



BIZOTIC COMMERCIAL LIMITED

CIN: L74999GJ2016PLC094934

Registered office: 15 Ashwamegh Warehouses, Ujala
Circle, Sarkhej, Ahmedabad, Gujarat, India, 382210

Date: 06.07.2026

To,
The Manager- Listing Department,
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai - 400 001

Ref: Scrip Code: 543926

Scrip ID: BIZOTIC

Subject: Annual General Meeting- Annual Report 2025-2026 including Notice of AGM

Dear Sir/Madam,

This is to inform that the Annual General Meeting ("AGM") of the company will be held on **Saturday, 01st August, 2026 at 12:00 P.M.** IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with Notice of AGM which will be sent through electronic mode to the shareholders.

The Annual Report containing the Notice is also uploaded on the Company's website

<https://www.bizoticgroup.com/annual-general-meetings.php>

You are requested to please take the same on your record.

Yours faithfully,

Signature:-

MR. SANJAY MAHAVIRPRASAD GUPTA
Managing Director
(DIN: 07610448)

Date: 06.07.2026

Place: Ahmedabad



BIZOTIC
COMMERCIAL LIMITED

ANNUAL REPORT

2025-26

A YEAR OF **GROWTH**,
INNOVATION & IMPACT



CLOTHING



FOOTWEAR



BAGS & ACCESSORIES



STRONGER
BRANDS



INNOVATIVE
RETAIL



LASTING
PARTNERSHIPS



SUSTAINABLE
GROWTH

BUILDING BRANDS. CREATING VALUE. **DELIVERING TOMORROW.**

CHAIRMAN'S MESSAGE

Dear Shareholders,

It gives me immense pleasure to present the Annual Report of **Bizotic Commercial Limited** for the financial year 2025-26.

Over the years, Bizotic Commercial Limited has evolved into a dynamic and diversified organization driven by innovation, customer-centricity, and operational excellence. Our unwavering commitment towards quality, disciplined execution, and sustainable growth continues to strengthen the foundation of our Company while creating long-term value for all stakeholders.

I would like to express my sincere gratitude to our shareholders for their continued trust and confidence in our vision. Your unwavering support has been instrumental in the Company's remarkable journey and has significantly contributed to the growth of shareholder value since our listing. As we move into the next phase of expansion, we remain committed to delivering sustainable and profitable growth.

During the year under review, the Company strengthened its capital base through the issuance of preferential warrants. The proceeds from the preferential issue will support the Company's growth strategy by funding expansion initiatives, strengthening operations, improving working capital, and pursuing new business opportunities.

Our flagship brands **URBAN UNITED** and **YARD** continue to strengthen their presence in the Indian menswear market. Today, we proudly operate 16 retail outlets across the country, serving customers with fashionable, premium-quality garments at affordable prices. Our newly developed large-format **YARD** store in Ahmedabad further reinforces our commitment to delivering an elevated shopping experience while expanding our retail footprint.

Designing to marketing premium ready-made garments, our integrated business model enables us to consistently deliver superior products that combine quality, style, comfort, and affordability. Every collection reflects our dedication to meeting the evolving aspirations of the modern Indian consumer.

Our fabric wholesale business also continues to perform strongly, offering an extensive range of premium-quality fabrics sourced from trusted domestic and international suppliers. We remain a preferred partner for fashion designers, apparel manufacturers, and retailers who rely on our consistent quality, extensive product portfolio, and dependable service.

Our Purpose

To create apparel that inspires confidence, enhances individuality, and empowers people to succeed in every aspect of life.

Our Mission

To deliver exceptional garments that combine superior quality, contemporary fashion, perfect fit, and outstanding value, enabling our customers to look and feel their very best every day.

The financial performance during the year reflects the resilience of our business model and the effectiveness of our strategic initiatives. Despite evolving market dynamics, we continued to strengthen our market position through disciplined execution, improved operational efficiencies, brand expansion, and a relentless focus on customer satisfaction.

Looking ahead, we remain optimistic about the opportunities before us. India's retail and textile sectors continue to offer tremendous growth potential, and we are well positioned to capitalize on these opportunities through continued investments in retail expansion, product innovation, technology, supply chain optimization, and brand development. We will continue to evaluate strategic opportunities that create long-term value while maintaining prudent financial discipline and sound corporate governance.

Our success would not have been possible without the dedication and commitment of our employees, the trust of our customers, the support of our business partners, and the guidance of our Board of Directors. I extend my heartfelt appreciation to each one of them for their invaluable contribution.

Finally, I sincerely thank our shareholders for your continued faith in Bizotic Commercial Limited. Together, we have built a strong foundation, and together, we will continue to create a future defined by innovation, growth, and sustainable value creation.

I look forward to your continued support as we embark on the next chapter of our exciting journey.

Warm regards,



Sanjay Mahavirprasad Gupta
Chairman & Managing Director
(DIN: 07610448)

TABLE OF THE CONTENTS

SR NO.	CONTENTS	PAGE NO.
1	CORPORATE INFORMATION	1-2
2	NOTICE OF AGM	3-24
3	BOARD'S REPORT	25-48
5	DECLARATION OF CODE OF CONDUCT ANNEXURE-I	49
6	SECRETARIAL AUDIT REPORT ANNEXURE-II	50-54
7	DIRECTORS/KMP REMUNERATION ANNEXURE-III	55
8	MANAGEMENT DISCUSSION AND ANALYSIS ANNEXURE-IV	56-61
9	FORM AOC-2 ANNEXURE-V	62-64
10	CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS - ANNEXURE-VI	65-66
11	INDEPENDENT AUDITORS' REPORT ➤ ANNEXURE TO INDEPENDENT AUDITORS' REPORT	67-88
12	FINANCIAL STATEMENTS: ➤ BALANCE SHEET ➤ STATEMENT OF PROFIT & LOSS ➤ CASH FLOW STATEMENT ➤ NOTES FORMING PART OF THE FINANCIAL STATEMENTS	89-121

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Sanjay Mahavirprasad Gupta	Chairman & Managing Director
Mr. Dipak Hariprasad Dave	CFO & Executive Director
Ms. Avani Ashwinkumar Shah	Non-Executive Independent Director
Ms. Juhi Sawajani	Non-Executive Independent Director
Mr. Hareshkumar Shamjibhai Suthar (Resigned with effect from the close of business hours on 25th June, 2026)	Non-Executive Independent Director

KEY MANAGERIAL PERSONNEL:

Mr. Sanjay Mahavirprasad Gupta	Managing Director
Mr. Dipak Hariprasad Dave	CFO
Ms. Sapna Sushil Saini	Company Secretary

STATUTORY AUDITORS:

M/s. Shweta Jain & Co LLP
Chartered Accountants
Ahmedabad

SECRETARIAL AUDITOR:

Jinang Shah & Associates
Company Secretary
Ahmedabad

INTERNAL AUDITORS:

M/s. Kaswala & Dixit
Chartered Accountants
Ahmedabad
(For the FY 2025-26)

M/S Sarang Shivajirao Chavan And Associates
Chartered Accountants
Ahmedabad
(For the FY 2026-27)

COMMITTEES OF THE BOARD:

- ❖ Audit Committee
- ❖ Nomination and Remuneration Committee
- ❖ Stakeholders Relationship Committee

STOCK EXCHANGE WHERE COMPANY'S SHARES ARE LISTED

BSE Limited

REGISTERED OFFICE:

15, Ashwamegh Warehouses,
Ujala Circle, Sarkhej, Dascroi,
Ahmedabad - 382210, Gujarat, India.

CIN: L74999GJ2016PLC094934

Email Id- bizoticcommercialindia@gmail.com

Website: www.bizoticgroup.com



NOTICE OF 10TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Tenth Annual General Meeting** of the Members of Bizotic Commercial Limited (“company”) will be held on **Saturday, 01st August, 2026** at **12:00 P.M.** at the registered office of the company situated at **15, Ashwamegh Warehouses, Ujala Circle, Sarkhej, Dascroi, Ahmedabad, Gujarat - 382210, India** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following business.

ORDINARY BUSINESS:

1. Adoption of the Financial Statements:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on **31st March, 2026** together with the reports of the Board of Directors (“the Board”) and the Statutory Auditors thereon.

To consider and if thought fit to pass with or without modifications, the following resolution as an *Ordinary Resolution*:

“RESOLVED THAT the audited Balance Sheet for the Financial Year ended on **31st March, 2026**, Statement of Profit and Loss, Cash Flow Statement and Notes thereon for the Financial Year ended on **31st March, 2026** together with Auditor’s Report and Board’s Report thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. Appointment of Mr. Sanjaykumar Mahavirprasad Gupta (DIN: 07610448) Managing director, liable to retire by rotation and being eligible, offers himself for re-appointment:

To appoint a director in place of **Mr. Sanjaykumar Mahavirprasad Gupta (DIN: 07610448)**, who retires by rotation and being eligible, seeks re-appointment.

Explanation: Based on the terms of appointment, executive directors and the non-executive and non-independent directors are subject to retirement by rotation. **Mr. Sanjaykumar Mahavirprasad Gupta (DIN: 07610448)** Managing director, who is liable to retire by rotation at the ensuing AGM, being eligible, seeks re-appointment. The Board has recommended his re-appointment as Managing director.

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

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to reappoint **Mr. Sanjaykumar Mahavirprasad Gupta (DIN: 07610448)** as Managing director, who is liable to retire by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as Managing director.”

3. Regularisation of Mr. Dipak Hariprasad Dave (DIN: 11731696), Additional Executive Director, as an Executive Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and the Articles of Association of the Company, **Mr. Dipak Hariprasad Dave (DIN: 11731696)**, who was appointed by the Board of Directors as an Additional Executive Director of the Company with effect from **21st May, 2026** and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby regularised and appointed as an Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. Increase in Authorised Share Capital and Alteration of the Capital clause in Memorandum of Association of the Company.

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

“RESOLVED THAT, pursuant to the provisions of Section 13, 61 read with Section 64, Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the members be and is hereby accorded to increase the Authorised Equity Share Capital of the Company from

the existing Rs. 11,27,00,000/- (Rupees Eleven Crores Twenty-Seven Lakhs Only), divided into 1,12,70,000 (One Crore Twelve Lakhs Seventy Thousand) Equity Shares of Rs. 10.00/- (Rupees Ten Only) each, to Rs. 57,86,00,000/- (Rupees Fifty-Seven Crores Eighty-Six Lakhs Only), divided into 5,78,60,000 (Five Crores Seventy-Eight Lakhs Sixty Thousand) Equity Shares of Rs. 10.00/- (Rupees Ten Only) each ranking pari passu in all respects with the Existing Shares of the Company.”

“RESOLVED FURTHER THAT, the Memorandum of Association of the Company be altered in the following manner i.e.

V. The Authorised Share Capital of the Company is Rs. 57,86,00,000/- (Rupees Fifty-Seven Crores Eighty-Six Lakhs Only) as follows:

- i. **Rs. 57,86,00,000/- (Rupees Fifty-Seven Crores Eighty-Six Lakhs Only), divided into 5,78,60,000 (Five Crores Seventy-Eight Lakhs Sixty Thousand) Equity Shares of Rs. 10.00/- (Rupees Ten Only) each.**

“RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, the Board of the Directors of the Company (hereinafter referred to as “Board” which term shall include a Committee thereof authorised for the purpose) be and is hereby authorised to take all such necessary steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

5. To Capitalize Reserve of the Company and to Issue Bonus Equity Shares:

To consider and if thought fit, to pass with or without modification(s) the following Resolution as an **Ordinary Resolution:**

“RESOLVED THAT, pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital & Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015, the Foreign Exchange Management Act, 1999, the guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, the Articles of Association of the Company and the other applicable rules and regulations framed thereunder, and subject to such approvals, consents, permissions, and sanctions as may be necessary from the appropriate authorities, the consent of the Members be and is hereby accorded to **capitalize a sum not exceeding Rs. 48,21,00,000/- (Rupees Forty-Eight Crores Twenty-One Lakhs Only)** from the Securities Premium Account of the Company for the purpose of issuance of Bonus Equity Shares of Rs. 10.00/- (Rupees Ten Only) each, credited as fully paid-up, to the holders of the existing equity shares of the Company whose names appear in the Register of Members as on the "Record Date" to be determined by the Board, in the proportion of **5 (Five) new equity shares for every 1 (One) existing fully paid-up equity share** held by the Members."

"RESOLVED FURTHER THAT, the Bonus Equity Shares so allotted shall rank pari-passu in all respects with the existing fully paid-up equity shares of the Company."

"RESOLVED FURTHER THAT, no Member shall be entitled to a fraction of an equity share as a result of the issue of Bonus Equity Shares, and any fractional entitlements arising shall be ignored and rounded down to the nearest lower integer, and consequently, the number of Bonus Equity Shares to be issued shall stand reduced accordingly."

"RESOLVED FURTHER THAT, the allotment of Bonus Equity Shares to Members who are non-residents shall be subject to the approval, if any, of the Reserve Bank of India or such other regulatory authority, as may be applicable under the provisions of the Foreign Exchange Management Act, 1999 and the rules made thereunder."

"RESOLVED FURTHER THAT, in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s). With respect to the Members holding equity shares in physical form, as on the Record Date, the Company shall credit the bonus equity shares to a new demat escrow account and thereafter credit the bonus equity shares to the beneficiary demat accounts of the respective Members upon receipt of requisite documents and further that the voting rights of bonus equity shares held in the escrow demat account shall remain frozen."

“RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary to list the Bonus Equity Shares on Stock Exchange(s) where the existing equity shares of the Company are listed, in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.”

“RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, including resolving any questions, doubts or difficulties that may arise in connection with or incidental to the issue and allotment of the Bonus Shares, and to accept and give effect to such conditions, modifications and alterations as may be prescribed by any regulatory authority (ies), as the Board may in its absolute discretion deem fit and proper.”

“RESOLVED FURTHER THAT, the Board be and is hereby further authorised to delegate all or any of the powers conferred by this resolution to any committee of Directors or to any Director(s), Company Secretary or any other Officer(s) of the Company as it may consider appropriate, with the power to further delegate.”

6. Appointment of M/s. Shweta Jain & Co. LLP, Chartered Accountants (FRN: 127673W), as Statutory Auditors of the Company

To consider and, if thought fit, to pass with or without modification(s), the Following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee, **M/S. Shweta Jain & Co LLP Chartered Accountants, (FRN: 127673W)**, be and is hereby appointed as the Statutory Auditors of the Company from the conclusion of this 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting at such remuneration as may be approved by the Audit Committee/Board of Directors of the Company from time to time.”

"RESOLVED FURTHER THAT the approval of the Members be and is hereby accorded for rendering such other services, certificates, or reports as the Statutory Auditor may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Board."

