

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, E-mail: cs@cfpl.net.in, Website: <https://cfpl.net.in>

To

Date: 05.09.2026

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai-400001

Maharashtra, India

(Scrip Code: 544151)

Sub: Integrated Annual Report for the Financial Year ended March 31, 2026

Dear Sir/Ma'am,

This is to inform that 29th Annual General Meeting ("AGM") of the Members of Chatha Foods Limited will be held on Monday, September 28, 2026 at 12:30 P.M. (IST) through Video Conferencing/Other Audio Visual Means (VC/OAVM) in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India ("SEBI").

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Integrated Annual Report of the Company for the Financial Year 2025-26, the same is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent (RTA)/Depository Participants (DPs).

The Annual Report for the Financial Year 2025-26 is being uploaded on the Company's website at https://www.cfpl.net.in/documents/annual_reports_and_agm/Annual%20Report%20FY%202025-26.pdf.

You are requested to kindly take the above information on record.

Yours Faithfully,

For Chatha Foods Limited

PRIYANKA
OBEROI

Digitally signed by
PRIYANKA OBEROI
Date: 2026.09.05
16:55:36 +05'30'

Priyanka Oberoi

Company Secretary and Compliance Officer

Encl. as above

CHATHA FOODS LIMITED

Work: UNIT-I Village Chaundheri PO Dappar, District Mohali, Dappar Ad, Mohali, Dera Bassi, Punjab, India, 140506

UNIT-II Hadbast No. 206, Village Toffanpur, Tehsil Dera Bassi, Distt- SAS Nagar, Punjab-140506

+91-1762-506711 | Website: <https://cfpl.net.in>

CIN- L15310PB1997PLC020578 | GST/UIN- 03AAACC9345F1ZY | PAN NO. AAACC9345F

CHATHAFOODS LIMITED

ANNUAL REPORT 2025-26

Year of *Pivoting*

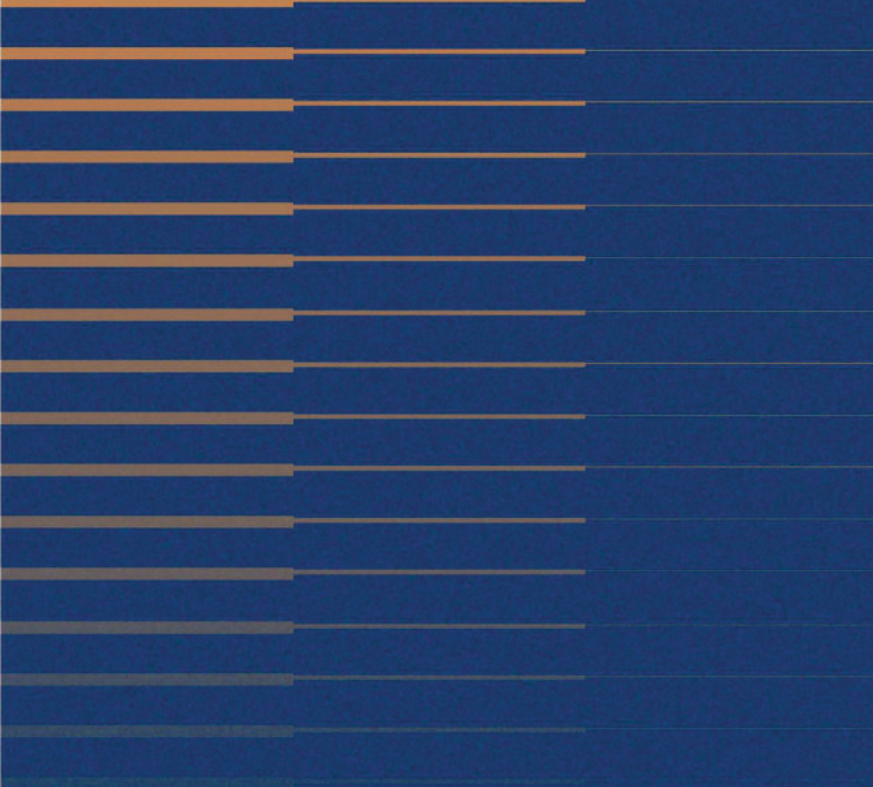


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01

Building the *Foundation*

From the Managing Director, Board of Directors, corporate information, leadership.

03-08

From the *Managing Director*

"I have spent most of my working life in other people's kitchens."

There is a tidier version of this story. I would rather tell you the real one.



When we began at Mohali, we made ready-to-eat and ready-to-cook poultry and meat. That was all we made. There was no quick service restaurant industry in India then, not in any real sense, so we sold to hotels and we sold a little at retail. I did the selling myself, because there was nobody else to do it and no money to pay anybody to do it.

For a long time the answer was no. A chef would taste a sample, be polite, and carry on buying what he was already buying. I would go back. That is most of what those early years were. Going back.

Our first quick service restaurant customer was Subway, in 2003. Subway had one store in India at the time. One. We were a small company selling to a small customer, and neither of us knew what the other was going to become. In 2007, Domino's took our pepperoni. Then more toppings. Then more again. Both of



those relationships are still with us, more than twenty years and close to twenty years on.

I want to be honest about what those two customers actually gave us: it was not volume, it was a standard. A global brand does not care that you are trying your best. It audits you, it tells you precisely where you fall short, and it comes back next quarter to check whether you fixed it. We learnt our business by being held to somebody else's line. I am grateful for that, including the parts of it that were difficult at the time.

In 2008 we closed our hotel business and stopped an entire product line. Our quick service restaurant customers were expanding west and south, and they needed every plant in their supply chain to be halal certified. We could keep the old business or we could keep the new one. We could not keep both. Walking



away from customers who are paying you on time is not something anybody enjoys. It was the right decision, and it still took me a while to be sure of that.

In 2018 we walked away a second time, from our consumer business in Delhi, Goa, Punjab and Chandigarh. It was growing. It was also pulling our attention somewhere we could not win. We chose to be one thing properly rather than three things partly.

I am telling you about the exits because the arrivals tend to get written about on their own. Burger King. Café Coffee Day. Chili's. Dunkin' Donuts. Papa John's. Taco Bell. Tim Hortons. Popeyes. PizzaExpress. Blue Tokai. Third Wave. Every single one of those names took between three and six months of plant audits, product trials and one-store tests before anybody signed anything.

There is no shortcut in this business. *I have looked for one.*

Not everything worked

In 2022 we built a small plant-based line. We believed in it. So did a great many larger companies with far better research budgets than ours. It did not take, here or anywhere else in the world. We stopped, we absorbed the cost, and we carried what we had learnt about vegetarian production into something much bigger.

That something is our new vegetarian facility at Mohali, the largest single commitment this company has ever made. Alongside it, our joint venture with the Allana group at Aurangabad has been built. Both are the work of this year. Both will be judged in the years after it, not in this report.

While I am being direct, let me say this too. We are nobody's only supplier. Not one of our customers depends on us alone, and they should not. A chain with two thousand outlets cannot responsibly put its supply in one pair of hands. Our ambition is narrower and harder than being the only one. It is to be the one they call first and the one they worry about least.

There is one thing we will not trade for growth. We could run our non-vegetarian line on a double shift tomorrow and add

capacity without spending a rupee on it. We do not. At the end of every shift the machines come apart and the plant is deep cleaned. Every day. Somebody will tell you that is capacity left on the table. It is. I have made my peace with that.

On the name

For close to three decades we have been Chatha Foods. My family's name on a factory gate. I am not sentimental about a great many things, but I am about that one.

The name our customers will see from here is Unifayre. Chatha Foods Limited remains the company, the listed entity, the thing you hold a share of. Nothing about that changes.

What has changed is what we make and who we make it for. We began with one protein, for one kind of customer, in one country. Today we make vegetarian and non-vegetarian ranges, flatbreads, frozen-to-fry snacks, gravies and ready-to-eat meals, for quick service chains, casual dining, cafes and institutional kitchens, in India and increasingly outside it.

A name built around one family and one category could not carry all of that. Unifayre can. It is not a departure from

what we were. It is the same people, the same plants and the same standards, under a name that fits where we are going.

Thank you

To the customers who took a chance on a small company from Punjab, some of you more than twenty years ago, and who stayed while we learnt: thank you. You made us better by refusing to lower your standard for us.

To my team, now more than five hundred people across two states: this business is not built in boardrooms. It is built on the shop floor, at five in the morning, by people whose names will never appear in an annual report. I know what you have given it.

To our shareholders, most of you with us only since we listed: thank you for your patience with a company that is spending now in order to earn later. I would rather build slowly and still be here in twenty years.

And to my family, who lived through the years when there was nothing to show for any of it: I have no way to repay that, so I will not pretend that I can.

Paramjit Singh Chatha

CHAIRMAN AND MANAGING DIRECTOR

We are not finished. *I do not believe we are anywhere close.*

Board of *Directors*

Profiles as per the AGM book, reproduced as provided.



Mr. Paramjit Singh Chatha

CHAIRMAN & MANAGING DIRECTOR

Over 28 years of experience in the frozen and ready-to-eat food industry. Actively involved in planning and formulating overall business and commercial strategy since inception. Plays a key role in establishing and maintaining strong customer relations.



Mr. Purnachand Upadrashta

INDEPENDENT DIRECTOR

Over 32 years of experience across the Indian food industry. Holds a postgraduate degree from the University of Bombay. Specialises in designing market strategies for food and agri businesses, from startups to global firms entering the Indian market.



Mr. Gurpreet Chatha

WHOLE-TIME DIRECTOR

Over 22 years of experience in the frozen and ready-to-eat food industry. Actively engaged in purchase and supply chain, and heads the purchase department.



Ms. Chinmayee Swarup Deulgaonkar

INDEPENDENT DIRECTOR

Over 26 years of experience in regulatory compliance, production systems, sustainability, auditing and training programmes. FSSAI national resource person for the development of FoSTaC training. Has worked with FoodChainID India, DNV and Monginis.



Mr. Gurcharan Singh Gosal

WHOLE-TIME DIRECTOR

Over 49 years of experience in the food and food-related items business. Served as president of various food chains in Canada, including Bouche, Tabagie S&R Montreal and Restaurant La Bouche. Oversees the financial affairs of the company as Director.



Ms. Divya Babel

INDEPENDENT DIRECTOR

Over 11 years leading finance across global, multi-entity businesses, spanning strategy, systems, controls, efficiency, fundraising and investor relations. Experienced in IFRS, Ind AS, US GAAP, taxation and cross-border compliance. Currently CFO, Independent Director and Business Advisor.

Corporate *Information*

Board composition and corporate particulars; to be re-verified as on the date of this report.

BOARD OF DIRECTORS

NAME	DESIGNATION	DIN	DATE OF APPOINTMENT
Mr. Paramjit Singh Chatha	Chairman & Managing Director	01154225	08.10.1997
Mr. Gurpreet Chatha	Whole-Time Director	01389143	30.08.2004
Mr. Gurcharan Singh Gosal	Whole-Time Director	01389179	01.10.2001
Mr. Purnachand Upadrashta	Independent Director	02644665	11.09.2023
Ms. Chinmayee Swarup Deulgaonkar	Independent Director	08066568	11.09.2023
Ms. Divya Babel	Independent Director	11590210	11.03.2026

CORPORATE PARTICULARS

CHIEF FINANCIAL OFFICER

Mr. Vishal Singh Sirmauria

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Priyanka Oberoi

STATUTORY AUDITORS

M/s. A. Bafna & Co., Chartered Accountants

SECRETARIAL AUDITORS

M/s. Jaspreet Dhawan & Associates, Company Secretaries

BANKERS

Kotak Mahindra Bank

REGISTERED OFFICE

272, Mota Singh Nagar, Jalandhar, Punjab 144001

CORPORATE OFFICE & PLANTS

Unit I: Village Chaundheri, P.O. Dappar, Chandigarh-Ambala Highway,
Distt. SAS Nagar, Punjab 140506

Unit II: Hadbast No. 206, Village Toffanpur, Tehsil Dera Bassi, Distt. SAS
Nagar, Punjab 140506

REGISTRAR & TRANSFER AGENT

Skyline Financial Services Pvt. Ltd., D-153A, First Floor, Okhla Industrial
Area Phase I, New Delhi 110020 · admin@skylinerta.com

CIN · WEBSITE

L15310PB1997PLC020578 · <https://cfpl.net.in> · cs@cfpl.net.in

Experienced Team. Deep Domain. *Proven Execution.*

"A team ready to accelerate the growth journey. We are building India's most trusted multi-category food manufacturing organisation: committed, passionate and aligned to a shared ambition."

Paramjit Singh Chatha

MANAGING DIRECTOR & FOUNDER



Paramjit Singh Chatha

MANAGING DIRECTOR & FOUNDER

Founder of the company, architect of supply strategy, scaled the business to national QSR leadership.



June Swer

STRATEGIO BUSINESS HEAD

Joined 2006. MSc Food Science. Leads R&D, product innovation and new category development.



Vishal Sirmauria

CHIEF FINANCIAL OFFICER

Joined 2016. Financial strategy, controls, working capital management and investor relations.



Shivani Sharma

CHIEF MARKETING OFFICER

Brand strategy, trade development and export marketing.



Kulbeer Walia

CHIEF ACCOUNTS & REGULATORY OFFICER

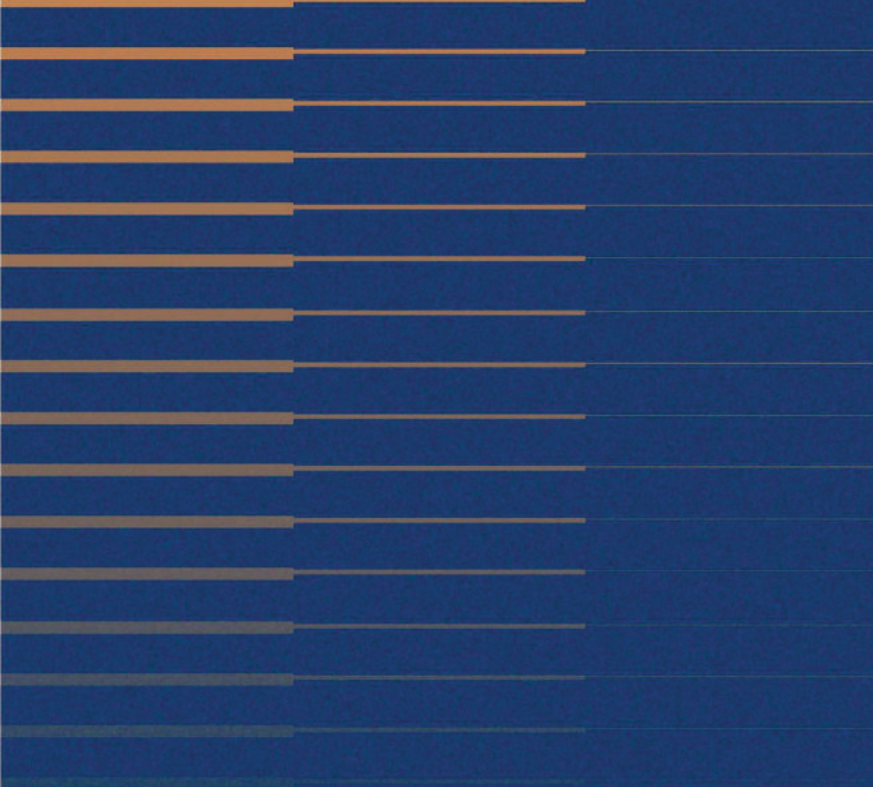
Co-built the company in 1997; corporate governance and compliance.



Rachna Singh

CHIEF HR OFFICER

People operations, talent acquisition and organisational scaling.



02

29 Years of Building the *Foundation*

Three decades of progress, journey, fundamentals, the Unifayre story, organisation, people and culture.

09-17

29 Years of Building Trust, Capability & Scale

Three decades of progress: the company journey, key milestones and evolution, entering Year 30.

From a single-facility supplier in Punjab to a multi-plant, multi-category food manufacturing platform serving India's largest QSR networks, the Chatha Foods journey has been built one relationship, one capability and one plant at a time. Every milestone below remains an active part of the business today.

1997	2003	2007	2012	2018
Founded; food service manufacturing begins	Subway partnership begins	Domino's partnership begins	Burger King added	Volumes double
2022	2023	2024	2026	Year 30
Chinese Wok added	Taco Bell added	Listed on BSE	Unit II & Allana JV completed	Entering the next decade

The evolution reads in three arcs: building trust (1997-2007, anchor QSR relationships won and defended), building capability (2008-2023, category depth, certifications, doubling volumes),

and building scale (2024 onwards: public listing, two new plants, a fourfold capacity platform). FY 2026-27, the company's 30th year, opens the fourth arc: scaling the platform.



Building a Stronger Business, *Year After Year*

Our business journey across seven tracks, exactly as framed by the Board.

JOURNEY TRACK	WHERE WE WERE (FY21)	WHERE WE ARE (FY26)	WHAT IT SIGNALS
Revenue	₹612 Mn	₹1,658 Mn (approx. 22% CAGR, FY21-26)	Compounding through cycles, incl. post-pandemic recovery
Capacity	Single-site operations	7,800 MT operational; 30,800 MT network established across 3 plants	Platform built ahead of demand
Manufacturing evolution	One non-vegetarian plant, Mohali	Mohali Unit I (non-vegetarian), Mohali Unit II (dedicated vegetarian), Aurangabad Allana JV (meat & chicken)	Segregated, specialised, scalable footprint
Customer additions	Anchor QSR accounts	5,000+ outlets served; new accounts added in FY26 across cafes, retail and institutional buyers	Widening franchise beyond the top four
Product evolution	Core non-vegetarian range	183+ active SKUs across flatbreads, snacks, non-vegetarian ranges, gravies, pastes and retort rice	Full-stack kitchen for institutional buyers
Business milestones	Privately held	Listed on BSE (2024); JV with Allana Group (2025-26); Unifayre brand introduced	Institutional governance and brand architecture
Organisation growth	Founder-led team	Expanded senior leadership team; 138 employees and 237 workers as on March 31, 2026	Professionalised for the next decade

Building Strong *Fundamentals*

What made the company ready to pivot: six pillars, each built as investment, converted into capability, and compounding into advantage.

Manufacturing

INVESTMENT

Three plants; sustained investment; ₹335 Mn deployed in FY26, the highest in company history

CAPABILITY

Segregated vegetarian and non-vegetarian lines; 30,800 MT platform

ADVANTAGE

Scale and flexibility competitors must build from scratch

Customer relationships

INVESTMENT

Two decades of service investment in anchor QSRs

CAPABILITY

Deep integration with client menus, audits and supply chains

ADVANTAGE

85% of revenue from partners of 10-23 years' standing

Innovation

INVESTMENT

Dedicated R&D kitchen and food science leadership

CAPABILITY

Rapid prototype-to-production; customised formulations

ADVANTAGE

Speed to menu for QSR partners; a growing pipeline

Food safety

INVESTMENT

Certification and audit infrastructure

CAPABILITY

HACCP, ISO 9001, BROGS, FDA-registered systems; Halal compliance

ADVANTAGE

Licence to serve global QSR brands and export markets

People

INVESTMENT

Senior leadership build-out; structured training; CHRO appointed FY26

CAPABILITY

375-strong organisation aligned to Vision 28

ADVANTAGE

Execution capacity for a multi-plant future

Operational excellence

INVESTMENT

Automation and process optimisation programmes

CAPABILITY

Improving fixed-cost absorption; cash cycle at 56 days

ADVANTAGE

Margin expansion as volumes scale

The Unifayre Story:

A New Identity for the Future

Unifayre is the outward-facing brand for the company's products and market presence across domestic B2B and export markets, presented in transition as "Unifayre by Chatha Foods", while Chatha Foods Limited remains the listed corporate entity. The brand gives the company a vehicle to enter new geographies and categories, anchored in the identity below.

BRAND VISION

To set the global standard for innovative food solutions through expertise and scalable excellence.

BRAND MISSION

To be the world's most trusted B2B food solutions partner, combining decades of expertise with continuous innovation to help food service brands grow with confidence, consistency and scale.

BRAND VALUES The way we work defines what we deliver.

-
- | | | |
|----|---|---|
| 01 | Do the Right Thing
INTEGRITY | Trust is earned through honesty, transparency and accountability. We act with integrity in every decision, honour our commitments and always choose what's right over what's easy. |
| 02 | Own the Outcome
OWNERSHIP &
ACCOUNTABILITY | We take responsibility for our work from start to finish. We solve problems, take initiative and treat every challenge as our own, because great outcomes begin with ownership. |
| 03 | Build Together
COLLABORATION | The best solutions are built together. We value diverse perspectives, work as one team and partner closely with our customers to create lasting impact. |
| 04 | Stay Curious
INNOVATION | Innovation begins with curiosity. We question, explore and continuously seek better ways to improve our products, our processes and the way we work. |
| 05 | Raise the Standard
DISCIPLINE | Excellence is achieved through discipline. We uphold the highest standards with precision, consistency and care, knowing that every detail contributes to the quality our partners trust. |
-

Consistently delivering premium quality that *performs at scale*.

Promise of Quality

Good food, right every time. Quality woven into every ingredient and process, never a checkpoint.

Consistency at Scale

Same taste, texture and result across every batch, every kitchen, every city. Our most differentiating truth.

Innovation

Engineering, research and customisation built into our DNA: every brief translated into a scalable product with precision, meeting global standards continuously.

Engineered for Kitchens

Built for the real pressures of a professional kitchen: high throughput, operator simplicity, consumer satisfaction.



Building a Future-Ready *Organisation*

Leadership. The company is led by Managing Director Paramjit Singh Chatha, supported by a senior leadership team built out over recent years: Vishal Sirmauria (Chief Financial Officer), June Swer (Chief Technology Officer, Food Science), Shivani Sharma (Chief Marketing Officer), Kulbeer Walia (Chief Accounts & Regulatory Officer) and Rachna Singh (Chief Human Resources Officer, appointed during FY26).

Governance. As a BSE-listed company, it operates under a formal board structure with independent oversight, audit and compliance disciplines, and structured investor communication. Listing in 2024 institutionalised the standards the company had long practised operationally.

People and culture. As on March 31, 2026 the company employed 138 staff and 237 workers, with workforce composition deliberately rebalanced towards skilled roles in quality, R&D, engineering and supply chain to support the expanded footprint. Industrial relations remained cordial through the year, with no material disputes. Structured training and leadership development programmes reinforce a culture of food safety, quality and customer centricity.

