Limited

This is to confirm that the Company has adopted Code of Conduct and Ethics for all the Members of Board of Directors, Senior Management/Officers of the Company as stipulated under Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the members of Board of Directors, Senior Management / Officers of the Company have affirmed compliance with this Code of Conduct & Ethics for the financial year ended on March 31, 2026.

By order of the Board of Directors,
For **Landmarc Leisure Corporation Limited**

Mahadevan Ramanathan Kavassery
Whole-time Director
(DIN: 07485859)

Place: Mumbai
Date: 11.08.2026

ANNEXURE 4

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company is into the business of trading. The key issues of the Management Discussion and Analysis are given hereunder:

Industry Structure and Development

The recent global economic situation has witnessed immense highs and lows including some unfortunate happenings. Timing is the most important factor while trading. This fluctuates on rapid basis. According to experts most of the time markets have overvalued or undervalued. With the help of Indian market today one need to test one's financial knowledge, analytical capabilities, thought process and mental strength.

Segment–wise or product-wise performance

The Company is into following Segments:

1. Packaged Bottle Business
2. Motion Pictures Business
3. Consultancy

Outlook

Landmarc Leisure Corporation Limited remains confident of the long-term growth prospects & opportunities ahead of it in its business.

Risk and Concerns

The major risk and concerns for the Company is changes in government policy. Also, there is general market risk due to volatile geo political situation.

Financial Performance:

The Company reported a Net Loss after tax of Rs. 65.41 (Rs. In Lakhs) for F.Y. 2025–26, compared to a Net Profit after tax of Rs. 25.47 (Rs. In Lakhs) in F.Y. 2024–25.

Internal control system and adequacy

The system of internal control has been established to provide reasonable assurance of safeguarding assets, maintenance of proper accounting records in compliance with applicable Laws and Regulations to ensure reliability of financial statements and reports. The Statutory Auditors and the Audit Committee review all financial statements and ensure adequacy of internal control systems.

Opportunities and Threats

The strength of a company is known from sound advices. It also depends on the Government policiesof taxation. Introduction of GST may give a big boost to the market.

Risks Management

Risk evaluation and management of risk is an ongoing process in the company.

Human Resources

Since your Company is in the trading industry, the criticality of talented man-power and their retention needs no emphasis. Your company is in the process of working out a comprehensive plan toattract, motivate and retain highly skilled and technically competent man-power.

Details of Significant Changes in Key Financial Ratios along with detailed explanations therefor

Details of significant changes (25% or more as compared to the immediately previous Financial Year) in key financial ratios in 2025-26

Particulars	**Variation (%) Increase/ (Decrease) over previous Financial Year**
Debtors Turnover Ratio	The Debtors Turnover Ratio for the year stood at **0.06 times**, as compared to **2.37 times** in the immediately preceding financial year. The decline due to significant reduction in Turnover.
Inventory Turnover Ratio	The Inventory Turnover Ratio for the year stood at **1.47 times**, as compared to **21.79 times** in the immediately preceding financial year. The ratio declined by **93.25%** during the year, indicating a decrease in the efficiency of inventory utilisation and turnover.
Interest Coverage Ratio	Not Applicable as the Company does not have Interest expenses in the current year.
Current Ratio	The Current Ratio for the year was 3.36 times as compared to 2.00 times in the immediate previous financial year. There is change in this ratio by 68% due to Increase in net cash flow for the year and reduction in payables.

Debt Equity Ratio	The Debt-Equity Ratio decreased from 0.16 times in FY 2024-25 to 0.03 times in FY 2025-26, representing a decrease of 81.25%. The decline indicates a substantial reduction in the company's dependence on debt relative to shareholders' equity. This may be attributed to repayment of borrowings, an increase in shareholders' funds, or both. The lower ratio indicates reduced financial leverage and lower financial risk.
Operating Profit Margin (%)	The Operating Profit Margin declined by 141.67%, from 3.72% to -1.55%. The Operating Profit Margin declined from 3.72% to -1.55%, indicating that the company moved from making an operating profit to incurring an operating loss.
Net Profit Margin (%)	The Net Profit Margin for the year was -943.86% as compared to 22.06% in the immediate previous financial year. The decline may be attributed to increased operating and finance costs, higher depreciation or impairment expenses, exceptional losses, and/or a significant reduction in revenue.

Details of change in Return on Net Worth as compared to immediately previous financial year along with the detailed explanation thereof due to increase in Sales

The Return on Net Worth decreased from 1.00% in FY 2024-25 to -1.86% in FY 2025-26.

The negative RONW indicates that the company was unable to generate a positive return on shareholders' funds and incurred a net loss during FY 2025-26. The decline may be attributed to lower profitability, increased operating and finance costs, and other losses, which adversely affected the return generated on the shareholders' net worth.

Cautionary Statement

Statements in the Management discussion and analysis describing the company’s objectives, projections, estimates and expectations may be “forward looking statements” within the meaning of applicable 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 economic conditions affecting demand/supply and prices, conditions in the domestic and overseas markets in which the company operates/

going to operate, changes in government regulations, tax laws and otherstatutes and other incidental factors.

For and on Behalf of the Board of Directors of

Landmarc Leisure Corporation Limited

Sd/-	**Sd/-**
K. R. Mahadevan	**Vidhi Kasliwal**
Whole Time Director	**Director**
DIN: 07485859	**DIN: 00332144**

Place: Mumbai
Date: 11.08.2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to clause C of Schedule V read with Regulation 34(3) of the SEBI (Listing Obligations andDisclosure Requirement) Regulations, 2015).

To
The Members,
Landmarc Leisure Corporation Limited

Pursuant to item 10(i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, we hereby certify that none of the directors on the board of Landmarc Leisure Corporation Limited have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI, Ministry of Corporate Affairsor any such statutory authority.

For Pimple & Associates,
Practicing Company Secretary,

____
CS Rohini Janardan Pimple
Proprietor
Membership No.: 51452
C P No.: 21773
UDIN: A051452H001070096
Peer Review: 2519/2022

Place: Mumbai
Date: August 11, 2026

Practising Company Secretary's Certificate Regarding Compliance of Conditions of Corporate Governance

To
The Members of
Landmarc Leisure Corporation Limited

We have examined the compliance of the conditions of Corporate Governance by Landmarc Leisure Corporation Limited ('the Company') for the year ended on March 31, 2026. The company has complied with the provisions of Regulation 17 to 27 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent possible.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations for the year ended on March 31, 2026.

We further state that such compliance 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.

The certificate is solely issued for the purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For Pimple & Associates,
Practicing Company Secretary,

____

CS Rohini Janardan Pimple
Proprietor
Membership No.: 51452
C P No.: 21773
UDIN: A051452H001070030
Peer Review: 2519/2022

Place: Mumbai
Date: August 11, 2026

Independent Auditor's Report

To the Members of Landmarc Leisure Corporation Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of **Landmarc Leisure Corporation Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including other Comprehensive Income), the Statement of Changes in Equity) and the Statement of Cash Flows for the year ended on that date, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

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

Basis for Our Qualified Opinion

(i) Refer Note No. 31 to the financial statement of the Company which states that the Company has given Interest-free Loans to parties for amounting to Rs. 455.87 Lakhs for which term sheet and other documents are not regularized thereby having consequential impact on Loss of the Company for the year ended and Loans to the above extent as per the requirements of Ind AS 109, Financial Instruments.

(ii) Refer Note No. 32(a) of the financial statement of the Company regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful advance/deposits given to a party amounting to Rs. 2,218.28 Lakhs, the said Company has gone into Resolution under Insolvency and Bankruptcy Code (IBC), consequently, advances/deposits and shareholders' funds are overstated, and the loss for the year is understated by Rs. 2,218.28 lakhs.

(iii) Refer Note No. 32(b) to the financial statement regarding non-provision for Expected Credit Loss (ECL) as per the requirements of Ind AS 109, Financial Instruments on doubtful Security deposit given by the Company and non-availability of confirmation, as the said Company has gone into Liquidation and liquidator has been appointed amounting to Rs. 1,500 Lakhs, consequently, Security deposit and shareholders' funds are overstated, and the loss for the year is understated by Rs. 1,500 lakhs.

(iv) Refer Note No. 33 to the financial statement which states that the Company has during the year ended has not carried out Actuarial valuation as per the recommendations of Ind AS 15 “Employee Benefits” issued by the Institute of Chartered Accountants of India and instead provided for Gratuity on accrual basis as per Management Estimates. The amount of shortfall in such provision is currently unascertainable since the Actuarial Valuation was not carried out. However, the management is of the opinion that the provision created in the books is sufficient considering the number of employees.