**For and on behalf of the Board of Directors,
BIZOTIC COMMERCIAL LIMITED**



SANJAY MAHAVIRPRASAD GUPTA

**Managing Director
(DIN: 07610448)**

Registered Office:

15, Ashwamegh Warehouses,
Ujala Circle, Sarkhej, Dascroi,
Ahmedabad - 382210, Gujarat, India

Place: Ahmedabad

Date: 02.07.2026

Contact No. +91 79849 71501

Email: bizoticcommercialindia@gmail.com

Website:

www.bizoticgroup.com

EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 4:

Considering the requirement and future business prospects, it is therefore considered necessary to increase the Authorised Equity Share Capital of the Company from the existing Rs. 11,27,00,000/- (Rupees Eleven Crores Twenty-Seven Lakhs Only) divided into 1,12,70,000 (One Crore Twelve Lakhs Seventy Thousand) Equity Shares of Rs. 10.00/- (Rupees Ten Only) **each to Rs. 57,86,00,000/- (Rupees Fifty-Seven Crores Eighty-Six Lakhs Only) divided into 5,78,60,000 (Five Crores Seventy-Eight Lakhs Sixty Thousand) Equity Shares of Rs. 10.00/- (Rupees Ten Only) each ranking pari passu in all respects with the existing equity shares of the Company.**

The proposed increase in Authorised Equity Share Capital requires the approval of Members in Annual General Meeting. Consequently, upon increase in Authorised Share Capital, the Memorandum of Association of the Company will require alteration so as to reflect the increased Authorised Equity Share Capital.

The Memorandum of Association of the Company is open for inspection of the members at the registered office of the Company during the normal business hours at any time upto the date of the Annual General Meeting and at the meeting.

The proposed resolution is in the interest of the Company and your Directors recommend the same for your approval by way of an Ordinary Resolution.

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

Item No. 5:

The Chairman informed the members that Board of Directors of the Company, at its meeting held on Thursday, 2nd July, 2026, had recommended the issue of Bonus Equity Shares in the ratio of 5 (Five) new fully paid-up equity shares of Rs. 10.00/- each for every 1 (One) existing fully paid-up equity share of Rs. 10.00/- each held, to the members of the Company whose names appear in the Register of Members / List of Beneficial Owners as provided by the Depositories as on the Record Date to be determined by the Board. The Bonus Issue will be made by capitalizing a sum not exceeding Rs. 48,21,00,000/- (Rupees Forty-Eight Crores Twenty-One Lakhs Only)

out of the balance standing to the credit of the Security Premium Account of the Company as on 31st March, 2026.

The proposed Bonus Issue of Equity Shares is in accordance with the provisions of Section 63 of the Companies Act, 2013, read with applicable rules made thereunder, the Articles of Association of the Company and other applicable provisions of law, and shall be subject to such approvals, consents, permissions, and sanctions as may be required from any statutory or regulatory authority (ies).

The issue of Bonus Equity Shares by way of capitalization of reserves and surplus, as aforesaid, requires approval of the Members of the Company by way of an Ordinary Resolution under Section 63 of the Companies Act, 2013, and the terms and conditions set out in the accompanying resolution.

Members are requested to note that, the new equity shares to be allotted pursuant to the Bonus Issue shall be in dematerialised form only. With respect to members holding equity shares in physical form as on the Record Date, the said bonus equity shares shall be credited in dematerialised form to a new demat escrow account till the receipt of requisite documents from such members. The voting rights on the bonus equity shares held in the said demat escrow account shall remain frozen.

Accordingly, the Board of Directors recommends the resolution for the approval of the Members.

None of the Directors, Key Managerial Personnel (KMP) of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue, In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account on a first-come, first-served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National

Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.bizoticgroup.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at <https://www.bseindia.com/> and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <https://www.evoting.nsdl.com/>
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time
8. **SCRUTINISER FOR E-VOTING: CS Jinang Dineshkumar Shah**, Proprietor of **Jinang Shah and Associates, Practising Company Secretary, Ahmedabad** has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

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

The remote e-voting period begins on Wednesday, 29th July, 2026 at 9:00 A.M. and shall end on Friday, 31st July, 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 24th July, 2026, may cast their vote electronically. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 24th July, 2026.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

- A) **Login method for e-Voting and joining virtual meeting for Individual**

shareholders holding securities in demat mode:

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="581 758 1367 1304">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<li data-bbox="581 1360 1367 1904">2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-

Voting period or joining virtual meeting & voting during the meeting.

3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nSDL.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nSDL.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



App Store



Google Play



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my Easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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.
<p>Individual Shareholders (holding securities in demat mode)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to</p>

login through their depository participants	NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--	--

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

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

Login type	Helpdesk details
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 https://www.evoting.nsdl.com/ or call at 022 - 4886 7000
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 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will

force you to change your password.

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jinang@csjinangshah.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User](#)

[Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Pallavi Mahtre, Assistant Manager) at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to jingang@csjjangshah.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to jingang@csjjangshah.com If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e- Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio

number, email id, mobile number at bizoticcommercialindia@gmail.com the same will be replied by the company suitably.

6. Members, who would like to ask questions during the AGM with regard to the resolutions to be placed at the AGM, need to register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, along with their questions/queries to reach the Company's email address i.e. bizoticcommercialindia@gmail.com at least seven (7) days in advance before the start of the meeting i.e. by 24th July, 2026 by 5.00 P.M. Those Members who have registered themselves as speakers shall only be allowed to ask questions during the AGM, on first-come, first-served basis and subject to availability of time.
7. The Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / REAPPOINTMENT AS REQUIRED UNDER

Regulation 36 of the SEBI LODR Regulations and applicable Secretarial Standards

Name of the Director	SANJAY MAHAVIRPRASAD GUPTA
Director Identification Number (DIN)	07610448
Date of Birth	07-08-1973
Age	53 years
Qualification	Holds a Bachelor's Degree in Science (Chemistry), Bharatiya Vidya Bhavan's Sheth R. A. College, Ahmedabad.
Areas of experience	Over 20 years of experience in the textile and garment industry, including manufacturing, marketing, business development, retail operations, franchise management, strategic planning, and overall business administration.
List of Directorship held in other Companies	8
Designation (at which appointment was made)	Director
Original Date of Appointment	29.12.2016
Listed entities from which the person has resigned in the past three years	Nil
Names of listed entities in which the person also holds the Directorship	Nil
Chairman/ Member of Committees of other Companies	Nil

Chairman/ Member of Committees of the Company	Nil
Relationship between Directors inter se	Nil
Remuneration last drawn (FY 2025- 26)	NIL
No. of shares held in the Company	1700
Remuneration proposed to be paid	NIL
Terms and conditions for appointment	Re-appointment is as per the provisions of the Companies Act, 2013
No. of Board Meetings attended during Financial Year 2025-2026	20

DIRECTOR'S REPORT

To,
The Members,
BIZOTIC COMMERCIAL LIMITED

Your Directors have pleasure in presenting the 10th Annual Report of the Company together with the Audited Standalone Financial Statements for the financial year ended 31st March, 2026. This report states compliance as per the requirements of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules and regulations as applicable to the Company.

1. FINANCIAL PERFORMANCE AT A GLANCE

The Company's financial performance, for the financial year ended on 31st March, 2026 as compared to the previous financial year, is summarized below:

Sr. No.	Particulars	2025 - 26 (Amount in Lakh.)	2024 - 25 (Amount in Lakh.)
01	Sales	25,078.65	11,194.68
02	Profit before exceptional, extraordinary items and Taxation	2492.60	628.92
03	Extraordinary items	-	-
04	Profit Before Tax	2492.60	628.92
05	Current tax	640.27	100
06	Deferred tax	43.46	100.30
07	Net Profit /Loss (After I. Tax)	1,808.87	428.62

2. OPERATIONAL PERFORMANCE

The total turnover of the Company for the year ended 31st March, 2026 was **Rs. 25,078.65** Lakhs as compared to **Rs. 11,194.68** Lakhs during the previous financial year, registering a growth of approximately **124.02%**. The **Net Profit** for the year also increased significantly, reaching **Rs. 1,808.87 lakhs** as against **Rs. 428.62 lakhs** in the previous year, marking a growth of approximately **322.02%**

3. TRANSFER TO GENERAL STATUTORY RESERVE

During the financial year 2025 -26 the Company has transferred Rs. **1,808.87 Lakhs** to Reserves and Surplus.

4. CHANGE IN THE NATURE OF BUSINESS, IF ANY

The Company is engaged in Trading business of men's ready-made garments and fabrics on wholesale as well as retail basis. There has been no change in the business of the Company during the financial year ended 31st March, 2026. Your directors carry out the operations with active care and precaution thereby enhancing shareholder's value.

5. DIVIDEND

With a view to expanding the business, your directors do not recommend any dividend for the year.

6. MATERIAL CHANGES AND COMMITMENTS:

There were no material changes in The Company during the period 2025 - 26.

7. LISTING WITH STOCK EXCHANGE:

During the period under review, Bizotic Commercial Limited was listed on the **BSE SME Platform of the BSE Limited**. The company has paid the Annual Listing Fees for the year 2026 - 27 to BSE Limited.

8. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION

No material orders were passed by any court, tribunal, or other authority during the period under review.

9. DETAILS IN RESPECT TO ADEQUACY OF INTERNAL CONTROLS

The Company has built adequate internal control systems towards achieving efficiency and effectiveness in operations, optimum utilization of resources, cost reduction and effective monitoring thereof as well as compliance with all applicable laws.

The internal control mechanisms comprise a well-defined organization structure, documented policy guidelines, pre-determined authority levels and processes commensurate with size and capacity of the organization, faster decision making and fixing the level of responsibility.

The senior management members meet frequently and undertake extensive checks and report to management. The Board reviews the internal reports and periodically reviews the adequacy of internal controls.

10. DETAILS OF HOLDING SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any holding company, subsidiary, joint venture or associate company.

11. INDEPENDENT DIRECTOR

The Company has complied with the definition of Independence according to the provisions of Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also obtained declarations from all Independent Directors pursuant to Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All Independent Directors have provided declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

12. PUBLIC DEPOSITS

During the year under review, The Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposit) Rules, 2014 made there-under and, as such, no amount of principal or interest was outstanding on the date of the Balance Sheet and also on the date of this Report.

13. SHARE CAPITAL

A. AUTHORIZED SHARE CAPITAL

During the financial year under review, the Authorised Share Capital of the Company was increased from **₹9,00,00,000 (Rupees Nine Crore Only) divided into 90,00,000 (Ninety Lakhs) Equity Shares of ₹10/- each to ₹11,27,00,000 (Rupees Eleven Crore Twenty-Seven Lakhs Only) divided into 1,12,70,000 (One Crore Twelve Lakhs Seventy Thousand) Equity Shares of ₹10/- each**, pursuant to the approval of the Members at the 9th Annual General Meeting held on 30th September, 2025.

Accordingly, as on 31st March, 2026, the Authorised Share Capital of the Company stood at **₹11,27,00,000 (Rupees Eleven Crore Twenty-Seven Lakhs Only) divided into 1,12,70,000 (One Crore Twelve Lakhs Seventy Thousand) Equity Shares of ₹10/- each**.

B. PAID-UP SHARE CAPITAL

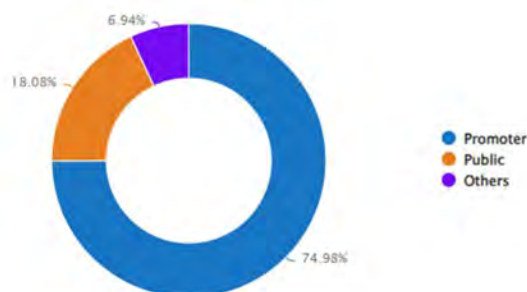
During the financial year under review, the Paid-up Equity Share Capital of the Company increased from **₹8,04,00,000 (Rupees Eight Crore Four Lakhs Only) divided into 80,40,000 Equity Shares of ₹10/- each to ₹9,37,80,000 (Rupees Nine Crore Thirty-Seven Lakhs Eighty Thousand Only) divided into 93,78,000 Equity Shares of ₹10/- each**.

The increase in the Paid-up Share Capital was on account of the **conversion of 13,38,000 Convertible Warrants into 13,38,000 fully paid-up Equity Shares** during the financial year, pursuant to the preferential issue of 16,02,000 Convertible Warrants approved by the Members of the Company.

Subsequent to the close of the financial year, the **remaining 2,64,000 Convertible Warrants were converted into 2,64,000 fully paid-up Equity**

Shares on 2nd April, 2026, upon receipt of the balance consideration from the respective warrant holders.

Shareholding as on 31.03.2026:



C. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS

During the year, the company has not issued any equity shares with differential rights pursuant to Section 43 of the Companies Act, 2013 read with Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014, therefore, no disclosure is required to be given.

D. ISSUE OF EMPLOYEE STOCK OPTIONS

During the year, the company has not issued any stock options to its employees pursuant to Section 62(1)(b) read with Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014, therefore, no disclosure is required to be given.

E. ISSUE OF SWEAT EQUITY SHARES

During the year, the company has not issued any sweat equity shares pursuant to Section 54 of the Companies Act, 2013 read with Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014, therefore, no disclosure is required to be given.

F. PURCHASE OF ITS OWN SECURITIES BY THE COMPANY

During the year, the company has not purchased its own securities pursuant to Section 68 of the Companies Act, 2013 read with Rule 17 of the Companies (Share Capital and Debentures) Rules, 2014, therefore, no disclosure is required to be given.

G. WITHDRAWAL OF PREFERENTIAL ISSUE OF EQUITY SHARES

During the financial year under review, the Board of Directors approved a proposal for the preferential issue of **7,68,000 Equity Shares** of face value of ₹10/- each at an issue price of **₹290/- per Equity Share** (including a **premium of ₹280/- per Equity Share**) to certain persons/entities belonging to the Non-Promoter Category, subject to the approval of the Members and other applicable statutory and regulatory approvals.

However, before the completion of the proposed preferential issue, the Board, after due consideration, decided to withdraw the proposal. Consequently, no Equity Shares were allotted pursuant to the said proposal, and the paid-up Equity Share Capital of the Company remained unaffected on this account.

H. PREFERENTIAL ISSUE OF CONVERTIBLE WARRANTS

During the financial year under review, pursuant to the approval of the Members and in accordance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws, the Company undertook a preferential issue of **16,02,000 (Sixteen Lakhs Two Thousand) Convertible Warrants** at an issue price of **₹290/- per Warrant** (including a premium of ₹280/- per Warrant), each carrying a right exercisable by the warrant holder to subscribe to one fully paid-up Equity Share of face value of ₹10/- each within a period of 18 months from the date of allotment. BSE Limited granted its in-principle approval for the said preferential issue on **13th February, 2026**, and the Board of Directors allotted the Convertible Warrants at its meeting held on **21st February, 2026**.