Technology. ERP-led planning, automation on critical lines and digitalised quality systems give the organisation the operating backbone to run three plants as one network.

DIMENSION	FY25	FY26	SIGNAL
Employees (staff)	110	138	Capability hiring for expansion
Workers	330	237	Manpower optimisation, automation
O&M functions	3	5 (CMO and CHRO added)	People strategy formalised



People & Culture: *Building the Organisation*

How the workforce, leadership bench and people systems were strengthened during FY 2025-26.

50%+

of the workforce is female, a benchmark for diversity in Indian food manufacturing

6

senior leadership and functional-head roles hired in-house during the year

100%

of eligible employees covered by the new market-aligned appraisal system

Capability built in-house

The ACF and vegetarian unit teams were staffed entirely by the in-house recruitment function, and senior leadership and functional-head roles spanning marketing, human resources, technology, R&D and unit leadership were filled without external consultants. The organisation for the expanded three-plant footprint was built from within, with hiring costs held firmly down.

Workforce continuity

Multiple contractor partnerships and a new attendance incentive keep trained food handlers available through demand peaks, protecting production continuity across all three plants without compromising cost discipline.

Welfare and wellbeing

Medical benefits were introduced for all employees during the year. A dedicated bus service now supports food handlers' daily commute, and specialist hygiene partners were onboarded at the ACF and vegetarian units to reinforce food-safety standards where they matter most.

Systems and digitalisation

HR moved onto the company-wide ERP during the year: real-time attendance capture accessible from anywhere, centralised payroll, leave management and policy access on a single platform, with every employee's complete record available in one place. The appraisal system was streamlined to market standards, covering all employees who joined up to March 2026.



People & Culture:

Recognition, Celebration & Community

A culture made deliberate: how the company recognises its people and gives back to the communities around its plants.

Values-led onboarding

Every new joiner is introduced to the company's values through a structured induction, with role clarity established from day one: job descriptions shared, positions mapped on the organisation chart, and individual growth paths discussed and shown.

Recognition made public

Promotion ceremonies acknowledge team members in front of their colleagues. On Women's Day, female food handlers and staff were awarded across categories including Trainer, Multitasker, Team Player and Punctuality, celebrating the women who power the plants.

Celebrations for everyone

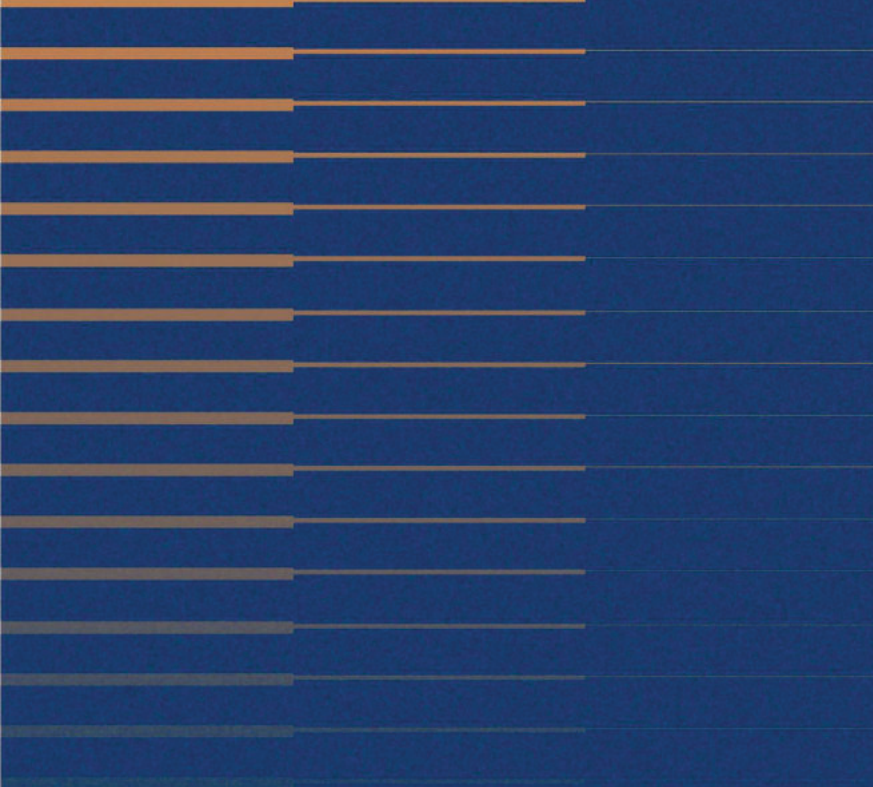
Diwali was celebrated across the organisation, and Christmas brought cake-cutting and gifts for all employees, food handlers included. Festivities are designed so that every level of the workforce takes part.

Farewells with gratitude

A retirement ceremony was initiated during the year: team members completing their journey are felicitated with a gift and a gathering where they share their memories and experiences, closing long careers with the respect they earned.

GIVING BACK

Woollen quilts were distributed to food handlers, daily-wage workers inside the plant and families in nearby areas, irrespective of creed. A langar outside the plant premises served free meals to the wider community, employees and neighbours alike: an expression of the values on which the company was built, practised where it operates.



03

FY 2026-27: The Year of *Pivoting*

Why this year matters, the five strategic pivots, the pivot in perspective.

18-25

The Year of *Pivoting*

Why FY 2026-27 marks an inflection point in the company's 30-year journey.

Most years in a manufacturing company's life are years of accumulation: capacity added, customers deepened, margins defended. A few years change the shape of the business itself. FY 2026-27 is one of those years.

Through FY 2025-26, the company completed the largest investment programme in its history: Unit II at Mohali, a dedicated vegetarian facility, and the Allana joint venture plant at Aurangabad were both completed, with commissioning in

FY 2026-27. Together they take the manufacturing network from 7,800 MT of operational capacity towards a 30,800 MT platform.

In FY 2026-27, that platform goes to work: the vegetarian plant ramps commercial production, the ACF venture scales, new categories enter the portfolio, exports launch, and the Unifayre brand takes the company's capabilities to a wider market.

THE COMPANY FRAMES THIS INFLECTION AS FIVE STRATEGIC PIVOTS

PIVOT 01	Launch of the Vegetarian Plant	A dedicated 16,000 MT per year vegetarian facility opens the largest segment of India's frozen foods market.
PIVOT 02	Scaling the ACF Venture	The Aurangabad joint venture with the Allana Group ramps value-added meat and chicken production.
PIVOT 03	Capacity Crosses 30,000 MT	A near-fourfold capacity platform unlocks operating leverage as utilisation builds.
PIVOT 04	Expanding Categories	From chicken to vegetarian, snacks, flatbreads, RTC, RTE, retort and gravies: deliberate diversification.
PIVOT 05	Expanding the Brand Portfolio	Unifayre and ACF create the architecture for domestic growth and export entry.

Many milestones. *One strategic direction.*

Launch of the *Vegetarian Plant*

A dedicated vegetarian facility positions the company in the largest and fastest-moving segment of India's frozen foods market.

Market opportunity. India's frozen foods market is projected to grow from approximately ₹217 billion in 2025 to ₹644 billion by 2034, a CAGR of about 12.9% (IMARC). Frozen vegetable snacks alone account for roughly 52% of that market, the single largest segment, and one the company has historically not addressed at scale.

The facility. Unit II at Mohali is a dedicated, vegetarian-only plant with an installed capacity of 16,000 MT per year, built with state-of-the-art technology. Complete physical segregation from non-vegetarian operations eliminates cross-contamination risk, a decisive qualification criterion for vegetarian-first QSR menus, institutional buyers and export markets with strict compliance regimes.

Products and capabilities. The vegetarian range spans frozen-to-fry snacks, flatbreads and tortillas including Roti Canai and Malabar Paratha, retorted rice, and base gravies and pastes. The company is one of India's few manufacturers producing Roti Canai at commercial scale for export.

Customer opportunities and future growth. The plant opens conversations with vegetarian-led QSR formats, cafe chains, cloud kitchens, institutional caterers and export buyers across the Gulf and Southeast Asia, while giving existing QSR partners a single-vendor route to their vegetarian menus.



16,000 MT

installed vegetarian capacity per year

52%

of India's frozen foods market is frozen vegetable snacks

100%

physically segregated, vegetarian-only facility

Scaling the *ACF Venture*

The Aurangabad joint venture converts a strategic partnership into a second growth engine.

Business rationale

The joint venture with the Allana Group, Allana OF Foods Pvt Ltd (ACF), pairs the company's QSR manufacturing expertise and customer franchise with the scale, sourcing depth and export infrastructure of one of India's largest food groups. The Aurangabad facility, commissioned in FY 2026-27, is dedicated to value-added meat and chicken products and extends its manufacturing footprint into western India, closer to key demand centres and ports.

Product expansion

The venture broadens the value-added chicken and meat portfolio, including appetisers, patties, sausages, sliced meats and pizza toppings, and adds capacity headroom for the company's largest existing category.

Investment and growth

During FY 2025-26 the company invested ₹189 million in the venture, its largest single strategic commitment of the year. With the plant now operational, FY 2026-27 is the ramp year: qualifying lines with anchor customers, building utilisation, and establishing the venture's contribution to consolidated volumes.

Future contribution

As utilisation builds through FY27 and FY28, the venture is expected to contribute meaningfully to volume growth, support customer diversification in western and southern India, and serve as a platform for export-grade production.

₹189 Mn

invested in the venture during FY26

FY 2026-27

commissioning and ramp year

Aurangabad

western India footprint, closer to ports



Manufacturing Capacity Crosses 30,000 MT

The hero number of the year: a near-fourfold capacity platform, and the operating leverage it unlocks.

PREVIOUS	7,800 MT	Operational capacity, FY26; approx. 65% utilised (~5,070 MT shipped)
CURRENT	30,800 MT	Full network capacity established across three plants
UTILISATION	More than 75% by FY28	Target utilisation as the vegetarian and JV plants ramp
LEVERAGE	Fixed costs absorbed	Approx. 5x volume scale-up on a largely built cost base, minimal incremental capex
PROFITABILITY	Margin expansion	Operating leverage compounds into EBITDA and PAT growth over FY27-FY30

WHY IT MATTERS

Capacity was the binding constraint on growth; it no longer is. The company enters FY 2026-27 with roughly four times the manufacturing headroom it operated with a year earlier, built through a capital programme of ₹335 million of capital investment plus ₹189 million invested in the joint venture during FY26. Because the fixed-cost base of the network is now substantially in place, each incremental tonne shipped from here carries progressively higher contribution: the classic operating-leverage curve the company has positioned itself to ride through the decade.

Expanding *Categories*

Deliberate diversification: from a chicken-led portfolio to a full-stack institutional kitchen.

In FY26, non-vegetarian products contributed approximately 96% of revenue. The category pivot is designed to rebalance that mix towards 65-70% non-vegetarian and 30-35% vegetarian by FY28, not by shrinking the core but by growing new categories on top of it. Each category below maps to installed capacity and existing customer demand rather than speculative range extension.

Chicken & meats

Appetisers, patties, sausages, sliced meats, pizza toppings; deepened via the ACF venture

Snacks

Frozen-to-fry snacks for QSR, cafe and institutional menus

Ready-to-Cook (RTO)

Convenience formats riding a market growing from USD 7.1 Bn (2025) to USD 12.0 Bn (2034E)

Retort

Shelf-stable retorted rice range; long shelf life without cold chain

Vegetarian range

New at scale from Unit II; the company's entry into the largest frozen segment

Flatbreads & tortillas

Incl. Roti Canai and Malabar Paratha; commercial-scale export capability

Ready-to-Eat (RTE)

Value-added meal components for institutional and retail channels

Gravies & pastes

Base gravies and pastes standardising back-of-house for food service



FY26 · 96% non-vegetarian

4% vegetarian



FY28 direction · 65-70% non-vegetarian

30-35% vegetarian

Expanding the *Brand Portfolio*

From one corporate name to a deliberate brand architecture built for the next decade.

For most of its history the company went to market under a single corporate identity. The next decade requires more: distinct vehicles for distinct jobs. The brand portfolio now comprises three layers.

Unifayre

The outward-facing market brand carrying the vegetarian and non-vegetarian portfolio across domestic B2B and export markets. Unifayre leads new-customer acquisition, trade-show presence and the company's entry into the Gulf and Southeast Asia.

ACF

The joint-venture identity for value-added meat and chicken manufactured at Aurangabad, combining the credibility of both partners in categories where provenance and compliance carry commercial weight.

Chatha Foods Limited

The listed corporate entity: the name under which the company reports, governs and raises capital, and the heritage mark that underwrites everything above it.

Brand strategy and future opportunities

This architecture lets the company add ranges, sub-brands or market-specific identities without diluting the corporate name, and gives each customer segment a brand built for its buying criteria. During the transition, market-facing materials carry the “Unifayre by Chatha Foods” lockup to transfer three decades of trust to the new identity.

Many Milestones. *One Strategic Direction.*

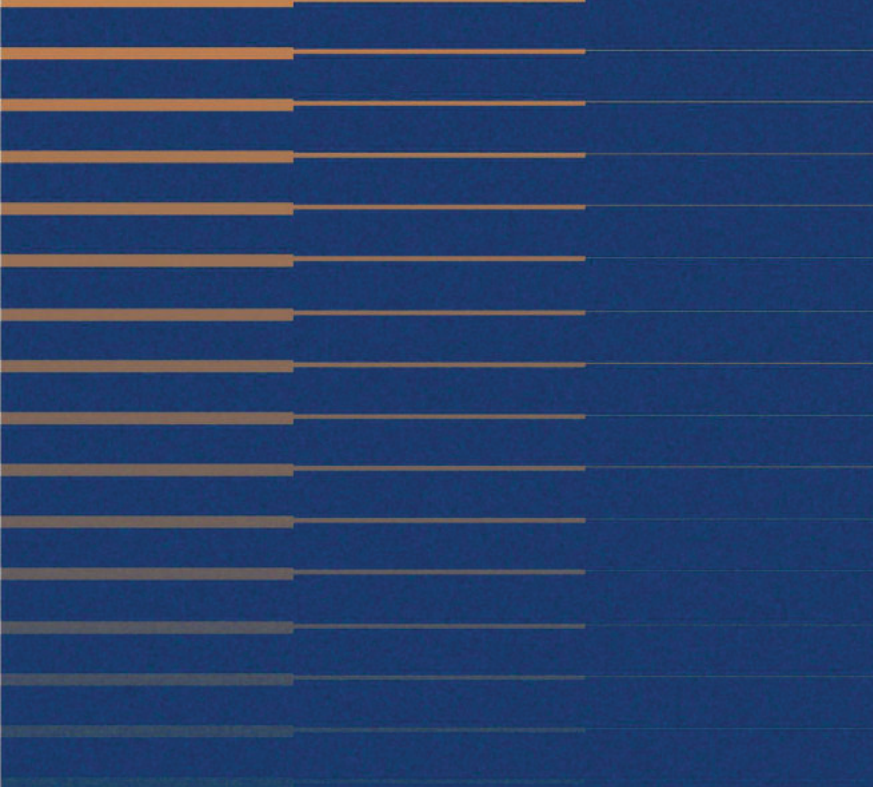
The pivot in perspective: every milestone of the past three years connects to a single trajectory.

BUILT	EXPANDED	DIVERSIFIED	READY TO SCALE
1997-2023	2024-2026	FY 2026-27	FY27-FY30
Anchor QSR relationships, certifications, R&D capability, operational credibility: the trust base	Public listing; Unit II and the Allana JV completed; capacity platform raised to 30,800 MT	Vegetarian categories, RTO/RTE and retort, new customer segments, brand architecture, export launch	Utilisation to more than 75%, operating leverage, customer and geographic diversification, margin expansion

Read individually, the milestones of the past 36 months look like a busy calendar: a listing, two plants, a joint venture, a new brand, new categories. *Read together, they are one decision executed in sequence.*

The company chose to become a scaled, diversified food manufacturing platform before the demand curve required it, so that when the curve arrives, the capacity, the categories, the brand and the organisation are already in place.





04

Performance & *Value Creation*

FY26 snapshot, financial evolution, manufacturing excellence, capital allocation, operational excellence, quality.

26-32

FY26 Performance *Snapshot*

An executive dashboard of the year: growth with margin discipline, and a strong second half.

₹1,658 Mn

Revenue from operations
+5.5% YoY

₹126 Mn

EBITDA
+11.1% YoY • margin 7.6% (+35 bps)

₹67 Mn

Profit after tax
+9.8% YoY • margin 4.0%

27.8%

Gross margin
vs 26.2% in FY25

₹101 Mn

Net operating cash flow
vs negative in FY25

30,800 MT

Capacity platform established
vs 7,800 MT operational

HIGHLIGHTS OF THE YEAR

Standout H2 FY26: EBITDA margin expanded to 8.1% (+100 bps YoY) and PAT grew 25% over H2 FY25, early evidence of operating leverage.

The chapters that follow read the year through four themes framed by management: Manufacturing Excellence, Customer Growth, Capital Allocation and Value Creation.

New customer accounts were added during the year across cafes, retail and institutional buyers.

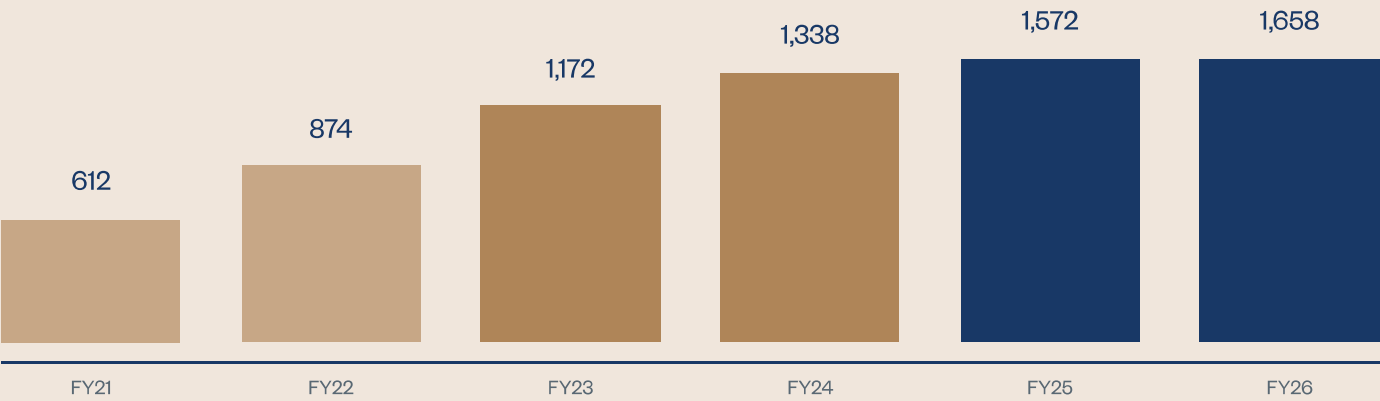
₹524 Mn deployed into growth: ₹335 Mn of capital investment, the highest in the company's history, plus ₹189 Mn invested in the Allana JV.

Diluted EPS of ₹2.78; balance sheet net worth strengthened to ₹892 Mn.

Financial *Evolution*

How the business has evolved financially: a five-year view of growth, profitability and cash.

REVENUE FROM OPERATIONS (₹ MN)



₹ MN	FY21	FY22	FY23	FY24	FY25	FY26
EBITDA	(20)	45	71	122	113	126
EBITDA margin	n.m.	5.1%	6.0%	9.1%	7.2%	7.6%
PAT	(40)	7	25	62	60	67
Operating cash flow	(9)	56	31	36	(11)	101
Cash conversion cycle (days)	8	11	22	37	60	56

The arc of the numbers

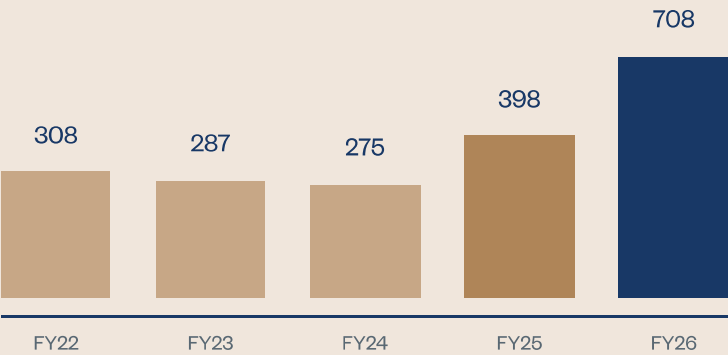
Revenue has compounded at approximately 22% annually since FY21, through a pandemic recovery, an IPO and a capacity build. Profitability turned decisively in FY23 and has held through the investment phase: gross margin improved from 25.9% (FY23) to 27.8% (FY26) on product mix and cost management, even as the company absorbed the fixed costs of two new plants. Working capital, which stretched to 60 days in FY25 as the expansion peaked, eased to 56 days in FY26, and operating cash flow swung to ₹101 Mn. Profit before tax rose nearly ninefold between FY22 and FY26, net worth strengthened from ₹193 Mn to ₹892 Mn, and FY26 operating cash flow of ₹101 Mn was the strongest in the company's history. The financial story of the last five years is a business funding its own transformation while protecting its P&L.

Manufacturing Excellence:

Building the Platform Before the Scale

“The Year of Pivoting is not defined by a single year of growth, but by the years of preparation that made growth possible. Over the last four years, the company has focused on strengthening its manufacturing platform, creating the capability required to support the next phase of expansion.”

MANUFACTURING PLATFORM (₹ MN): NFA + CWIP



Over 99% of FY26 capital investment was directed to manufacturing infrastructure, the highest capital deployment in the company's history. The manufacturing asset base expanded from ₹398 Mn in FY25 to ₹708 Mn in FY26, more than doubling since FY22.

FY26 CAPITAL INVESTMENT

ITEM	₹ Mn	Share
Plant & Machinery	274.5	82%
Building	58.3	17%
Other assets	2.2	1%
Total	335.0	100%

Capacity ahead of demand

Rather than expanding capacity incrementally after growth materialises, the company has built a manufacturing platform capable of supporting future growth, enhancing operational flexibility and enabling entry into new product categories. The investments of FY 2025-26 are intended to create capacity ahead of demand and position the company to support larger customer programmes in the years ahead.