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

Key Audit Matters

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

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard expect that stated in Basis of Qualified Opinion and Emphasis of Matter above.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total Comprehensive Income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

We also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis of 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 an opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph i (vi) below on reporting under Rule 11(g);

   c) The Balance Sheet, the Statement of Profit and Loss including other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of accounts.

   d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Ind As specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.

   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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses a modified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   h) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g)

i) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(6) of the Act, as amended 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 we report that:

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

   ii. The Company does not have long-term contracts including derivative contracts requiring provision for material foreseeable losses.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   iv. (a) Management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (b) Management has represented to us that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

   (c) Based on our audit procedure conducted that are considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under paragraph (2) (h) (iv) (a) & (b) contain any material misstatement.

   v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. During the course of performing our procedures, we did not notice any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **S K H D & Associates**
Chartered Accountants
Firm Registration No. 105929 W

Piyush Gandhi
Partner
Membership No. 123029

UDIN: 26123029EFGRMS2584

Place: Mumbai
Date: 18th May 2026

Annexure A to the Auditors' Report

In terms of the information and explanations given to us and the books and records examined by us and on the basis of such checks as we considered appropriate, we further report as under:

(i) **Property, Plant, Equipment and Intangible Assets.**

a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a program of physical verification of Property, Plant and Equipment so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c. The Company does not own any immovable properties. Therefore, paragraph 3(i)(c) of the order is not applicable to the Company.

d. According to information and explanations given to us and books of accounts and records examined by us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

e. According to information & explanations given to us by the management, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) **Inventory**

a. As per the information and explanations given to us by the Company and on the basis of our examination of the records of the Company, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

b. As per the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Therefore, Paragraph 3(ii)(b) of the Order is not applicable to the Company.

(iii) **Loans Granted by the Company**

a) During the year, the Company has not made investments in, provided any guarantee or security to companies, firms, Limited Liability Partnerships or any other parties. The Company has provided loans, unsecured, to a Body corporate under same management and other parties during the year, details of the same are given here below:

Particulars	Loans Amount (Rs. in Lakhs)
A) Aggregate amount during the year:	
- Body corporate under same management	172.41
- Others	26.60
B) Balance outstanding as at balance sheet date:	
- Body corporate under same management	172.41
- Others	283.46

b) The Company has not made any investment, not provided any guarantee or security. The loan granted by the Company in are prima facie not prejudicial to the Company's interest, except such loan is interest free.

c) In respect of loan granted, the schedule of repayment of principal and payment of interest has not been stipulated. Therefore, paragraph 3(iii)(c), 3(iii)(d) and 3(iii)(e) of the order are not applicable to the Company.

d) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the Company has granted loan to a company without specifying any terms or period of repayment. In respect of the said loans: -

(Rs. in Lakhs)

Particulars	All Parties	Promoters	Related Parties
Aggregate amount of loans	455.87	NIL	172.41
-Repayable on Demand (A)	NIL	NIL	NIL
-Loans without specifying any terms or period of repayment (B)	455.87	NIL	172.41
Total (A+B)	455.87	NIL	NIL
Percentage of loans to the total loans	100%	NIL	100%

(iv) **Loans/Guarantees/Investments / Security to certain parties**

In our opinion and according to the information and explanations given to us, the Company has complied with the provision of section 186 of the Companies Act, 2013 in respect of loans made. The Company has not made any investments and provided any guarantees and security as per provisions of section 185 and 186 of the Companies Act, 2013. Therefore, paragraph 3(iv) of the order is not applicable to the Company to this extent.

(v) **Acceptance of Deposits**

According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under. Therefore, paragraph 3(v) of the order is not applicable to the Company.

(vi) **Maintenance of Cost Records**

According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of the activities undertaken by the Company. Hence, paragraph 3(vi) of the Order is not applicable to the Company.

(vii) **Undisputed & Disputed Statutory Dues.**

As per the records verified by us, the Company is generally regular in depositing the undisputed statutory dues involving Provident Fund, Income tax, Service Tax and Value Added Tax with the appropriate authorities during the year under review, and there were no outstanding undisputed statutory dues with the Company for a period of more than six months as at the close of the year except for Tax deducted at source amounting to Rs. 16.76 Lakhs. Further there is demand raised by Income Tax Authority as appearing on Income Tax portal for dues towards Income Tax amounting to Rs. 685.31 Lakhs (excluding Interest), the Company is yet to submit it response on the same to the Income Tax Authorities. The provisions of the statutes governing Wealth Tax, Customs Duty, Investor Education and Protection Fund, Excise Duty and Cess are, as explained to us, not applicable to the Company during the year under review.

As per the records of the Company and based on information and explanation given to us, there are no disputed dues except Income Tax and Service Tax aggregating to Rs. 113.96 Lakhs as given below:

Name of Statute	Nature of Dues	Assessment Year	Amount (Rs in Lakhs)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2006-2007	16.74	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Penalty	2010-11	4.19	Commissioner of Income Tax (Appeals)
Finance Act, 1994	Service Tax	2010 to 2015	93.03	Commissioner of Central Excise (Appeals)

(viii) **Unrecorded Transactions of Undisclosed Income under the Income Tax Act**

According to the information and explanations given to us and representation given to us by the management, 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.

(ix) **Loans from Banks/Financial Institutions/ Government/Debentures**

The Company has not taken any loans or other borrowings. Therefore, paragraph 3(ix) (a), (b). (c), (d), (e) and (f) of the order are not applicable to the Company.

(xiv) **Internal Audit**

a. In our opinion and based on our examination, the Company does have an internal audit system however it needs to be strengthened as it does not fully commensurate with the size and nature of its business.

c. We have considered reports of the Internal Auditors report for the period under audit as available with the Company.

(xv) **Non-cash Transactions with Directors, etc.**

According to the information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him as referred to in section 192 of the Companies Act, 2013. Therefore, paragraph 3(xv) of the order is not applicable to the Company.

(xvi) **Registration with Reserve Bank of India and Core Investment Company in the group**

a. As per the information and explanations provided to us and based on the overall operations of the Company, during the year, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934 and hence clause xvi(a) to xvi(c) are not applicable to the Company.

d. There is no Core Investment Company as a part of the Group. Accordingly, the requirement to report on clause xvi(d) of the Order is not applicable to the Company.

(xvii) **Cash Losses**

According to the information and explanations provided to us and based on the record verified by us, the Company has incurred cash losses amounting to Rs. 53.04 Lakhs in the current financial year. However, the Company has not incurred any cash losses during the immediately preceding financial year.

(xviii) **Resignation of the statutory auditors**

There has been no resignation of the statutory auditors during the year. Therefore, paragraph 3(xviii) of the order is not applicable to the Company.

(xix) **Going Concern**

According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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) **Corporate Social Responsibility**

The provisions of Section 135 read with Schedule VII to the Companies Act, 2013 in respect of Corporate Social Responsibility contribution are not applicable to the Company. Therefore, paragraph 3(xx) (a) and (b) of the Order are not applicable to the Company.

(xxi) **Consolidated Financial Statement**

The Company does not have any Subsidiary, Associate and Joint Venture company. Hence, provisions of Section 129 (3) and (4) of the Companies Act, 2013 in respect of preparation of consolidated financial statement are not applicable to the Company. Therefore, paragraph 3(xxi) of the Order is not applicable to the Company.

For **S K H D & Associates**
Chartered Accountants
Firm Registration No. 105929 W

Piyush Gandhi
Partner
Membership No. 123029

UDIN: 26123029EFGRMS2584

Place: Mumbai
Date: 18th May 2026

Annexure B to the Independent Auditor's Report of even date on the financial statement of the Landmarc Leisure Corporation Limited

Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Landmarc Leisure Corporation Limited** ("the Company") as of 31st March, 2026 in conjunction with our audit of the financial statements of the Company comprising of the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss and the Cash Flow Statement for the period then ended.

Management's Responsibility for Internal Financial Controls:

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility:

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

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

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

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

Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting:

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

Qualified Opinion on adequacy and operative effectiveness of Internal Financial Controls Over Financial Reporting:

According to the information and explanations given to us, and based on our audit, the following material weakness has been identified as at 31st March 2026. The Company did not have an appropriate internal control system for ensuring compliance to Loans and Borrowings, Other Financial Asset and Expenses and its documentation.