During the year, the Board of Directors, at its meeting held on **20th January, 2026**, approved a revision in the objects of the preferential issue. Pursuant to the said revision, the proposed utilisation of the issue proceeds towards **Store Set-up & Furniture Cost and General Corporate Purpose** was withdrawn due to the reduction in the issue size. Accordingly, the proceeds of the preferential issue aggregating to **₹46,45,80,000** were proposed to be utilised primarily towards meeting the **working capital requirements** of the Company in accordance with the applicable provisions of law and the terms of the issue.

Out of the total **16,02,000 Convertible Warrants**, **13,38,000 Convertible Warrants** were converted into **13,38,000 fully paid-up Equity Shares** upon receipt of the balance consideration during the financial year ended **31st March, 2026**, resulting in a corresponding increase in the paid-up Equity Share Capital of the Company.

Subsequent to the close of the financial year, the balance **2,64,000 Convertible Warrants** were converted into **2,64,000 fully paid-up Equity Shares** on **2nd April, 2026**, upon receipt of the balance consideration from the respective warrant holders.

The Board confirms that the preferential issue of Convertible Warrants, their subsequent conversion into Equity Shares, and the utilisation of the issue proceeds were carried out in compliance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

14. AUDITORS

STATUTORY AUDITORS

During the financial year 2025 -26, **M/s J SINGH & ASSOCIATES, Chartered Accountants (FRN: 110266W)** resigned from the position of Statutory Auditors of the Company. Their resignation was accepted by the Board of Directors with effect from **19th December, 2025**. The Board places on record its sincere appreciation for the professional services rendered by **M/s J SINGH & ASSOCIATES** during their association with the Company.

Pursuant to the applicable provisions of the Companies Act, 2013, the members of the Company, through Extra ordinary General Meeting through Video Conferencing / Other Audio-Visual Means (VC/OAVM) passed on **14th March, 2026**, approved the appointment of **M/S SHWETA JAIN & CO LLP, Chartered Accountants (FRN: 127673W)** as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of the previous Statutory Auditors, to hold office until the conclusion of the ensuing 10th Annual General Meeting of the Company. The remuneration of the Statutory Auditors shall be as mutually agreed upon between the Board of Directors and the Auditors, in addition to the reimbursement of applicable taxes and actual out-of-pocket expenses incurred in connection with the audit of the accounts of the Company.

Pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any

statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee, **M/S. SHWETA JAIN & CO LLP CHARTERED ACCOUNTANTS, (FRN: 127673W)**, be and is hereby appointed as the Statutory Auditors of the Company to hold office **from the conclusion of the 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting** of the Company, at such remuneration as may be approved by the Audit Committee/ Board of Directors of the Company from time to time.”

AUDITORS' REPORT

All observations made in the Auditors' Report and notes forming part of the Financial Statements are self-explanatory and do not call for any further comments. The Statutory Auditors have not made any qualifications or reservations in their Independent Auditors' Report.

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Act. The Company has received an unmodified opinion in the Auditors' Report for the financial year 2025-26.

SECRETARIAL AUDITOR

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), **CS JINANG DINESHKUMAR SHAH**, Practicing Company Secretaries, Proprietor of **M/S JINANG SHAH & ASSOCIATES** was appointed as Secretarial Auditor of the Company for a period of 5 consecutive years, **from the financial year 2025-26 to the financial year 2029-2030** (‘the Term’) in the 9th Annual General meeting, on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board).

The Secretarial Audit Reports are self-explanatory and does not contain any qualification, reservation, adverse remarks or disclaimers except the following observations:

- **Ms. Bhavika Jain** having Membership No.: A76746 was appointed as the Company Secretary & Compliance Officer of the Company w.e.f. **23rd May, 2025.** and
- **Ms. Bhavika Jain** having Membership No: A76746 was resigned from the post of Company Secretary & Compliance Officer of the Company w.e.f. **31st January, 2026.** and
- **Ms. Sapna Sushil Saini** having Membership No.: A59071 was appointed as the Company Secretary & Compliance Officer of the Company w.e.f. **31st January, 2026.**

15. WEBSITE

In compliance with the Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Company has maintained a functional website namely www.bizoticgroup.com containing information about the Company.

16. EXTRACT OF ANNUAL RETURN

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 (including amendments thereof) notified by MCA, the Annual Return of the Company for the financial year ended March 31, 2026, is hosted on the website of the Company at www.bizoticgroup.com

17. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of the Company has been duly constituted in accordance with the applicable provisions of the Companies Act, 2013.

There were changes in the composition of Board & KMP during the year and from the end of the financial year up to the date of this Report

- **Ms. Bhavika Jain** was appointed as the Company Secretary and Compliance Officer w.e.f. **23rd May, 2025.** Further she resigned from the said position w.e.f. **31st January, 2026,**
- **Ms. Sapna Sushil Saini** having Membership No.: A59071 was appointed as the Company Secretary & Compliance Officer of the Company w.e.f. **31st January, 2026.**

The Board of Directors and Key Managerial Personnel, as of the date of this report, consists of the following members: -

Sr. No	Name	Designation	DIN/PAN	Date of Appointment
1.	Sanjaykumar Mahavirprasad Gupta	Chairman & Managing Director	07610448	29/12/2016
2.	Dipak Hariprasad Dave	Additional Director	11731696	21/05/2026
3.	Avani Ashwinkumar Shah	Non-Executive Independent Director	09608898	31/12/2022
4.	Hareshkumar Shamjibhai Suthar (Resigned with effect from 25th June, 2026)	Non-Executive Independent Director	08388083	31/12/2022
5.	Juhi Sawajani	Non-Executive Independent Director	09811893	31/12/2022
6.	Dipak Hariprasad Dave	Chief Financial Officer	AADPD2066L	07/05/2026
7.	Sapna Sushil Saini	Company Secretary & Compliance Officer	EWMP6545A	31/01/2026

As on the date of this Report, the Board of Directors of the Company comprises 4 (Four) Directors, which includes 2 (Two) Non-Executive Independent Directors, 1 (One) Executive Directors and 1 (One) Managing Director.

In addition, the Key Managerial Personnel (KMPs) of the Company include 1 (One) Managing Director, 1 (One) Chief Financial Officer and 1 (One) Company Secretary and Compliance Officer.

The following changes occurred in the Key Managerial Personnel and Board composition during the year under review:

- **Ms. Bhavika Jain** was appointed as the Company Secretary and Compliance Officer w.e.f. **23rd May, 2025**. Further she resigned from the said position w.e.f. from **31st January, 2026**,
- **Ms. Sapna Sushil Saini** having **Membership No.: A59071** was appointed as the **Company Secretary & Compliance Officer of the Company** w.e.f. **31st January, 2026**.
- **Ms. Inderpreet Kaur Gulati** was resigned from the position of Executive Director and Chief Financial Officer with effect from **13th February, 2026**.
- **Mr. Dipak Hariprasad Dave** was appointed as the Chief Financial Officer w.e.f. **07th May, 2026** and **Additional Director** w.e.f. **21st May, 2026**
- **Mr. Hareshkumar Shamjibhai Suthar** was resigned from the position of Non-Executive Independent Director with effect from **25th June, 2026**.

18. DIRECTOR RETIRING BY ROTATION

Mr. Sanjaykumar Mahavirprasad Gupta (DIN: 07610448) Managing Director and is retiring by rotation at the ensuing Annual General Meeting. Being eligible, he offers himself for re-appointment. Pursuant to the provisions of Section 152 of the Companies Act, 2013.

19. MEETINGS OF BOARD OF DIRECTORS

The Company conducted 20 (Twenty) Board Meetings during the financial year under review. The intervening gap between any two consecutive Board Meetings did not exceed 120 days, in compliance with the provisions of Section 173(1) of the Companies Act, 2013.

Sr. No.	Type of Meeting	Date of Meeting
1.	Board Meeting	23.05.2025
2.	Board Meeting	29.05.2025
3.	Board Meeting	16.08.2025
4.	Board Meeting	26.08.2025
5.	Board Meeting	03.09.2025
6.	Board Meeting	10.10.2025
7.	Board Meeting	19.12.2025
8.	Board Meeting	01.01.2026
9.	Board Meeting	02.01.2026
10.	Board Meeting	20.01.2026
11.	Board Meeting	31.01.2026

12.	Board Meeting	19.02.2026
13.	Board Meeting	21.02.2026
14.	Board Meeting	23.02.2026
15.	Board Meeting	02.03.2026
16.	Board Meeting	17.03.2026
17.	Board Meeting	19.03.2026
18.	Board Meeting	25.03.2026
19.	Board Meeting	27.03.2026
20.	Board Meeting	30.03.2026

20. MEMBER'S MEETING

The Company had conducted 02 (Two) General Meetings of the shareholders during financial year under review

Sr. No.	Type of Meeting	Date of Meeting
1.	Annual General Meeting	30.09.2025
2.	Extra-Ordinary General Meeting	14.03.2026

21. COMMITTEE MEETING

As on 31st March, 2026, the Board had three Committees namely, Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee. The Composition of all the Committees is in line with the requirement of the Act. During the year, all the recommendations made by the Committees were approved by the Board.

I. AUDIT COMMITTEE:

The Audit Committee is having following member.

SR NO.	NAME	DIN	POSITON IN COMMITTEE	NATURE OF DIRECTORSHIP
1	Mr. Haresh Suthar (Resigned w.e.f. 25.06.2026)	08388083	Non-Executive and Independent Director	Chairman
2	Ms. Juhi Sawajani	09811893	Non-Executive and Independent Director	Member

3	Ms. Inderpreet Kaur Gulati (Resigned with effect from 13th February, 2026.)	09213754	Director and CFO	Member
---	--	----------	------------------	--------

The terms of reference of the Audit Committee are in conformity with the provisions of Section 177 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. During the year under review, Twelve Audit Committee Meetings was held which was attended by all the members of Audit Committee

Sr. No.	Type of Meeting	Date of Meeting
1.	Meeting of Audit Committee	23.05.2025
2.	Meeting of Audit Committee	29.05.2025
3.	Meeting of Audit Committee	03.09.2025
4.	Meeting of Audit Committee	10.10.2025
5.	Meeting of Audit Committee	19.12.2025
6.	Meeting of Audit Committee	02.01.2026
7.	Meeting of Audit Committee	20.01.2026
8.	Meeting of Audit Committee	31.01.2026
9.	Meeting of Audit Committee	19.02.2026
10.	Meeting of Audit Committee	21.02.2026
11.	Meeting of Audit Committee	23.02.2026
12.	Meeting of Audit Committee	30.03.2026

II. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is having following member.

SR NO.	NAME	DIN	POSITON IN COMMITTEE	NATURE OF DIRECTORSHIP
1	Mr. Haresh Suthar (Resigned with effect	08388083	Non-Executive and Independent Director	Chairman

	from 25th June, 2026)			
2	Ms. Avani Ashwinkumar Shah	09608898	Non-Executive and Independent Director	Member
3	Ms. Juhi Sawajani	09811893	Non-Executive and Independent Director	Member

The terms of reference of the Nomination and Remuneration Committee are in conformity with the provisions of Section 178 of the Companies Act, 2013 and Rules made thereunder. During the year under review, Four meetings of Nomination and Remuneration Committee were held. which were attended by all the members of Nomination and Remuneration Committee.

Sr. No.	Type of Meeting	Date of Meeting
1.	Meeting of Nomination and Remuneration Committee	23.05.2025
2.	Meeting of Nomination and Remuneration Committee	03.09.2025
3.	Meeting of Nomination and Remuneration Committee	31.01.2026
4.	Meeting of Nomination and Remuneration Committee	19.02.2026

III. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Stakeholder's Relationship Committee is having following member.

SR NO.	NAME	DIN	POSITON IN COMMITTEE	NATURE OF DIRECTORSHIP
1	Ms. Juhi Sawajani	09811893	Non-Executive and Independent Director	Chairman
2	Ms. Avani Ashwinkumar Shah	09608898	Non-Executive and Independent Director	Member

3	Ms. Inderpreet Kaur Gulati (Resigned with effect from 13th February, 2026.)	09213754	Director and CFO	Member
---	--	----------	------------------	--------

The terms of reference of the Stakeholder's Relationship Committee are in conformity with the provisions of the Companies Act, 2013 and Rules made thereunder. During the year under review, two meetings of Stakeholder's Relationship Committee were held which were attended by all the members of Stakeholders' Relationship Committee.

Sr. No.	Type of Meeting	Date of Meeting
1.	Meeting of Stakeholder's Relationship Committee	16.08.2025
2.	Meeting of Stakeholder's Relationship Committee	31.01.2026

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and therefore no disclosure is required to be made.

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under review, the Company entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, in compliance with the provisions of Section 188 of the Act.

Accordingly, the disclosure of such transactions in Form AOC-2, pursuant to Section 134(3)(h) of the Act, is applicable and is provided separately, forming an integral part of this Report-**Annexure-IV**

24. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Company has adopted Nomination and Remuneration Policy in accordance with the provisions of Companies Act, 2013 read with Rules issued there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The said Policy of the Company, alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Executive, Non-Executive Director, and Independent Directors on the Board of Directors of the Company and persons in Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of Directors and other matters as provided under subsection (3) of section 178 of Companies Act, 2013 (including any statutory modification(s) or re-enactment (s) thereof for time being in force).

25. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE STATUTORY AUDITORS OR SECRETARIAL AUDITOR IN THEIR REPORT

These were no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report.

The provisions relating to submission of Secretarial Audit Report is applicable to the Company and forms part of this Annual Report in **Annexure-II**.

26. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company does not meet the criteria for CSR as prescribed under section 135 and schedule VII of the Act and the rules prescribed there under. Hence, the disclosure of the details about the policy developed and implemented by The Company on CSR initiatives taken during the financial year is not applicable.

27. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of clause (c) of subsection (3) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company informed the members that:

- (i) In the preparation of the annual accounts for the Financial Year ended on 31st March, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period,
- (iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) The directors had prepared the annual accounts on a going concern basis; and
- (v) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and
- (vi) internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively

28. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENT:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. It has documented the procedures covering all financial and operating functions and processes. These have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring the reliability of financial reporting, monitoring of operations, protecting assets from unauthorized use or losses and compliance with regulations.

Adequate internal control systems commensurate with the nature of the Company's business and size and complexity of its operations have been recognized. Internal control systems ensure the reliability of financial reporting, timely feedback on the achievement of operational and strategic goals, compliance with applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

During the year under review, no material or serious observations have been received from the Internal Auditors of the Company with respect to inefficiency or inadequacy of the controls.

29. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

The investor complaints are processed in a centralized web-based complaints redressal system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status. Your Company has been registered on SEBI SCORES Portal and makes every effort to resolve all investor complaints received through SCORES portal or otherwise within the statutory time limit from the receipt of the complaint.

During the financial year 2025-26, the Company did not receive any investor complaints through the SCORES portal. Accordingly, there were no investor complaints pending as on March 31, 2026.