FY22

Strengthened manufacturing operations

FY23

Improved operational efficiency

FY24

Prepared for expansion

FY25

Expansion programme initiated

FY26

Significant investment in future-ready capacity

Capital Allocation:

Investing Today to Build Tomorrow

A consistent philosophy applied over nine years: deploy capital into long-term productive assets while maintaining financial discipline.

Capital generated from operations, equity raised from shareholders and long-term borrowings have been deployed with a clear strategic purpose. Rather than pursuing short-term earnings expansion, the company prioritised investments that enhance manufacturing capability, strengthen the balance sheet and create platforms for future growth. FY 2025-26 represents the culmination of this disciplined approach.

SOURCES OF CAPITAL (FY18-FY26)

Operating cash flow generated	416.0
Equity raised	481.5
Borrowings raised	253.2
Total capital available	1,150.7

DEPLOYMENT (FY18-FY26)

Capital expenditure	695.3
Strategic investment (subsidiary)	189.0
Borrowings repaid	129.0
Interest paid, net	94.1
Closing cash balance	43.3

01	Manufacturing expansion	The largest share of capital, ₹695.3 Mn of capital expenditure over FY18-FY26, invested in production facilities and future capacity.
02	Strategic investments	₹189 Mn deployed into the Allana joint venture, creating an additional growth platform beyond existing operations.
03	Balance sheet discipline	₹129 Mn of borrowings repaid and liquidity maintained alongside growth investment; debt-to-equity held at a conservative 0.29x, with the cash conversion cycle at 56 days in FY26.
04	Self-funded growth	₹416 Mn of cumulative operating cash flow, over a third of all capital deployed, demonstrating the business's ability to convert operating performance into investible capital.

Operational *Excellence*

The systems that make reliability repeatable across a three-plant network.

Manufacturing

Three specialised plants run as one network: Mohali Unit I (non-vegetarian), Mohali Unit II (dedicated vegetarian) and Aurangabad (JV, meat and chicken). Specialisation by site removes changeover complexity and protects segregation integrity.

Automation

Automation-driven quality on critical lines delivers precision and consistency at scale, reduces manual variability, and enabled the FY26 rebalancing of the workforce towards skilled technical roles.

Quality

Every line operates inside a certified quality architecture (HACCP, ISO 9001, BRCGS, FDA-registered systems) with customer audit regimes layered above statutory requirements.

Food safety

Segregated vegetarian manufacturing, validated cleaning and allergen controls, and Halal-compliant processes for relevant lines and markets.

Supply chain

Supplier diversification, technology-enabled procurement and cold-chain partnerships buffered FY26's input and logistics volatility; inventory days held at 42 even as the network grew.

Continuous improvement

Structured CI programmes target yield, energy and waste; gains recycle into the cost lines visible on the previous page.



Quality, Certifications & *Recognition*

Certification as the hero, customer recognition as the endorsement.

BRCGS

Global Standard for Food Safety, Issue 9. The benchmark demanded by global QSR systems and export buyers, held across the company's certified operations.

HALAL

Halal certification across relevant lines and markets, a core qualification for the company's food service customers and its planned entry into Gulf and Southeast Asian markets.

AWARDS AND RECOGNITION

Domino's Pizza / Jubilant FoodWorks

- 2011-13, 2015 Business Partnership Awards (Domino's Pizza; with Dunkin' Donuts and Jubilant FoodWorks)
- 2018 'Long Term Association' Award, Business Partner's Conference
- 2019 Jubilant FoodWorks and Hong's Kitchen: contribution towards the launch of Hong's Kitchen
- 2024 Long Term Partnership Award, Jubilant FoodWorks

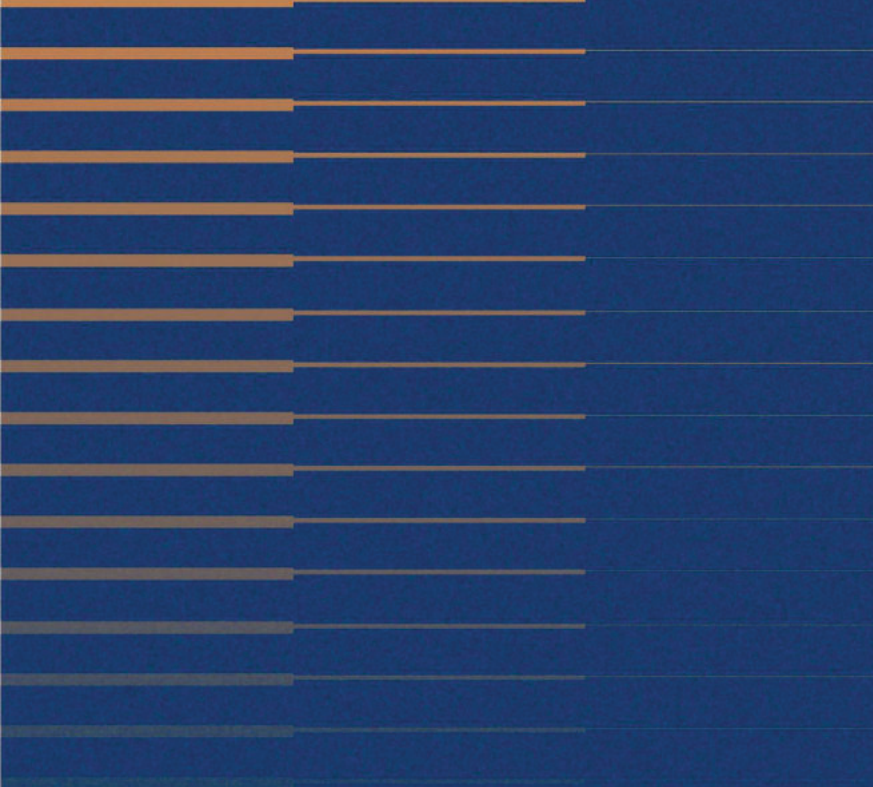
Subway

- 2016 Supplier of the Year Award
- Two decades of continuous audit and supply qualification across the partnership

Governance & industry

- 2021, 2022 Certificates of Appreciation, Ministry of Finance, for prompt GST filing and payment
- 2014 Second Prize, Best Stall Display, Food Expo, 11th Agro Tech





05

Strengthening Our *Competitive Advantage*

Customer growth, customer strategy, relationships, innovation, technology and digital.

33-38

Customer Growth:

Building Enduring Customer Partnerships

Manufacturing capability creates the ability to produce; sustainable growth is created by long-term customer partnerships. The company has consciously built its business around institutional food service and QSR customers, strengthening established relationships while progressively expanding across emerging QSR brands, food service operators and institutional buyers. FY 2025-26 continued that pattern: QSR remained the largest contributor while Small QSR and Institutional segments delivered encouraging growth.

CUSTOMER SEGMENT	FY22 (₹ MN)	FY26 (₹ MN)	FY26 MIX	WHAT IT SIGNALS
QSR	804.6	1,418.6	85.6%	Anchor of the franchise; scaled alongside customers' national expansion
Small QSR	14.2	153.4	9.3%	More than 10x growth since FY22; rising participation in emerging chains
Institutional	44.6	61.8	3.7%	Recovered during FY26; customer diversification broadening
B2B & HoReCa	9.2	24.5	1.5%	Complementary streams; the nearest adjacency for the Unifayre brand

KEY CUSTOMERS, FY26	Jubilant FoodWorks 43.7% · Jyoti International Foods 22.1% · Impelpro SCM Solutions 10.7% · Lenexis Food Works 9.1%. Together the top four contribute approximately 85% of FY26 revenue, reflecting the company's position within the organised QSR ecosystem.
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Segment sales grew from ₹873 Mn (FY22) to ₹1,658 Mn (FY26), sustained expansion through the investment phase.

Small QSR revenue grew more than tenfold since FY22, from ₹14.2 Mn to ₹153.4 Mn, creating the next generation of anchor relationships.

Additions and wins during the year included Leveza Foods, Abad Foods, Belichick, ChicKing, Wow! Momo, PVR INOX and La Pino'z, with engagement activated with Tata Consumer Products.

As the manufacturing platform expands, the company is positioned to deepen existing partnerships, onboard new national and regional brands, and expand into adjacent categories.

Customer Growth *Strategy*

Five deliberate motions, exactly as framed by the Board: exports, HoReCa, acquisition, channels, diversification.

Exports	FY26 revenue was entirely domestic. With export-grade capacity, FDA-registered systems and Halal compliance in place, exports launch in FY27 across the Gulf and Southeast Asia; the FY28 ambition contemplates a material export contribution to revenue.
HoReCa	Hotels, restaurants and catering represent the nearest adjacency to the QSR core: same products, new buyers. Dedicated HoReCa range and collateral roll out under the Unifayre brand.
Customer acquisition	New accounts added in FY26 spanning cafes, retail and institutional buyers: proof the franchise extends beyond large QSR. Vegetarian innovation programmes with existing global QSR partners are opening the next wave of wins.
Channel expansion	Beyond direct QSR supply: institutional catering, cinema and travel food service, cloud kitchens, and quick-commerce-aligned B2B formats.
Customer diversification	Top-four customers contributed approximately 85% of FY26 revenue. The stated FY28 direction is below 40% from the top four, achieved by growing the rest of the book faster, not by shrinking anchor relationships.

~85% → below 40%

Top-four customer concentration: FY26 position and FY28 direction

FY27

Export launch across the Gulf and Southeast Asia



Growing Together with *Our Customers*

Relationships that compound over decades: every milestone on the company's timeline is a contract still active today.

23 yrs

Subway partnership

19 yrs

Domino's partnership

~85%

FY26 revenue from top-four partners

Subway, since 2003

Twenty-three years of continuous supply, product development and audit partnership. What began as a regional flatbread relationship now spans multiple product families and a national store network.

Domino's, since 2007

Nineteen years as a trusted supply partner to India's largest pizza system, and the company's largest customer relationship, built on delivered reliability across thousands of stores and demand cycles.

Retention as strategy

The company's top four customers contributed approximately 85% of FY26 revenue, relationships of 10 to 23 years' standing. In institutional food supply, incumbency is the moat: switching a qualified supplier means re-auditing plants, revalidating products and re-risking menus. The company's retention record converts that friction into durable revenue.

Long-term trust, renewed annually

These relationships are not legacy accounts; they grew again in FY26, with deeper wallet share and new product introductions across anchor customers, alongside newly acquired accounts that begin the same compounding journey.

Innovation as a *Growth Engine*

R&D built for institutional customers: speed, customisation and a certified pipeline.

R&D and product development. A dedicated R&D kitchen, led by food-science leadership, runs a six-stage pipeline: consumer trends, research and formulation, prototype development, scale-up, quality and validation, commercialisation. The pipeline is engineered for institutional buyers, where a product must survive audit, scale and menu economics, not just a tasting panel.

Customisation as a moat. Most of the portfolio's 183+ SKUs began as a customer-specific brief: a patty tuned to a menu, a flatbread engineered for a hold time, a gravy standardised

across a national store network. The proven ability to develop customised food solutions for leading QSR chains remains a decisive differentiator.

Speed. Agile commercialisation moves products from prototype to mass production with minimal lead time, letting QSR partners respond to menu trends within a season rather than a year.

Future pipeline. FY27 development priorities align to the pivots: vegetarian ranges from Unit II, value-added chicken formats for the ACF venture, RTC and RTE formats, and export-market adaptations of proven SKUs.

01	02	03	04	05	06
Consumer trends	Research & formulation	Prototype development	Scale-up	Quality & validation	Commercialisation

FY26 INNOVATION OUTCOMES

Product innovation	Kebab pizza crust developed and launched for Domino's. Vegetarian ranges created for IKEA's menu, including spring rolls and dahi kebab. Vegetarian innovation programmes in development with Domino's and Popeyes.
Process innovation	A state-of-the-art Roti Canai line installed, reinforcing the company's position as one of India's few manufacturers producing Roti Canai at commercial scale for export.
Systems and quality automation	Automation of the BRCGS food-safety system through the company-wide ERP is in progress, digitising quality documentation at source and shortening audit cycles.



Technology & *Digital Transformation*

The operating backbone: running three plants, one network, on shared systems.

ERP	Integrated planning across procurement, production and dispatch gives one view of demand and capacity across the network. During FY26 the platform extended into HR, with real-time attendance, centralised payroll and leave management now live.
Automation	Automation on critical lines drives precision, throughput and consistency; it also underpins the shift in workforce mix towards skilled technical roles recorded in FY26.
Digitalisation	Digitalised quality records, traceability and audit documentation shorten customer and certification audits and support export-market compliance. Automation of the BROGS system through the ERP is in progress.
Manufacturing technology	Unit II was built with state-of-the-art technology from the ground up, giving the vegetarian range manufacturing capability at global QSR standards from day one.
Supply chain systems	Technology-enabled procurement and logistics visibility helped hold inventory at 42 days and buffer FY26's freight and input volatility.
Future initiatives	FY27 roadmap: deeper plant-floor data capture, analytics on yield and energy, and digital integration with key customers' planning systems.

3 plants

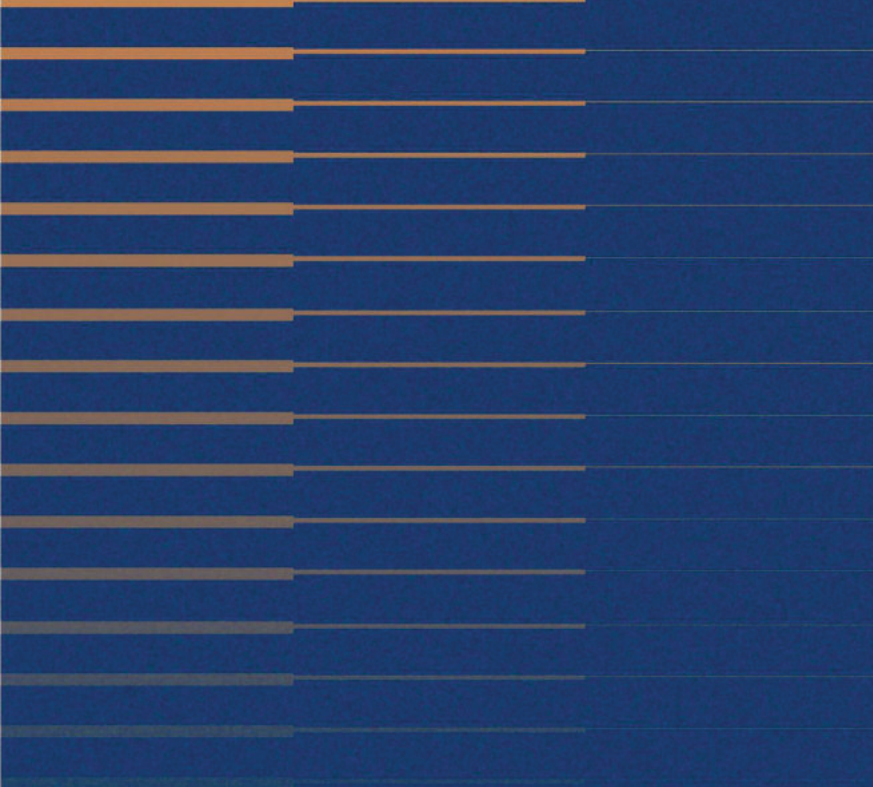
run as one network on shared systems

42 days

inventory held through FY26 volatility

ERP + HR

one platform, live across the organisation in FY26



06

The Next Decade *Begins* *Now*

Three-year vision, strategy framework, roadmap to 2030, sustainable value, why Unifayre by Chatha Foods, closing.

39-46

Our Three-Year *Vision*

Vision 28: what the company intends to look like by FY 2028, stated across five dimensions.

DIMENSION	FY26 POSITION	FY28 DIRECTION
Business	₹1,658 Mn revenue; 100% domestic; top-four customers ~85% of revenue	Materially larger and more balanced revenue base; export contribution established; top-four concentration below 40%
People	375-strong organisation; expanded senior leadership; CMO and CHRO appointed	Deeper technical and commercial bench across three plants; leadership pipeline for a multi-site, multi-brand company
Products	183+ SKUs, ~96% of revenue non-vegetarian	Portfolio rebalanced towards 65-70% non-vegetarian / 30-35% vegetarian; RTC, RTE and retort ranges scaled
Categories	Chicken-led with emerging adjacencies	Category leadership positions in chosen segments: value-added chicken, vegetarian frozen-to-fry snacks, flatbreads, gravies
Manufacturing footprint	7,800 MT operational; 30,800 MT built	More than 75% utilisation of the 30,800 MT network; three plants operating as one system

Vision 28 is deliberately expressed as direction rather than guidance: *the destinations are set by strategy, the pace by execution and market conditions.*



Future Strategy *Framework*

Eight strategic pillars, each read as current position, future direction and expected outcome.

PILLAR	CURRENT POSITION	FUTURE DIRECTION	EXPECTED OUTCOME
Capacity expansion	30,800 MT network established; 7,800 MT operational	Ramp utilisation towards more than 75% by FY28	Volume growth with minimal incremental capex
Category leadership	Leadership in QSR chicken supply	Build equivalent positions in vegetarian snacks, flatbreads, RTC/RTE	Diversified, defensible revenue streams
Innovation	Six-stage certified R&D pipeline	Pipeline weighted to vegetarian, value-added and export SKUs	Faster menu wins; higher value-added mix
Operational excellence	Improving absorption; 56-day cash cycle	Network-level CI, energy and yield programmes	Structural cost and margin advantage
Customer centricity	Anchor QSR depth; new accounts added in FY26	HoReCa, institutional, export and channel expansion	Concentration below 40% top-four by FY28
People & culture	375 people; expanded senior leadership	Technical depth, leadership pipeline, performance culture	Execution capacity for a multi-plant decade
Digital transformation	ERP backbone; digitalised quality	Plant-floor data, analytics, customer integration	Decision speed and audit-ready traceability
Marketing	Unifayre introduced; trade-show programme live	Brand-led demand generation in domestic B2B and exports	A commercial engine independent of any single account



Roadmap to 2030

Milestones across exports, utilisation, categories, technology, brand and people, sequenced by year.

FY27

- Vegetarian plant commercial ramp
- Export launch: first shipments and market entries (Gulf, SE Asia)
- Unifayre brand rollout across markets and collateral
- ACF venture qualification with anchor customers

FY28

- Utilisation approaches more than 75% of the 30,800 MT network
- Product mix rebalanced towards 30-35% vegetarian
- Top-four customer concentration trending below 40%
- Export contribution established in the revenue mix

FY29

- Category leadership consolidated in chosen vegetarian segments
- Deeper HoReCa and institutional channel penetration
- Advanced plant analytics and customer digital integration
- Organisation scaled for multi-brand, multi-market operation

FY30

- Platform optimised: capacity, categories, customers, geographies in balance
- Next capacity and category decisions taken from a position of strength
- Sustained margin expansion from full operating leverage
- The next decade's foundation, built

SEQUENCING LOGIC

FY27 activates the assets; FY28 fills them; FY29 compounds the positions they create; FY30 harvests the leverage and sets up the next investment cycle. Each year's milestones are preconditions for the next, which is why the company treats the roadmap as a sequence, not a wish list.

Creating Sustainable *Long-Term Value*

Bringing together years of disciplined execution: what we built, and what it enables.

The company has taken a deliberate approach to building a stronger business: not by optimising for short-term outcomes, but by investing in the capabilities required for sustainable long-term growth. The value of these investments is not measured by the financial performance of a single year; their significance lies in the long-term capabilities they create.

WHAT WE BUILT	WHAT IT ENABLES
Expanded manufacturing platform	Capacity to support future growth and new product categories
Long-term customer relationships	Greater visibility of future demand and deeper customer engagement
Disciplined capital deployment	Creation of productive assets and scalable infrastructure
Stronger financial position	Flexibility to fund future opportunities responsibly
Operating cash generation	Ability to reinvest in long-term growth while maintaining financial discipline

INDICATOR (₹ MN)	FY22	FY26	WHAT IT REFLECTS
Manufacturing platform	308.4	708.0	Significant expansion of manufacturing capability
Net worth	193.0	892.4	Strengthened financial foundation for future growth
Revenue from operations	874	1,658	Expansion of customer business and operating scale
Trading working capital	40.1	245.3	Working capital deployed to support higher activity
Cumulative operating cash flow (FY18-26)	-	416.0	Internal cash generation funding long-term investment

Looking ahead

As new capacities are commissioned and utilisation improves, these investments are expected to progressively translate into higher operating leverage, broader customer opportunities and stronger cash generation. FY 2025-26 therefore represents more than a year of investment: it marks the point at which years of disciplined execution position the company to scale with confidence.

Why Unifayre by Chatha Foods. *Why Now.*

The investment thesis, in five reasons.

01	30 Years of Trust	Three decades of uninterrupted service to India's most demanding food service buyers; relationships of 10-23 years that renew and grow annually.
02	A 30,000+ MT Manufacturing Platform	A near-fourfold capacity platform, built and paid for, entering its utilisation phase, the point in the cycle where operating leverage begins.
03	Long-Term Customer Partnerships	Approximately 85% of revenue from partners whose qualification barriers protect incumbency; a widening base of new accounts beginning the same journey.
04	Diversified Growth Engines	Vegetarian categories, the ACF venture, HoReCa and institutional channels, and export markets, each independent of the others, all activated in the same window.
05	A Strong Foundation for the Next Decade	Conservative leverage, improving cash conversion, a professionalised organisation and a brand architecture built for markets the company has yet to enter.