Qualified Opinion:

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

For **S K H D & Associates**
Chartered Accountants
Firm Registration No. 105929 W

Piyush Gandhi
Partner
Membership No. 123029

UDIN: 26123029EFGRMS2584

Place: Mumbai
Date: 18th May 2026

<u>Landmarc Leisure Corporation Limited</u>

Note 1: <u>Material Accounting Polices and Notes on Accounts –31st March 2026</u>

1. **<u>Material Accounting Policies:</u>**

1.1 **<u>Basis of preparation, measurement and material accounting policies</u>**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a. **Basis of Preparation**

(I) **Compliance with Ind AS**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act").

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Based on the nature of products/services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained it's operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

(II) Basis of measurement

(a) Historical cost convention

The standalone financial statements have been prepared on a historical cost basis, except for the following:

- Derivative financial instruments - Fair Value
- Non derivative financial instruments at FVTPL - Fair Value
- Net Defined benefit (assets)/liability - Fair value of plan assets less present value of defined benefit obligations; and
- Equity share based payments - Fair Value

(b) Functional and presentation currency

Items included in the standalone financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (`the functional currency'). The financial statements are presented in Indian Rupee (Rs.), which is the Company's functional and presentation currency.

b. **Revenue recognition**

The Company has adopted Ind AS 115 Revenue from contracts with Customers with effect from April 01, 2018 which outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. The standard replaces most of the current revenue recognition guidance. The core principle of the new standard is for companies to recognize revenue when the control of the goods and services is transferred to the customer as against the transfer of risk and rewards. As per the Company's current revenue recognition practices, transfer of control happens at the same point as transfer of risk and rewards thus not effecting the revenue recognition.

The amount of revenue recognised reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

As per the result of evaluation of contracts of the relevant revenue streams, it is concluded that the impact of this change is immaterial to the Company and hence no accounting changes have been done.

(i) Revenue from Sale of films rights are recognised on assignment of such rights as per terms of the sale/licencing agreements.
(ii) Satellite & Theatrical Rights: Satellite & Theatrical Rights are recognized by the Company at the time of sale of the rights.
(iii) Interest income: Interest Income is recognized on accrual basis.
(iv) Dividend Income: Revenue is recognized by the company on receipt basis.
(v) Rental Income: Rental income is recognized on accrual basis.

c. Defined benefit plans

Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include compensated absences such as paid annual leave and sickness leave. Short term employee benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year/period in which the related service is rendered.

Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Defined benefit plans

I) Gratuity:

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in Other Comprehensive Income (OCI).

The Company determines the net interest expense (income) on the net defined benefit liability/(asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability/(asset), taking into account any changes in the net defined benefit liability/(asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the statement profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

I) Compensated absences (Other Long- term employment benefits)

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method.

Re-measurement gains or losses are recognised in the statement of profit or loss in the period in which they arise.

d. **Leases**

The Company's lease asset classes primarily consist of leases for office premises and Land. The Company assesses whether a contract contains a lease, at inception of a contract. 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. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

i. The contract involves the use of an identified asset
ii. The Company has substantially all of the economic benefits from use of the asset through the period of the lease and
iii. The Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

e. Income tax

Income tax comprises current and deferred tax. It is recognised in standalone statement profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

ii. Minimum Alternate Tax (MAT)

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustments to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that future economic benefits associated with it will flow to the Company.

From the Financial Year 2020-21, the Company has opted to be taxed u/s 115BAA of the Income Tax Act, 1961. In view of this, MAT credit will not be available in future years.

iii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for unused tax losses, unused tax credits and 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 assets and liabilities 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.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they are related to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively

f. Measurement of fair values

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 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:

I. Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
II. Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
III. Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The assets and liabilities reported in the Balance Sheet are classified on a "current/non-current basis", with separate reporting of assets held for sale and liabilities. Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the 12 months following the Balance Sheet date; Current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the 12 months following the close of the financial year.

g. Foreign currency translation:

i. **Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in 'Indian Rupees' (INR), which is the Company's functional and the Company's presentation currency

ii. **Transactions and balances**

(I) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

(II) All exchange differences arising on reporting of short term foreign currency monetary items at rates different from those at which they were initially recorded are recognised in the Statement of Profit and Loss.

(III) Non-monetary items denominated in foreign currency are stated at the rates prevailing on the date of the transactions / exchange rate at which transaction is actually effected.

h. Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Expenditure incurred on assets which are not ready for their intended use comprising direct cost, related incidental expenses and attributable borrowing cost are disclosed under Capital Work-in-Progress.

<u>Depreciation methods, estimated useful lives ad residual value</u>:

Depreciation is provided to the extent of depreciable amount on Straight Line Method (SLM) based on useful life of the assets as prescribed in Part C of Schedule II to the Companies Act, 2013.

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

i. Intangible Assets

(i) Recognition and Measurement

Intangible assets are recognized if they are separately identifiable and the Company controls the future economic benefits arising out of them. All other expenses on intangible items are charged to the Statement of Profit and Loss. Intangible assets acquired are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

(ii) Amortization Methods and Periods

The Company amortizes intangible assets with a finite useful life using the straight-line method over the following periods:

(I) Film Satellite Rights are recognised as intangible assets at cost, comprising acquisition cost and directly attributable expenses incurred to acquire and make the rights available for use, and are carried at cost less accumulated amortisation and impairment losses, if any.

Such rights are amortised over the estimated period of exploitation based on the pattern of expected economic benefits and are tested for impairment whenever indicators of impairment exist.

(II) Computer Software: 2-3 years

j. Impairment of non-financial assets

Assets that are subject to depreciation or amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's or cash generating unit's carrying amount exceeds its recoverable amount and is recognised in the Statement of Profit and Loss.

k. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, Fixed deposits with banks, short-term balances (with an original maturity of three months or less from date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

l. Investments and other financial assets

i. 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.
For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.
The Company reclassifies debt investments when and only when its business model for managing those assets changes.

ii. Measurement

At initial recognition, the Company measures a financial asset at its fair value, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

iii. Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

iv. Derecognition of financial assets

A financial asset is derecognised only when:

I. the rights to receive cash flows from the asset have expired, or

II. the company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows to one or more recipient:

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

m. Trade Receivables

Trade receivables are amounts due from customers for goods sold or services rendered in the ordinary course of business.
Trade receivables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

n. Inventories

Physical inventories are valued at lower of cost and net realisable value. The cost is determined on weighted average basis, and includes, where applicable, appropriate share of overheads, the same is charged off on sale of goods. The costs of purchase of inventories comprise the purchase price, import duties and other taxes (other than those subsequently recoverable by the entity from the taxing authorities), and transport, handling and other costs directly attributable to the acquisition of finished goods. Provision is made for obsolete / slow moving / defective stocks, where necessary.

Digital Films are stated at lower of cost / unamortised cost or net realisable value. Cost comprises acquisition / direct production cost. Expenses of under production films incurred till the films are ready for release are inventorised. Cost of digital films are recognised as expense in Statement of Profit and Loss as per the terms of licencing of multiple digital rights.

Digital Media Content produced by the Company and available for sale are valued at lower of cost and net realisable value. The cost comprises of acquisition / direct production cost and other incidental costs incurred in bringing the inventories to a state of being exploited and is determined on specific identification. The cost is determined on actual basis, and includes, where applicable, appropriate share of overheads, the same is charged off on sale of services. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

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

o. Financial liabilities

I. Classification as debt or equity
   i. Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of a financial liability and an equity instrument.
   ii. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

II. Initial recognition and measurement
   i. All financial liabilities are recognised initially at historical cost
   ii. The Company's financial liabilities include borrowings from group companies and trade payables.

III. Subsequent measurement
The measurement of financial liabilities depends on their classification.

IV. De-recognition
A financial liability is de-recognised 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 de-recognition 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.

p. Provisions, Contingent Liabilities and Contingent Assets:

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities

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

Contingent Assets:

A contingent asset is disclosed, where an inflow of economic benefits is probable.

q. Earnings per share

In determining earnings per share, the company considers the net profit after tax and includes the post-tax effect of any extraordinary items. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

r. Cash flow statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

s. Use of Estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

t. Current versus non-current classification

The assets and liabilities reported in the Balance Sheet are classified on a “current/non-current basis”, with separate reporting of assets held for sale and liabilities. Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the 12 months following the Balance Sheet date; Current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the 12 months following the close of the financial year.