30. GREEN INITIATIVE

In compliance with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Notice of the AGM along with the Annual Report 2025 -26 are 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 www.bizoticgroup.com

31. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirement of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with shares of the Company as well as consequences of disclosures to be made while dealing with shares of the Company as well as consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company's shares.

The Insider Trading Policy of the Company covering the "Code of practices and procedures for Fair disclosures of unpublished price sensitive information" is available on the website www.bizoticgroup.com.

32. STRUCTURED DIGITAL DATABASE (SDD)

Maintenance of Structured Digital Database (“SDD”) has been mandatory since April 1, 2019 in view of the relevant provisions under the SEBI (Prohibition of Insider Trading) Regulations, 2015 (‘PIT Regulations’). The Company has installed SDD Services. The Company regularly updates entries in this software and submit reports quarterly to stock exchanges under Regulation 3(5) & (6) of SEBI PIT Regulations.

33. INSOLVENCY AND BANKRUPTCY CODE, 2016

The Details of Application Made or Any Proceeding Pending Under the Insolvency and Bankruptcy Code, 2016 during the Year Along With Their Status as At the End of the Financial Year

During the financial year 2025 – 26, **no application was made**, nor was any proceeding initiated or pending under the Insolvency and Bankruptcy Code, 2016 by any Financial and/or Operational Creditors against the Company.

As on the date of this report, **there are no applications or proceedings pending** against the Company under the Insolvency and Bankruptcy Code, 2016.

34. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 and Part D of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance, board committees and the Directors individually. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board’s functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specified duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc.

The Independent Directors of the Company met on 27th October, 2025, without the presence of Non- Independent Directors and members of the management to review the performance of Non- Independent Directors and the Board of Directors as a whole, to review the performance of the Chairman and Wholetime Director of the Company

and to assess the quality, quantity and timeliness of flow of information between the management and the board of directors. The performance evaluation of the Independent Directors was carried out by the entire Board.

The Directors expressed their satisfaction with the evaluation process.

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

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

➤ ENERGY CONSERVATION

- i. The steps taken or impact on conservation of energy- The operations of your Company are not energy intensive. However, adequate measures have been initiated to reduce energy consumption.
- ii. The steps taken by the company for utilizing alternate sources of energy - The operations of your Company are not energy intensive.
- iii. The capital investment on energy conservation equipment's- NIL

➤ TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

- i. The efforts made towards technology absorption -**NONE**.
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution - **NOT APPLICABLE**.
- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year
 - a) The details of technology imported- **NONE**

- b) The year of import- **NOT APPLICABLE**
 - c) Whether the technology been fully absorbed- **NOT APPLICABLE**
 - d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof - **NOT APPLICABLE**
- iv.** The expenditure incurred on Research and Development -**NIL**

36. PARTICULARS OF EMPLOYEES

During the financial year under review, no employee of the Company was in receipt of remuneration in excess of the limits prescribed under Section 197 of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, no disclosure is required to be made under the said provisions.

The disclosure required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting. Any Member interested in obtaining a copy of the same may write to the Company Secretary of the Company.

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

The Company has adopted a zero-tolerance approach for sexual harassment at workplace and has formulated a policy on the prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder, for prevention and redressal of complaints of Sexual harassment at the workplace. Your Company has complied with provisions relating to the constitution of the Internal Complaints Committee ('ICC') under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the financial year 2025-26, the Company has not received any complaints on sexual harassment.

Further, Disclosures in relation to the Sexual Harassment of Women at Workplace

(Prevention, Prohibition and Redressal) Act, 2013 are as follows:

1.	Number of complaints received during the Financial Year	0
2.	Number of complaints disposed of during the Financial Year	0
3.	Number of cases pending for a period exceeding ninety days	0

38. RISK MANAGEMENT

Risk Management is the process of identification, assessment and mitigation of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company ensures risks are identified by the Company and its mitigation process/measures are formulated in the areas from time to time, as may be required.

39. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has a 'Whistle Blower Policy'/'Vigil Mechanism' in place. The objective of the Vigil Mechanism is to provide the employees, Directors, customers, contractors and other stakeholders of the Company an impartial and fair avenue to raise concerns and seek their redressal, in line with the Company's commitment to the highest possible standards of ethical, moral and legal business conduct and fair dealings with all its stakeholders and constituents and its commitment to open communication channels. The Company is also committed to provide requisite safeguards for the protection of the persons who raise such concerns from reprisals or victimization, for whistle blowing in good faith. The Board of Directors affirms and confirms that no personnel have been denied access to the Audit Committee.

The Policy contains the provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases.

40. COMPLIANCE WITH THE SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)

The Company has complied with all the applicable and effective secretarial standards issued by the Institute of Company Secretaries of India (SS-1 & SS-2) and notified by the Central Government.

41. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 "OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT"

No matters of actual or alleged fraud have been reported by the auditors under sub-section (12) of Section 143 of the Companies Act, 2013.

42. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Management Discussion and Analysis Report, which gives a detailed account of state of affairs of the Company's operations forms part of this Annual Report above referred report is being placed herewith here with at **Annexure -III**.

43. OTHER DISCLOSURES/REPORTING:

The Directors state that disclosure or reporting is required in respect of the following items as there is an events/instances/transactions occurred on these items during the year under review:

Material changes and commitments as the Company continues to maintain its strong position on the BSE platform, reflecting the sustained trust and confidence of its stakeholders and investors over the years.

- a) Details relating to deposits covered under Chapter V of the Act;
- b) Voting rights which are not directly exercised by the employees in respect of shares for the subscription/purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Act);
- c) Significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future; and
- d) Details in respect of frauds reported by the Auditors under section 143(12) other than those which are reportable to the Central Government, as there were no such frauds reported by the Auditors

44. CAUTIONARY STATEMENT

Statements in this Board's Report and Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking within the meaning of applicable securities, laws, and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include a change in government regulations, tax laws, economic and political developments within and outside the country and such other factors.

45. ACKNOWLEDGEMENT

We thank our customers, vendors, investors, service providers and bankers for their support during the year, without the respective contributions of which, the Company would not have been able to reach the current position. The Board places on record its sincere appreciation the participation and involvement of each one of them, and due to the existence of several such parties, your directors do not intend making any special mention of any one or few of them, but however, expect the continued co-operation and involvement with company's activities in the future as well. We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, leadership, co-operation and support.

Your directors wish to thank the Government Authorities and the various Government Agencies for their support and valuable guidance provided to the Company and look forward to their continued support in the future.

**For and on Behalf of the Board of Directors of
BIZOTIC COMMERCIAL LIMITED**



**SANJAYKUMAR MAHAVIRPRASAD GUPTA
MANAGING DIRECTOR
DIN: 07610448**

**PLACE: AHMEDABAD
DATE: 02.07.2026**

ANNEXURE-I

**DECLARATION
CODE OF CONDUCT**

This is to confirm that the Bizotic Commercial Limited (the “Company”) has adopted a Code of Conduct for KMPs, Directors and Senior Management Personnel, which is available on the website of the Company at <https://bizoticgroup.com/>

I, **Sanjay Mahavirprasad Gupta, Managing Director** of the Company, hereby declare that all the KMPs, Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year ended on **31st March, 2026**.

For, BIZOTIC COMMERCIAL LIMITED



**SANJAY MAHAVIRPRASAD GUPTA
MANAGING DIRECTOR
DIN: 07610448**

**PLACE: AHMEDABAD
DATE: 02.07.2026**

ANNEXURE-II

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the financial year ended on 31st March, 2026

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

To,
The Members,
Bizotic Commercial Limited
CIN No.: L74999GJ2016PLC094934
Ahmedabad

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2026** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under as applicable during the financial year 2025-26;
- 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') as applicable during the financial year 2025-26
- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (up to May 14, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective May 15, 2015);
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/ The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective October 28, 2014): **NOT APPLICABLE**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **NOT APPLICABLE**
 - g. 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;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**; and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**;

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

- i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 01st July, 2015;

- ii. The Listing Agreements entered into by the Company with BSE Limited pursuant to SEBI (Listing Obligations and Disclosure Requirements), 2015 made effective 1st December 2015;

During the year under review, the Company has duly paid the Annual Listing Fees to BSE Limited.

We further report that:

The Board of Directors of the Company is duly constituted with an appropriate balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under review, the changes in the composition of the Board of Directors and Key Managerial Personnel were carried out in compliance with the provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations.

The changes during the year are as under:

Changes in Key Managerial Personnel:

- Ms. Bhavika Jain was appointed as the Company Secretary & Compliance Officer of the Company with effect from 23rd May, 2025 and resigned from the said office with effect from 31st January, 2026.
- Ms. Sapna Sushil Saini (Membership No. A59071) was appointed as the Company Secretary & Compliance Officer of the Company with effect from 31st January, 2026.

Changes in the Board of Directors / Key Managerial Personnel:

- Ms. Inderpreet Kaur Gulati (DIN: 09213754) resigned from the office of Executive Director and Chief Financial Officer of the Company with effect from 13th February, 2026.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or at a shorter period, wherever required, with the consent of the Directors. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meetings.

For the event after 31 March 2026

Since the appointment of Mr. Dipak Hariprasad Dave as CFO is as on 07th May, 2026 and as an Additional director on 21st May, 2026

We 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.

We further report that except as stated below, there were no specific events/actions during the audit period having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations and standards.

During the audit period, the Company completed the preferential issue of **16,02,000 Convertible Warrants** in compliance with the provisions of the Companies Act, 2013 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Out of the said Warrants, **13,38,000 Warrants** were converted into Equity Shares during the financial year ended **31st March, 2026**, while the remaining **2,64,000 Warrants** were converted into Equity Shares on **2nd April, 2026**.

- During the audit period, the Members approved the increase in the Authorised Share Capital of the Company from **₹9,00,00,000** to **₹11,27,00,000** and the consequential alteration of Clause V of the Memorandum of Association in accordance with the provisions of the Companies Act, 2013.

For **JINANG SHAH & ASSOCIATES**

SD/-

CS JINANG DINESHKUMAR SHAH

Practising Company Secretary

Proprietor

Membership No. F10649

COP NO.14215

UDIN: F010649H000503361

Peer Review No: 1858/2022

Place: Ahmedabad

Date: 26.05.2026

**ANNEXURE - A
TO SECRETARIAL AUDIT REPORT**

To,
The Members,
BIZOTIC COMMERCIAL LIMITED
CIN No.: L74999GJ2016PLC094934
Ahmedabad

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Account of the company.
4. Wherever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of the Corporate and other applicable laws, rules, regulations and norms is the responsibility of management. Our examination was limited to the verification of procedure 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 conducted the affairs of the Company.

For **JINANG SHAH & ASSOCIATES**

SD/-
JINANG DINESHKUMAR SHAH
Practising Company Secretary
Proprietor
Membership No. F10649
COP NO.14215
UDIN: F010649H000503361

PLACE: AHMEDABAD
DATE: 26.05.2026

ANNEXURE II

Particulars of Remuneration pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Ratio of remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary for the financial year ended 31st March, 2026:

Sr . N o	Name	Remuneration (₹ in Lakh)	FY 2024-25 (₹ in Lakh)	Percentage Increase in Remuneration
1.	Sanjaykumar Mahavirprasad Gupta	24.00	19.93	20.42%
2.	Inderpreet Kaur Gulati*	15.12	15.12	Not comparable
3.	Avani Ashwinkumar Shah	0.48	0.48	Nil
4.	Hareshkumar Shamjibhai Suthar	0.48	0.48	Nil
5.	Juhi Sawajani	0.48	0.48	Nil
6.	Dipak Hariprasad Dave**	N.A.	N.A.	N.A.
7.	Sapna Sushil Saini***	N.A.	N.A.	N.A.
8.	Bhavika Jain****	N.A.	N.A.	N.A.

Notes:

- *Appointed/ceased during the year; remuneration not comparable on annual basis.
- **Appointed CFO w.e.f. 07.05.2026
- ***CS appointed w.e.f. 23.05.2025 and resigned 31.01.2026
- ****CS appointed w.e.f. 31.01.2026

It is hereby affirmed that the remuneration paid during the year is in accordance with the Remuneration Policy of the Company.

For, BIZOTIC COMMERCIAL LIMITED



SANJAY MAHAVIRPRASAD GUPTA
MANAGING DIRECTOR
DIN: 07610448

PLACE: AHMEDABAD
DATE: 02.07.2026

ANNEXURE-III
MANAGEMENT DISCUSSION

The management of the Company is pleased to present its report on the business environment & industry scenario, industry risks and opportunities and Company's performance during the financial year 2025 - 26.

GLOBAL ECONOMIC OVERVIEW:

The global economy during FY 2025-26 continued to demonstrate resilience despite ongoing geopolitical uncertainties, inflationary pressures and evolving trade dynamics. Consumer spending gradually improved across major economies, while supply chain disruptions eased compared to previous years. The global textile and apparel industry continued its steady expansion, supported by increasing fashion consciousness, rising disposable incomes, digital commerce, and growing consumer preference for sustainable and value-driven apparel. Technological advancements in textile manufacturing, omni channel retailing and product innovation continue to reshape the global apparel landscape.

INDIAN ECONOMIC OVERVIEW:

India continued to remain one of the fastest-growing major economies during the year, driven by robust domestic consumption, government-led infrastructure development, digital transformation and favourable demographic trends. The textile and apparel industry remains one of the country's largest employment generators and continues to benefit from various policy initiatives aimed at strengthening manufacturing capabilities, improving exports and encouraging investment across the textile value chain.

Government initiatives such as the Production Linked Incentive (PLI) Scheme, PM MITRA Parks, National Technical Textiles Mission, RoSCTL and continued focus on "Make in India" have enhanced the long-term growth prospects of the Indian textile industry. Increasing urbanization, rising disposable income and changing consumer lifestyles continue to drive demand for branded apparel across metropolitan as well as emerging Tier II and Tier III markets.

INDUSTRY OVERVIEW:

India's organised apparel retail sector continues to witness structural growth, supported by increasing brand awareness, expansion of organised retail formats and rapid adoption of digital shopping platforms. Consumers today seek superior product quality, contemporary fashion, affordability and seamless shopping experiences across physical and digital channels.

The menswear segment remains one of the largest contributors to the Indian apparel industry and continues to offer significant opportunities for organised players with strong brand positioning, efficient supply chains and diversified product offerings.

BUSINESS OVERVIEW:

Bizotic Commercial Limited is engaged in the Designing, marketing and retailing of men's ready-made garments under its flagship brands **Urban United** and **YARD**. The Company has evolved from a fabric trading business into an integrated apparel organisation with operations spanning wholesale fabrics, branded retail, exclusive brand outlets and organised value retailing.

The Company continues to strengthen its retail network across multiple states while simultaneously expanding its product portfolio to meet evolving customer preferences. The launch of the large-format **YARD** retail concept further strengthens the Company's presence in the organised value retail segment by offering premium branded products at attractive prices.