Few companies get to choose the moment their scale, their categories, their customers and their brand come of age together. *Chatha Foods spent thirty years earning that moment. FY 2026-27 is when it arrives.*

THE YEAR OF PIVOTING



For nearly three decades, Chatha Foods has built a business rooted in trust, quality and long-term partnerships. *FY 2026-27 marks the year that strong foundations evolved into a platform for scalable growth.*

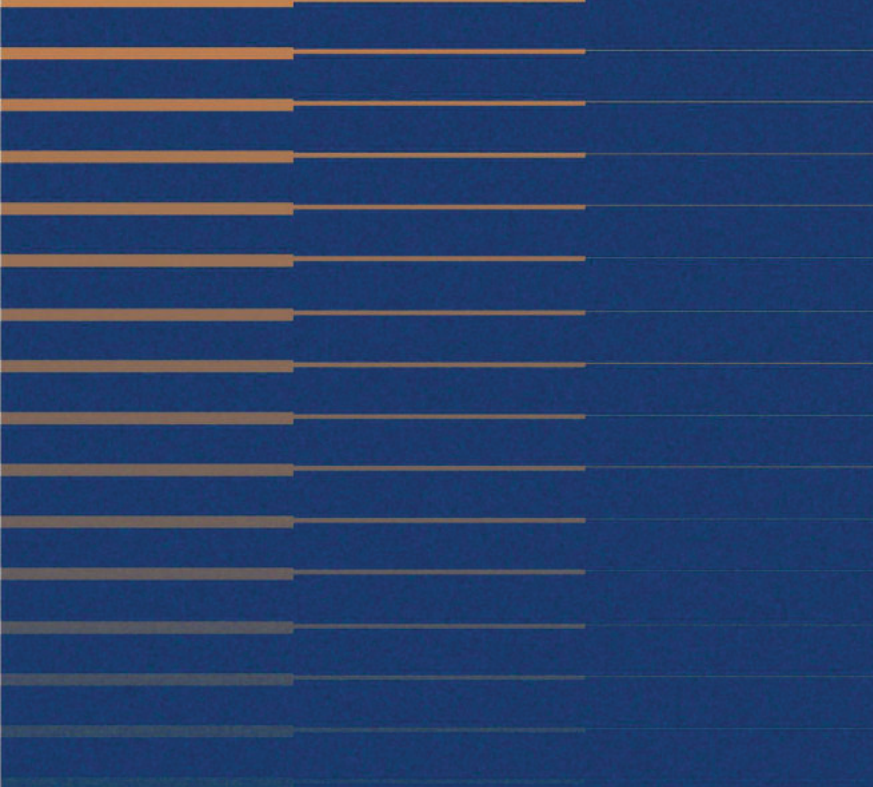
As we enter our 30th year, we remain focused on creating lasting value for our customers, our people and our stakeholders, while building the next chapter of our journey with confidence and purpose.

Forward-Looking *Statements*

Certain statements in this Annual Report concerning the Company's future growth prospects, plans, strategies, objectives and expectations are forward-looking statements, which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, fluctuations in earnings, raw material availability and prices, demand conditions in the food service industry, the pace of commissioning and utilisation of new capacities, competitive intensity, changes in government regulations, tax regimes and economic developments in India and the markets in which the Company operates. The Company does not undertake any obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by law. Readers are advised to exercise their own judgement in assessing risks associated with the Company, and to refer to the statutory disclosures that follow.

STATUTORY REPORTS & FINANCIAL STATEMENTS

The pages that follow contain the Notice of the 29th Annual General Meeting, the Board's Report and its annexures, the Management Discussion and Analysis, the Independent Auditor's Reports and the standalone and consolidated financial statements of Chatha Foods Limited for the financial year ended March 31, 2026.



Notice of the 29th *Annual General Meeting*

Notice, e-voting instructions, explanatory statement and annexure to the notice.

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NOTICE is hereby given that the 29th (twenty-ninth) Annual General Meeting (AGM) of Chatha Foods Limited (the "Company") will be held on Monday, 28th September, 2026 at 12:30 P.M. through video conference (VC) and other audio-visual means (OAVM), to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at 272, Mota Singh Nagar, Jalandhar-144001, Punjab, India.

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon, and
2. To appoint a director in place of Mr. Gurcharan Singh Gosal (DIN: 01389179), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

3. To regularize the appointment of Ms. Divya Babel (DIN: 11590210) appointed as Additional Independent Director

To consider and pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, and rules made there under (including any statutory modifications(s) or re-enactment thereof for the time being in force), Articles of Association of the Company, Regulation 16(1)(b), 36(3) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the consent of the members of the Company be and is hereby accorded to appoint **Ms. Divya Babel (DIN – 11590210)** who has been appointed as an Additional Director (designated as Independent Director) of the Company by the Board of Directors with effect from 11th March, 2026, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing her candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from 11th March, 2026 upto 10th March, 2031.

RESOLVED FURTHER THAT Board of Directors of the company be and are hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To consider and approve material related party transactions with Allana CF Foods Private Limited

To consider and pass with or without modification(s), the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23 and other relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), as amended from time to time, Sections 177, 188 and other applicable provisions of the Companies Act, 2013 ("Act") read with rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Company's Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions and further, in accordance with the recommendation and Approval of the Audit Committee and the Board of Directors of the Company (hereinafter referred to as 'Board') respectively, the approval of the members of the Company, be and is hereby accorded, to enter into Material Related Party Transactions with Allana CF Foods Private Limited, Subsidiary Company as detailed in the explanatory statement to this resolution, for an amount not exceeding Rs. 40,00,00,000/- (Rupees Forty Crore) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) on such material terms and conditions may be mutually agreed between the related party and the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers, be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution and ensure compliance with applicable laws and regulations.”

**By Order of the Board of Directors
For Chatha Foods Limited**

**Place: Mohali
Date: 25.08.2026**

**Sd/-
Priyanka Oberoi
Company Secretary & Compliance Officer**

NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated 22 September, 2025, read with General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular Nos. 2/2022 dated May 05, 2022, 21/2021 dated December 14, 2021, 02/2021 dated January 13, 2021, 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 08, 2020 [collectively referred to as "MCA Circulars"] permitted holding of the Annual General Meeting ("AGM") through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without physical presence of the Members at a common venue.

Thus, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI Circulars read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 29th Annual General Meeting of the Company is being conducted on Monday, September 28, 2026, at 12:30 p.m. (IST) through VC / OAVM which does not require physical presence of the Members at a common venue. The Registered Office of the Company shall be deemed to be the venue for the 29th AGM of the Company.

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 [SS2] 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 Central Depository Services (India) Limited 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 CDSL.

2. An Explanatory Statement pursuant to Section 102 of the Act, which sets out the details relating to the Special Business to be transacted at the AGM, is annexed hereto.
3. Pursuant to MCA Circulars, since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Pursuant to Section 113 of the Act, Corporate/Institutional members intending to appoint their authorized representative(s) to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting are requested to send (in advance), scanned copy (PDF/JPG Format) of a duly certified copy of the relevant Board Resolution/Letter of Authority/ Power of Attorney, together with the respective specimen signatures of those representative(s), to the Scrutinizer through e-mail to cskoinagupta@gmail.com , with a copy marked to cs@cfpl.net.in.
5. Green Initiative: Members who have not registered their e-mail address are requested to register their e-mail address to receive all communication from the Company electronically.
6. Inspection: All the relevant documents, referred to in this Notice and other statutory register shall be open for inspection by the Members online during the AGM through VC/OAVM.
7. Submission of questions or queries prior to AGM/ Registration of Speakers: Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and client ID/Folio no, No. of shares, PAN, mobile number in advance at least 10 days prior to meeting at cs@cfpl.net.in. Such questions shall be taken up during the meeting or replied by the Company suitably. Those Members who have registered themselves as a speaker will be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.
8. In accordance with the applicable MCA circulars and the SEBI circular dated October 7, 2023, the Notice of the AGM, along with the Integrated Annual Report for FY 2025-26, is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, Registrar and Share Transfer Agent ("RTA") or their respective Depository Participant(s). Members whose e-mail addresses are not registered with the Company, Depositories or RTA will be sent a letter containing the weblink for accessing the Notice of the AGM and the Integrated Annual Report for FY 2025-26.

9. A copy of the Notice of this AGM is available on the Company's website at <https://www.cfpl.net.in/>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and also on the website of Central Depository Services (India) Limited (CDSL) at <https://www.cdslindia.com>
10. Members are requested to notify immediately about any change in their postal address/E-mail address/dividend mandate/ bank details to their Depository Participant (DP) in respect of their shareholding in DEMAT mode and in respect of their physical shareholding to the Company's RTA, viz. Skyline Financial Services Private Ltd having its office at **D-153 A| 1st Floor | Okhla Industrial Area, Phase – I, New Delhi-110 020 or E-Mail at info@skylinerta.com**
11. The Securities and Exchange Board of India ('SEBI') has mandated the submission of Permanent Account Number ('PAN') by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN to the RTA.
12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address/e-mail id or staying abroad or demise of any members as soon as possible. Members are also advised not to leave their Demat Account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified.
13. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send share certificates to the Company for consolidation into a single folio. Members who hold shares in physical form are advised to convert their shareholding in dematerialized form with any depository participant.
14. In all correspondences with the Company, members are requested to quote their account/folio numbers and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID No(s).
15. Since the AGM will be held through VC/OAVM Facility, the Route Map of Venue is not annexed to this Notice.

General instructions for accessing and participating in the AGM through VC/OAVM Facility and Voting through electronic means including remote e-Voting

16. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on a 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 Committees of the Board, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat.
17. 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 Act.
18. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations, and the MCA Circulars and Secretarial Standard- 2 issued by Institute of Company Secretaries of India, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. 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 **Central Depository Services (India) Limited (CDSL)**
19. The remote E-voting period for item of business contained in this notice of AGM shall commence from **Friday, September 25, 2026 at 9:00 a.m. (IST)** and will end on **Sunday, September 27, 2026 at 5:00 p.m. (IST)**. The E-Voting module shall be disabled by **Central Depository Services (India) Limited (CDSL)**, for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.
20. The cut-off date for determining the eligibility of shareholders to exercise remote E-voting rights and attendance at AGM is **Monday, September 21, 2026**. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the above-mentioned cut-off date, shall be entitled to avail the facility of remote E-voting or voting at the meeting

through electronic mode. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

21. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolution through remote E-voting and are otherwise not barred from doing so, shall be eligible to vote through E-voting system during the AGM.
22. The Members who have cast their vote by remote E-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. Members are requested to carefully read the instructions for E-voting before casting their vote.
23. At the AGM, the Chairperson of the meeting shall after discussion on the resolution on which voting is to be held, allow voting by electronic means to all those members who are present at the meeting but have not casted their votes by availing the remote E-voting facility. The Board of Directors of your Company have appointed **Ms. Koina Gupta, Practicing Company Secretary [CP No. 28703] of M/s Koina Gupta & Co.,** Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and voting through E-voting system at the AGM in a fair and transparent manner.
24. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote E-voting in the presence of at least 2 [Two] witnesses not in the employment of the Company. Thereafter the Scrutinizer shall, submit a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson, or a person authorized by him in writing who shall countersign the same and declare the result of voting forthwith. The result of e-voting along with consolidated Scrutinizer's report will be declared upon conclusion of the Meeting, within the permissible timelines.
25. The results declared along with the Scrutinizer's report shall be placed on the website of the Company and shall also be communicated to the Stock Exchange. The Resolution, if approved, shall be deemed to be passed, on the date of AGM.

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

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

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

- (i) The voting period begins on Friday, September 25, 2026 at 09:00 a.m. (IST) and ends on Sunday, September 27, 2026 at 05:00 p.m. (IST) During this period shareholders of the Company, holding shares in dematerialized form, as on the cut-off date (record date) Monday, September, 21, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under eVoting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://e-services.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see eVoting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on "Shareholders" module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (iii) After entering these details appropriately, click on "SUBMIT" tab.
- (iv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the EVSN for the "CHATHA FOODS LIMITED" on which you choose to vote.
- (vii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (ix) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (x) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@cfpl.net.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [company email id]. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [company email id]. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM/EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM/EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

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

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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT") AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS")

ITEM 3: To regularize the appointment of Ms. Divya Babel (DIN: 11590210) appointed as Additional Independent Director and in this regard, passes the following resolution as an Ordinary Resolution:

Ms. Divya Babel (DIN: 11590210) was appointed as an Additional Director in the capacity of an Independent Director of the Company by the Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on March 11, 2026, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company. Accordingly, she holds office up to the date of the ensuing Annual General Meeting ("AGM").

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from Ms. Divya Babel proposing her candidature for appointment as an Independent Director of the Company. The Company has also received a declaration from Ms. Babel that she meets the criteria of independence as prescribed under Section 149(6) of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Ms. Babel fulfills the conditions for appointment as an Independent Director as specified in the Act and the Rules made thereunder and is independent of the management. Based on her qualifications, experience, and expertise, the Board considers that her appointment would be of immense benefit to the Company and accordingly recommends the resolution set out in Item No. 3 for the approval of the Members of the Company. The Board recommends the resolution set forth in Item No. 3 for the approval of the Members as an Ordinary Resolution. Ms. Divya Babel is not related to any of the Directors and Key Managerial Personnel of the Company and does not hold any share in the Company.

ITEM 4: To consider and approve material related party transactions with Allana CF Foods Private Limited

Pursuant to Regulation 23(1) of SEBI Listing Regulations, 2015 in case of a listed entity which has listed its specified securities on the SME Exchange, the threshold limit for determination of material related party transactions is the lower of Rs. 50 crore (Rupees Fifty crore) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an Ordinary Resolution.

The Company proposes to enter into certain transactions with Allana CF Foods Private Limited, Subsidiary of the company, which is a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The proposed transactions are considered necessary for the Company's business operations and are expected to facilitate operational and commercial efficiencies, including continuity of supply/services and optimisation of business resources. The transactions are proposed to be undertaken on an arm's length basis and on such commercial terms as may be mutually agreed between the parties from time to time.

The aggregate value of the proposed transaction is expected to exceed 10% of the annual consolidated turnover of the Company, thereby qualifying as a material related party transaction requiring shareholder approval in terms of the provisions of Regulation 23(1) SEBI Listing Regulations, 2015.

Details of the proposed transactions with Allana CF Foods Private Limited being a related party of the Company, including the information pursuant to Industrial Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

A1: Basic Details of the Related Party															
S.no	Particulars	Brief Details													
1.	Name of the Related Party	Allana CF Foods Private Limited													
2.	Country of the Incorporation of the related party	Indian Company													
3.	Nature of Business of the relate Party	Frozen Food and Ready to eat Products													
A2: Relationship and ownership of the related party															
S.No	Particulars	Brief Details													
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern and Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Allana CF Foods Private Limited is a JV and subsidiary of Chatha Foods Limited. Chatha Foods Limited as on date of the Notice of the AGM holds 51% of the Shareholding in the subsidiary company. Accordingly, Allana CF Foods Pvt Ltd is a related party of Chatha Foods Limited as per Section 2(76) of the Companies Act, 2013 and regulation 2(l)(zb) of SEBI (LODR) Regulations, 2015.													
A3: Details of previous transactions with the related party															
S.No	Particulars	Brief Details													
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	<table> <tr> <th>S.No.</th><th>Nature of Transaction</th><th>FY 2025-26</th></tr> <tr> <td>1.</td><td>Corporate Guarantee</td><td>Rs. 15 Crores</td></tr> <tr> <td>2.</td><td>Procurement of goods, Services etc</td><td rowspan="3">Rs. 0.87 Crores</td></tr> <tr> <td></td><td>Reimbursement of expenses</td></tr> <tr> <td></td><td>Any Transfer of resources services or obligations to meet its objectives/ requirements</td></tr> </table>	S.No.	Nature of Transaction	FY 2025-26	1.	Corporate Guarantee	Rs. 15 Crores	2.	Procurement of goods, Services etc	Rs. 0.87 Crores		Reimbursement of expenses		Any Transfer of resources services or obligations to meet its objectives/ requirements
S.No.	Nature of Transaction	FY 2025-26													
1.	Corporate Guarantee	Rs. 15 Crores													
2.	Procurement of goods, Services etc	Rs. 0.87 Crores													
	Reimbursement of expenses														
	Any Transfer of resources services or obligations to meet its objectives/ requirements														
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought	The value of the transaction between Chatha Foods Limited and Allana CF Foods Pvt. Ltd during the current financial year up to the quarter immediately preceding the quarter in which the approval is sought is Rs.0.09 /- Crores.													
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	During the last financial year, there was no default made by the related party (Allana CF Foods Pvt. Ltd)													

A4: Amount of the proposed transaction(s)				
S.no	Particulars	Brief Details		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 40 Crore		
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes		
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Annual Consolidated Turnover	165.72/- Crore	
		Value of Proposed Transaction	40 Crore	
		Percentage	24.13 %	
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	The annual standalone turnover of Allana CF Foods Pvt Ltd for the immediate preceding financial year is NIL.		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	The standalone Turnover of Allana CF Foods Pvt Ltd is NIL, therefore value of the proposed transactions as a percentage of the Allana CF Foods Pvt Ltd annual standalone turnover cannot be ascertained.		
6.	Financial performance of the related party for the immediately preceding financial year:	Particulars	FY2025-26	
		Turnover	NIL	
		Profit After Tax	[0.2538]Crore	
		Net Worth	26.74 Crore	
A5: Basic details of the proposed transaction				
S.no	Particulars	Brief Details		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/- services, giving loan, borrowing etc.)	▪ Sale of Goods and Services ▪ Purchase of Goods and Services ▪ Reimbursement of expenses ▪ Any Transfer of resources to meet its objective/requirements ▪ Corporate Guarantee ▪ Security		

2.	Details of each type of the proposed transaction and tenure	Nature of Transaction	Total Amount (in Cr.)	Tenure
		Sale of Goods and Services	4	One year
		Purchase of Goods and Services	4	One year
		Reimbursement of expenses	1	One year
		Any Transfer of resources to meet its objective/requirements	1	One year
		Corporate Guarantee	15	Term Loan – 60 months; Overdraft Facility – 12 months
		Security	15	Term Loan – 60 months; Overdraft Facility – 12 months
3.	Whether omnibus approval is being sought?	Yes		
4.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	FY 2026-27- Rs. 40 crores The proposed transaction includes a Corporate Guarantee in respect of the Term Loan facility, with a tenure of 60 months.		
5.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions are in consonance with the terms and conditions outlined in the shareholders' agreement entered into between the parties and for strategic commercial benefits, operational synergies, and in alignment with the Company's long-term growth objectives, the Company proposes to enter into Related Party Transactions with Allana CF Foods Private Limited. Further, the proposed Corporate Guarantee is in the interest of the listed entity as it supports the business operations and financial stability of its subsidiary, Allana CF Foods Private Limited. By extending this guarantee, the subsidiary will be able to secure necessary credit facilities to meet its operational and growth requirements. This will enhance the consolidated financial position and long-term value of the listed entity.		
6.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Paramjit Singh Chatha, Managing Director of the Company, being Managing Director in the related party (Allana CF Foods Private Limited), Mr. Purnachand Upadrashta, Non-Executive Independent Director of the company, being Non-Executive Director of the related party and Mr. Kulbeer Walia (KMP) of the company, being CFO of the related party, are considered to be Interested in the transaction.		
	a. Name of the director / KMP	Mr. Paramjit Singh Chatha	Mr. Purnachand Upadrashta	Mr. Kulbeer Walia
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party.	Nil	Nil	Nil

7.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
8.	Other information relevant for decision making	NA
B1: Disclosure in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
S.no	Particulars	Brief Details
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Bids were not invited since the transaction is an intra-group supply of goods/services intended to achieve operational efficiency, assured quality, and timely execution. The pricing and terms are at arm's length and comparable to market benchmarks, and inviting bids would increase time and cost without providing additional benefit to the listed entity or its associate. Also, the transaction involves confidential business information, sensitive technology, and strategic know-how, where open bidding could compromise competitive positioning, or security considerations. The arrangement also supports improved associate performance, which positively impacts the consolidated financial results of the listed entity.
2.	Basis of determination of price	The prices for the proposed transactions relating to the supply of goods/services shall be determined based on the prevailing market prices of the relevant goods, materials and services, taking into consideration the nature, specifications and commercial terms of the transactions. The pricing and terms of other proposed related party transactions, including leasing of premises, loans/Inter-Corporate Deposits, corporate guarantees, investments and other transactions, shall be determined considering the prevailing market conditions, applicable rates and commercial terms, ensuring that such transactions are undertaken on an arm's length basis.

3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction	No trade advances are envisaged to be extended to a related party. Accordingly, details are presently Not Applicable
B4: Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.		
1.	Rationale for giving guarantee, surety, indemnity or comfort letter	Corporate Guarantee is intended to facilitate the availability of financial facilities to the Allana CF Foods Private Limited and support its funding and working capital requirements, thereby contributing to its business operations and financial stability.
	Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee will create a legally binding obligation on Chatha Foods Limited, which will arise in the event of default by Allana CF Foods Private Limited and invocation of the guarantee by the lender.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	No commission is payable to the listed entity in respect of Corporate Guarantee. In the event of invocation of the corporate guarantee and any payment being made by Chatha Foods Limited to the lender, Chatha Foods Limited shall have the right to recover such amounts from Allana CF Foods Private Limited in accordance with the terms of the underlying agreements and applicable contractual arrangements.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	The Corporate Guarantee is provided for obligations up to Rs. 15 crores, comprising Term Loan facility for 60 months and Overdraft facility for 12 months

C3: Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	Not Applicable, the Joint Venture Subsidiary company (Allana CF Foods Private Limited) does not carry an external credit rating.												
2.	Details of solvency status and going concern status of the related party during the last three financial years:	<table border="1"> <thead> <tr> <th>Year</th><th>Solvency Status</th><th>Going Concern</th></tr> </thead> <tbody> <tr> <td>2025-26</td><td>Solvent</td><td>Going Concern</td></tr> <tr> <td>2024-25</td><td>-</td><td>-</td></tr> <tr> <td>2023-24</td><td>-</td><td>-</td></tr> </tbody> </table> Allana CF Foods Private Limited was incorporated on April 8, 2025. Accordingly, the details of solvency status and going concern status for financial years prior to FY 2025-26 are not applicable.	Year	Solvency Status	Going Concern	2025-26	Solvent	Going Concern	2024-25	-	-	2023-24	-	-
Year	Solvency Status	Going Concern												
2025-26	Solvent	Going Concern												
2024-25	-	-												
2023-24	-	-												
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	The Corporate Guarantee is provided for obligations up to Rs. 15 crores, comprising Term Loan facility for 60 months and Overdraft facility for 12 months. Based on the strong financial viability of the subsidiary company, the probability of invocation is remote, and therefore no provisioning is required in the Company's books of account, the limit will be recorded as a standard contingent liability.												
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. In addition, state the following: a. Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b. Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c. Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d. Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	During the last three financial year, there was no default made by the related party (Allana CF Foods Pvt. Ltd)												

In the financial year 2026-27, the aforesaid proposed transactions, individually or in aggregate may cross the applicable materiality threshold under Regulation 23 of the SEBI Listing Regulations. Accordingly, prior approval of the shareholders is being sought for grant of authority to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/ empowered/ to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all these RPTs to be undertaken (whether individual transaction or transactions taken together or series of transactions or otherwise) with the related parties, as fresh and independent transaction(s) or otherwise, in the financial year 2026-27.