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

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.
A liability is current when:

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

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

u. Cost Recognition

Costs and expenses are recognised when incurred and have been classified according to their nature. The costs of the Company are broadly categorised in purchase of goods, employee benefit expenses, finance costs, depreciation and amortisation and other operating expenses. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other operating expenses mainly include fees to its external consultants, cost of running its facilities, travel expenses, communication costs, allowances for delinquent receivables and advances and other expenses. Other expenses is an aggregation of costs which are individually not material such as commission and brokerage, recruitment and training, entertainment etc.

Landmarc Leisure Corporation Limited

Reg. Office: 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Andheri (East), Mumbai - 400069, Maharashtra

CIN : L65990MH1991PLC060535

Balance Sheet as at March 31, 2026

(Rs. in Lakhs)

Particulars	Note	As at 31-Mar-26	As at 31-Mar-25
I. ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	2&4	3.21	1.36
(b) Capital Work-in-progress	3	147.44	120.72
(c) Financial assets			
(i) Investments	5 [i]	0.00	0.00
(ii) Loans			
(iii) Other financial assets	5 [iv]	3,000.44	3,000.44
(e) Deferred Tax assets		1.67	1.67
(f) Other non-current assets	6	16.24	14.82
Total Non-current Assets		**3,169.00**	**3,139.01**
(2) Current assets			
(a) Inventories	7	4.45	4.95
(b) Financial assets			
(i) Investments	5 [ii &iii]	139.84	4.17
(ii) Trade receivables	8	119.29	94.14
(iii) Cash and cash equivalents	9	210.10	40.78
(iv) Bank Balances other than Cash and cash equivalents	10	-	-
(v)Loans	11	455.87	258.19
(vi) Other financial assets	12	718.28	719.28
(c) Other Current assets	13	91.65	46.08
Total Current Assets		**1,739.49**	**1,167.58**
TOTAL ASSETS		**4,908.49**	**4,306.58**
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	9,800.00	8,000.00
(b) Other equity	15	(5,415.55)	(5,448.14)
Total Equity		**4,384.45**	**2,551.86**
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16	-	913.09
(ii) Other financial liabilities	17	-	254.00
(b) Provisions	18	5.90	5.79
Total Non-current Liabilities		**5.90**	**1,172.88**
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	300.00	356.51
(ii) Trade payables	20		
(a) Total outstanding dues of micro enterprises and small enterprises; and			
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		172.41	172.18
(iii) Other financial liabilities			
(b) Provisions	21	-	-
(c) Other Current Liabilities	22	45.73	53.15
Total Non-current Liabilities		**518.14**	**581.85**
TOTAL EQUITY AND LIABILITIES		**4,908.49**	**4,306.58**

Material Accounting Policies

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

For Landmarc Leisure Corporation Limited

For S K H D & Associates
Chartered Accountants
Firm Registration No. 105929W

K. R. Mahadevan
Whole Time Director
DIN: 07485859

Vidhi Kasliwal
Director
DIN: 00332144

Piyush Gandhi
Partner
Membership No. 123029
Place: Mumbai
Date: 18th May 2026

Vikrant Lad
Chief Financial Officer
PAN - AFJPL4869A

Jalmeen Kaur Kalsi
Company secretary
Membership No. A68065

Landmarc Leisure Corporation Limited

Reg. Office: 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Andheri (East), Mumbai - 400069, Maharashtra

CIN : L65990MH1991PLC060535

Statement of Profit and Loss for the Year Ended 31st March, 2026

(Rs. in Lakhs)

Particulars	Notes	Year ended 31st March 2026	Year ended 31st March 2025
Income			
I. Revenue from Operations	23	6.93	115.47
II. Other Income	24	28.72	8.85
III. Total Revenue (I+II)		**35.65**	**124.32**
IV. Expenses			
Operational Expenses	25	-	9.97
Change in Inventories	26	0.50	0.70
Employee benefit expenses	27	40.47	31.08
Finance Cost	28	0.05	0.15
Depreciation and amortization	2 & 4	0.65	0.74
Other expenses	29	59.40	56.21
Total Expenses (IV)		**101.06**	**98.85**
V. Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	**(65.41)**	**25.47**
VI. Exceptional & Extraordinary Items		-	-
VII. Profit/(Loss) before tax (III - IV)		**(65.41)**	**25.47**
VIII. Tax expense:			
1. Current Tax		-	
2. Taxes for earlier years		-	-
3. Deferred Tax		-	
IX. Profit/(Loss) for the period (VII - VIII)		**(65.41)**	**25.47**
X. Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss		-	-
(a) Remeasurements of defined benefit plans		-	-
(b) Equity instruments through Other Comprehensive Income			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
(a) Remeasurements of net defined benefit plans		-	-
(b) Equity instruments through Other Comprehensive Income		-	-
(iii) Items that will be reclassified to profit or loss			
(a) Debt instruments through Other Comprehensive Income		-	-
(b) Income tax relating to items that will be reclassified to profit or loss		-	-
Other Comprehensive Income for the year (X)		**-**	**-**
XI. Total Comprehensive Income for the year (IX+X)		**(65.41)**	**25.47**
XII. Earning per Equity Share			
(1) Basic		(0.007)	0.003
(2) Diluted		(0.007)	0.003

Material Accounting Policies

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

For Landmarc Leisure Corporation Limited

For S K H D & Associates
Chartered Accountants
Firm Registration No. 105929W

K. R. Mahadevan
Whole Time Director
DIN: 07485859

Vidhi Kasliwal
Director
DIN: 00332144

Piyush Gandhi
Partner
Membership No. 123029
Place: Mumbai
Date: 18th May 2026

Vikrant Lad
Chief Financial Officer
PAN - AFJPL4869A

Jalmeen Kaur Kalsi
Company secretary
Membership No. A68065

Landmarc Leisure Corporation Limited

Reg. Office: 303, Raaj Chamber, 115 R.K. Paramhans Marg (Old Nagardas Road), Andheri (East), Mumbai - 400069, Maharashtra

CIN : L65990MH1991PLC060535

Cash Flow Statement for the Year Ended 31st March, 2026

(Rs. in Lakhs)

PARTICULARS		For the year ended 31.03.2026		For the year ended 31.03.2025
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax & extra ordinary items		(65.41)		25.47
Adjustments for:				
Depreciation	0.65		0.74	
Profit/Loss on sale of Fixed Assets	-		-	
Profit/Loss on Fair value of Investments	-		-	
Impairment of Fixed Assets	-		-	
Provision for employee benefits	0.11		0.77	
Share of Loss of Investment of Investor	-		-	
Sundry Balance Written back	-		-	
Interest (net) & Dividend Income	(28.72)		(8.85)	
		(27.96)		(7.34)
		(93.37)		18.12
Operating Profit before Working Capital Changes				
Adjustments for:				
(Increase)/Decrease in Stock-in Trade	0.50		0.70	
(Increase)/Decrease in Trade and Other Receivables	(25.15)		(90.82)	
(Increase)/Decrease in Loans & Advances	1.00			
Increase/(Decrease) in Current Liabilities	(7.43)		(2.07)	
(Increase)/Decrease in Other Current Assets and Non current Assset	(47.00)		11.35	
Increase/(Decrease) in Trade Payable	0.24		(15.66)	
(Increase)/Decrease in Miscellaneous Expenses (Assets)	(197.68)	(275.53)	-	(96.49)
Cash Generated From Operations		**(368.90)**		**(78.36)**
Income Tax Paid(net of refund)	-		-	
Net Cash Inflow/(Outflow)before Extraordinary Items	-	(368.90)	-	(78.36)
Prior Period Adjustment	-		-	
Net Cash flow From Operating Activities (A)		**(368.90)**		**(78.36)**
B. Cash Flow from Investing Activities:				
Purchase of Fixed Assets	(2.50)		(0.73)	
Sale of Fixed Assets	-		-	
Sale/(Purchase) of Investments	(135.68)		3.52	
Investment in Capital WIP	(26.72)		(7.69)	
Interest (net) & Dividend Income	28.72		8.85	
Net Cash From Investment Activities (B)		**(136.18)**		**3.96**
C. Cash Flow from Financing Activities:				
Loan Taken During the year	(1,223.60)		97.30	
Share Allotment Money Net of Expenses	1,898.00			
Net Cash Used in Financing Activities (C)		**674.40**		**97.30**
Net Increase / (Decrease) in Cash & Cash Equivalent (A+B+C)		169.33		22.89
Cash & Cash Equivalent as on Beinging of the year		40.78		17.88
Cash & Cash Equivalent as on Close of the year		210.10		40.78