With an expanding network of exclusive retail outlets, a customer-centric approach and strong sourcing capabilities, the Company remains focused on delivering quality products that combine style, affordability and comfort.

OPPORTUNITIES:

The Company believes that several long-term growth drivers will continue to support the Indian apparel industry, including:

- Growing demand for branded menswear across Tier II and Tier III cities.
- Expansion of organized retail and modern trade.
- Rising disposable incomes and increasing fashion awareness among young consumers.
- Growth in omni-channel retailing and e-commerce.

- Government initiatives supporting textile exports.
- Increasing demand for affordable premium fashion.
- Opportunities for expansion through franchise partnerships and exclusive brand outlets.
- Product diversification into adjacent apparel and lifestyle categories.

CHALLENGES:

While the long-term outlook remains positive, the Company continues to monitor several business risks including:

- Volatility in raw material and fabric prices.
- Intense competition from domestic and international apparel brands.
- Rapidly changing fashion trends and customer preferences.
- Inflationary pressures affecting consumer spending.
- Supply chain disruptions and logistics costs.
- Foreign exchange fluctuations impacting sourcing.
- Increasing compliance and regulatory requirements.

The Company continues to strengthen its sourcing network, inventory planning and operational efficiencies to effectively mitigate these risks.

COMPANY STRATEGY:

The Company's long-term strategy focuses on creating sustainable shareholder value through profitable growth and operational excellence.

Key strategic priorities include:

- Expanding the retail footprint across high-growth markets.
- Strengthening the Urban United and YARD brands.
- Enhancing customer experience through improved store formats.
- Increasing contribution from organised retail.
- Expanding wholesale fabric operations.
- Leveraging technology across inventory management, supply chain and customer engagement.
- Improving operational efficiencies and cost optimisation.
- Maintaining strong financial discipline while pursuing growth opportunities.

OPERATIONAL PERFORMANCE:

During the year under review, the Company continued to focus on strengthening its business fundamentals through retail expansion, product innovation and operational improvements. The continued acceptance of the Company's brands among customers, coupled with prudent inventory management and disciplined execution, contributed towards strengthening its market position.

The Company also continued to invest in enhancing customer experience through attractive product offerings, improved merchandising and expansion of its organized retail presence.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has established an adequate system of internal financial controls commensurate with the size, nature and complexity of its business operations.

The internal control framework provides reasonable assurance regarding:

- safeguarding of assets;
- prevention and detection of frauds and errors;
- accuracy and completeness of accounting records;
- reliability of financial reporting;
- compliance with applicable laws and regulations; and
- Efficient utilisation of resources.

The Internal Audit function periodically reviews operational, financial and compliance controls. Significant observations and corrective actions are regularly reviewed by the Audit Committee and the Board of Directors.

RISK MANAGEMENT

The Company has implemented a structured risk management framework for identification, assessment and mitigation of strategic, operational, financial and regulatory risks.

The Board periodically reviews major business risks and monitors the effectiveness of mitigation measures to ensure business continuity and long-term sustainability.

HUMAN RESOURCES

The Company firmly believes that its employees are its most valuable asset and key drivers of sustainable growth.

Bizotic Commercial Limited continues to foster a performance-oriented work culture built on integrity, innovation, teamwork, accountability and customer focus. The Company encourages continuous learning, professional development and leadership building across all levels of the organisation.

The Company remains committed to attracting, developing and retaining talented professionals while providing a safe, inclusive and growth-oriented work environment.

Industrial relations remained cordial throughout the year.

HEALTH, SAFETY AND WELL-BEING

The Company remains committed to providing a safe and healthy working environment across all its offices, warehouses and retail outlets.

Appropriate safety practices, employee awareness programmes, workplace hygiene standards and periodic inspections are undertaken to ensure compliance with applicable health and safety regulations.

The Company also continues to promote employee wellness and well-being through various health initiatives.

OUTLOOK

The long-term outlook for the Indian apparel industry remains encouraging, supported by favourable demographics, increasing urbanisation, rising discretionary spending and continued growth in organised retail.

The Company is well positioned to capitalise on these opportunities through continued expansion of its retail network, strengthening of its brands, enhancement of customer experience and disciplined execution of its growth strategy.

With a strong balance sheet, experienced leadership team and customer-centric approach, Bizotic Commercial Limited remains confident of creating sustainable long-term value for its shareholders while maintaining its commitment towards quality, innovation and operational excellence.

CAUTIONARY STATEMENT

Statements contained in this Management Discussion and Analysis describing the Company's objectives, expectations, estimates, projections or outlook may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events and involve risks and uncertainties that could cause actual results to differ materially from those expressed or implied. Important factors that may influence the Company's operations include changes in economic conditions, government policies, taxation, consumer demand, raw material prices, competition, foreign exchange fluctuations and other factors beyond the Company's control. The Company undertakes no obligation to publicly update or revise any forward-looking statements to reflect subsequent events or circumstances.

ANNEXURE-IV

FORM AOC-2 AS ON 31ST MARCH, 2026

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

• Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2026, which were not at arm's length basis. Therefore, no details of contract or arrangements are required to disclose.

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

Name of Related Party	Nature of Relationship	Nature of contracts/ arrangements/ Transaction	Date of approval by Board	Transaction During the Year (In Lakhs)
Sangita Aggarwala	Promoter	Unsecured Loan Repaid	23.05.2025	1,048.26
Sangita Aggarwala	Promoter	Share Warrant issued during the Year	23.05.2025	1,344.82
Sanjay Mahavirpr Asad Gupta	Managing Director	Director Remuneration	23.05.2025	24.00
Inderpreet Kaur Gulati (Upto 13th Feb 2025)	Director & CFO	Director Remuneration	23.05.2025	15.12
Mohit Agarwal (HUF)	Enterprise in which Director/Rela	Franchise Deposit	23.05.2025	40.00

	tive of Director is interested			
Mohit Agarwal (HUF)	Enterprise in which Director/Relative of Director is interested	Unsecured Loan Repaid	23.05.2025	19.50
Rishika Mohit Agarwal	Director's Relative	Unsecured Loan Repaid	23.05.2025	9.50
Amanjeet Singh Gulati	Director's Relative	Advance to Supplier	23.05.2025	4.25
Bizotic Dynamics Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	23.05.2025	580.00
Bizotic India Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	23.05.2025	672.80
Bizotic Industries Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	23.05.2025	997.60
Bizotic Nexus Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	23.05.2025	899.00
Sanjay Mahavirpr Asad Gupta	Managing Director	Loan Given	23.05.2025	13.50
Sanjay Mahavirpr Asad Gupta	Managing Director	Loan Repaid	23.05.2025	13.85

Hareshkumar Suthar	Non-Executive Independent Director	Salary	23.05.2025	0.48
Avani Ashwinkumar Shah	Non-Executive Independent Director	Salary	23.05.2025	0.48
Juhi Sawajani	Non-Executive Independent Director	Salary	23.05.2025	0.48

**For and On Behalf of the Board of Directors of
BIZOTIC COMMERCIAL LIMITED**



**SANJAY MAHAVIRPRASAD GUPTA
MANAGING DIRECTOR
(DIN: 07610448)**

**PLACE: AHMEDABAD
DATE: 26.05.2026**

ANNEXURE-V

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

To,

The Members,

BIZOTIC COMMERCIAL LIMITED

15 Ashwamegh Warehouses, Ujala Circle, Sarkhej,

Ahmedabad, Dascroi, Gujarat-382210, India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **BIZOTIC COMMERCIAL LIMITED** having CIN: **L74999GJ2016PLC094934** and having registered office at 15 Ashwamegh Warehouses, Ujala Circle, Sarkhej, Ahmedabad, Dascroi, Gujarat-382210, India (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

SR. NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY
1	Sanjaykumar Mahavirprasad Gupta	07610448	29/12/2016
2	Hareshkumar Shamjibhai Suthar	08388083	31/12/2022
3	Avani Ashwinkumar Shah	09608898	31/12/2022
4	Juhi Sawajani	09811893	31/12/2022
5	Dipak Hariprasad Dave	11731696	21/05/2026

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

For, JINANG SHAH & ASSOCIATES

SD/-
JINANG DINESHKUMAR SHAH
Practising Company Secretary
Proprietor
Membership No. F10649
COP NO.14215
UDIN: F010649H000503427

Date: 26.05.2026
Place: Ahmedabad

INDEPENDENT AUDITOR'S REPORT

TO,

THE MEMBERS OF

BIZOTIC COMMERCIAL LIMITED

Report on the Accounting Standards Financial

Statements Opinion

We have audited the accompanying standalone financial statements of financial statements of **BIZOTIC COMMERCIAL LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March 2026**, the Statement of Profit and Loss and Cash Flow Statement for the period ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 accounting standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at **31st March 2026**, and its profit and its cash flows for the period ended on that date.

Basis for Opinion

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



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, but does not include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including accounting standards referred to in section 133 of the Act, as applicable. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial



statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility

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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal



financial controls system in place and the operating effectiveness of such controls.

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

Materiality is the magnitude of misstatements in the standalone 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.



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 section 143(11) of the Act, we give in "**Annexure A**", a statement on the matter specified in the paragraph 3 and 4 of the Order.
2. As required under provisions of section 143(3) of the Companies Act, 2013, 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 purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet and Statement of Profit and Loss including Statement of Cash Flow dealt with this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid Financial Statement comply with the Accounting Standards specified under Section 133 of Act, read with relevant rule issued thereunder.
 - e. On the basis of written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, referred to our separate report in "**Annexure B**".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:



In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the period is in accordance with the provisions of section 197 of the Act.

- h. With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- (a) The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note (vii) of Annexure - A to the standalone financial statements
 - (b) The Company did not have any long-term and derivative contracts as at March 2026.
 - (c) There has been no delay in transferring amounts, required to be transferred, the Investor Education and Protection Fund by the Company during the period ended March 31, 2026.
 - (d) The management has;
 - (i) represented that, to the best of its knowledge and belief as disclosed in Note No. 35 to the Financial Statements, 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:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.



(ii) represented, that, to the best of its knowledge and belief as disclosed in Note No. 36 to The Financial Statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

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

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (d)

(i) and (d) (ii) contain any material Mis-statement.

(e) The company has not neither declared nor paid any dividend during the period under Section 123 of the Act.

(f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023 to the Company and its subsidiaries, which are companies incorporated in India, and accordingly, The Company has used accounting software 'Tally Prime System' for maintaining its books of account which has a feature of recording audit trail



facility and the same has not been operated throughout the period for all transactions recorded in the software and the hence we are unable to comment on audit trail feature of the said software.

FOR, SHWETA JAIN & CO LLP,
CHARTERED ACCOUNTANTS
FRN: 127673W



AMIT J JOSHI
PARTNER

M. NO: 120022

UDIN: 26120022WPISJB1242



Place: Ahmedabad

Date: 26/05/2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
ON THE FINANCIAL STATEMENT OF BIZOTIC COMMERCIAL LIMITED
FOR THE PERIOD ENDED 31ST MARCH 2026.

In terms of the information and explanations given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

(i) Property, Plant & Equipment and Intangible Assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
- b) The Company has maintained proper records showing full particulars of intangible assets.
- c) Property, Plant and Equipment have been physically verified by the management at reasonable intervals; Any material discrepancies were noticed on such verification and if so, the same have been properly dealt with in the books of account.
- d) According to the information and explanation given to us the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
- e) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- f) No proceedings have been initiated during the period of or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder



(ii) Inventory and working capital:

- a) The stock of inventory has been physically verified during the period by the Management at reasonable intervals, except stock lying with third parties. Confirmations of such stocks with third parties have been obtained by the Company in most of the cases. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- 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 not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.

(iii) Investments, any guarantee or security or advances or loans given:

- a) 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 made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

1. The Company has provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year.

- a. Based on audit procedure carried on by us and as per the information and explanation given to us, the company has not granted any loans to subsidiaries.
- b. Based on audit procedure carried on by us and as per the information and explanation given to us, the company has not granted loans to a party other than subsidiaries.



2. In our opinion, the company has not made any investments, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;
3. In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have generally been regular as per stipulation.
4. In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
5. No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
6. The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(6) is not applicable.

(iv) Loan to directors:

- a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.



(v) Deposits:

- a) The company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any relevant provisions of the 2013 act and the rules framed there under to the extent notified.

(vi) Maintenance of Cost Records:

- a) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is applicable.

(vii) Statutory Dues:

- a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Duty of Customs, GST, Cess and any other statutory dues applicable to it though there has been a slight delay in a few cases According to the information and explanations given to us, following are the undisputed amounts payable in respect of income tax that were in arrears, as at 31st March 2026 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there are no dues of sales tax, income tax, custom duty, wealth tax, GST, excise duty and cess which have not been deposited on account of any dispute, as on date of signing the auditor's report.

Name of Statue	Nature of Dues	Period	Amount in dispute (In lakhs)	For where the dispute is pending
Central Good and services Act, 2017	GST	FY. 2021-22	21.84	GST Authorities- Appeal ARN No. AD240626001 405H



Central Good and services Act,2017	GST	FY. 2019-20	58.51	GST Authorities- Appeal ARN No. AD240626001 162N
------------------------------------	-----	-------------	-------	--

(viii) Disclosure of Undisclosed Transactions:

- a) There 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 not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) Loans or Other Borrowings:

- b) Based on our audit procedures and according to the information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- c) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- d) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- e) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the period for long-term purposes by the Company.
- f) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- g) The Company has not raised any loans during the period on the pledge of securities held in its subsidiaries, joint ventures or associate companies.



(x) Money Raised by IPOs, FPOs:

- a) The Company has raised moneys by way of initial public offer or further public offer (including debt instruments) during the period as follow:

(Amount in Lakhs)

No of Equity Shares issued during the year	-
Issue Price including Share Premium	-
Amount Raised (Rs. in Lakhs)	-



- b) During the year, the Company has made a preferential allotment (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is applicable.

(xi) Fraud:

- a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the period and up to the date of this report.
- c) We have taken into consideration the whistle blower complaints received by the Company during the period (and up to the date of this report), while determining the nature, timing and extent of our audit procedures



(xii) Nidhi Company:

- a) The Company is not a Nidhi Company and hence reporting under Para 3 of clause (xii) of the Order is not applicable.

(xiii) Related Party Transactions:

- a) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) Internal Audit System:

- b) In our opinion and based on our examination, the company have an internal audit system commensurate with the size and nature of its business and is required to have an internal audit system as per the provisions of section 138 of the Companies Act,2013.
- c) Since the company is required to have the internal audit system hence the clause 3(xiv)(b) is applicable to the company.

(xv) Non-cash Transactions:

- a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) Registration under section 45-IA of RBI Act, 1934:

- a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.



- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) Cash losses:

- a) The Company has not incurred cash losses during the period covered by our audit and the immediately preceding financial year.