Any subsequent 'material modification' in the proposed transactions, as defined by the Audit Committee as a part of Company's 'Policy on Related Party Transactions' will be placed before the Shareholders for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations, 2015.

The Audit Committee in their meeting held on 25th August, 2026 has reviewed the certificates provided by the Managing Director and CFO of the Company as required under the RPT Industry Standards.

Information as placed before the Audit committee is in the format as specified in the RPT Industry Standards, to the extent applicable. The Audit Committee has reviewed and approved the proposed related party transactions and has recommended the same to the Board of Directors. The Board of Directors, based on the recommendation of the Audit Committee, has approved the proposal and recommends the resolution set out at Item No. 4 for approval of the members.

Except Mr. Paramjit Singh Chatha, Managing Director, Mr. Purnachand Upadrashta, Non- Executive Independent Director, and Mr. Kulbeer Walia, KMP of the company, none of the other Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Members may please note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve resolution for such transactions.

The Board recommends passing of the resolution set out at Item No. 4 of the Notice by way of an Ordinary Resolution.

By order of the Board of Directors
For Chatha Foods Limited

Place: Mohali
Date: 25.08.2026

Sd/-
Priyanka Oberoi
Company Secretary & Compliance Officer
Membership No. F14173

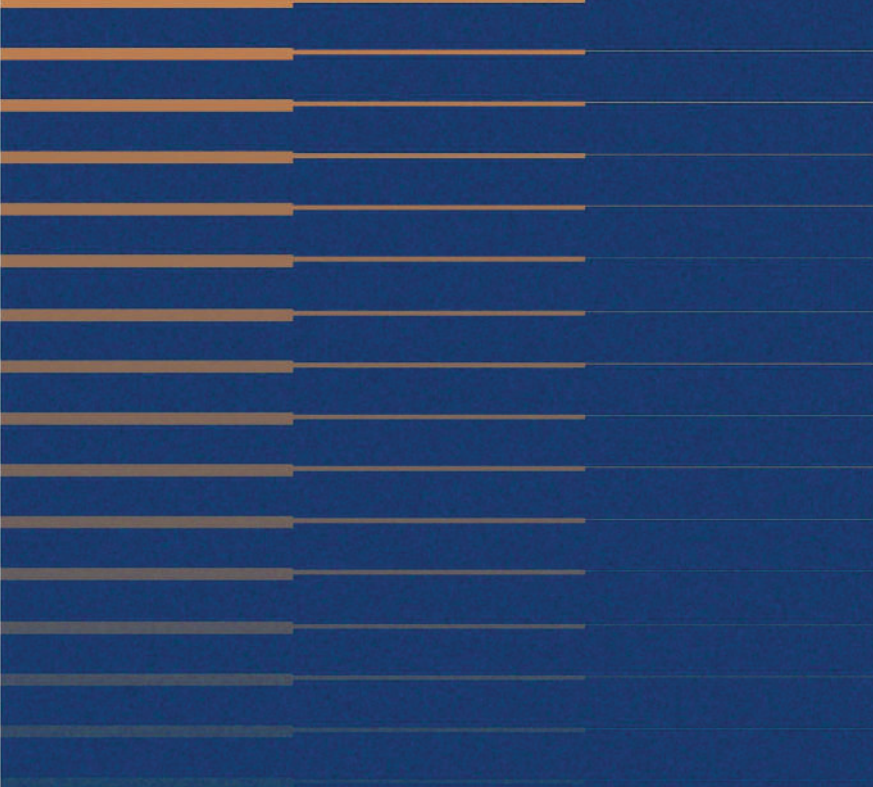
ANNEXURE TO THE NOTICE

DETAILS OF DIRECTOR SEEKING SHAREHOLDERS APPROVAL FOR RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARD SS- 2 ON GENERAL MEETINGS

Name	Mr. Gurcharan Singh Gosal
Directors Identification Number (DIN)	01389179
Date of Birth	13 February, 1950
Age	76 Years
Date of First Appointment on the Board	01 October, 2001
Education Qualification	Bachelor of Arts
Experience (in years)	49+ years
Experience in special functional area	• He has over 49 years of extensive experience in the food and food-related products industry. • From 1976 to 1994, prior to joining the Company, he served as President of several food businesses in Canada, including Gregory's Restaurant, Montreal; Tabagie S & R Montreal Limited; and Restaurant La Bouche Ltd. • currently as a Whole time Director of the Company and is responsible, inter alia, for overseeing its financial affairs.
Terms and conditions of appointment/ re- appointment	As per the Appointment Letter
List of Directorship held in other Companies	NIL
Relationship with other Directors, Managers and KMPs	No relationship with other Directors, Managers and KMPs
No. of Board Meetings attended during Financial Year 2025-26	8 (Eight) Board Meetings
Chairmanships/ Memberships of the Committee of the Board of Directors of the Company	NIL
Chairmanships/Memberships of the Committee of the Board of Directors of other Public Limited Companies including Listed Companies	NIL
Listed Entities from which the director has resigned in the past 3 years.	NIL
No. of shares held in the Company as on 31.03.2026	41,39,013 Shares

DETAILS OF DIRECTOR SEEKING SHAREHOLDERS APPROVAL FOR APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARD SS- 2 ON GENERAL MEETINGS

Name	Ms. Divya Babel
Directors Identification Number (DIN)	11590210
Date of Birth	03rd June , 1994
Age	32 Years
Date of First Appointment on the Board	11th March, 2026
Education Qualification	Chartered Accountant
Experience (in years)	11+ years
Experience in special functional area	• Ms. Divya Babel has over 11 years of experience in financial operations, taxation, compliance, financial reporting, treasury management, budgeting and MIS. • She has expertise in IFRS, Ind AS and US GAAP, fundraising, investor reporting, project finance, capital management, transaction advisory, transfer pricing and audit & taxation. • She is also experienced in implementing SOPs, ESOP structures and business automation initiatives, along with GST, TDS, PF, ESIC, ROC and other statutory compliances, supporting financial performance and strategic decision-making.
Terms and conditions of appointment/ re- appointment	As per the Appointment Letter
List of Directorship held in other Companies	NIL
Relationship with other Directors, Managers and KMPs	No relationship with other Directors, Managers and KMPs
No. of Board Meetings attended during Financial Year 2025-26	01
Chairmanships/ Memberships of the Committee of the Board of Directors of the Company	Nomination and Remuneration Committee (Member)
Chairmanships/Memberships of the Committee of the Board of Directors of other Public Limited Companies including Listed Companies	NIL
Listed Entities from which the director has resigned in the past 3 years.	NIL
No. of shares held in the Company	0



Board's *Report*

Report of the Board of Directors for the financial year ended
March 31, 2026, with annexures.

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Board Report

To the Members,

The Board of Directors are pleased to present the **29th Board Report** of **Chatha Foods Limited (CIN: L15310PB1997PLC020578)** ("the Company"), together with the Audited Standalone and Consolidated Financial Results for the Financial Year ended March 31, 2026.

1. Financial Results:

The Company's financial performance for the year under review, along with previous year's figures are given hereunder:

(Rs. in Lakhs)

Particulars	Consolidated		Standalone	
	FY 2026	FY 2025	FY 2026	FY 2025
Revenue from Operations	16,572.33	15,716.59	16,579.66	15,716.59
Other Income	39.18	114.47	35.38	114.47
Total Income	16,611.51	15,831.05	16,615.04	15,831.05
Total Expenses	15,744.10	15,000.11	15,717.58	15,000.11
Profit before exceptional and extraordinary items	867.41	830.95	897.46	830.95
Exceptional items	-	-	-	-
Extraordinary items	-	-	-	-
Profit before tax	867.41	830.95	897.46	830.95
Current Tax	240.61	257.48	240.60	257.48
Current tax - earlier years	(11.56)	-	(11.56)	-
Deferred tax	(1.13)	(32.69)	(1.13)	(32.69)
Minimum Alternate Tax (MAT) credit entitlement	-	-	-	-
Profit for the year	639.50	606.15	669.55	606.15

2. State of Company's Affairs and Review of Operations:

Standalone Performance

During the financial year under review, the Company recorded revenue from operations of 16,579.66 lakhs on a standalone basis for FY 2025-26, as compared to 15,716.59 lakhs in FY 2024-25, reflecting a growth of 5.49%.

The Company's Profit Before Tax (PBT) for FY 2025-26 stood at 897.46 lakhs, compared to 830.95 lakhs in the previous financial year. Profit After Tax (PAT) increased to 669.55 lakhs from 606.15 lakhs in FY 2024-25, demonstrating an improvement in the Company's overall financial performance.

Consolidated Performance

On a consolidated basis, the Company reported revenue from operations of 16,572.33 lakhs for the financial year ended March 31, 2026.

The consolidated Profit Before Tax (PBT) for FY 2025–26 stood at 867.41 lakhs, while the consolidated Profit After Tax (PAT) was 639.50 lakhs.

Since the Company has prepared consolidated financial statements for the first time during FY 2025-26, comparative consolidated financial figures for the previous financial year are not available.

3. **Change In the Nature of Business, If Any:**

During the year under review, the Company continued to carry on its core business of manufacturing and supplying processed meat and ready to eat products across India. There was no change in the nature of the Company's business activities during the financial year.

4. **Dividend:**

In order to conserve resources for the Company's future growth, expansion plans, and operational requirements, the Board of Directors has decided not to recommend any dividend for the financial year ended March 31, 2026.

5. **General Reserves:**

During the year under review, the Company has not transferred any amount to the General Reserves for the financial year ended March 31, 2026, in order to retain earnings for meeting its operational and business requirements.

6. **Share Capital:**

Authorised Share Capital

During the financial year under review, there was no change in the Authorised Share Capital of the Company. The Authorised Share Capital of your Company as on March 31, 2026 is Rs. 25,00,00,000/- (Rupees Twenty-Five Crore only) comprising of 2,50,00,000 (Two Crore Fifty lacs only) equity shares of the face value of Rs 10 (Ten Rupees).

Issued and Paid-up Capital

During the financial year under review, the Paid-Up share capital of your Company as on March 31, 2026 is Rs. 24,08, 18,790/- (Rupees Twenty-four Crore Eight Lakh Eighteen Thousand Seven Hundred and Ninety Only) divided into 2,40,81,879 (Two Crore Forty Lacs Eighty-One Thousand Eight Hundred and Seventy-Nine) of the face value of Rs 10 (Ten Rupees) each.

There was no change in the share capital of the Company during the financial year under review, and the capital structure remained unchanged throughout the year.

7. **Directors and Key Managerial Personnel:**

The leadership framework of any company is built upon its Board of Directors and Key Managerial Personnel (KMP). Together, they guide the organization toward achieving its strategic goals while maintaining regulatory compliance and ethical standards.

a) **Composition of Board:**

The Board of Directors of the company comprises of 6 (Six) Directors, consisting of 1 (One) Managing Director, 2 (Two) Whole-Time Directors, and 3 (Three) Non-Executive Independent Directors including 2(Two) Independent Women Director. The constitution of the Board of the Company is in accordance with the provisions of the Companies Act, 2013.

During the financial year under review, following changes were made in the composition of Board of Directors of the Company: -

S.no.	Name	DIN	Designation	Date of Resignation/Appoin tment	Nature of Change
1.	Divya Babel	11590210	Non-Executive Independent Director (Additional Director)	March 11, 2026	Appointment
2.	Sanjiv Swarup	00132716	Non-Executive Independent Director	February 12, 2026	Resignation

The Board of Directors of your Company comprises of the following Directors, as on March 31, 2026: -

S. No.	Name of the Director	Designation
1.	Mr. Paramjit Singh Chatha	Chairman & Managing Director
2.	Mr. Gurpreet Chatha	Whole-time director
3.	Mr. Gurcharan Singh Gosal	Whole-time director
4.	Mr. Purnachand Upadrashta	Non-Executive Independent Director
5.	Ms. Chinmayee Swarup Deulgaonkar	Non-Executive Independent Director
7.	Ms. Divya Babel	Non-Executive Independent Director (Additional Director)

b) Director retiring by rotation:

Pursuant to section 149(13) of the Act and Articles of Association of the Company, all Directors except Independent Directors are liable to retire by rotation.

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Mr. Gurcharan Singh Gosal (DIN: 01389179), Whole-time Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and, being eligible, has offered himself for re-appointment. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has recommended his re-appointment for the approval of the Members at the ensuing AGM.

Such retirement and re- appointment of the Whole-Time director does not affect his appointment as a Whole-Time director of the Company and he shall continue to hold their office as a Whole-Time director from the date of original appointment.

A brief profile of Mr. Gurcharan Singh Gosal and other requisite details, as required under the Companies Act, 2013 and applicable regulations, are provided in the Notice convening the AGM.

c) Key Managerial Personnel (KMP):

During the financial year under review, there has been no change in the composition of the Key Managerial Personnel (KMP) of the Company.

Pursuant to the provisions of Section 203 of the Companies Act, 2013 the Key Managerial Personnel of the Company as on March 31, 2026 are as follows: -

S.no	Name of the Key Managerial Personnel	Designation
1. M	MMr. Paramjit Singh Chatha	Managing Director
2. M	MMr. Gurpreet Chatha	Whole Time Director
3. M	MMr. Gurcharan Singh Gosal	Whole Time Director
4. M	MMr. Vishal Singh Sirmauria	Chief Financial Officer
5. M	MMs. Priyanka Oberoi	Company Secretary & Compliance Officer

As on date of Board report, The Board of Directors in their meeting held on May 18, 2026 appointed Mr. Kulbeer Walia, Chief Accounts Officer, as a Key Managerial Personnel of the Company.

d) Disclosures by Directors:

The Board of Directors have submitted their notice of interest in Form MBP 1 under Section 184(1) as well as Declaration by Directors in Form DIR 8 under Section 164(2) of the Companies Act, 2013 and other relevant declarations as to compliance with the Companies Act, 2013.

e) Independence & Other Matters Pertaining to Independent Directors

The Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act. The Company has received requisite declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI Listing Regulations.

In terms of Section 150 of the Companies Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have registered their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs. Further, in the opinion of the Board, the Independent Directors also possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8 (5) (iii) of the Companies (Accounts) Rules, 2014.

Following are the Non-Executive Independent Directors as on financial year ended March 31, 2026: -

1. Mr. Purnachand Upadrashta 2. Ms. Chinmayee Swarup Deulgaonkar 3. Ms. Divya Babel

In pursuance of Secretarial Standard -1 and Schedule IV of the Companies Act, 2013 the Independent Directors of the Company has conducted a meeting dated March 23, 2026 without presence of non-independent director where they reviewed the performance of all non-independent director of the Company and the board as a whole, reviewed the performance of the Chairman of the Company and assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

f) Number of Meetings of the Board of Directors

The Board meets at regular intervals to discuss and decide the business policy and strategies of the Company. The date of meetings of the Board of Directors are informed to the Directors in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings.

The notice and agenda of the Board meetings is circulated in accordance with the provisions of the Secretarial Standard on meetings of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India. The agenda for the Board meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the period under review, 9 (Nine) Meetings of the Board of Directors were held on April 07, 2025, May 16, 2025, August 06, 2025, October 24, 2025, November 12, 2025, November 20, 2025, December 16, 2025, March 11, 2026 and March 31, 2026.

The details of attendance of each Directors at the Board Meetings are given below;

Name of the Director	Meetings of Board of Directors and their attendance thereof								
	07.04. 2025	16.05. 2025	06.08. 2025	24.10. 2025	12.11. 2025	20.11. 2025	16.12.2025	11.03.2026	31.03.2026
Mr. Paramjit Singh Chatha (Managing Director and Chairman)	x	√	x	x	√	x	x	x	√
Mr. Gurcharan Singh Gosal (Wholetime Director)	√	√	√	√	√	x	√	√	√
Mr. Gurpreet Chatha (Wholetime Director)	√	√	√	√	√	√	√	√	√
Mr. Purnachand Upadrashta (Non-Executive Independent Director)	√	√	√	√	√	√	√	√	√
Ms. Chinmayee Swarup Deulgaonkar (Non-Executive Independent Director)	x	√	√	√	√	x	√	√	√
*Mr. Sanjiv Swarup (Non-Executive Independent Director)	√	√	√	√	√	√	√	-	-
**Ms. Divya Babel (Non-Executive Independent Director)	-	-	-	-	-	-	-	-	√

[Note: *Mr. Sanjiv Swarup, Independent Director of the Company, tendered his resignation from the Board of Directors with effect from February 12, 2026.

**Ms. Divya Babel was appointed as a Non-Executive Independent Director of the Company with effect from March 11, 2026.]

The intervening gap between two consecutive meetings was within the maximum period mentioned under Section 173 of the Companies Act, 2013, Secretarial Standard on Board Meetings (SS-1).

8. Annual Evaluation of the Board

Pursuant to Section 134(3)(p) read with rule 8 of The Companies (Accounts) Rules, 2014 and applicable provisions of SEBI (LODR) Regulations 2015, A separate meeting of Independent Directors was held on March 23, 2026, without the presence of any Non-Independent Directors to discuss, inter-alia, the performances of Non-Independent Directors, the Board as a whole and the Chairman, taking into consideration the views of Executive Directors and Non-Executive Directors. The performance evaluation of all the Independent Directors has been done by the entire Board, excluding the Director being evaluated.

9. Dematerialization

As at March 31, 2026, the Equity Shares and Warrants of the Company are held in dematerialized form. The ISINs allotted to the Equity Shares and Warrants of the Company are **INE0AH901011** and **INE0AH913016**, respectively.

10. Details of Subsidiary/Joint Ventures/Associate Companies

During the financial year, the Company incorporated a subsidiary company, namely **Allana CF Foods Private Limited** pursuant to a Joint Venture Agreement entered into with the joint venture partner(s). The Company holds 70% of the equity share capital of the subsidiary and, accordingly, the entity is

treated as a subsidiary of the Company in accordance with the provisions of the Companies Act, 2013 and the applicable accounting standards.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statements of the Company's subsidiary(ies), along with their contribution to the overall performance of the Company, in **Form No. AOC-1**, is annexed as **Annexure-A** to this Report.

The financial statements of the subsidiary have been duly prepared and consolidated with those of the Company in accordance with applicable accounting standards and form an integral part of this Report.

Further, pursuant to the provisions of Section 136 of the Act, the Standalone and Consolidated Financial Statements of the Company along with relevant documents and separate Audited Financial Statements in respect of subsidiaries, are available on the website of the Company at Financial Results.

Your Company has formulated a Policy for determining Material Subsidiaries pursuant to the Listing Regulations. The said policy is available on the website of the Company at Policy for determining Material Subsidiary.

11. Committees of the Board

The Board has constituted various committees to focus on specific functional areas and to assist in the effective discharge of its responsibilities. These committees operate within the framework of authority delegated to them by the Board and are empowered to make informed decisions and recommendations on matters falling within their respective domains.

The Board of directors have constituted the following committees in respect of their roles and responsibilities: -

a. Audit Committee

The Audit Committee is constituted in accordance with the provisions of Section 177 of the Companies Act, 2013, to function in accordance with terms of reference specified by Board in writing in pursuance of sub-section (4) of section 177 of the Act.

During the financial year under review, the Audit committee of the company has conducted **7(Seven) meetings, on April 05, 2025, May 16, 2025, May 20, 2025, August 01, 2025, October 01, 2025, November 12, 2025 and January 31, 2026.**

The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name and Category of Members	Meetings and attendance of members thereof						
	05.04.2025	16.05.2025	20.05.2025	01.08.2025	01.10.2025	12.11.2025	31.01.2026
Mr. Purnachan d Upadrashta (Chairman and (Non- Executive Independent Director)	√	√	√	√	√	√	√
Ms. Chinmayee Swarup Deulgaonkar (Non- Executive Independent Director)	√	√	√	√	√	x	√
Mr. Paramjit Singh Chatha (Managing Director)	x	√	x	x	x	√	x

During the year under review, the Board has accepted all recommendations of the Audit Committee and accordingly, no disclosure is required to be made in respect of non-acceptance of any recommendation of the Audit Committee by the Board.

b. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted in accordance with the provisions of Section 178 of the Companies Act, 2013.

During the financial year, consequent to the resignation of **Mr. Sanjiv Swarup** from the Board of the Company, he ceased to be a member of the Nomination and Remuneration Committee. Thereafter, the Board reconstituted the Nomination and Remuneration Committee by appointing Ms. **Divya Babel**, Independent Director, as a member of the Committee with effect from **March 11, 2026**, in compliance with the applicable provisions of the Companies Act, 2013

During the financial year under review, the Nomination and Remuneration committee of the company has conducted **5(Five) meetings, on April 04, 2025, June 07, 2025, August 06, 2025, November 20, 2025 and December 16, 2025**. The composition of the Committee underwent a change during the year consequent to the resignation of Mr. Sanjiv Swarup. The composition of the Committee and the details of attendance of its members at the meetings are provided below.

Name and Category of Members	Meetings and attendance of members thereof				
	04.04.2025	07.06.2025	06.08.2025	20.11.2025	16.12.2025
Mr.Purnachand Upadrashta (Chairman and Non- Executive Independent Director)	√	√	√	√	√
Ms. Chinmayee Swarup Deulgaonkar (Non-Executive Independent Director)	√	√	√	x	√
*Mr. Sanjiv Swarup (Non-Executive Independent Director)	√	√	√	√	√
**Ms. Divya Babel (Non-Executive Independent Director)	-	-	-	-	-

[Note: *Mr. Sanjiv Swarup, Independent Director of the Company, tendered his resignation from the Board of Directors with effect from February 12, 2026.

**Ms. Divya Babel was appointed as an Independent Director and members of NRC Committee with effect from March 11, 2026.]

The Nomination and Remuneration Committee ("NRC") oversees the Company's nomination process for the Board of Directors and Senior Management. The Committee assists the Board in identifying, evaluating, and recommending individuals qualified for appointment as Executive Directors and Non- Executive Directors, and in determining the requisite qualifications, positive attributes, independence criteria, and capabilities for Independent Directors in accordance with the Company's Nomination and Remuneration Policy.

The Nomination and Remuneration Policy have been formulated pursuant to the provisions of Section 178(3) and 178(4) of the Companies Act, 2013. The Policy is available on the Company's website at <https://www.cfpl.net.in/>.

c. Stakeholders' Relationship Committee

The Stakeholders Relationship Committee is duly constituted in accordance with the provisions of Section 178(5) of the Companies Act, 2013. The Stakeholders Relationship Committee conducted **1(One) meeting on March 30, 2026** during the financial year under review.