Material Accounting Policies

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

For Landmarc Leisure Corporation Limited

For S K H D & Associates
Chartered Accountants
Firm Registration No. 105929W

K. R. Mahadevan
Whole Time Director
DIN: 07485859

Vidhi Kasliwal
Director
DIN: 00332144

Piyush Gandhi
Partner
Membership No. 123029
Place: Mumbai
Date: 18th May 2026

Vikrant Lad
Chief Financial Officer
PAN - AFJPL4869A

Jalmeen Kaur Kalsi
Company secretary
Membership No. A68065

(Rs. in Lakhs)

2	Property, Plant And Equipment	Plant and Equipment	Furniture and Fixtures	Office equipment	Leasehold improvements	Total
	Cost Or Valuation					
	At 31 March 2024	**85.70**	**342.73**	**528.40**	**109.10**	**1,065.93**
	Additions	-	-	0.73	-	0.73
	Acquisition Of A Subsidiary (Note 36)	-	-	-	-	-
	Disposals	-	-	-	-	-
	Discontinued Operations (Note 21)	-	-	-	-	-
	Revaluation Recognised In OCI	-	-	-	-	-
	At 31 March 2025	**85.70**	**342.73**	**529.13**	**109.10**	**1,066.66**
	Additions	-	-	2.50	-	2.50
	Acquisition Of A Subsidiary (Note 36)	-	-	-	-	-
	Disposals	-	-	-	-	-
	Discontinued Operations (Note 21)	-	-	-	-	-
	Revaluation Recognised In OCI	-	-	-	-	-
	At 31 March 2026	**85.70**	**342.73**	**531.63**	**109.10**	**1,069.16**
	Depreciation And Impairment					-
	At 31 March 2024	**85.70**	**342.73**	**527.04**	**109.10**	**1,064.57**
	Depreciation Charge For The Year	-	-	0.74		0.74
	Adjustments	-	-	-	-	-
	Disposals	-	-	-	-	-
	At 31 March 2025	**85.70**	**342.73**	**527.78**	**109.10**	**1,065.31**
	Depreciation Charge For The Year		-	0.65		0.65
	Adjustments	-	-	-	-	-
	Disposals	-	-	-	-	-
	At 31 March 2026	**85.70**	**342.73**	**528.43**	**109.10**	**1,065.96**

Net Book Value	Plant and Equipment	Furniture and Fixtures	Office equipment	Leasehold improvements	Total
At 31 March 2026	-	-	3.21	0.00	3.21
At 31 March 2025	-	-	1.36	0.00	1.36

(Rs. in Lakhs)

4	Intangible Assets	Film Satellite Rights	Total
	At 31 March 2024	400.00	400.00
	At 31 March 2025	400.00	400.00
	At 31 March 2026	400.00	400.00
	Amortisation And Impairment		
	At 31 March 2024	400.00	400.00
	Amortisation	-	-
	Adjustments	-	-
	At 31 March 2025	400.00	400.00
	Amortisation	-	-
	Adjustments	-	-
	At 31 March 2026	400.00	400.00
	Net Book Value		
	At 31 March 2026	-	-
	At 31 March 2025	-	-
	At 31 March 2024	-	-

Notes to the financial statements as of and for the Year ended March 31, 2025

(Rs. in Lakhs)

	Particulars	As at 31-Mar-26	As at 31-Mar-25
3	**Capital Work-in-progress**		
	Opening Balance	**120.72**	**113.02**
	Add: Expenditure incurred during the year		
	Advertisment & Promotion	-	-
	Boarding & Lodging	-	-
	Food & Refreshment	-	-
	Other Related Expenses	-	-
	Production Expenses	**15.42**	**8.40**
	Release Expenses	-	-
	Technician Fees	**11.31**	**9.27**
	Travelling Expenses	-	-
	Less: transfrred to profit & loss account	-	(9.98)
	Total	**147.44**	**120.72**
5 [i]	**Investments**		
	Investment in equity instruments designated at Fair Value Through Other Comprehensive Income		
	Quoted - Non Trade		
	9,100 (2021: 9,100) Shares of Niryat Sam (Apparels) India Ltd.	0.00	0.00
	9,600 (2021: 9,600) Shares of Ucil Leasing Ltd.	0.00	0.00
	40,000 (2021: 40,000) Shares of Umred Agro Complex Ltd.	0.00	0.00
	Total [A]	**0.00**	**0.00**
	Unquoted		
	10,000 (2021: 10,000) Shares of Dewas Soya Ltd.	0.00	0.00
	100 (2021: 100) Shares of Bombay Mercantile Bank Ltd	0.00	0.00
	Total [B]	**0.00**	**0.00**
	Total [A+B]	**0.00**	**0.00**
5 [ii]	**Quoted - Trade**		
	46267.369 (P.Y.5566.010) units of HDFC Low Duration Fund - Regular Plan - Growth	1.00	4.17
	Total [C]	**1.00**	**4.17**
5 [iii]	**Gold**		
	Bars 930 Grams	138.84	-
	Total	**138.84**	**-**
	Current	139.84	4.17
	Non-Current	0.00	0.00
	Aggregate amount of quoted investment [Market Value]	1.00	4.17
	Unquoted Investments	0.00	0.00
	Aggregate amount of investment in Gold [Market Value]	138.84	-

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CIN : L65990MH1991PLC060535

Notes to the financial statements as of and for the Year ended March 31, 2025

(Rs. in Lakhs)

	Particulars	As at 31-Mar-26	As at 31-Mar-25
5 [iv]	**Other financial assets**		
	Unsecured Considred, Good		
	Security Deposit		
	Deposits	3,000.44	3,000.44
	Total Other Financial Assets	**3,000.44**	**3,000.44**
	Current	-	-
	Non-Current	3,000.44	3,000.44
	Total	**3,000.44**	**3,000.44**
6	**Other non-current assets**		
	Unsecured Considred, Good		
	Advance Income Tax, TDS & Refund Receivable	16.24	14.82
	Total	**16.24**	**14.82**
7	**Inventories**		
	Finished goods (at lower of cost and net realisable value)	4.45	4.95
	Total	**4.45**	**4.95**
8	**Trade Receivables**		
	Unsecured Considred, Good		
	Trade Receivables	119.29	94.14
	Total	**119.29**	**94.14**
	Trade receivables		
	Secured, considered good	-	-
	Unsecured, considered good	119.29	94.14
	Doubtful	15.40	15.40
	Total	**134.69**	**109.54**
	Impairment Allowance (allowance for bad and doubtful debts)		
	Unsecured, considered good	-	-
	Doubtful	(15.40)	(15.40)
	Total	**(15.40)**	**(15.40)**
	Total Trade receivables	119.29	94.14
	No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. For terms and conditions relating to related party receivables, Trade receivables are non-interest bearing and are generally on terms of 30 to 180 days.		
9	**Cash & Cash Equivalents**		
	Cash in Hand	0.59	0.51
	Balance with Banks	9.51	3.87
	Bank Fixed deposit	200.00	36.40
	Total	**210.10**	**40.78**
10	**Bank Balance other than Cash & Cash Equivalents**		
	Deposits with original maturity of less than three months	-	-
	Total	**-**	**-**

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CIN : L65990MH1991PLC060535

Notes to the financial statements as of and for the Year ended March 31, 2025

(Rs. in Lakhs)

	Particulars	As at 31-Mar-26	As at 31-Mar-25
11	**Loans given**		
	Loans receivables – Considered Good - Unsecured		
	(i) Loans to Related parties	172.41	-
	(ii) Loans to others	283.46	258.19
		455.87	**258.19**
12	**Other financial assets**		
	Unsecured Considred, Good		
	Advances recoverale in Cash or Kind	718.28	719.28
	Total	**718.28**	**719.28**
13	**Other Current Assets**		
	Unsecured Considred, Good		
	Advance Recoverable from Statutory Authority	66.14	42.26
	Advance to suppliers	25.51	3.81
	Total	**91.65**	**46.08**
16	**Non-Current Borrowings**		
	Unsecured loan from Related Party	-	913.09
	Total	**-**	**913.09**
17	**Non-Current Other financial liabilities**		
	254000 0% Redeemable Cumulative Preference Shares of Rs.100/- each fully paid up	-	254.00
	Total	**-**	**254.00**
18	**Non-Current Provisions**		
	Provision for Gratuity (unfunded)	5.90	5.79
	Total	**5.90**	**5.79**
19	**Borrowings - Current Liabilities**		
	From Others (Unsecured)	300.00	356.51
	Total	**300.00**	**356.51**
20	**Trade Payables - Current Liabilities**		
	(a) Total outstanding dues of micro enterprises and small enterprises; and	-	-
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	172.41	172.18
	Total	**172.41**	**172.18**
21	**Current Provisions**		
	Provision for Gratuity	-	-
	Provision for Leave Encashment	-	-
	Other Provision	-	-
	Total	**-**	**-**
22	**Other Current Liabilities**		
	Other payables	27.80	33.66
	Statutory dues payable	17.93	19.49
	Total	**45.73**	**53.15**