(xviii) Resignation of statutory auditors:

- a) There has been resignation of the statutory auditors during the year due to casual vacancy of previous auditor and there were no issues objections or concerns raised by outgoing auditor.

(xix) Material uncertainty on meeting liabilities:

- a) 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 and 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 indicating 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) Compliance of CSR:

- a) According to the information and explanations given to us and based on our examination of the records of the company, the company has not required to spent amount towards Corporate Social Responsibility (CSR) as per the section 135 of companies' act, 2013, reporting under clause 3(xx)(a) of the Order is not applicable for the year



(xxi) Qualifications Reporting in Group Companies:

- a) In our opinion and according to the information and explanations given to us, company does not have any subsidiaries, associates or joint ventures, so reporting under clause 3(xxii) of the Order is not applicable for the year.

FOR, SHWETA JAIN & CO LLP,
CHARTERED ACCOUNTANTS

FRN: 127673W



AMIT J JOSHI

PARTNER

M. NO: 120022

UDIN: 26120022WPISJB1242



Place: Ahmedabad

Date: 26/05/2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT
ON THE FINANCIAL STATEMENT OF BIZOTIC COMMERCIAL LIMITED
FOR THE PERIOD ENDED 31ST MARCH 2026.

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

We have audited the internal financial controls over financial reporting of **BIZOTIC COMMERCIAL LIMITED** ('the Company') as of **31st March 2026** in conjunction with our audit of the Accounting Standards financial statements of the Company for the period ended on that date.

Opinion

We have audited the internal financial control with reference to financial statement of **BIZOTIC COMMERCIAL LIMITED** ("The Company") as of **31st March 2026** in conjunction with our audit of the financial statement of the company at and for the period ended on that date.

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

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 (the 'Guidance Note') 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 and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate 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:

- a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b. 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
- c. 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.





SHWETA JAIN & CO LLP
CHARTERED ACCOUNTANTS, (LLPIN- ACQ-2534)
(formerly known as Shweta Jain & Co, Chartered Accountants)

FOR, SHWETA JAIN & CO LLP,

CHARTERED ACCOUNTANTS

FRN: 127673W

AMIT J JOSHI

PARTNER

M. NO: 129022

UDIN: 26120022WPISJB1242



Place: Ahmedabad

Date: 26/05/2026

BIZOTIC COMMERCIAL LIMITED
BALANCE SHEET AS AT 31ST March 2026

Amount in Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share Capital	2	937.80	804.00
(b) Reserves and Surplus	3	10,556.52	5,001.25
2 Share Application Money Pending Allotment	3a	191.40	-
3 Non-current liabilities			
(a) Long-term Borrowings	4	762.43	-
(b) Deferred tax liabilities (Net)		133.93	90.47
4 Current liabilities			
(a) Short-term Borrowings	5	50.21	354.85
(b) Trade payables	6		
(A) Total Outstanding dues of Micro Enterprise and Small Enterprise		-	-
(B) Total Outstanding dues of Creditors Other than Micro Enterprise and Small Enterprise		7,617.50	2,610.68
(c) Other Current Liabilities	7	410.38	1,812.18
(d) Short-term Provisions	8	766.75	124.18
TOTAL		21,426.91	10,797.61
II. ASSETS			
1 Non-current assets			
(a) Property Plant & Equipment and Intangible Assets	9		
(i) Tangible assets		913.50	749.87
(ii) Intangible Assets		200.91	-
(iii) Capital Work In Progress		-	-
(b) Non Current Investments		-	-
(c) Deferred tax Asset(Net)		-	-
(d) Long-term Loans and Advances	10	1,360.98	1,612.50
2 Current assets			
(a) Inventories	11	7,528.50	5,174.93
(b) Trade Receivables	12	8,976.63	2,448.41
(c) Cash and Cash Equivalents	13	386.30	96.70
(d) Short-term Loans and advances	14	2,060.09	715.19
TOTAL		21,426.91	10,797.61

Accounting Policies & Notes on Accounts
As per our Report on Even date attached
For Shweta Jain & Co. LLP
Chartered Accountants

Amit Joshi
Partner

M. No. 120022

FRN No. 127673W

Place : Ahmedabad

Date : 26/05/2025

UDIN: 26120022WPISJB1242



1

For and on behalf of the Board of Directors
BIZOTIC COMMERCIAL LIMITED

Sanjay Gupta
Director
DIN: 07610448

Dipak Hariprasad Dave
Director & CFO
DIN: 11731696

Sapna Saini
Company Secretary

BIZOTIC COMMERCIAL LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March 2026

Amount in Lakhs

Particulars	Note No	Year ended 31st March 2026	Year ended 31st March 2025
I. Revenue from operations	15	25,078.65	11,194.68
II. Other Income	16	12.19	44.16
III. Total Income (I + II)		25,090.84	11,238.83
IV. Expenses:			
Cost of materials consumed		-	-
Purchase of Traded Goods	17	24,009.80	12,657.92
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	18	(2,353.57)	(2,812.51)
Employee benefits expense	19	280.70	172.35
Finance Costs	20	18.04	44.22
Depreciation and amortization expense	21	119.54	76.78
Other expenses	22	523.73	471.15
Total expenses		22,598.25	10,609.91
V. Profit before tax (III - IV)		2,492.60	628.92
VI Tax expense:			
(1) Current tax		640.27	100.00
(2) Deferred tax		43.46	100.30
VII Profit (Loss) for the period (V - VI)		1,808.87	428.62
VIII Earnings per equity share:			
(1) Basic		19.29	5.33
(2) Diluted		19.15	5.33

Accounting Policies & Notes on Accounts
As per our Report on Even date attached
For Shweta Jain & Co. LLP
Chartered Accountants

1

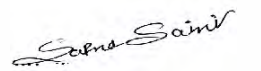
For and on behalf of the Board of Directors
BIZOTIC COMMERCIAL LIMITED

Amit J Joshi
BIZOTIC COMMERCIAL LIMITED
M. No. 120022
FRN No. 127673W
Place : Ahmedabad
Date : 26/05/2025
UDIN: 26120022WPISJB1242




Sanjay Gupta
Director
DIN: 07610448


Dipak Hariprasad Dave
Director & CFO
DIN: 11731696


Sapna Saini
Company Secretary

BIZOTIC COMMERCIAL LIMITED
Cash Flow Statement for the period ended 31st March 2026

Sr. No.	Particulars	F.Y. 2015-26	F.Y. 2024-2025
		Amount (Rs. in Lakhs)	Amount (Rs. in Lakhs)
A.	Cash flow from Operating Activities		
	Net Profit Before tax as per Statement of Profit & Loss	2,492.60	628.92
	Adjustments for :		
	Depreciation & Amortisation Exp.	119.54	76.78
	Stamp duty for Increase in Capital	-	-
	Interest Income	-	-
	Capital Gain Income	-	(24.88)
	Finance Cost	18.04	44.22
	Balance Write Back	(0.01)	-
	Profit and Loss on Sale of FA	(10.95)	-
	Operating Profit before working capital changes	2,619.21	725.03
	Changes in Working Capital		
	(Increase)/Decrease in trade receivables	(6,528.22)	121.08
	(Increase) in Loans & Advances	(1,344.89)	228.65
	(Increase) in Inventories	(2,353.57)	(2,812.50)
	(Decrease) in trade payables	5,006.83	1,111.00
	(Decrease)/Increase in other current liabilities	(1,401.80)	1,275.71
	(Decrease)/Increase in Short Term Provision	642.57	(5.84)
	(Increase) in other current assets	-	-
	Net Cash Generated From/ (Used in) operations	(5,979.08)	(81.91)
	Tax Paid	(640.27)	(100.00)
	Net Cash Flow from Operating Activities (A)	(4,000.14)	543.13
B.	Cash flow from Investing Activities		
	Purchase of Fixed Assets	(485.85)	(247.81)
	Proceeds from Sale of Fixed Assets	12.72	-
	Movement in Loan & Advances & Other Non Current Assets	251.52	(341.23)
	Gain on Sale of Shares	-	24.88
	Interest Income	-	-
	Net cash from/(Used in) Investing Activities (B)	(221.61)	(564.16)
C.	Cash Flow From Financing Activities		
	Proceeds From Issue of shares capital	4,071.60	-
	Proceeds From long Term Borrowing (Net)	762.43	(89.83)
	Short Term Borrowing (Net)	(304.64)	228.44
	Interest Paid	(18.04)	(44.22)
	Net cash from/(Used in) Financing Activities (C)	4,511.34	94.39
D.	Net (Decrease)/ Increase in Cash & Cash Equivalents (A+B+C)	289.59	73.36
E.	Opening Cash & Cash Equivalents	96.70	23.34
F.	Cash and cash equivalents at the end of the period	386.30	96.70
G.	Cash And Cash Equivalents Comprise :		
	Cash	104.31	48.46
	Bank Balance :		
	Current Account	281.98	48.24
	Deposit Account		
	Total	386.30	96.70

Note:

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian (a) Accounting Standard (AS-3) - Statement of Cash Flow.

For Shweta Jain & Co. LLP
Chartered Accountants

Amit J Joshi
Partner
M. No. 120022
FRN No. 127673W
Place : Ahmedabad
Date : 26/05/2025
UDIN: 26120022WPIS181242



For and on behalf of the Board of Directors
BIZOTIC COMMERCIAL LIMITED

Sanjay Gupta
Director
DIN: 07610448

Dipak Hariprasad Dave
Director & CFO
DIN: 11731696

Sapna Sani
Company Secretary

Share Capital	As at 31st March 2026		As at 31st March 2025	
	Number	Amount Rs. in Rs	Number	Amount Rs. in Rs
	Amount in Lakhs			
Authorised				
Equity Shares of Rs. 10 each	90,00,000	900.00	90,00,000	900.00
Issued				
Equity Shares of Rs. 10 each fully paid	93,78,000	937.80	80,40,000	804.00
Subscribed & Paid up				
Equity Shares of Rs. 10 each fully paid	93,78,000	937.80	80,40,000	804.00
Total	93,78,000	937.80	80,40,000	804.00

Particulars	As at 31st March 2026		As at 31st March 2025	
	Number	Amount Rs. in Rs	Number	Amount Rs. in Rs
Shares outstanding at the beginning of the year	80,40,000	804.00	80,40,000	804.00
Shares Issued during the year	13,38,000	133.80	-	-
Bonus Shares allotted	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	93,78,000	937.80	80,40,000	804.00

The Company has only one class of equity shares having a per value of Rs. 10/- Per Share is entitled to one vote per share. In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares by the shareholders.

During the year, the Company has approved/undertaken a preferential issue of equity shares to a select investor(s) in accordance with the applicable provisions of the Companies Act, 2013 and the applicable SEBI regulations for listed companies. The issue has been made for consideration otherwise than through public issue, subject to required approvals, lock-in conditions, and other regulatory compliances, as applicable

Pursuant to the preferential issue approved by the Company, share application money has been received partly during FY 2025-26 and the balance, if any, is to be received in FY 2026-27. Pending receipt of full consideration and completion of allotment procedures, the amount received as at the balance sheet date is disclosed under share application money pending allotment. The related allotment shall be completed upon fulfillment of statutory and regulatory requirements

Note 2.2 Details of Shares held by shareholders holding more than 5% of the aggregate shares in the co.

Name of Shareholder	As at 31st March 2026		As at 31st March 2025	
	No. of Shares held	% of Holding		
Sangeeta Aggarwala - Equity	58,77,800	70	56,25,800	70



Note 3 RESERVE AND SURPLUS

Amount in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
A. Securities Premium Account		
Opening Balance	3,979.80	3,979.80
Add : Securities premium credited on Share issue	3,746.40	-
<u>Less : Premium Utilised for various reasons</u>		
For Issuing Bonus Shares	-	-
Closing Balance	7,726.20	3,979.80
B. Surplus		
Opening balance	1,021.45	592.83
(+) Net Profit/(Net Loss) For the current year	1,808.87	428.62
(-) Issue of Bonus Shares	-	-
Closing Balance	2,830.32	1,021.45
Total	10,556.52	5,001.25

Note 3a SHARE APPLICATION MONEY PENDING ALLOTMENT

Amount in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
A. SHARE APPLICATION MONEY PENDING ALLOTMENT		
Against Share Capital (66,000 share Face Value Rs. 10)	6.60	-
Against Securities Premium Account (66,000 share Premium Rs. 280)	184.80	-
Total	191.40	-

Note 4 LONG TERM BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
Secured		
UBI Bank - Car Loan	170.95	-
<u>Less : Current Maturities of Long Term Borrowings</u>	-	16.86
Sub-total (a)	154.09	-
Unsecured		
(b) Loans and advances from related parties	608.34	-
Sub-total (b)	608.34	-
Total	762.43	-

Note 5 SHORT TERM BORROWINGS

Particulars	As at 31st March 2026	As at 31st March 2025
1.Fullerton India	-	1.07
2.MAHINDRA AND MAHINDRA FINANCIAL SERVICES LIMITED	-	4.71
3. Poonawala Fincorp Limited	33.35	-
(Balance Payable in 28 Monthly installment of Rs. 1,45,136 till 03 July 2028)		
4. Unity Small Finance Bank Limited Business Loan Account	-	2.53
Sub-total (a)	33.35	8.32
(a) Loans & Advances from Related and other Parties	-	340.78
(c) Current Maturities of Long Term Borrowings	16.86	-
(b) Other Loans & Advances	-	5.75
Sub-total (b+c+d)	16.86	346.53
Total	50.21	354.85



Note 6 TRADE PAYABLES

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Outstanding dues of micro enterprises and small enterprises		
Disputed/Undisputed		
Not Due		
Less than 01 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
Total A	-	-
(b) Outstanding dues of creditors other than micro enterprises and small enterprises		
Undisputed		
Not Due		
Less than 01 Years	-	-
01-02 Years	7,617.50	2,610.68
02-03 Years	-	-
More than 3 Years	-	-
Disputed		
Not Due		
Less than 01 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
Interbranch balance elimination	-	-
Total B	7,617.50	2,610.68
Total (A+B)	7,617.50	2,610.68

Note 7 OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Security Deposit		
(ii) Advanced from Customers	139.25	358.30
(iii) Other Current Liabilities	11.81	1,305.01
Statutory Liabilities	-	-
(iv) Accrued Interest But not Due	74.45	148.87
(v) Creditors for Capital Goods	4.52	-
Total	180.34	1,812.18

Note 8 SHORT TERM PROVISIONS

Particulars	As at 31st March 2026	As at 31st March 2025
Provision For		
(a) Employee benefits		
(i) Contribution to PF	2.42	2.39
(ii) Contribution to ESIC	0.30	0.92
(iii) Salary Payable	18.09	9.66
(b) Others (Specify nature)		
(i) Income Tax	740.27	100.00
(ii) Audit Fees	4.06	4.06
(iii) TDS Payable	-	7.15
(iv) Professional Tax Payable	1.61	-
Total	766.75	124.18