The composition of the Committee and the details of meetings attended by its members are given below:

Name and Category of Members	Meetings and attendance of members thereof
	30.03.2026
Mr. Purnachand Upadrashta (Chairman and Non-Executive Independent Director)	x
Mr. Paramjit Singh Chatha (Managing Director)	√
Mr. Gurpreet Chatha (Wholetime Director)	√

The Stakeholders' Relationship Committee considers and resolves the grievances of the stakeholders including complaints relating to non-receipt of annual report, transfer and transmission of securities, issue of new/duplicate certificates, general meetings and such other Grievances as may be raised by the security holders and other stakeholders of the Company, from time to time.

12. Risk Management Policy

Your Company has an elaborated risk Management procedure and adopted systematic approach to mitigate risk associated with accomplishment of objectives, operations, revenues and regulations. Your Company believes that this would ensure mitigating steps proactively and help to achieve stated objectives. The entity's objectives can be viewed in the context of four categories Strategic, Operations, Reporting and Compliance. The Risk Management process of the Company focuses on three elements, viz. (1) Risk Assessment; (2) Risk Management; (3) Risk Monitoring.

Audit Committee has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise-wide risk management framework; and (b) Overseeing that all the risk that the organization faces. The key risks and mitigating actions are also placed before the Audit Committee of the Company. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

13. **Corporate Governance**

The Company is committed to upholding the highest standards of corporate governance, rooted in the principles of transparency, accountability, integrity, and fairness. However, Your Company, being listed on BSE SME segment, the provisions as regards Corporate Governance and related disclosures in the Annual Report are **not applicable** to it, as provided under Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

14. **Non-Applicability of the Indian Accounting Standards**

As your Company being listed on SME Platform of BSE Limited, is covered under the exempted category as provided under the provision of Rule 4(1) of the companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111(E) on February 16th, 2015, and therefore, is not required to comply with IND-AS for preparation of financial statements beginning with period on or after April 1st, 2017.

15. **Employee Stock Option Plan**

There is no employee stock option plan subsisting or continuing as on date.

16. **Auditors**

A. Statutory Auditors

Pursuant to the provisions of Section 139 of the Act, the members at the 26th Annual General Meeting appointed M/s A. Bafna & Co, Chartered Accountants [ICAI Firm Registration No. 003660C] as Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting of the Company to be held in the year 2028. Accordingly, the Statutory Auditors will hold office until the conclusion of 31st Annual General Meeting of the Company.

In terms of Section 139 and 141 of the Act and relevant Rules prescribed thereunder, M/s A. Bafna & Co, Chartered Accountants have confirmed that they are not disqualified from continuing as Auditors of the Company. The Auditors have also confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI

Auditor's Report

The Auditor's Report on the financial statements of the Company for the financial year ended March 31, 2026 forms part of the Annual Report. The said report was issued by the Statutory Auditors with an unmodified opinion and does not contain any qualifications, reservations or adverse remarks. During the year under review, the Auditors have not reported any fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(ca) of the Act is not applicable. The Audit Committee periodically reviews the independence of Auditors through quarterly affirmations, review of non-audit services, internal checks and balances to mitigate conflict of interest, etc.

Internal Financial Controls and its Adequacy

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its business operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, compliance with policies, procedures, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

The Audit Committee evaluates the efficiency and adequacy of financial control system in the Company, its compliance with operating systems, accounting procedures, and strives to maintain the standards in Internal Financial Control.

B. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, The Board of Directors of the Company, had appointed **M/s Jaspreet Dhawan & Associates, Practicing Company Secretary (PCS No. 8545)**, as the "Secretarial Auditors" of the Company, to conduct the Secretarial Audit for the Financial Year 2026-27. The Company has received requisite consent and certificate of eligibility from Jaspreet Singh Dhawan, Practicing Company Secretary, confirming that he is not disqualified from being appointed as the Secretarial Auditor of the Company and he satisfies the prescribed eligibility criteria.

Secretarial Audit Report

The Secretarial Audit Report submitted by M/s. Jaspreet Dhawan & Associates, the Secretarial Auditors, for the Financial Year 2025-26 is annexed as "**Annexure-B**" to this Board's Report. The reply to the observations of Secretarial auditors is attached as addendum to Director report. Further, During the year under review, the Secretarial Auditor has not reported any fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3) (ca) of the Act is not applicable.

C. Appointment Of Internal Auditor

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, **M/S D J N K & CO. (LLP)**, was appointed as an Internal Auditor of the Company for the Financial Year 2025-26.

M/S D J N K & CO. (LLP) conducted the internal audit of the Company during the year under review, and the Internal Audit reports were placed before the Audit Committee from time to time for its review, consideration and necessary recommendations.

D. Details in respect of frauds reported by auditors under sub-Section (12) of Section 143 of the Companies Act, 2013

During the year under review, there are no frauds were reported by the Statutory Auditors of the Company under Section 143 (12) of the Companies Act 2013.

17. Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and to the date of the report

Pursuant to the provisions of Section 134(3)(l) of the Companies Act, 2013, the Board of Directors hereby states that the following material changes and commitments have occurred subsequent to the close of the financial year and up to the date of this Report, which may affect the financial position of the Company:

1. Appointment of Mr. Paramjit Singh Chatha as the Managing Director of the Allana CF Foods Private Limited, Subsidiary Company

The Board of Directors of Allana CF Foods Private Limited, subsidiary of Chatha Foods Limited, at their meeting held on March 31, 2026, approved the appointment of Mr. Paramjit Singh Chatha as the Managing Director of the company with effect from March 31, 2026.

2. Appointment of Mr. Kulbeer Walia as a Key Managerial Personnel of Chatha Foods Limited and Chief Financial Officer of Allana CF Foods Private Limited, Subsidiary Company

The Board of Directors of Chatha Foods Limited in their meeting held on May 18, 2026 approved the appointment of Mr. Kulbeer Walia, Chief Accounts Officer, as the Key Managerial Personnel of the Company with effect from May 18, 2026.

Further, In Accordance with the provisions of Section 203 of the Companies Act, 2013, The Board of Directors of Allana CF Foods Private Limited, Subsidiary Company, at their meeting held on May 20, 2026, approved the appointment of Mr. Kulbeer Walia as the Chief Financial Officer of the Company.

3. Allotment of 1,03,000 Equity Shares of Rs.10/- each pursuant to the conversion of 1,03,000 Warrants at an exercise price of Rs.95.25/- per warrant on June 22, 2026

The Board of Directors of the company vide resolution passed by circulation on June 22, 2026, inter alia, considered and approved Allotment of 1,03,000 (One Lakh Three Thousand) Equity Shares of a face value of Rs.10/- (Rupees Ten) each, upon conversion of 1,03,000 (One Lakh Three Thousand) Warrants at an exercise price of Rs.95.25/- (Rupees Ninety-Five decimal point two five only) each, being 75% of the Warrant issue price of Rs.127/- (Rupees One Hundred Twenty-Seven Only) per warrant aggregating to Rs. 98,10,750/- (Rupees Ninety-Eight Lakh Ten Thousand Seven Hundred and Fifty) to the allottees specified below:

Type	Name of the allottees, Address, PAN, email id.	No. of Warrants held	No. of Warrants applied for conversion into Equity Shares	No. of Equity Shares Allotted	No. of Warrants pending for conversion	Consideration received on conversion of respective warrants at Rs. 95.25/- exercise price
1.	Mr. Gurcharan Singh Gosal (Promoter) Address: SCF 305, Motor Market, Manimajra, Chandigarh – 160101, India. PAN: AFHPG1190B Email Id: gosal.g8073@gmail.com	40,000	40,000	40,000	40,000	Rs. 38,10,000/-
1.	Mr. Iqbal Singh Chatha (Promoter Group) Address: House No 273, Mota Singh Nagar, Jalandhar, Punjab-144001, India PAN: ADLPC3087D Email Id: cfijalandhar@yahoo.co.in	79,000	63,000	63,000	16,000	Rs. 60,00,750/-
Total		1,19,000	1,03,000	1,03,000	16,000	Rs. 98,10,750/-

The Company has only received Rs. 60,00,750/- from Mr. Iqbal Singh Chatha, towards the balance exercise consideration of Rs.95.25 per Warrant (being 75% of the issue price of Rs.127/-); pursuant to the receipt of funds, The Board has approved the conversion of 63,000 Warrants into 63,000 Equity Shares of face value of Rs.10/- each.

Further, the remaining Warrants shall be eligible for conversion upon receipt of the requisite exercise consideration from Mr. Iqbal Singh Chatha, subject to compliance with the terms and conditions of issue and within the prescribed due date i.e. August 13, 2026 for conversion of warrants.

4. Allotment of 16,000 Equity Shares of Rs.10/- each pursuant to the conversion of 16,000 Warrants at an exercise price of Rs.95.25/- per warrant on August 10, 2026

The Board of Directors of the company vide resolution passed by circulation on August 10, 2026, inter alia, considered and approved Allotment of 16,000 [Sixteen Thousand] Equity Shares of a face value of Rs.10/- [Rupees Ten] each, upon conversion of 16,000 [Sixteen Thousand] Warrants at an exercise price of Rs.95.25/- [Rupees Ninety-Five decimal point two five only] each, being 75% of the Warrant issue price of Rs.127/- [Rupees One Hundred Twenty-Seven Only] per warrant aggregating to Rs. 15,24,000/- [Rupees Fifteen Lakh Twenty-Four Thousand Only] to the allottees specified below:

	Name of the allottees, Address, PAN, email id.	No. of Warrants held	No. of Warrants applied for conversion into Equity Shares	No. of Equity Shares Allotted	No. of Warrants pending for conversion	Consideration received on conversion of respective warrants at Rs. 95.25/- exercise price
	Mr. Iqbal Singh Chatha (Promoter Group) Address: House No 273, Mota Singh Nagar, Jalandhar, Punjab-144001, India PAN: ADLPC3087D Email Id: cfljalandhar@yahoo.co.in	16,000	16,000	16,000	-	Rs.15,24,000/-
Total		16,000	16,000	16,000	-	Rs.15,24,000/-

5. Investment in Allana CF Foods Private Limited

Subsequent to the closure of financial year, the Company continued its investment in Allana CF Foods Private Limited, a subsidiary in the nature of a joint venture, engaged in the manufacture and sale of ready-to-cook (RTC) and ready-to-eat (RTE) meat products.

The investment is in line with the Company's strategic objective of expanding its product portfolio, enhancing manufacturing capabilities, and strengthening its presence in domestic and international markets. The Joint Venture is expected to create long-term value through operational synergies, increased production capacity, and access to new business opportunities.

The Company remains committed to supporting the growth and development of the Joint Venture in accordance with its business plans and strategic objectives.

The particulars of the investment made in the Joint Venture after the closure of financial year are summarized below:

Name	Nature of Investment	Amount Invested and Shares subscribed	Percentage of Shareholding in Joint Venture
Allana CF Foods Private Limited (CIN: U56290PB2025PTC064144)	Allotment of Equity shares pursuant to right issue on July 02, 2026	Rs.1,19,67,000/- (Rupees One Crore Nineteen Lakh Sixty-Seven Thousand Only) divided into 11,96,700 (Eleven Lakh Ninety-Six Thousand Seven Hundred) Equity Shares of Rs.10/- each.	70%
Allana CF Foods Private Limited (CIN: U56290PB2025PTC064144)	Allotment of Equity shares pursuant to right issue on August 12, 2026	Rs.20,33,000/- (Rupees Twenty Lakh Thirty Three Thousand Only) divided into 2,03,300 (Two Lakh Thirty Three hundred) Equity Shares of Rs.10/- each.	51%

There are no other material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

6. Amendment in Shareholders Agreement with Frigorifico Allana Private Limited (JV Partner)

Subsequent to the end of the financial year, the Company entered into a Supplementary Agreement to the Shareholders' Agreement dated August 7, 2026, with Frigorifico Allana Private Limited ("FAPL"), in relation to Allana CF Foods Private Limited ("JV Company").

The Supplementary Agreement provides for the realignment of the shareholding pattern of the JV Company, pursuant to which the equity shareholding of Chatha Foods Limited ("CFL") and FAPL shall be 51% and 49%, respectively. In connection with the aforesaid realignment, FAPL shall make further capital infusion in the JV Company through subscription to Equity Shares of up to Rs. 10.81 crore and CCPS of Rs. 0.79 crore.

The Supplementary Agreement also provides for the reconstitution of the Board of the JV Company, comprising four Directors, with CFL and FAPL each having the right to nominate two Directors. The authorised share capital of the JV Company shall accordingly be increased to Rs. 42 crore, comprising Equity Share Capital of Rs. 41 crore and CCPS of Rs. 1 crore. There are no other material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.

18. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future

During the year under review, there is no Significant Order passed by the Regulators or courts or Tribunals impacting the going concern status and Company's operations in future.

19. Deposits

During the year under review, Pursuant to Section 73 and 76 of the Companies Act 2013, read with Companies (Acceptance of Deposits) Rules, 2014 the Company has not accepted any deposits and hence there were no outstanding deposits and no amount remains unclaimed with the Company as on March 31, 2026.

20. Particulars of Loans, Guarantees or Investments Under Section 186 of the Companies Act, 2013

Details of the loans, guarantees and investments, as required under Section 186 of the Companies Act, 2013, are provided as part of the notes to the financial statements of the Company. During the financial year under review, the Company had invested Rs.18,90,00,000 (Rupees Eighteen Crore Ninety Lakh only) by subscribing to 1,89,00,000 equity shares of Rs.10 each in **Allana CF Foods Private Limited** (CIN: U56290PB2025PTC064144), a subsidiary in the nature of a joint venture. Consequent to the said investment, the Company holds 70% of the equity share capital of Allana CF Foods Private Limited.

After the closure of financial year, the company has made following investment

Name	Nature of Investment	Amount Invested and Shares subscribed	Percentage of Shareholding in Joint Venture
Allana CF Foods Private Limited (CIN: U56290PB2025PTC064144)	Subscription to Equity shares through right issue	Rs.18,90,00,000/- (Rupees Eighteen Crore Ninety Lakh Only) divided into 1,89,00,000 (One Crore Eighty-Nine Lakh) Equity Shares of Rs.10/- each.	70%

During the year under review, the Company provided a corporate guarantee on behalf of Allana CF Foods Private Limited, to secure the term loan proposed to be availed by the Subsidiary Company. The corporate guarantee of Rs.15,00,00,000/- (Rupees Fifteen Crore Only) has been issued for a period of 54 months. Further, the Company has also provided a corporate guarantee of Rs. 5,00,00,000/- (Five Crore Only), which shall be renewed annually, to secure the working capital facilities availed by the Joint Venture.

21. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The information pertaining to conservation of energy, technology absorption, foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **"Annexure C"**.

22. Particulars of contracts or arrangements with related parties

Pursuant to Section 188 of the Companies Act, 2013, all the related party transactions were conducted in the ordinary course of business and on an arm's length basis. There were no materially significant related party transactions that could have a potential conflict with the interests of the Company at large. The details of related party transactions, as per the applicable Accounting Standards, have been appropriately disclosed in the notes to the Audited standalone and Consolidated financial results forming part of this Annual Report.

Accordingly, the disclosure of particulars of contracts or arrangements with related parties in Form AOC2, as required under Section 134(3) of the Companies Act, 2013, is not applicable. However, in line with the requirements of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, applicable to the Company with effect from April 1, 2025, the Board of Directors of the Company had, at its meeting held on May 16, 2025, adopted the **Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions**. Subsequently, the Board updated the said Policy at its meeting held on August 6, 2025, in line with the applicable regulatory requirements. The updated Policy is available on the website of the Company at <https://www.cfpl.net.in/>.

23. Details of application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016

During the year under review, no application or proceeding has been pending under the Insolvency and Bankruptcy Code, 2016.

24. Details of difference between valuation amount on one time settlement and valuation while availing loan from bank and financial institutions

During the period under review, there was no instance of one-time settlement of loans/ financial assistance taken from Banks or Financial Institutions, hence the Company was not required to carry out valuation of its assets for the said purpose.

25. Corporate Social Responsibility

The Company remains fully committed to its Corporate Social Responsibility (CSR) and recognizes the importance of contributing towards the betterment of society. In alignment with the guidelines laid down under the Companies Act, 2013, the Company has adopted a proactive approach in integrating social, environmental, and ethical responsibilities into its business operations.

The Company's vision on CSR is to act as a responsible corporate citizen and make meaningful contributions toward building a healthier and more equitable society. The CSR initiatives of the Company are focused primarily on key areas such as education, healthcare, environmental sustainability, and other activities as prescribed under Schedule VII of the Companies Act, 2013.

During the financial year under review, the Company incurred CSR expenditure on the initiatives falling within the scope of activities specified in Schedule VII of the Companies Act, 2013. The detailed report on the CSR is herewith furnished in "**Annexure D**".

26. Obligation of Company under the sexual harassment of women at workplace [Prevention, Prohibition and Redressal] Act, 2013

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"), the Company has adopted a comprehensive internal policy to prevent and redress incidents of sexual harassment at the workplace.

This policy is applicable to all employees, irrespective of gender, designation, or employment status, and includes provisions for:

- Constitution of an Internal Complaints Committee (ICC) at each office/unit with ten or more employees, as mandated under Section 4 of the Act.
- A clearly defined grievance redressal mechanism, enabling aggrieved women to file complaints directly with the ICC.
- Provision for escalation to the Board of Directors or designated senior management, where appropriate.

Regular awareness and sensitization programs to foster a safe and inclusive work environment. The Management and Board of Directors together confirm a total number of complaints received and resolved during the year is as follows:

a.	No. of Complaints received	Nil
b.	No. of Complaints disposed	Nil
c.	No. of cases pending for a period exceeding 90 days	Nil

The policy on Prevention of Sexual Harassment as approved by the Board is available on the Company's website viz: <https://www.cfpl.net.in/>.

27. Particulars of Employees

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, disclosure pertaining to remuneration and other details are provided in "**Annexure-E**" which forms part to this Report.

28. Cost Records

During the year under review, the provisions relating to maintenance of cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, were not applicable to the Company. Accordingly, the Company was not required to maintain cost records or appoint a Cost Auditor.

29. Cost Audit

During the year under review, the provisions relating to Cost Audit as specified under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 were not applicable to the Company. Accordingly, the Company was not required to appoint a Cost Auditor.

30. Management Discussion and Analysis

In terms of Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, Management Disclosure and Analysis Report is attached separately which forms part of Annual report.

31. Statement of Compliance of Applicable Secretarial Standards

The Company has ensured compliance with the Secretarial Standard I & II with respect to Board Meetings and General Meetings, specified by the Institute of Company Secretaries of India constituted under Section 3 of the Company Secretaries Act, 1980, and as approved by the Central Government under Section 118(10) of the Companies Act, 2013.

32. Transfer of Amounts to Investor Education and Protection Fund

During the financial year, the Company had no funds lying unpaid or unclaimed which were required to be transferred to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder.

33. Directors' Responsibility Statement

Pursuant to sub-Section (5) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained/ received from the operating management, your Directors make the following statement and confirm that:

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

34. Annual Return

Pursuant to the provisions of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, a copy of Annual Return is available for inspection by the Members at the Registered office of the Company in the working hours and also on the website of the Company viz; <https://cfpl.net.in/>.

35. SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are centralized database of all complaints; online upload of Action Take 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 SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The Company has not received any complaint on the SCORES during financial year 2025-26.

36. Details of the Complaint Received/Solved/Pending During the year

Sr. No.	Complaints received from	Complaints received	Complaints resolved	Complaints pending
1	Directly received from investors	NIL	NIL	NIL
2	SEBI SCORES	NIL	NIL	NIL
3	Stock Exchange	NIL	NIL	NIL
4	Others sources (if any)	NIL	NIL	NIL
	Total	NIL	NIL	NIL

37. Vigil Mechanism

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards the Company encourages the employees to raise their genuine concerns without fear of criticism. Therefore, Company has Vigil Mechanism and has established necessary framework to protect genuine whistle blowers, employees, third parties from any unfair treatment. The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee. The same is hosted on the website of the Company viz. <https://www.cfpl.net.in/>.

During the year under review, the status of the concerns or complaints reported stands as follows: -

- | | | |
|----|--|-----|
| a. | No. of concerns or complaints outstanding as at April 1, 2025 | Nil |
| b. | No. of concerns or complaints received during the year | Nil |
| c. | No. of concerns or complaints resolved during the year | Nil |
| d. | No. of concerns or complaints outstanding as at March 31, 2026 | Nil |

38. Prohibition of Insider Trading:

The Company has adopted Code of Conduct to regulate, Monitor and Report Trading by Designated Persons & Code of Practices and Procedures for fair disclosure of UPSI, in line with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time. The Company Secretary is the Compliance Officer for monitoring adherence to the said regulations. The same is hosted on the website of the Company viz. <https://www.cfpl.net.in/>.

39. Statement of Compliance under Maternity Benefit Act, 1961

The Company is in full compliance with the provisions of the Maternity Benefit Act, 1961 and rules made thereunder. The company ensures that all eligible women employees are granted maternity benefits including paid leave, protection against dismissal during maternity, and a safe working environment as prescribed under the Act.

We further confirm that no woman employee is engaged in tasks that may be harmful during pregnancy, and the company is committed to upholding the rights and welfare of its women employees in accordance with the applicable laws.

40. Acknowledgement

The Board of Directors wishes to place on record its sincere appreciation for the continued support, guidance, and cooperation received from the Central and State Government authorities, regulatory bodies, and other statutory agencies. The Board also acknowledges with gratitude the support and trust extended by the Company's stakeholders—shareholders, customers, dealers, suppliers, vendors, bankers, business associates, and partners, whose confidence has been integral to the Company's performance and growth during the financial year under review. The Directors further express their deep appreciation for the dedication, commitment, and hard work of all employees across the organization. Their efforts have been crucial in navigating challenges and driving the Company's progress. The Board remains confident of the continued goodwill, support, and partnership of all stakeholders in the years to come.