Notes to the financial statements as of and for the Year ended March 31, 2026

(Rs. in Lakhs)

PARTICULARS	AS AT 31-Mar-26	AS AT 31-Mar-25
NOTE - 14		
SHARE CAPITAL		
Authorised		
994,000,000 Equity Shares of Re.1/- each	9,940	9,940
10,60,000 1 % Redeemable Cumulative Preference		
Shares of Rs.100/- each	1,060	1,060
	11,000	11,000
Issued, Subscribed and Paid-up		
980,000,000 Equity Shares of Re.1/- each fully paid up	9,800	8,000
(P.Y. 800,000,000 Equity Shares of Re. 1/- each fully paid up		
NIL	-	254
(P. Y. 254000 1 % Redeemable Cumulative Preference		
Shares of Rs.100/- each fully paid up)		
	9,800	8,254

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

Particulars	Number	Amt. (in Rs Lakhs)	Number	Amt. (in Rs Lakhs)
Shares outstanding at the beginning of the year	800000000	8000	800000000	8,000
Shares Issued during the year (Note No. 14.1)	180000000	1800	-	-
Shares outstanding at the end of the year	980000000	9800	800000000	8000

Note No. 14.1 - The Company through a resolution passed at the Board of Directors Meeting held on 20 May, 2025, have approved the issuance of equity shares of face value Rs. 18 Crore each at a price of Rs. 1.11 per share (including a premium of Rs. 0.11 per share) on a private placement basis, aggregating to Rs. 1,998 Lakhs. The allotment of said shares have been completed on 6th October 2025.

Preference Shares

Particulars	Number	Amt. (in Rs Lakhs)	Number	Amt. (in Rs Lakhs)
Shares outstanding at the beginning of the year	254000	254.00	254000	254.00
Redeemed during the year (Note No. 14.2)	-254000	(254.00)	-	-
Cumulative Preference Shares				
Shares outstanding at the end of the year	0	0	254000	254.00

Note No. 14.2 - The Company has redeemed 2.54 Lakh preference shares (in numbers) of face value Rs. 100 each aggregating to Rs. 254 Lakhs in accordance with the terms of issue and the provisions of Section 55 of the Companies Act, 2013. The redemption has been effected out of proceeds of fresh issue of equity shares on preferential allotment basis as referred in Note No. 14.1 of the Financial Statement. Consequently, the paid-up preference share capital of the Company stands reduced by Rs. 254 Lakhs on 16th October 2025.

Details of shareholders holding more than 5% shares in the Company				
Particulars	**No of shares Held**	**% of Holding**	**No of shares Held**	**% of Holding**
Vidhi Holdings Pvt Ltd	29,93,20,466	30.54	29,93,20,466	37.42
Rotunda Capital & Finance (India) Pvt Ltd	11,37,99,034	11.61	11,37,99,034	14.22
Yashaswini Investments Company Private Limited	9,44,51,400	9.64	9,44,51,400	11.81
Hanumesh Investments Private Limited	8,20,52,483	8.37	8,20,52,483	10.26
Akhilesh Investfin Private Limited	9,64,88,263	9.85	9,64,88,263	12.06

Notes to the financial statements as of and for the Year ended March 31, 2026

(Rs. in Lakhs)

The details of Shareholding of Promoters are as under :-

Shares held by promoters at the end of the year				% Change during the year
S.No.	Promoter Name	No. of Shares	% of total Shares	
1	Vidhi Holdings Pvt Ltd	29,93,20,466	30.54	No Change
2	Vikas S Kasliwal	59,30,600	0.61	No Change
3	Anuradha V Kasliwal	2,15,99,966	2.20	No Change
4	Vikas S Kasliwal	69,400	0.01	No Change
5	Yashaswini Investments Company Pvt. Ltd.	9,44,51,400	9.64	No Change
6	Hanumesh Investments Pvt. Ltd.	8,20,52,483	8.37	No Change
7	Akhilesh Investfin Pvt. Ltd.	9,64,88,263	9.85	No Change

NOTE- 15
RESERVES AND SURPLUS

Securities Premium Account	668.00	570.00
Retaind Earning	(6,081.11)	(6,015.70)
Equity Instruments through Other Comprehensive Income	(2.44)	(2.44)
	(5,415.55)	**(5,448.14)**

Notes to the financial statements for the period ended March 31, 2026

(Rs. in Lakhs)

Note 23: Revenue From Operations

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Sale of Packaged Water bottle	0.99	1.81
Sales & Service Income	2.72	0.61
Revenue from Films	3.22	113.04
Total	**6.93**	**115.47**

Note 24: Other Income

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Dividend Income		
Short Term Gain on Sale of Shares	-	-
Unrealized Gain on Investments	(5.83)	0.43
Profit on Sale of Assets	24.20	-
Interest on Income Tax Refund	-	-
Balance Written Back	4.02	6.98
Interst On Fixed deposit with bank	6.33	1.45
Total	**28.72**	**8.85**

Note 25: Operational Expenses

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Cost of Production	-	9.97
Total	**-**	**9.97**

Note 26: Change in Inventories

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Opening Stock	4.95	5.65
Add Purchases	-	-
Less : Closing Stock	4.45	4.95
Change in Inventories	**0.50**	**0.70**

Notes to the financial statements for the period ended March 31, 2026

(Rs. in Lakhs)

Note 27: Employee Benefit Expenses

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Salaries and Incentives	33.03	23.45
Director's Remuneration	6.86	6.86
Contributions to Provident & Other funds	0.58	0.77
Total	**40.47**	**31.08**

Note 28: Finance costs

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Bank Charges	0.05	0.15
Total	**0.05**	**0.15**

Note 29: Other expenses

Particulars	Year Ended 31-Mar-26	Year Ended 31-Mar-25
Advertising & Marketing Expenses	4.36	2.47
Auditor's Remuneration	0.80	0.95
Conveyance Expenses	0.61	1.73
Interest / Rates & Taxes	2.06	2.75
Electricity Expenses	3.25	4.53
House Keeping & Laundry Charges	0.49	0.51
Food & Refreshment	0.81	0.65
Courier Exp.	0.24	0.01
Misc Exp.	0.60	0.02
Internet Charges	0.18	0.16
Legal & Professional Expenses	26.71	22.64
Membership & Subscription	1.86	0.98
Office Expenses	0.22	0.17
Printing & Stationery	0.21	0.41
Software Expenses	1.10	0.98
Repairs & Maintenance	3.16	2.80
RE-Instatement Fees - BSE	11.81	13.38
Telephone Expenses	0.57	0.56
Business Promotion	-	0.31
E-Voting Charges	-	0.20
Title Renewal Charges	0.22	-
Filling Fees	0.14	0.02
Total	**59.40**	**56.21**

II. **Notes on Accounts:**

30. **Contingent Liabilities**:

i. Disputed Income Tax liabilities amounting to Rs. 20.93 Lakhs (Previous Year –Rs. 20.93 Lakhs) as stated below:

Name of Statute	Nature of Dues	Assessment Year	Amount (Rs in Lakhs)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2006-07	16.74	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Penalty	2010-11	4.19	Commissioner of Income Tax (Appeals)
Total			**20.93**	

ii. Disputed liability towards Service Tax amounting to Rs. 93.03 Lakhs (Previous Year –Rs. 93.03 lakhs) as stated below:

Name of Statute	Nature of Dues	Assessment Year	Amount (Rs in Lakhs)	Forum where dispute is pending
Finance Act, 1994	Service Tax	2010 to 2015	93.03	Commissioner of Central Excise (Appeals)

iii. Income Tax Demand raised by Income Tax Authority as appearing on Income Tax portal amounting to Rs. 753.02 Lakhs including interest as stated below:

Name of Statute	Nature of Dues	Assessment Year	Outstanding Demand (Rs in Lakhs)	Interest Demand (Rs in Lakhs)	Total Demand (Rs in Lakhs)
Income Tax Act, 1961	Income Tax	2017-18	685.31	67.71	753.02

iv. Contingent Liabilities as may arise due to delayed/non-compliance of certain fiscal statutes – Amount Unascertainable (Previous Year-Amount Unascertainable).