Note 10 LONG TERM LOANS & ADVANCES

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Capital Advances	-	-
(ii) Security Deposits	1,360.98	1,467.03
(iii) Loans & Advances To Related Parties	-	-
(iv) Other Loans & Advances	-	145.47
Total	1,360.98	1,612.50



Note 11 INVENTORIES

Particulars	As at 31st March 2026	As at 31st March 2025
a. Raw Materials and components	-	-
b. Work-in-progress	-	-
c. Finished goods (Valued at Cost or NRV as per FIFO)	7,528.50	5,174.93
d. Stores and spares & Packing Materials	-	-
Total	7,528.50	5,174.93

Note 12 TRADE RECEIVABLES

Particulars	As at 31st March 2026	As at 31st March 2025
<u>Undisputed Trade Receivable - Considered good</u>		
Not Due		
Outstanding for Following Period from Due date		
Less than 6 Months	-	-
6 Months - 1 Years	8,976.63	2,448.41
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
<u>Undisputed Trade Receivable - Considered doubtful</u>		
Not Due		
Outstanding for Following Period from Due date		
Less than 6 Months	-	-
6 Months - 1 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
<u>Disputed Trade Receivable - Considered good</u>		
<u>Disputed Trade Receivable - Considered Doubtful</u>		
Not Due		
Outstanding for Following Period from Due date		
Less than 6 Months	-	-
6 Months - 1 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
Interbranch elimination	-	-
Total	8,976.63	2,448.41



Note 13 CASH AND CASH EQUIVALENTS

Particulars	As at 31st March 2026	As at 31st March 2025
a. Balances with banks		
Indusland Bank - 2200	0.02	0.02
Indusland Bank - 1978	218.19	36.20
ICICI Bank - 0373 & Share Warrant Account	0.87	0.16
ICICI BANK PUBLIC ISSUE - 000405141488	4.42	3.24
ICICI Bank - 0595	58.41	8.54
PAYTM Wallet - 9811003844	0.07	0.07
b. Cash on hand	104.31	48.46
Total	386.30	96.70

Note 14 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31st March 2026	As at 31st March 2025
(Unsecured and Considered Good)		
a. Balance with Government Authorities		
GST Credit	290.51	389.38
TDS/TCS Receivable	43.39	19.40
b. Others (specify nature)		
Advance to Employees	2.53	16.16
Advance to Suppliers	1,723.21	289.91
Other Recievable	0.45	-
c. Loan & Advances to Related Parties	-	0.35
d. Prepaid Expenses	-	-
e. Markatable securities	-	-
Total	2,060.09	715.19



Note 9 Property Plant & Equipment and Intangible Assets

	Fixed Assets	Gross Block			Accumulated Depreciation			Net Block		Amount in Lakhs				
		Balance as at 1st April 2025	Additions	Disposal/ (Adjustment)	Balance as at 31st March 2026	Balance as at 1st April 2025	Depreciation charge for the year	Deductions/ Adjustments	Disposal/ (Deletion)		Balance as at 31st March 2026	Balance as at 31st March 2025		
a	Tangible Assets	Plant & Machinery / Office equipments Computer & Software Furniture & Fixtures Motor Car	194.83	14.63	-	209.46	17.76	38.40	18.93	-	75.10	134.36	177.07	
			26.52	0.12	-	26.64	14.63	6.95	2.42	-	19.16	7.48	11.89	
			633.08	53.53	-	686.61	91.01	63.26	11.50	-	142.77	543.84	542.06	
			72.63	216.53	35.29	253.87	53.77	15.33	9.51	33.53	26.07	227.80	18.85	
			Total	927.05	284.81	35.29	1,116.57	177.18	123.94	4.50	33.53	263.09	913.48	749.42
	Previous Year	679.24	645.75	397.94	927.05	100.41	76.78	-	-	749.87	578.83			
b	Fixed Assets	Intangible Assets	-	201.01	-	201.01	-	0.10	-	-	0.10	200.91	-	
			Total	201.01	-	201.01	-	0.10	-	-	0.10	200.91	-	
			Previous Year	-	-	-	-	-	-	-	-	-	-	
			GRAND Total	927.05	485.83	35.29	1,377.59	177.18	124.04	4.50	33.53	263.20	1,114.59	749.42
			Previous Year	679.24	645.75	397.94	927.05	100.41	76.78	-	-	-	749.87	578.83



Note 15 REVENUE FROM OPERATIONS

Amount in Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Sale of products	25,016.68	11,194.68
Elimination of interbranch sales	-	-
Sale of Scrap	61.97	-
Total	25,078.65	11,194.68

Note 16 OTHER INCOME

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Other Income		
Interest Income	-	0.04
Intraday Profit/ Loss	-	0.93
SHORT TERM CAPITAL GAIN / LOSS	-	24.88
Dividend income	-	1.86
Panjab National Bank Dividend	-	4.05
Sundry balances written off	0.01	9.65
Expense Reversed	-	2.82
Finishing Charges	-	0.45
RO	-	0.00
TDS Refund	1.23	-
Kasar & Vatav	-	0.53
Profit and Loss on Sale of Fixed Asset	10.95	-
Total	12.19	44.16

Note 17 Purchase of Traded Goods

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Purchase of Traded Goods	24,009.80	12,657.92
Interbranch Purchase elimination	-	-
Total	24,009.80	12,657.92

Note 18 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN PROCESS AND WIP

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Inventories at the end of the year		
Finished Goods	7,528.50	5,174.93
Inventories at the beginning of the year		
Finished Goods	5,174.93	2,362.42
Net(Increase)/decrease	(2,353.57)	(2,812.51)

Note 19 EMPLOYEE BENEFITS EXPENSES

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
(a) Salaries and Wages	261.14	169.75
(b) Contributions to Provident Fund & Other Fund	-	0.10
Provident fund	-	-
(c) Staff welfare expenses	19.56	2.51
Total	280.70	172.35



Note 20 Finance Cost

Finance Cost	Year ended 31st March 2026	Year ended 31st March 2025
(a) GST Penalty	-	0.16
(b) TDS Interest	-	2.31
(c) Others	-	-
Loan Processing Charges	2.20	-
Interest Expenses	10.79	17.41
Nurvama Wealth - Interest Expense	-	10.73
Mdr Charges	-	2.91
Swipe Machine Charges	-	0.00
Bank Charges	5.06	10.70
Total	18.04	44.22

Note 21 DEPRECIATION AND AMORTISATION

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Depreciation Exp	119.43	76.78
Amortization expense	0.10	-
Total	119.54	76.78

Note 22 OTHER EXPENSES

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Direct Expenses		
Freight & Courier Exps	5.30	10.22
TOTAL(a)	5.30	10.22
Administrative exps and other exps		
Auditors remuneration	3.00	3.00
Advertisement exps	17.53	-
Website Expense	-	0.04
Brokerage Expense	3.00	4.15
Contractor Expense	12.27	0.57
Commission/Incentive Expenses	37.58	65.83
Electricity Exps	28.49	27.04
Insurance	7.79	1.03
IPO expenses	21.39	5.90
Paking Material	0.07	0.02
Late filling fees	-	0.97
New Warehouse Expense	-	1.31
Legal & Professional exp and Solicitation exp	17.35	11.26
Office Exps	53.90	28.88
Software Renewal Expense	4.07	0.99
F & O Profit & Loss A/c	-	99.43
Miscellaneous Exp	8.88	5.33
Petrol Expenses	3.27	3.67
Printing & Stationery Expenses	3.03	1.16
Sales Promotion exps.	10.04	-
Store Expense	41.83	0.24
Security Contractor Expense	-	20.32
Property Maintance Charges	14.28	3.05
Round Off	-	0.00
Reparing & Maintaince exps.	0.24	11.19
Traveling exps	19.51	12.51
GST Expense	0.15	1.11
PF Administration Charges	-	0.11
Transport Exp	0.06	-
Interest On Income Tax	-	13.83
Telephone, Internet, Mobile Recharge exps	2.48	1.41
TOTAL(b)	309.71	312.52
Rates, Rent and Taxes		
Rent Exp	208.72	148.42
TOTAL(c)	208.72	148.42
Total (a+b+c)	523.73	471.15



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31ST MARCH, 2026

Note: - 1 Significant accounting policies:

1.0 Corporate Information

BIZOTIC COMMERCIAL LIMITED is a Limited Company, incorporated under the provisions of Companies Act, 2013 and having **CIN: L74999GJ2016PLC094934**. The Company is mainly engaged in the business of trading of fabric material and garment and other commodities. The Registered office of the Company is situated at **15, Ashwamegh Warehouses, Ujala Circle, Sarkhej, Dascroi, Ahmedabad, Gujarat - 382210 India**.

1.1 Basis of preparation of financial statements

a. Accounting Convention: -

These financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India ("Indian GAAP"). Indian GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with the Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the Historical Cost Convention, and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.

b. Functional and Presentation Currency

The functional and presentation currency of the company is Indian rupees. This financial statement is presented in Indian rupees.

All amounts disclosed in the financial statements and notes are rounded off to lakhs the nearest INR rupee in compliance with Schedule III of the Act, unless otherwise stated.



Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

c. Use of Estimates and Judgments

The preparation of financial statement in conformity with accounting standard requires the Management to make estimates, judgments, and assumptions. These estimates, judgments and assumptions affects the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statement and reported amounts of revenue and expenses during the period. Accounting estimates could change form period to period. Actual result could differ from those estimates. As soon as the Management is aware of the changes, appropriate changes in estimates are made. The effect of such changes is reflected in the period in which such changes are made and, if material, their effects are disclosed in the notes to financial statement.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in future periods affected.

d. Current and Non - Current Classification

An asset or a liability is classified as Current when it satisfies any of the following criteria:

- i. It is expected to be realized / settled, or is intended for sales or consumptions, in the Company's Normal Operating Cycle;
- ii. It is held primarily for the purpose of being traded.
- iii. It is expected to be realized / due to be settled within twelve months after the end of reporting date;



- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of Current / Non - Current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or liabilities for processing and their realization in Cash and Cash Equivalents.

1.2 Basis of Preparation

a) Property, Plant & Equipment and Intangible Assets: -

- i. The company has adopted Cost Model to measure the gross carrying amount of Property Plant & Equipment.
- ii. Tangible Property Plant & Equipment are stated at cost of acquisition less accumulated depreciation. Cost includes the purchase price and all other attributable costs incurred for bringing the asset to its working condition for intended use.
- iii. Intangible assets are stated at the consideration paid for acquisition and customization thereof less accumulated amortization.
- iv. Cost of fixed assets not ready for use before the balance sheet date is disclosed as Capital Work in Progress.
- v. Cost of Intangible Assets not ready for use before the balance sheet date is disclosed as Intangible Assets under Development.

b) Depreciation / Amortisation: -

Depreciation has been provided under Straight Line Method at the rates prescribed under schedule III of the Companies Act, 2013 on single shift and Pro Rata Basis to result in a more appropriate preparation or presentation of the financial statements.



In respect of assets added/sold during the year, pro-rata depreciation has been provided at the rates prescribed under Schedule II.

Intangible assets being Software are amortized over a period of its useful life on a straight-line basis, commencing from date the assets are available to the company for its use.

c) Impairment of Assets: -

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there has been a change in the estimate of the recoverable amount.

d) Investments: -

- Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as long-term investments.
- On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident. There is no investment made by Company.
- Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value of long-term investments



is made to recognize a decline, other than temporary, on an individual investment basis.

- Current investments are carried in the financial statements at lower of cost and market value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.
- Long term investments which are expected to be realized within twelve months from the balance sheet date are presented under 'current investments' as 'current portion of long-term investments' in accordance with the current / noncurrent classification of investments as per Schedule III Division I of the Companies Act, 2013.
- The cost of investments comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.
- Investment transactions are accounted for on a trade date basis. In determining the holding cost of investments and the gain or loss on sale of investments, the 'weighted average cost' method is followed.

e) Government Grants and Subsidies: -

The Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

- Grants in the nature of subsidies which are non – refundable are credited to the respective accounts to which the grants relate, on accrual basis, where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them.
- Grants in the nature of Subsidy which are Refundable are shown as Liabilities in the Balance Sheet at the Reporting date.



f) Retirement Benefits: -

a) Short Term Employee Benefits:

All employee benefits payable within twelve months of rendering the service are classified as short-term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

b) Employment Benefits:

i) Defined Contribution Plans:

The company has Defined Contribution Plans for post-employment benefit in the form of Provident Fund which are administered by the Regional Provident Fund Commissioner. Provident Fund are classified as defined contribution plans as the company has no further obligation beyond making contributions. The company's contributions to defined contribution plans are charged to the Statement of Profit and Loss as and when incurred.

ii) Defined Benefit Plans:

a) Gratuity:

The Management has decided to gratuity will be accounted in profit & loss A/c in each financial year when the claim is recognized by the company which is against the prescribed treatment of AS -15. The Quantum of provision required to be made for the said retirement's benefits can be decided on actuarial basis and the said information could not be gathered. To the extent of such amount, the reserve would be lesser

b) Leave Encashment:

The Management has decided to pay all the pending leave of the year for the year in which the same has become payable and pending dues are cleared.



g) Valuation of Inventory: -

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock in trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

Cost of inventories included the cost incurred in bringing each product to its present location and conditions are accounted as follows:

- a) **Raw Material:** - Cost included the purchase price and other direct or indirect costs incurred to bring the inventories into their present location and conditions. Cost is determined on *First in First out basis (FIFO)*.
- b) **Finished Goods and Work-in-Progress:** - Work in progress are valued at cost which includes raw materials and cost incurred till the stage of production of process. Finished Goods are valued at cost or Net realizable value whichever is lower. Cost included cost of direct materials and the labour cost and a proportion of manufacturing overhead based on the normal operating capacity, but excluding the borrowing costs. Cost is determined on *"First in First out basis (FIFO)"*.
- c) **Stock in Trade:** - Cost included the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on *"Weighted Average Basis"*.

All other inventories of stores and spares, consumables, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value.

"Net Realizable Value" is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

h) Revenue Recognition: -

Revenue is recognized when it is probable that economic benefit associated with the transaction flows to the Company in ordinary course of its



activities and the amount of revenue can be measured reliably, regardless of when the payment is being made. Revenue is measured at the fair value of consideration received or receivable, taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the excise duty, received and receivable by the Company, on its own account. Amount collected on behalf of third parties such as sales tax, value added tax and goods and service tax (GST) are excluded from the Revenue.

Sale of goods is recognized at the point of dispatch of goods to customers, sales are exclusive of Sales tax, Vat, GST and Freight Charges if any. The revenue and expenditure are accounted on a going concern basis.

Interest Income is Recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e. on the basis of matching concept.