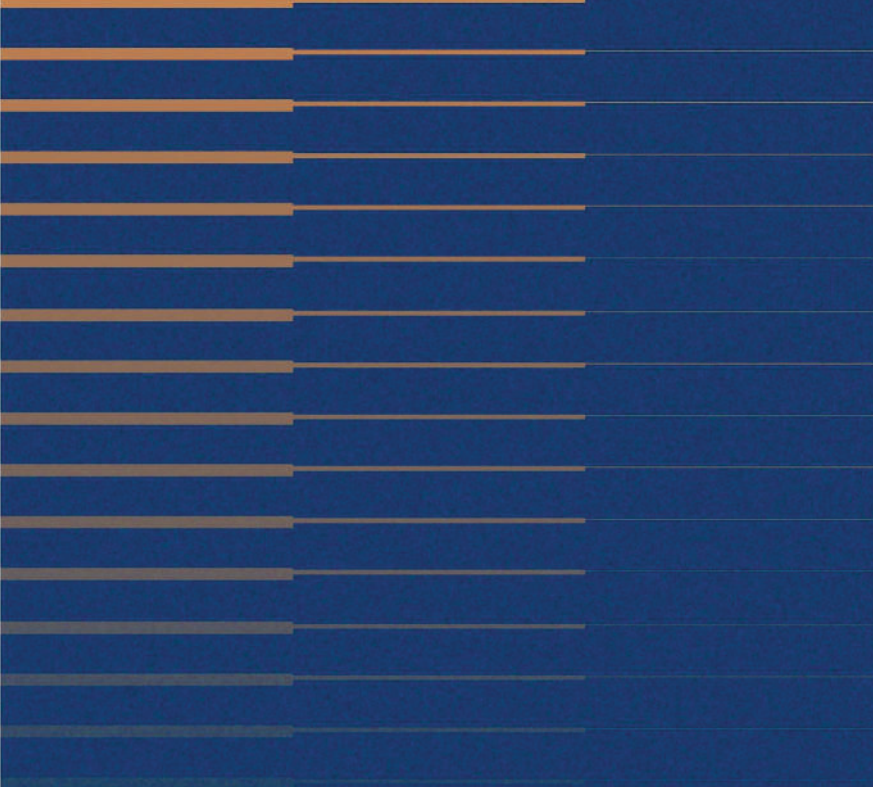
For and on behalf of CHATHA FOODS LIMITED

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143

Place: Mohali

Date: 25.08.2026



Annexures to the *Board's Report*

Annexures A to E, as annexed to and forming part of the Board's Report.

[ANNEXURE A]

Form AOC-1

[Pursuant to first proviso to sub-section [3] of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A-Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

(Amount in Lakhs)

S.no	Particulars	Allana CF Foods Pvt Ltd
1.	The date since when subsidiary was acquired	April 08, 2025
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	March 31, 2026
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Indian Rupee
4.	Share capital	2,700
5.	Reserves and surplus	[25.38]
6.	Total assets	4,663.79
7.	Total Liabilities	1,989.17
8.	Investments	-
9.	Turnover	-
10.	Profit/Loss before taxation	[25.38]
11.	Provision for taxation	-
12.	Profit after taxation	[25.38]
13.	Proposed Dividend	-
14.	Extent of shareholding (in percentage)	70%

Part B Associates and Joint Ventures

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

(Amount in Lakhs)

Name of Joint Ventures	-
1. Latest audited Balance Sheet Date	-
2. Date on which the Associate or Joint Venture was associated or acquired	-
3. Shares of Associate or Joint Ventures held by the company on the year end	
No	-
Amount of Investment in Associates or Joint Venture	-
Extent of Holding (in percentage)	-
4. Description of how there is significant influence	-
5. Reason why the associate/Joint venture is not consolidated.	-
6. Net worth attributable to shareholding as per latest audited Balance Sheet	-
7. Profit or Loss for the year	
i. Considered in Consolidation (₹ Lakhs)	-
ii. Not Considered in Consolidation (₹ Lakhs)	-

For and on behalf of the Board of Directors
Chatha Foods Limited

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143

Place: Mohali
Date: 20.05.2026

Sd/-
Priyanka Oberoi
Company Secretary

Sd/-
Vishal Singh Sirmauria
Chief Financial Officer

[Annexure B]

Form MR-3

SECRETARIAL AUDIT REPORT OF CHATHA FOODS LIMITED

For the financial year ended on March 31, 2026

[Pursuant to Section 204(l) of the Companies Act, 2013 and Rule No. 9 of the Companies

[Appointment and Remuneration of Managerial Personnel] Rules, 2014]

To,

The Members,

CHATHA FOODS LIMITED

272, Mota Singh Nagar, Jalandhar City,

Jalandhar - I, Punjab, India, 144001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CHATHA FOODS LIMITED** having **CINL15310PB1997PLC020578** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts, statutory compliances and expressing our opinion thereon. Based on my 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2026

- complied with the statutory provisions listed hereunder and
- proper Board-processes and compliance mechanism in place;

to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **CHATHA FOODS LIMITED** 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 thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, overseas Direct Investment and External Commercial Borrowings;
- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.,
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(The provisions of the said regulations are not applicable to the Listed Entity during the review period).**
 - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(The provisions of the said regulations are not applicable to the Listed Entity during the review period).**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(The provisions of the said regulations are not applicable to the Listed Entity during the review period).**
 - h. The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **(The provisions of the said regulations are not applicable to the Listed Entity during the review period).**
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - j. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - k. The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003;

vi. I relied on the representations made by the Company and its officers in respect of systems and mechanism formed/followed by the Company for the compliance of the following laws applicable specifically to the Company:

1. Food Safety and Standards Act, 2006
2. Food Safety and Standards Rules, 2011
3. The Food Safety and Standards (Packaging and Labelling) Regulations, 2011

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

- a. Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS2) issued by The Institute of Company Secretaries of India;
- b. The Listing Agreement(s) entered into by the Company with BSE Limited,

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. In terms of SEBI (Prohibition of Insider Trading) Regulations, 2015, it was observed that:-

During the period under review, certain contra trade transactions were identified

Appropriate action was initiated in accordance with the Company's Code of Conduct. In one instance, relaxation from the contra trade restriction was granted upon receipt and evaluation of the justification submitted by the designated person, in accordance with the applicable provisions of the Code of Conduct.

I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and
- a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that that during the audit period following event occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

2. Incorporation of Subsidiary Company

Allana CF Foods Private Limited is a Joint Venture Subsidiary of the Company and is engaged in the business of manufacturing/processing of ready-to-cook and ready-to-eat Meat products (RTC/RTE Meat Products) and ready-to-cook and ready-to-eat chicken products (RTC/RTE Chicken Products) and It was incorporated in April 2025. The Company holds 70% equity shares in the Joint Venture Company and the remaining 30% equity shares are held by Frigorifico Allana Private Limited. During the period under review, the company has also invested Rs. 18.83 Crores in the paid up equity of the Joint Venture Subsidiary through right issue. The total investment of the company in the Joint Venture Subsidiary stood at Rs. 18.90 Crores as on 31st March 2026.

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

For Jaspreet Dhawan & Associates
Company Secretaries

Sd/-
Jaspreet Singh Dhawan
M. No. 9372
CP.NO: 8545
PR No. 7926/2026
(UDIN: F009372H001149720)

Place: Mohali
Date: 19.08.2026

'Annexure-I'

To,

The Members,

CHATHA FOODS LIMITED

272, MOTA SINGH NAGAR, Jalandhar City,

Jalandhar - I, Punjab, India, 144001

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. My audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, I have not checked the practical aspects relating to the same;
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events, etc.
6. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
7. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices;
8. 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 Jaspreet Dhawan & Associates Company Secretaries
Sd/

Jaspreet Singh Dhawan

M. No. 9372

Date: 19.08.2026

CP.NO: 8545

Place: Mohali

PR No. 7926/2026

[UDIN: F009372H001149720]

ADDENDUM TO SECRETARIAL AUDIT REPORT OF CHATHA FOODS LIMITED FOR THE YEAR ENDED MARCH 31, 2026 ADDRESSING THE OBSERVATIONS MADE BY THE SECRETARIAL AUDITOR THEREUNDER

THIS ADDENDUM IS BEING ISSUED TO PROVIDE MANAGEMENT'S CLARIFICATION AND RESPONSE TO THE OBSERVATIONS MADE BY THE SECRETARIAL AUDITOR IN THEIR REPORT, AND TO OUTLINE CORRECTIVE ACTIONS TAKEN OR PROPOSED TO BE TAKEN

Ref No.	SECRETARIAL AUDITOR'S OBSERVATIONS	COMPANY'S REPLY
1. (a)	In terms of SEBI (Prohibition of Insider Trading) Regulations, 2015, it was observed that:- certain contra trade transactions were identified. Appropriate action was initiated in accordance with the Company's Code of Conduct. In one instance, relaxation from the contra trade restriction was granted upon receipt and evaluation of the justification submitted by the designated person, in accordance with the applicable provisions of the Code of Conduct.	The Compliance Officer has taken note of the observation. The contra trade transactions identified were duly reviewed and reported, and appropriate action was taken in accordance with the Code of Conduct. The Designated Persons were also sensitised on the applicable provisions relating to contra trades. In one instance, relaxation was granted after due consideration of the justification submitted by the concerned Designated Person, in accordance with the Code of Conduct.

For and on behalf of the Board of Directors Chatha Foods Limited

Place: Mohali
Date: 25.08.2026

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143

[ANNEXURE C]

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

Particulars	Remarks
A) CONSERVATION OF ENERGY: › the steps taken or impact on conservation of energy;	The Company continues to take appropriate measures for the conservation and efficient utilization of energy across its operations. Various initiatives have been undertaken to monitor and optimize energy consumption, including the prudent use of electricity in offices and operational units, regular maintenance of equipment, and promoting energy-efficient practices among employees.
› the steps taken by the company for utilizing alternate sources of energy; › the Capital investment on energy conservation equipment's.	Your Company continues to take due care to ensure the optimum utilization of energy across its operations. Various initiatives have been undertaken to monitor and reduce energy consumption, promote energy efficiency, and adopt sustainable practices wherever feasible. No capital investment on energy conservation equipment made during the financial year.
B) TECHNOLOGY ABSORPTION:	The products of your company are developed using internal know-how; no outside technology is used for operational tasks. As a result, technological immersion is not necessary. This strategy ensures that all products are developed in accordance with our specific standards and gives your company total control over the production process. By continuously innovating and adapting to shifting customer demands, your Company can maintain a competitive edge in the market by relying on internal know-how.
› the efforts made towards technology absorption;	
› the benefits derived like product improvement, cost reduction, product development or import substitution;	
› 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;	
(b) the year of import;	
(c) whether the technology been fully absorbed;	
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; Not applicable since 5 years period is over	
› the expenditure incurred on Research and Development	Your Company has not incurred any expenditure on Research and Development for the Financial year 2025-26
C) FOREIGN EXCHANGE EARNINGS AND OUTGO: › The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows	Foreign Exchange Earnings (In Lakhs): For FY 2025-26: NIL For FY 2024-25: NIL

	Foreign Exchange Outgo (In Lakhs): For FY 2025-26: NIL For FY 2024-25: NIL
--	---

For and on behalf of the Board of Directors Chatha Foods Limited

Place: Mohali
Date: 25.08.2026

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143

[ANNEXURE D]

1. Brief outline on CSR Policy of the Company.

Pursuant to Section 135 of the Companies Act, 2013 and Rules framed thereunder, the Company has formulated a Corporate Social Responsibility (CSR) Policy. The CSR Policy relates to the activities to be undertaken by the Company as specified in Schedule VII of the Act and the expenditure thereon and focuses on Eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects, programs relating to water conservation and maintaining quality of soil, air and water.

2. Composition of CSR Committee:

As per section 135(9) read with The Companies (Corporate Social Responsibility Policy) Rules, 2014, "CSR Rules", the requirement for constitution of the Corporate Social Responsibility Committee is not be applicable and the functions of such Committee is discharged by the Board of Directors of the company.

3. Provide the web-link(s) where the CSR Policy are disclosed on the website of the company: <https://www.cfpl.net.in/>

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.: Not applicable

5. (a) Average net profit of the company as per section 135(5).

Year	Profit / Loss (-) (Amount in Lakhs.)
2022-2023	364.62
2023-2024	855.87
2024-2025	830.95
Total	2051.44
Average Net Profits	683.81

(b). Two percent of average net profit of the company as per section 135(5): Rs. 13,68,000

(c). Surplus arising out of the CSR projects or programs or activities of the previous financial years: NIL

(d). Amount required to be set off for the financial year, if any: NIL

(e). Total CSR obligation for the financial year (b + c - d): Rs. 13,68,000

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than ongoing Projects): Rs.13,75,000/-

(b) Amount spent in Administrative Overheads: NIL

(c) Amount spent on Impact Assessment, if applicable: NIL

(d) Total amount spent for the Financial Year (a+b+c): Rs.13,75,000/-

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub- section (5) of section 135.		
	Amount	Date of Transfer	Name of the Fund	Amount	Date Of Transfer
13,75,000	NIL	NA	NA	NIL	NA

(f) Excess amount for set off, if any

S. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	13,68,000
(ii)	Total amount spent for the Financial Year	13,75,000
(iii)	Excess amount spent for the financial year [(iii)-(i)]	7,000
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years[(iii)-(iv)]	7,000

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(5), if any.		Amount remaining to be spent in succeeding financial years. (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of transfer		
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created/acquired:

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration	Name	Registered Address
					Number, if applicable		

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries).

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135. **NA**

For and on behalf of the Board of Directors Chatha Foods Limited

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143

Place: Mohali
Date: 25.08.2026

[ANNEXURE E]
EMPLOYEES DETAILS

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) & 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are mentioned below:

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel Rules, 2014

Remuneration of each Director and Key Managerial Personnel (KMP) along with particulars of increase in remuneration during the financial year, Ratio of remuneration of Directors to the Median Remuneration of employees.

S. No.	Name of Director / Key Managerial Personnel	Designation	Remuneration (INR) 2025- 26	Remuneration (INR) 2024- 25	% Increase in Remuneration in the year 2024-25	Ratio of Remuneration of each Director to Median remuneration of employee
1.	Paramjit Singh Chatha	Managing Director	84,00,000	60,00,000	40.00%	19.89
2.	Gurpreet Chatha	Whole-time director	48,00,000	14,40,000	233.33%	11.37
3.	Gurcharan Singh Gosal	Whole-time director	24,00,000	9,66,600	148.29%	5.68
4.	Vishal Singh Sirmauria	Chief Financial Officer	18,01,200	13,23,000	36.14%	4.26
5.	Priyanka Oberoi	Company Secretary and Compliance Officer	13,15,200	11,43,000	15.06%	3.11

Note:

The median remuneration of the Company for its employees is INR 35,178 per month for the financial year 2025-26. The remuneration of employees exclusive of workers is taken into consideration for the purposes of determining median remuneration of the Company.

The Percentage increase in median remuneration of employees in the Financial Year: 15.82 %

Number of permanent employees on the roll of the Company: 138 (As on March 31, 2026).

Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2025-26 was 83.04 % whereas the increase in the remuneration of managerial personnel was 85.56 %. The annual increment in remuneration is as per the terms of appointment and is in conformity with the remuneration policy of the company.

We, hereby affirm that pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the remuneration paid to the Directors, Key Managerial Personnel is as per the remuneration policy of the Company.

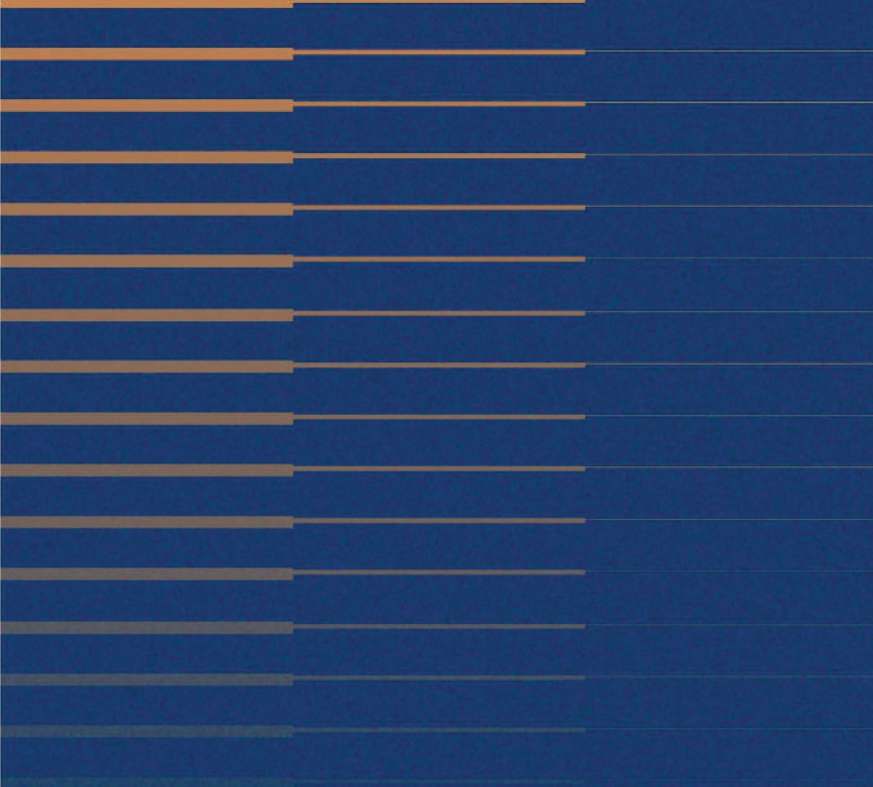
S. No.	Name of Employee	Designation	Salary (per month)	Nature of Employment	Qualification	Age	Experience (in years)	Date of joining	Last Employment	Relative of any Director/Manager
			(In Rs.)							
1.	Paramjit Singh Chatha	Managing Director	7,00,00 0	Permanent	Higher Secondary	58	29	08/10/1997	-	No
2.	Shivani Sharma	Chief Marketing Officer	6,22,50 0	Permanent	Masters in Public Administration	46	22	20/11/2025	Independent Marketing Consultant	No
3.	Gurpreet Chatha	Wholetime Director	4,00,00 0	Permanent	Higher Secondary	46	22	30/08/2004	-	No
4.	Kulbeer Walia	Chief Accounts Officer	2,90,60 0	Permanent	B. Com. CA Inter	59	28	01/04/1998	-	No
5.	Mohmad Afzal Ismail Kazi	Engineering Manager	2,84,61 3	Permanent	B.Eng., MBA	39	16	18/03/2025	CGS Group	No
6.	June Odelia Swer	Plant & Quality Head	2,79,50 0	Permanent	M.Sc. Food Tech	49	21	13/05/2006	Mansan Fruit Products	No
7.	Sandeep Bhardwaj	General Manager	2,56,50 0	Permanent	Graduate	55	33	17/05/2004	Renaissance Distilleries & Breweries Ltd.	No
8.	Rajiv Angrish	National Sales Head (HORECA)	2,36,75 0	Permanent	MBA	49	23	02/12/2025	Hippostores Platforms Pvt Ltd	No
9.	Prashant Verma	National Sales Head	2,15,30 0	Permanent	MBA	48	25	03/07/2015	Zydus Wellness Ltd	No
10.	Rachna Singh Chaudhary	Chief Human Resource Officer	2,11,50 0	Permanent	MBA	45	26	22/12/2025	Theon Pharmaceuticals Ltd	No

For and on behalf of the Board of Directors Chatha Foods Limited

Place: Mohali
Date: 25.08.2026

Sd/-
Paramjit Singh Chatha
Managing Director
DIN: 01154225

Sd/-
Gurpreet Chatha
Whole Time Director
DIN: 01389143



Management Discussion and *Analysis*

Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure and Developments Overview

India's food processing industry is at an inflection point, driven by favourable demographics, rapid urbanisation, rising disposable incomes and evolving consumer lifestyles. Increasing workforce participation, changing household structures and growing preference for convenience-oriented food choices are reshaping consumption patterns, creating sustained demand for safe, hygienic and value-added food products. As consumer expectations continue to evolve, organised food manufacturers are increasingly becoming integral to India's modern food ecosystem.

The organised food service sector has emerged as one of the strongest growth engines for the food processing industry. Expansion of Quick Service Restaurants (QSRs), cafés, cloud kitchens, institutional catering and organised restaurant chains, supported by the rapid adoption of food delivery and quick-commerce platforms, is transforming the way food is produced, distributed and consumed. Industry estimates project the Indian Food Service market to grow from approximately **US\$56 billion in 2025 to over US\$138 billion by 2034**, reflecting a CAGR of around **10%**. This growth is expected to be supported by rising discretionary spending, increasing urbanisation, expanding tourism and continued formalisation of the restaurant industry. As organised food service operators continue to expand across the country, the need for manufacturing partners capable of delivering consistent quality, food safety, product innovation and reliable nationwide supply is expected to grow significantly.

The frozen food category continues to be one of the fastest-growing segments within the organised food industry. According to industry estimates, the Indian Frozen Foods market is expected to expand from approximately **21,659 crore in 2025 to over 64,364 crore by 2034**, registering a CAGR of approximately **12.9%**. Simultaneously, Ready-to-Eat (RTE) and Ready-to-Cook (RTC) products are witnessing increasing consumer acceptance as convenience, changing lifestyles and improved cold-chain infrastructure continue to accelerate category growth. Organised retail, modern trade, quick-commerce and digital commerce are further expanding accessibility of these products across metropolitan as well as Tier-II and Tier-III cities.

Another significant structural trend shaping the industry is the growing focus on protein-rich diets. Increasing health awareness, changing dietary preferences and rising consumption of poultry-based products are driving demand for value-added protein foods across both retail and food service channels. As consumers increasingly seek products that combine nutrition, convenience and quality, manufacturers with strong product development capabilities, robust food safety systems and scalable manufacturing infrastructure are expected to benefit from sustained long-term demand.

The industry is also witnessing a gradual transition from fragmented and unorganised supply chains towards organised manufacturing. Food safety regulations, traceability requirements, customer audits and standardisation have become increasingly important for national restaurant chains and institutional customers. Consequently, supplier selection today extends well beyond pricing and product availability. Manufacturing capability, operational excellence, innovation, quality assurance, regulatory compliance and supply reliability have emerged as critical differentiators for organised food manufacturers.

Collectively, these structural shifts are expanding the addressable market for organised food manufacturers and creating a favourable long-term operating environment. Companies that have invested in scalable manufacturing infrastructure, food safety systems, product innovation and long-term customer relationships are expected to be better positioned to participate in the next phase of industry growth.