31. The Company has given Interest Free Loan to parties for amounting to Rs. 455.87 Lakhs for which term sheets and other documents are in process of regularization.

32. The Management of the Company has decided to reduce its focus of Wellness activities and concentrate on Films, Media and TV Channel business. Accordingly, it has been decided to re-structure the Company's agreements with two parties to whom advances/ security deposits have been given so as to utilize the resources in a more effective manner for developing the Entertainment business. Accordingly, discussions are underway for implementation of the same.

(a) In one of the agreements in the earlier years, the Company had entered into a Revenue Sharing Agreement for occupying commercial spaces of SKM Real Infra Limited (formerly SKM Fabrics (Andheri) Limited) (SKM). As per this Agreement, the Company had given substantial advance/ deposit to SKM Real Infra Ltd (SKM) in return for occupying and utilizing the Raaj Chamber development of SKM. This was in line with the Wellness business component of the Company. The closing balance of the said deposit as on 31st March 2026 is Rs. 2,218.28 lakhs which is higher than the space occupied by the Company. SKM has gone into Resolution under the Insolvency & Bankruptcy Code (IBC). Accordingly, the Company has filed claim with the IP for an amount of Rs. 6376.71 Lakhs. The Company has not recognised interest income neither the Company has provided for rentals payable to the said company for the premises being used in lieu of the unreceived interest income.

(b) In respect of the other party the Company had given a security deposit of Rs. 1500 Lakhs to Shree Ram Urban Infrastructure Limited (SRUIL) under Memorandum of Understanding for establishment and running of wellness center in the upcoming Palais Royale project of SRUIL. However, SRUIL has since gone into Resolution under the IBC and the fate of this MOU has become uncertain. The Company is making efforts to find a satisfactory solution and is hopeful that equivalent values will be recovered in due course. Based on conservative approach, the Company has decided to recognise the interest income only on receipt basis.

33. The Company has not carried out actuarial valuation as per the recommendations of Ind AS 15 issued by ICAI, and instead provided for Gratuity on accrual basis as per Management Estimates. The management is of the opinion that the provision created in the books is sufficient considering the number of employees & it has provided the same in current year on ad-hoc basis. Provision towards retirement benefits has been considered in the Company's books, as per the recommendations of the Indian Accounting Standard - 15, Employee Benefits given in table below: -

Net employee benefit expenses (recognized in Employee cost)

Particulars	31.03.2026 (Rs. In Lakhs)		31.03.2025 (Rs. In Lakhs)	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Current Service Cost	0.11	-	0.77	-
Total included in "Employee Benefit Expenses"	**0.11**	**-**	**0.77**	**-**

Balance Sheet

Details of provision for Gratuity & Leave Encashment

Particulars	31.03.2026 (Rs. In Lakhs)		31.03.2025 (Rs. In Lakhs)	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Liability at the end of the year	5.90	-	5.79	-
Amount in Balance Sheet	**5.90**	**-**	**5.79**	**-**

Changes in the present value of the defined benefit obligation are as follows:

Particulars	31.03.2026 (Rs. In Lakhs)		31.03.2025 (Rs. In Lakhs)	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Liability at the beginning of the year	5.79	-	5.02	-
Current Service Cost	0.11	-	0.77	-
Benefits paid/adjustment		-	-	-
Liability at the end of the year	**5.90**	**-**	**5.79**	**-**

34. In the opinion of the Board, Current & Non-current Assets and Loans and Advances have a value on realization in the ordinary course of business, at least equal to the amounts at which they are stated and adequate provision has been made for all known liabilities.

35. Certain balances appearing under certain heads of Other Financial Asset, Trade receivable, Other Current Asset, Loans, Trade Payable, Borrowings, other Financial Liability are as per books of accounts and as such are subject to consequential adjustments, which may arise on receipt of confirmations and/or completion of reconciliations.

36. **Directors' Remuneration:**

Remuneration of Directors (Including Managing Director) is as under:

(Rs. in Lakhs)

Particulars	Current Year (Rs.)	Previous Year (Rs.)
Remuneration including other benefits	6.86	6.86
Company's Contribution to Provident Fund, ESIC & Bonus	0.82	0.82
Total	**7.68**	**7.68**

37. (a) Provision for current tax has been made as per the law stated in the Income Tax Act, 1961.

(b) No Deferred Tax Assets have been recognized in the accounts by the Company in respect of brought forward losses under the Income Tax Act, 1961, keeping in view the prudence aspect.

38. **Related Party Disclosure**

As per Indian Accounting Standard - 24 Related Party Disclosures as prescribed under Companies (Accounting Standard) Rules, 2006, the Company's related parties and transactions are disclosed below:

i. Holding/Subsidiary - None

ii. Investing parties/promoters having significant influence on the Holding Company directly or indirectly – None

iii. Key Management Personnel:
   (a) K. R. Mahadevan - Whole Time Director (continued) and Chief Financial Officer (till 30-Mar-2026)
   (b) Vidhi Kasliwal - Director
   (c) Vikrant Lad - Chief Financial Officer (From 30-Mar-2026)
   (d) Jalmeen Kaur Kalsi – Company Secretary and Compliance Officer – W.E.F. 3rd January 2024

iv. Relatives of Key Management Personnel:

   (a) Vikas Kasliwal
   (b) Arnav Vikas Kasliwal
   (c) Dhruv Vikas Kasliwal
   (d) R S Kasliwal
   (e) Anuradha Kasliwal

v. Enterprises over which key management personnel and their relatives exercise significant influence where the Company has entered into transactions during the year:

   (a) Shree Ram Urban Infrastructure Limited
   (b) K U Enterprises Private Limited
   (c) Shree Laxmi Syntex Private Limited
   (d) S kumar Online Limited

(Rs. in Lakhs)

Particulars	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Enterprises over which key management personnel and their relatives exercise influence**	**Closing Balances**
Sale of Films	-	-	- (70.00)	(82.60)
Consultancy Service Given	-	-	1.36 (0.31)	0.27
Sale of Water Bottle	0.63 (0.96)	-	- (0.34)	2.25 (2.15)
Remuneration & Perquisites	8.27 (10.38)	-	-	0.51 (0.87)
Unsecured Loan repaid			942.09 (Nil)	Nil (Nil)
Unsecured Loan Given			172.41 (Nil)	172.41 (Nil)
Unsecured Loan taken			29 (50)	Nil (913.09)
Deposits	-	-	-	1,500 (1,500)
Issue of Preference Shares	Nil (Nil)	-	Nil (Nil)	Nil (Nil)
Redemption of Preference Shares	Nil (Nil)	254.00 (Nil)	Nil (Nil)	Nil (Nil)

39. **Basic & Diluted Earnings per Share:**

Basic and Diluted earnings per share is calculated as under (Rs. In Lakhs):

Particulars	2025-26	2024-25
Numerator – Profit as per the Statement of Profit & Loss (Rs.)	(65.41)	25.47
Preference Dividend		-
Denominator- No. of Equity Share outstanding	8,872.88*	8000.00
Nominal value of share (in Rs.)	1.00	1.00
Basic & Diluted Earnings per Share (Rs.)	(0.007)	0.003

* Note – The Company has issued/allotted Rs. 18 Crore equity shares on 6th October 2025, due to which denominator for EPS is taken by using weighted average method.

40. **Fair value measurements**

(a) Financial instruments by category

The Company does not have any financial assets or liabilities which are measured at FVTPL or FVOCI they are measured at Amortised cost.

(Rs. in lakhs)

Particulars	2025-26	2024-25
Financial assets		
Investments	139.84	4.17
Trade receivables	119.29	94.14
Cash and cash equivalents	210.10	40.78
Other financial assets	4,174.32	3,977.91
Total financial assets	**4,643.82**	**4,117.00**
Financial liabilities		
Trade payables	172.41	172.18
Borrowings	300.00	1,269.60
Other financial liabilities	0	254.00
Total financial liabilities	**472.41**	**1,695.78**

Carrying value of all the above financial assets and financial liabilities as at March 31, 2026, and March 31, 2025 approximate the fair value because of their short-term nature. Difference between carrying amounts ad fair values of the said assets and liabilities subsequently measured at amortized cost is not significant in each of the years presented.

(b) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(c) Valuation technique used to determine fair values

The carrying amount of current financial assets and liabilities are considered to be the same as their fair values, due to Difference between carrying amounts ad fair values of the said assets and liabilities subsequently measured at amortized cost is not significant in each of the years presented.