Dividend from investments in shares / units is recognized when the company.

As per a recent ICAI opinion, the benefit of DEPB is recognized in the year of export itself, provided no uncertainty exists,

Other items of income are accounted as and when the right to receive arises.

i) **Accounting for effects of changes in foreign exchange rates: -**

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transactions.

Any income or expenses on account of exchange difference either on settlement or on Balance sheet Valuation is recognized in the profit and loss account except in cases where they relate to acquisition of fixed assets in which case they are adjusted to the carrying cost of such assets.



Foreign currency transactions accounts are given in the notes of accounts.

Commodity Hedging: - The realized gain or loss in respect of commodity hedging contracts, the principal period of which has expired during the year, is recognized in profit and loss account. In respect of contracts, that are outstanding as on date of Balance sheet are valued at prevailing market price and the resultant loss, if any, is provided.

j) Borrowing Cost: -

Borrowing Cost includes the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs that are directly attributable to the acquisition or construction of qualifying property, plants and equipments are capitalized as a part of cost of that property, plants and equipments. The amount of borrowing costs eligible for capitalization is determined in accordance with the Accounting Standards - 16

"Borrowing Costs". Other Borrowing Costs are recognized as expenses in the period in which they are incurred.

In accordance with the Accounting Standard - 16, exchange differences arising from foreign currency borrowings to the extent that they are regarded as adjustments to interest costs are recognized as Borrowing Costs and are capitalized as a part of cost of such property, plants and equipment if they are directly attributable to their acquisition or charged to the Standalone Statement or Profit and Loss.

k) Related Party Disclosure: -

The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given in notes of accounts.

l) Accounting for Leases: -

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Company is classified as a finance lease.



The Company as a lessee:

a) Operating Lease: - Rental payable under the operating lease are charged to the Standalone Statement of Profit and Loss on a Straight-line basis over the term of the relevant lease.

b) Finance Lease: - Finance lease is capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against the income over the period of the lease.

The Company has not provided any of its assets on the basis of operating lease or finance lease to others.

m) Cash Flow: -

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals of past or future cash receipts and payments. The cash flows from regular operating, investing and financing activities of the company are segregated.

n) Earnings Per Share: -

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Accounting Standard 20, "Earnings per Share". Basic EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of equities shares outstanding during the year. Diluted EPS



is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year as adjusted for the effects of all potential Equity Shares, except where the results are Anti - Dilutive.

The weighted average number of Equity Shares outstanding during the period is adjusted for events such a Bonus Issue, Bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity Shares outstanding, without a corresponding change in resources.

o) Taxes on Income: -

• **Current Tax: -**

Provision for current tax is made after taken into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

• **Deferred Taxes: -**

Deferred Income Tax is provided using the liability method on all temporary difference at the balance sheet date between the tax basis of assets and liabilities and their carrying amount for financial reporting purposes.

- I. Deferred Tax Assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available in the future against which this item can be utilized.
- II. Deferred Tax Assets and liabilities are measured at the tax rates that are expected to apply to the period when the assets are realized or the liability is settled, based on tax rates (and the tax) that have been enacted or enacted subsequent to the balance sheet date.

p) Discontinuing Operations: -

During the year the company has not discontinued any of its operations.



q) Provisions Contingent liabilities and contingent assets: -

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liability.

A disclosure for a Contingent Liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Possible obligation that arises from the past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation is reported as Contingent Liability. In the rare cases, when a liability cannot be measured reliably, it is classified as Contingent Liability. The Company does not recognize a Contingent Liability but disclosed its existence in the standalone financial statements.

r) Event after Reporting Date: -

Where events occurring after the Balance Sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the standalone financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

23. The previous year's figures have been reworked, regrouped, and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current annual financial statements and are to be read in relation to the amounts and other disclosures relating to the current financial year.



24. The Company has not revalued its Property, Plant and Equipment for the current year.
25. There has been no Capital work in progress for the current year of the company.
26. There are no Intangible assets under development in the current year.
27. Credit and Debit balances of unsecured loans, Trade Payables, sundry Debtors, loans and Advances are subject to confirmation and therefore the effect of the same on profit could not be ascertained.
28. Since the company has taken Unsecured loan which is given by director of company but for that company has not any agreement in writing.
29. The Company has not made an actuarial valuation for provision of Gratuity as per AS 15 and accounted for gratuity when gratuity is claimed by the employee at the time of retirement. To that extent the profit & loss account of the company does not represent true & fair result of the company performance.
30. The company has collect and deposited amount of provided fund and ESIC as per the statutory obligation. To that extent the profit & loss account of the company does not represent true & fair result of the company performance.
31. The Company does not have any charges or satisfaction which need to be created or registered with ROC beyond the statutory period, except:
- 1) Charge created in the Favor of charge holder (Union Bank of India) on dated 10/12/2025 of Rs 47.65 Lakhs over the certain assets of company.
 - 2) Charge created in the Favor of charge holder (Union Bank of India) on dated 14/10/2025 of Rs 130.62 Lakhs over the certain assets of company.
32. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
33. No proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder.



34. The company has not been declared as wilful defaulter by any bank or financial institution or government or government authority.
35. The Company has not advanced or loaned to or invested in funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a. directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)
or
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
36. The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
- a. directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
37. The company does not have transaction with the struck off under section 248 of companies act, 2013 or section 560 of Companies act 1956.
38. The company is in compliance with the number of layers prescribed under clause (87) of section 2 of company's act read with companies (restriction on number of layers) Rules, 2017.
39. Related Parties Disclosure: -

The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given below:



As per Accounting Standard 18, issued by the Chartered Accountants of India, The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given below:

LIST OF RELATED PARTIES WITH WHOM TRANSACTIONS HAVE TAKEN PLACE AND RELATIONSHIPS: -

Sr. No.	Nature of Relationship	Name of the Parties		
1	Key Managerial personnel (KMP)	1 Sanjay Gupta		
		2 Inderpreet Kaur Gulati (Upto 13th Feb 2026)		
2	Enterprise in which Director/Relative of Director is Interested.	3 Mohit Agrawal Huf		
		4 Bizotic Dynamics Private Limited		
		5 Bizotic India Private Limited		
		6 Bizotic Industries Private Limited		
		7 Bizotic Nexus Private Limited		
		8 Stylaro Private Limited		
		9 Modern Gents Private Limited		
		10 Mahavir Textiles (Prop. Sanjay Mahavirprasad Gupta)		
		11 Furnvouge Private Limited		
		12 Bizotic Alpha Strategis Llp		
		13 Bizotic Capital Advisor Llp		
		14 Bizotic Quantum Llp		
		15 Bizotic Edge Strategis Llp		
		3	Promoter/Director's Relative	16 Sangita Aggarwala
				17 Amanjeet Singh Gulati
18 Rishika Mohit Agarwal				



Transaction during the current financial year with related parties: -

(Rs. In Lakh)

Sr no	Name of related Parties	Nature of relation	Nature of Transaction	O/s at the beginning Receivable / (Payable)	Transacti on During the year	O/s at the End Receivable / (Payable)
1	Sangita Aggarwala	Promoter	Unsecured Loan Repaid		1,048.26	
2	Sangita Aggarwala	Promoter	Unsecured Loan taken	(311.78)	1,344.82	(608.34)
3	Sangita Aggarwala	Promoter	Share Warrant issued during the Year	-	730.80	
4	Sanjay Mahavirpr Asad Gupta	Managing Director	Director Remuneration	6.31	24.00	(1.66)
5	Inderpreet Kaur Gulati (Upto 13th Feb 2026)	Director & CFO	Director Remuneration	15.12	15.12	-
6	Mohit Agarwal (HUF)	Enterprise in which Director/Relative of Director is interested	Franchise Deposit	-	40.00	(40.00)
7	Mohit Agarwal (HUF)	Enterprise in which Director/Relative of Director is Interested	Unsecured Loan Repaid	(19.50)	19.50	
8	Rishika Mohit Agarwal	Director's Relative	Unsecured Loan Repaid	(9.50)	9.50	-
9	Amanjeet Singh Gulati	Director's Relative	Advance to Supplier	3.86	4.25	8.11
10	Bizotic Dynamics Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	-	580.00	-
11	Bizotic India Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	-	672.80	-
12	Bizotic Industries Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	-	997.60	-
13	Bizotic Nexus Private Limited	Enterprise in which Director/Relative of Director is interested	Share Warrant issued during the Year	-	899.00	191.40
14	Sanjay Mahavirpr Asad Gupta	Managing Director	Loan Given	0.35	13.50	
15	Sanjay Mahavirpr Asad Gupta	Managing Director	Loan Repaid	-	13.85	-
16	Mahavir Textile	Enterprise in which Director/Relative of Director is interested	Trade Payable	(35.16)	-	(35.16)



40. Deferred tax Assets and Liabilities are as under: - Components of which are as under: -

(Rs. In Lakh)

Particulars	31-03-2026
<i>Deferred Tax</i>	
<i>WDV As per Books of Accounts</i>	1,114.41
<i>WDV As per Income Tax</i>	582.32
<i>Timing difference</i>	532.09
Net Differed Tax Liability/(Asset)	133.93
<i>Opening Differed Tax Liability/(Asset)</i>	90.47
<i>Amount Charged to P&L</i>	43.46

41. Earnings Per Share

Particulars	Year Ended on 31 st March 2026 (Figures In Lakhs)	Year Ended on 31 st March, 2025 (Figures in Lakhs)
Profit / (Loss) after tax attributable to Equity Shareholders (A)	1808.87	428.61



Weighted Number of Equity Share outstanding During the year (B) (In Nos.)	93780000	8040000
Basic Earnings Per Share for each Share of Rs.10/- (A) / (B)	19.29	5.33
Diluted EPS =1808.87/(93780000+66000)	19.15	-

42. Corporate Social Responsibility (CSR)

The section 135 (Corporate social responsibility) of companies acts, 2013 is not applicable to the company.

43. Notes forming part of accounts in relation to Micro and small enterprise

1. Based on information available with the company, on the status of the suppliers being Micro or small enterprises, on which the auditors have relied, the disclosure requirements of Schedule III to the Companies Act,2013 with regard to the payments made/due to Micro and small Enterprises are given below:

Sr. No.	Particulars	Year Ended on 31 st March 2026		Year Ended on 31 st March 2025	
		Principal	Interest	Principal	Interest
i	Amount due as at the date of Balance sheet	Nil	Nil	Nil	Nil
ii	Amount paid beyond the appointed date during the year	Nil	Nil	Nil	Nil
iii	Amount of interest due and payable for the period of delay in making payments of principal during the year beyond the appointed date	Nil	Nil	Nil	Nil



iv	The amount of interest accrued and remaining unpaid as at the date of Balance sheet	Nil	Nil	Nil	Nil
----	---	-----	-----	-----	-----

The company has initiated the process of obtaining the confirmation from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) but has not received the same in totality. The above information is compiled based on the extent of responses received by the company from its suppliers.

44. Title deeds of immovable Property

Title deeds of immovable property has not been held in the name of promoter, director, or relative of promoter/ director or employee of promoters / director of the company, hence same are held in the name of the company.

45. Loans or Advances in the nature of loans to promoters, directors, KMPs and the related parties: -

No Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

46. Compliance with approved Scheme(s) of Arrangements

The Company does not have made any arrangements in terms of section 230 to 237 of companies act 2013, and hence there is no deviation to be disclosed.

47. Utilization of Borrowed funds and share premium: -

As on March 31, 2026 there is no unutilized amount in respect of any issue of securities and long-term borrowings from bank and financial institutions. The borrowed funds have been utilized for the specific purpose for which the funds were raised.



48. Ratios Analysis: -

Ratio	Numerator CY	Denominator CY	Ratio CY	Ratio PY	% Variance	Reason of Variance (More than 25%)
Current Ratio	Total Current Assets	Total Current Liabilities	2.14	1.72	114%	increase in current liability compare to last year
Debt-Equity Ratio	Debt	Total Equity	0.07	0.06	-93%	
Debt Service Coverage Ratio	Earning available for debt services=Net profit after taxes + Non cash operating Expneses	Debt Service = Total Borrowings	2.23	1.21	123%	Due to Comapany has booked higher profit during the year.
Return on Equity Ratio	Net Profits/(losses) after taxes	Total Equity	0.16	0.07	-84%	
Inventory Turnover Ratio	Revenue from Operations	Avg Inventory	3.95	2.97	295%	Due to Comapany has booked higher revenue during the year.
Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivable	4.39	4.46	339%	Due to Comapany has booked higher revenue during the year.
Trade Payables Turnover Ratio	Purchases	Average Trade Payable	4.69	6.16	369%	In previous year, company has gone for ipo and amount is utilized for furniture & Material.
Net Capital Turnover Ratio	Revenue from Operations	Working Capital	2.48	3.17	148%	Due to company has increased turnover during the year.
Net Profit Ratio	Net Profit after Tax	Revenue from Operations	0.07	0.04	-93%	
Return on Capital Employed	Profit before exceptional items, tax and finance cost	Capital Employed= Total Equity + Non-current Liabilities	0.21	0.13	-79%	



49. Contingent Liabilities

As per the information available and explanations made by the management, the details of contingent liability are as under:

Particulars		₹ in Lakhs	
		As at 31 st March 2026	
Bank Guarantees		-	
GST Related (Detailed As below Annexure A)		80.88	
Total Contingent Liability		80.88	

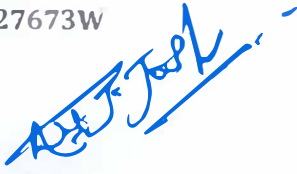
Name of Statute	Annexure of Dues	Period	Amount in dispute (In lakhs)	For where the dispute is pending
Central Good and services Act, 2017	GST	FY. 2021-22	22.37	GST Authorities- Appeal
Central Good and services Act, 2017	GST	FY. 2019-20	58.51	GST Authorities- Appeal

50. Shares Held by Promoters at the End of the Year

Sr. No.	Promoter Name	No. Of Shares 2025-26	% Of Total Shares	No. Of Shares 2024-25	% Of Total Shares	% Changes During the Year
1	Sangita Aggarwala	5877800	69.97%	5625800	69.97%	-
2	Sanjay Gupta	1700	0.02%	1700	0.02%	-
3	Darshandevi Gupta	100	0.00%	100	0.00%	-



FOR, SHWETA JAIN & CO LLP,
CHARTERED ACCOUNTANTS
FRN: 127673W



AMIT J JOSHI

PARTNER

M. NO. 120022

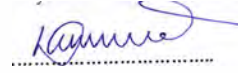
UDIN : 26120022WPISjB1242



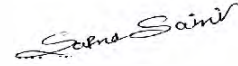
For, Bizotic Commercial Limited



Sanjay Gupta
Director
DIN: 07610442



Dipak Hariprasad Dave
Director & CFO
DIN: 11731696



Sapna Saini
Company Secretary