The fair value of security deposits and borrowings has been considered same as carrying value since there have not been any material changes in the prevailing interest rates. Impact on account of changes in interest rates, if any has been considered immaterial.

Note

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities which are included in level.

There were no transfers between any levels during the year.

41. Financial risk management

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, financial assets measured at amortised cost.	Aging analysis	Diversification of bank deposits
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

(a) Credit risk

The Company is exposed to credit risk, which is the risk that counterparty will default on its contractual obligation resulting in a financial loss to the company. Credit risk arises from cash and cash equivalents and financial assets carried at amortised cost.

Credit risk management

Credit risk is managed at Company level depending on the policy surrounding credit risk management. For banks and financial institutions, only high rated banks/institutions are accepted. Generally, all policies surrounding credit risk have been managed at company level.

(b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operation of the company in accordance with practice and limits set by the company.

Maturities of financial liabilities

The amounts disclosed in the below are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Rs. in Lakhs)

March 31, 2026	**Less than 1 years**	**Between 1 year and 5 years**	**More than 5 years**	**Total**
Financial liabilities				
Loans from related parties	-	-	-	-
Loans from Others	-	300.00	-	300.00
Creditors for supplies and services related Party		20.27	-	20.27
Creditors for supplies and services others	4.12	148.02	-	152.14
Other financial liabilities	**-**	**-**	-	
Total financial liabilities	**3.62**	**452.73**	**-**	**472.41**

March 31, 2025	**Less than 1 years**	**Between 1 year and 5 years**	**More than 5 years**	**Total**
Financial liabilities				
Loans from related parties	10	913.09	-	923.09
Loans from Others	346.51	-	-	356.51
Creditors for supplies and services related Party	124.87	-	-	124.87
Creditors for supplies and services others	47.31	-	-	47.31
Other financial liabilities	**-**	254.00	-	254.00
Total financial liabilities	**528.69**	**1,167.09**	**-**	**1,695.78**

42. Capital Management

(a) Risk Management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on basis of total equity on a periodic basis. Equity comprises all components of equity includes the fair value impact. The following table summarizes the capital of the Company:

Particulars	March 31, 2026	March 31, 2025
Equity	9800	8000

43. Outstanding amounts payable to Micro, Small and Medium Enterprises included under Current Liabilities, as per the information available with the Company and relied upon by the Auditors – Nil (Previous Year-Nil).

44. The Operating Segment is the level at which discrete financial information is available. Business segments are identified considering: a) the nature of products and services b) the differing risks and returns c) the internal organisation and management structure, and d) the internal financial reporting systems.

Revenue and expenses directly attributable to segments are reported under each reportable segment. Exceptional items and other expenses which are not attributable or allocable to segments are disclosed separately. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable assets and liabilities.

The Company is engaged in the business of sale of packaged water and film production and presentation. Considering the scale and financial significance of these operations, they are identified as reportable segments in accordance with the provisions of Ind AS 108 – Operating Segments. The Company also provides consultancy services; however, this activity does not meet the quantitative thresholds for separate disclosure and is therefore not considered a reportable segment under Ind AS 108.

Sr. No.	Particulars	Amount Rs. in lakhs	
		31.03.2026	31.03.2025
1	**Segment Revenue**		
	Packaged Bottle Business	0.99	1.81
	Motion Pictures Business	3.22	113.04
	Consultancy	2.72	-
	Other	28.72	0.61
	Revenue from operations	**35.65**	**115.47**

Sr. No.	Particulars	Amount Rs. in lakhs	
		31.03.2026	31.03.2025
2	**Segment Results**		
	Packaged Bottle Business	0.49	1.11
	Motion Pictures Business	(97.34)	23.74
	Consultancy	2.72	
	Other	28.72	0.61
	Profit Before Tax	**(65.41)**	**25.47**
	Tax Expenses		-
	Profit After Tax	**(65.41)**	**25.47**

Sr. No.	Particulars	Amount Rs. in lakhs	
		31.03.2026	31.03.2025
3	**Segment Assets**		
	Packaged Bottle Business	5.44	4.95
	Motion Pictures Business	4,199.19	4,301.63
	Other	13.03	-
	Total Assets	**4,217.66**	**4,306.58**
4	**Segment Liabilities**		
	Packaged Bottle Business		
	Motion Pictures Business	**4,217.66**	**4,306.58**
	Other		
	Total Liabilities	**4,217.66**	**4,306.58**
5	**Depreciation**		
	Packaged Bottle Business	-	-
	Motion Pictures Business	0.65	0.74
	Other	-	-
	Total Depreciation	**0.65**	**0.74**
6	**Capital Expenditure**		
	Packaged Bottle Business	**2.5**	**0.73**
	Motion Pictures Business	-	-
	Other	-	-
	Total Capital Expenditure	**2.5**	**0.73**

45. **Auditors' Remuneration**:

(Rs. In Lakhs)

Particulars	**Current Year**	**Previous Year**
Audit Fees	0.50	0.50
Certification and other matters (Included under legal & professional fees)	0.30	0.30
Total	**0.80**	**0.80**

46. The Company has not traded in crypto currency or virtual currency during the year.

47. The Company is not declared a willful defaulter by any bank or financial institution or other lenders.

48. The Company has no transactions with the struck off Companies under Section 248 or 560 of the Act.

49. No proceedings were initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988.

50. There are no ultimate beneficiaries to whom the Company has lent/invested nor received any fund during the year within the meaning of Foreign Exchange Management Act 1999 and Prevention of money Laundering Act 2002.

51. The Company has Compliance related to number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

52. There we no transaction in the Company which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

53. The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies beyond the statutory period.

54. The Company has not borrowed any money from any issue of securities and long-term borrowings from banks and financial institutions and hence utilization for the specific purpose for which the funds were raised is not applicable.

55. The Company not done any borrowings from banks or financial institutions on the basis of security of current assets and hence disclosure pertaining to it are not applicable to the Company.

56. The Company during the year has not complied with the provision of maintaining edit log as required under Companies Act.

57. **Outstanding form Trade Receivable Ageing**

As on 31st March 2026 (Rs in Lakhs)

Particulars	**Not Due**	**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	-	30.34	1.55	84.61	(0.90)	3.69	**119.29**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-

As on 31st March 2025 (Rs in Lakhs)

Particulars	Not Due	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	82.60	8.63	-	-	-	18.31	**109.54**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-

58. **Trade Payable ageing**

As on 31st March 2026

(Rs in Lakhs)

Outstanding for following periods from due date of payment						
Particulars	**Not Due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME						
(ii) Others	-	4.12	0.26	2.76	165.28	172.42
(iii) Disputed dues - MSME						
(iv) Disputed dues - Others						

As on 31st March 2025

(Rs in Lakhs)

Outstanding for following periods from due date of payment						
Particulars	**Not Due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME						
(ii) Others	1.16	5.18	3.26		162.58	172.18
(iii) Disputed dues - MSME						
(iv) Disputed dues - Others						

59. **Ratio analysis for two years.**

Ratio	Mar-26	Mar-25	% variance	Reason for variance
(a) Current ratio	3.36	2.01	40.23	Due to increase in investment, cash and cash equivalent and loans given by the Company
(b) Debt-equity ratio	0.07	0.50	(627.11)	Due to redemption of preference share capital and repayment of loan taken.
(c) Debt service coverage ratio	NA	NA	NA	NA
(d) Return on equity ratio	(0.01)	0.01	166.89	Due to Increase in loss
(e) Inventory turnover ratio	0.05	0.09	(62.89)	Decrease in revenue & Stock
(f) Trade receivables turnover ratio	0.02	0.59	(3,551.00)	Decrease in turnover
(g) Trade payables turnover ratio	NA	NA	NA	NA
(h) Net capital turnover ratio	0.01	0.20	(3,376.12)	Decrease in turnover
(i) Net profit ratio	(9.44)	0.22	102.34	Decrease in revenue
(j) Return on capital employed	(0.01)	0.01	145.89	Due to increase in loss
(k) Return on investment	NA	NA	NA	NA

60. Previous year's figures have been regrouped /rearranged wherever considered necessary.

For S K H D & Associates
Chartered Accountants
Firm Registration No. 105929W

For and on behalf of the Board

Piyush Gandhi
Partner
Membership No. 123029

K. R. Mahadevan
Whole Time Director
DIN: 07485859

Vidhi Kasliwal
Director
DIN: 00332144

Vikrant Lad
Chief Financial Officer
PAN - AFJPL4869A

Jalmeen Kaur Kalsi
Company secretary
Membership No. A68065

Place: Mumbai
Date : 18th May 2026