Recognising these trends early, Chatha Foods has, over the past several years, pursued a disciplined strategy of investing in manufacturing capabilities, technology, product development and customer partnerships. With the Company's expanded manufacturing platform now substantially in place, its strategic focus is progressively shifting from capacity creation to commercial scale-up, capacity utilisation and sustainable value creation. The Company believes this positions it favourably to capitalise on the long-term growth opportunities emerging across India's organised food service and value-added food ecosystem.

Global Outlook

The global food processing industry showed resilience in FY2025–26 despite geopolitical conflicts, inflation, and supply chain volatility, with manufacturers adopting agile models to manage costs and inputs. Long-term growth remains strong, driven by urbanisation, lifestyle changes, and rising demand for processed, frozen, RTE, and RTC foods that offer convenience, nutrition, and safety. Investments in automation, digital supply chains, cold-chain infrastructure, and product innovation are enhancing productivity and market access through modern retail, e-commerce, and quick-commerce. A global shift toward healthier, protein-rich diets is creating sustained opportunities in poultry and other protein-based foods, reinforcing the need for scalable, quality-driven, and innovative platforms. In India, similar trends—formalisation, organised food service expansion, and rising demand for value-added products—are opening significant long-term opportunities for organised manufacturers.

The increasing focus on protein-rich diets and growing consumption of value-added poultry products presents an additional opportunity for the Company. Its established capabilities in developing customised food solutions for organised food service customers provide a platform to participate in this growing segment. Further, increasing global demand for processed and convenience foods creates opportunities to expand exports, diversify revenue streams and improve utilisation of the Company's manufacturing infrastructure.

Strategic Outlook

Chatha Foods Limited remains well-positioned to capitalize on the growing demand for frozen, ready-to-eat (RTE), and ready-to-cook (RTC) food products in domestic markets. The Company's long-standing relationships with leading Quick Service Restaurant (QSR) brands, diversified product portfolio, robust manufacturing capabilities, and reputation as a trusted food solutions partner provide a strong foundation for sustained growth.

The Company is strategically positioned to benefit from favourable industry trends through capacity expansion, product innovation, and deeper penetration across existing and new customer segments. The commissioning of Unit-II (Vegetarian) at Mohali and the Allana Joint Venture facility at Aurangabad is expected to significantly enhance manufacturing capabilities and support the next phase of growth. With total **Operational capacity expected to increase from 7,800 MT for the FY 2026 to approximately 30,800 MT by the FY 2028**, the Company is well placed to achieve meaningful scale, improve capacity utilization, and unlock operating leverage, thereby supporting long-term margin expansion.

As part of its growth strategy, the Company is focused on broadening its product portfolio beyond its traditional strengths. While non-vegetarian products continue to constitute a significant share of revenues, Chatha Foods aims to expand its presence in vegetarian products, ready-to-eat offerings, snacks, gravies, flatbreads, tortillas, and other value-added food categories to cater to evolving consumer preferences and diversify its revenue streams.

The Company also intends to strengthen its export footprint and capitalize on opportunities arising from increasing global demand for processed and frozen food products. Expansion into international markets is expected to enhance revenue diversification and create additional avenues for long-term growth.

Further, the Company's continued emphasis on research and development, product innovation, quality assurance, food safety certifications, and automation are expected to reinforce its competitive positioning. Its proven ability to develop customized food solutions for leading QSR chains and institutional customers remains a key differentiator and supports long-term customer relationships.

While geopolitical uncertainties, commodity price volatility, inflationary pressures, and supply-chain disruptions may present short-term challenges, the Company believes that its strong customer franchise, expanded manufacturing footprint, diversified growth initiatives, and focus on operational excellence position it well to deliver sustainable growth and create long-term value for all stakeholders.

Opportunities

The Indian food processing industry continues to present significant opportunities, supported by rapid urbanisation, rising disposable incomes, changing consumer lifestyles and increasing preference for convenient, hygienic and value-added food products. The growing acceptance of frozen, Ready-to-Eat (RTE) and Ready-to-Cook (RTC) products, particularly among younger consumers and working professionals, is expected to support sustained demand. The expansion of Quick Service Restaurants (QSRs), institutional food service, cafés, cloud kitchens, organised retail, e-commerce and quick-commerce is further widening the addressable market for organised food manufacturers.

The Company's expanded manufacturing platform provides an opportunity to support higher production volumes, improve capacity utilisation and achieve better operating leverage. With the substantial completion of Unit II (Vegetarian) at Mohali and the Joint Venture manufacturing facility at Aurangabad, the Company has significantly enhanced its manufacturing capabilities. The increased capacity provides headroom to service existing customer programmes, onboard new customers, diversify into additional product categories and support future domestic and international expansion. There is also considerable scope for product diversification. The Company can leverage its existing manufacturing capabilities, customer relationships and product development expertise to expand further into vegetarian, plant-based, RTE, RTC, snacks, gravies, flatbreads, tortillas and other value-added food categories. Such diversification can help address evolving consumer preferences, increase wallet share from existing customers and reduce dependence on any single product category.

Structural shifts such as rising protein-rich diets, growing poultry consumption, and stricter food safety and traceability requirements are reshaping the industry, favouring organised manufacturers with scalable infrastructure, innovation, and compliance capabilities. These trends expand the addressable market and create a favourable long-term environment for players with strong customer relationships and operational excellence. Recognising this, Chatha Foods has invested in manufacturing, technology, product development, and partnerships, and with its expanded platform now in place, the company is shifting focus toward commercial scale-up, capacity utilisation, and sustainable value creation to capture emerging opportunities in India's organised food ecosystem.

The Company also sees opportunities through greater penetration into Tier-II and Tier-III markets and through retail, digital distribution, cloud kitchens and quick-commerce channels. Increasing cold-chain infrastructure and wider consumer acceptance of frozen and convenience foods are expected to improve accessibility beyond major metropolitan markets. Together with continued investments in product innovation, automation, quality systems and supply-chain efficiency, these developments provide a favourable platform for sustainable long-term growth.

Threats

The Company operates in an industry that is subject to intense competition from both domestic and international players. Increasing competition in the frozen, RTE and convenience food segments may result in pricing pressure, higher customer acquisition costs and the need for continuous investment in product innovation, quality, technology and customer service. The Company may therefore need to continuously strengthen its competitive proposition while maintaining product quality and operating efficiency.

Inflationary pressures and changes in consumer spending patterns may also affect demand, particularly where consumers become more price-sensitive. In addition, fluctuations in the prices of meat, poultry, vegetables, edible oils, packaging materials, energy and transportation may adversely impact margins if increased costs cannot be adequately recovered through pricing or operating efficiencies.

The Company's business is also dependent on the availability and reliability of cold-chain infrastructure. Any disruption in refrigerated storage, transportation, power supply or logistics could affect product quality, increase wastage or result in additional operating costs. Rising electricity and fuel prices may further increase the cost of maintaining temperature-controlled operations and transportation.

Changes in regulatory requirements relating to food safety, quality, labelling, traceability and other applicable standards may require additional investments and operational adjustments. As the Company expands its customer base, product portfolio and geographical presence, maintaining consistent quality and compliance across manufacturing and supply-chain operations will remain critical.

Risks and Concerns

The Company's performance remains exposed to fluctuations in the prices and availability of key raw materials, including meat, poultry, vegetables, edible oils and other food ingredients, as well as packaging materials. Any significant increase in input costs, supply shortages or procurement disruptions could adversely affect production costs and operating margins. The Company seeks to mitigate these risks through supplier diversification, procurement planning, inventory management and continuous monitoring of market conditions.

Customer concentration and pricing pressure remain areas requiring continued management attention. The Company's B2B business is substantially linked to organised food service and QSR customers, and any reduction in demand, loss of a significant customer, changes in customer procurement strategies or increased pricing pressure could affect revenue and profitability. Management is therefore focused on broadening the customer base across QSRs, institutional customers, retail, cloud kitchens, quick-commerce and export markets.

The Company has significantly expanded its manufacturing capacity, and the ability to translate this increased capacity into profitable growth will depend on successful commercial scale-up and improvement in capacity utilisation. Lower-than-expected utilisation could result in under-absorption of fixed costs and affect returns on the capital invested. Accordingly, increasing production volumes, onboarding new customers and improving asset productivity remain key management priorities.

Food safety and quality represent critical operational risks for the Company. Any failure to maintain prescribed quality standards, food safety systems, traceability requirements or applicable certifications could adversely affect customer relationships, business continuity and the Company's reputation. The Company continues to maintain quality-control systems, process monitoring, audits and applicable certifications to manage these risks.

Overall, management remains focused on prudent cost management, customer diversification, operational excellence, disciplined capital allocation and strengthening supply-chain resilience. The objective is to manage these risks while ensuring that the Company's expanded manufacturing capabilities are translated into sustainable revenue growth, improved profitability and long-term value creation.

Operational Drivers of Financial Performance

FY2025–26 marked an important transition in the Company's growth journey. While the year reflected continued business growth and improved operating performance, it also represented the culmination of a multi-year investment programme undertaken to strengthen the Company's manufacturing capabilities. The financial performance for the year should therefore be viewed in the context of a business that has substantially completed a significant phase of capacity creation and is now entering the next phase focused on commercial scale-up, asset utilisation and improving returns on capital employed.

Revenue Performance

Revenue from Operations increased to **165.8 crore** during FY2025–26 from **157.2 crore** in the previous year, reflecting continued demand from organised food service customers, expansion of existing customer programmes and contribution from new business opportunities.

The Company's diversified customer base, focus on value-added food products and long-standing customer relationships continued to provide resilience despite a challenging operating environment characterised by commodity price volatility and inflationary pressures.

Profitability

Gross Profit increased to **46.1 crore**, with Gross Margin improving to **27.8%** compared with **26.2%** in the previous year. The improvement was driven by a favourable product mix, procurement efficiencies, manufacturing improvements and continued focus on higher value-added product categories.

EBITDA increased to **12.7 crore**, resulting in an EBITDA Margin of **7.6%**, compared with **7.2%** in FY2024–25. The improvement reflects disciplined cost management, operational efficiencies and the Company's continued focus on manufacturing excellence despite inflationary pressures affecting several input categories.

Profit After Tax improved to **6.7 crore**, demonstrating the Company's ability to sustain earnings growth while simultaneously executing one of the largest investment programmes in its history.

Capital Investment

FY2025–26 represented the final phase of a multi-year capital investment programme aimed at strengthening the Company's long-term manufacturing capabilities.

The investments undertaken over recent years have expanded production infrastructure, strengthened food safety systems, enhanced automation and significantly increased manufacturing capacity. While a substantial portion of these investments remained classified as Capital Work-in-Progress as at 31 March 2026 due to the stage of commissioning, the expanded facilities have since been substantially completed. With the investment cycle largely complete, management's focus is progressively shifting from capital deployment towards improving utilisation of the expanded asset base and enhancing returns on the capital invested.

Working Capital & Cash Management

The Company continued to maintain a disciplined approach towards working capital management through effective inventory planning, prudent receivables management and balanced supplier relationships. Efficient working capital management remains an important component of the Company's financial strategy, supporting liquidity, operational flexibility and future growth.

Management continues to focus on improving cash generation and capital productivity as production volumes increase across the expanded manufacturing infrastructure.

Outlook for Financial Performance

FY2025–26 represents a defining transition in Chatha Foods' growth journey. With the successful completion of a significant phase of strategic investments, the Company has established a stronger manufacturing and operating platform to support its long-term growth ambitions. Going forward, management's priorities are centred on disciplined execution, improving asset productivity, strengthening profitability and delivering sustainable returns on the capital invested. The Company remains committed to prudent financial management, operational excellence and creating long-term value for all its stakeholders, demonstrating the Company's ability to translate operational improvements into bottom-line growth despite continued investments in capacity expansion and business development.

During the year, the Company continued to strengthen its manufacturing infrastructure through the commissioning and ramp-up of Unit II [Vegetarian] at Mohali, Punjab, along with the establishment of a strategic joint venture manufacturing facility at Aurangabad. These initiatives are expected to significantly enhance the Company's production capabilities and operational capacity. The capacity expansion is expected to support future volume growth, improve operating leverage, strengthen the Company's ability to service existing and new customers, and create a robust platform for domestic as well as export market expansion.

The Company continued to benefit from its long-standing relationships with leading QSR brands and institutional customers, serving more than 5,000 outlets through a portfolio of over 183 products. The non-vegetarian segment remained the primary revenue contributor, accounting for approximately 96% of revenue during the year.

The management believes that the combination of expanded manufacturing capacity, improving capacity utilization, growing customer relationships, product diversification initiatives, and planned export market penetration will continue to support revenue growth, margin expansion, and enhanced profitability in the coming years.

Internal Control Systems and its Adequacy

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its business operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, compliance with policies, procedures, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

The Audit Committee evaluates the efficiency and adequacy of financial control system in the Company, its compliance with operating systems, accounting procedures, and strives to maintain the standards in Internal Financial Control.

Human Resources The Company recognizes its human capital as a critical driver of sustainable growth and operational excellence. During the year, the Company continued to strengthen its organizational capabilities by augmenting its workforce across manufacturing, quality assurance, research & development, supply chain, engineering, and support functions to support its ongoing capacity expansion and future growth plans under Vision 28.

As part of its commitment to building a future-ready organization, the Company appointed a **Chief Human Resources Officer (CHRO)** during the year to further strengthen its people strategy, leadership development, talent acquisition, employee engagement, and organizational effectiveness initiatives. The appointment is aligned with the Company's long-term growth aspirations and reflects its increasing focus on developing a high-performance and people-centric culture.

The Company remains focused on attracting, developing, and retaining skilled talent through structured training programmes, leadership development initiatives, and employee engagement activities aimed at enhancing productivity, quality, and operational efficiency. Continuous efforts were undertaken to build technical competencies and reinforce a culture of food safety, quality, innovation, and customer centricity across the organization.

The Company maintained constructive engagement with employees and workers, ensuring a positive work environment and uninterrupted operations. No material industrial disputes or labour-related disruptions were reported during the year.

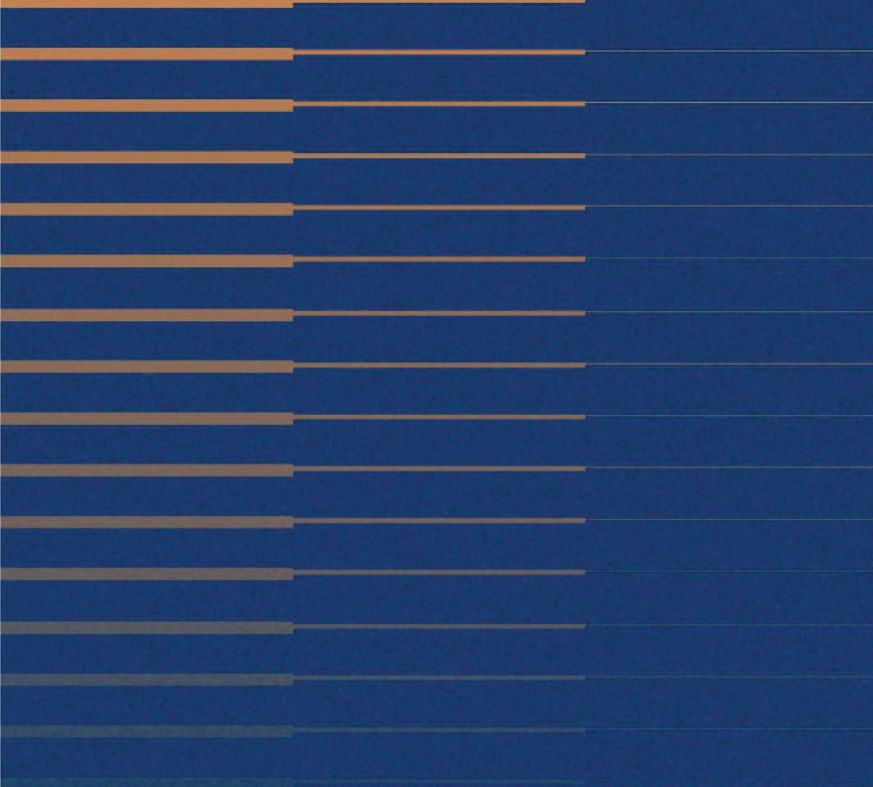
With the commissioning and ramp-up of additional manufacturing capacities, the Company continues to strengthen its workforce to support growing production volumes and evolving operational requirements. As on March 31, 2026, the Company had **138 employees and 237 workers** on its rolls, compared to **110 employees and 330 workers** as on March 31, 2025. The workforce composition

reflects the Company's ongoing efforts to optimize manpower deployment, enhance operational efficiency, and align human capital resources with its growth and expansion objectives.

Net worth of the Company The Company's net worth stood at **89.24 Crore** as on March 31, 2026, as compared to **82.54 Crore** as on March 31, 2025, registering an increase of **6.7 Crore**, or **8.11%**, during the year. The growth in net worth was primarily driven by the retention of profits and the strengthening of the Company's overall financial position, reflecting its continued focus on sustainable growth and value creation for stakeholders.

Financial Ratio Variation

S No.	Ratio	As on March 31, 2026	As on March 31, 2025	% Change
1.	Current Ratio	1.34	2.44	-45.13%
2.	Debt-Equity Ratio	0.29	0.14	103.34%
3.	Debt service coverage ratio	6.38	7.08	-9.87%
4.	Return on equity ratio	7.79	8.64	-9.78%
5.	Inventory turnover ratio	12.02	12.33	-2.52%
6.	Trade receivables turnover ratio	7.46	9.22	-19.07%
7.	Trade payables turnover ratio	10.72	10.94	-1.95%
8.	Net Capital Turnover Ration	15.65	4.58	241.92%
9.	Net profit ratio	4.04	3.86	4.71%
10.	0. Return on capital employed	8.49	9.89	-14.20%



Independent Auditor's *Report*

On the Standalone Financial Statements for the year ended
March 31, 2026.

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INDEPENDENT AUDITOR'S REPORT

To
The Members of
Chatha Foods Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of Chatha Foods Limited ("the Company"), which comprise the balance sheet as at 31st March 2026, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the standalone financial statements, including 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 standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S.No.	Key Audit Matter	Auditor's Response
1.	Revenue Recognition: Revenue is one of the key profit drivers. Cut-off is the key assertion insofar as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year	Our audit procedures with regard to revenue recognition included testing controls, around dispatches / deliveries, inventory reconciliations and substantive testing for cut-offs and analytical review procedures.

Information other than the Financial Statements and Auditor's Report thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact, since these reports are expected to be made available to us after the date of this audit report hence currently, we have nothing to report in this regard.

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

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

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a

going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors 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 standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal 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 sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure 1** statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to adequacy of Internal Financial Controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure II**. Our report expresses an Unmodified Opinion on the adequacy and operating effectiveness of the company internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No. 38 to the financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. (Refer Note No. 39 k)

b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. (Refer Note No. 39 k)

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

v. The company has not paid any dividend during the year hence the reporting under this clause is not applicable.

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

For A Bafna & Co
Chartered Accountants
FRN : 003660C

Sd/
[Vivek Gupta]
Partner
M.No. 400543
UDIN:- 26400543CEDCMA5936

Date: 20th May 2026
Place: Mohali

Annexure I to Independent Auditor's Report

Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirement' section of our report to the Members of Chatha Foods Limited of even date for the year ended 31st March 2026.

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

1.

In respect of the Company's Property, Plant and Equipment and Intangible Assets:

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

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

b) The Company has a program of physical verification of Property, Plant and Equipment so to cover all the assets every year. Pursuant to the program, Property, Plant and Equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c) Based on our examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that the title of all the immovable properties (Other than properties where the company is a lessee & the lease agreement is duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company as at the balance sheet date.

d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 [as amended in 2016] and rules made thereunder

2.

a) The inventory has been physically verified during the year by the management. In our opinion, the frequency together with coverage & procedure of verification are reasonable, further the management has not found discrepancies of more than 10% or more in the aggregate for each class of inventory.

b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets we have broadly reviewed the quarterly return / statement filed by the company with such bank and the books of account of the company and no material discrepancies were observed.

3.

a) The Company has not made investment in any other company during the year and has not provided or stood guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or any other parties except

Party Name	Nature of Transaction	Amount (Rs. In Lakhs)
Allana CF Foods Private Limited (Subsidiary in which 70% stake is held)	Investment	1890.00
	Corporate Guarantee	2000.00

b) In our opinion, the investments made and the terms and conditions of the grant of loans, Guarantee given during the year, prima facie, not prejudicial to the Company's interest.

4.

In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and securities.

5.

In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 [as amended]. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

6.

The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.

7.

In respect of statutory dues:

a) In our opinion, the Company has been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they become payable except penalty and damages on delayed of PF of Rs 0.24 Lakhs

b) There are no statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of dispute

8.

There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 [43 of 1961].

9.

a) According to the records of the company examined by us and as per 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 financial institution or banks or lender.

b) According to the records of the company examined by us and as per the information and explanations given to us, The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c) According to the records of the company examined by us and as per the information and explanations given to us, term loans availed by the company have been used for the purpose for which they were raised.

d) According to the records of the company examined by us and as per the information and explanations given to us, on an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

e) According to the records of the company examined by us and as per the information and explanations given to us, 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 or associate companies.

f) According to the records of the company examined by us and as per the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence, the requirement to report on clause (ix) (f) of the Order is not applicable to the Company.

10.

a) The Company has not raised money(s) by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

11.

a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.

b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

12

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

13

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 financial statements as required by the applicable accounting standards.

14

a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports of the company issued till date, for the period under audit.

15

According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

16

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.

17

The Company has not incurred cash losses during the financial year & the immediately preceding year covered by our audit.

18

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

19

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.

20

According to the information and explanations given to us and based on our examination of the records of the company, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII to the companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act – Refer Note 46 of the Financial Statement.

21

There are no qualifications or adverse remarks in CARO report of subsidiary included in the Consolidated Financial Statements.

For A Bafna & Co

Chartered Accountants

FRN: 003660C

Sd/

[Vivek Gupta]

Partner

M.No. 400543

UDIN:- 26400543CEDCMA5936

Date: 20th May 2026

Place: Mohali

Annexure II To The Independent Auditor's Report

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 **Chatha Foods Limited** ("the Company") as at **31st March 2026** in conjunction with our audit of the standalone financial statements of the Company for the year ended and as on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, and the Guidance Note, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

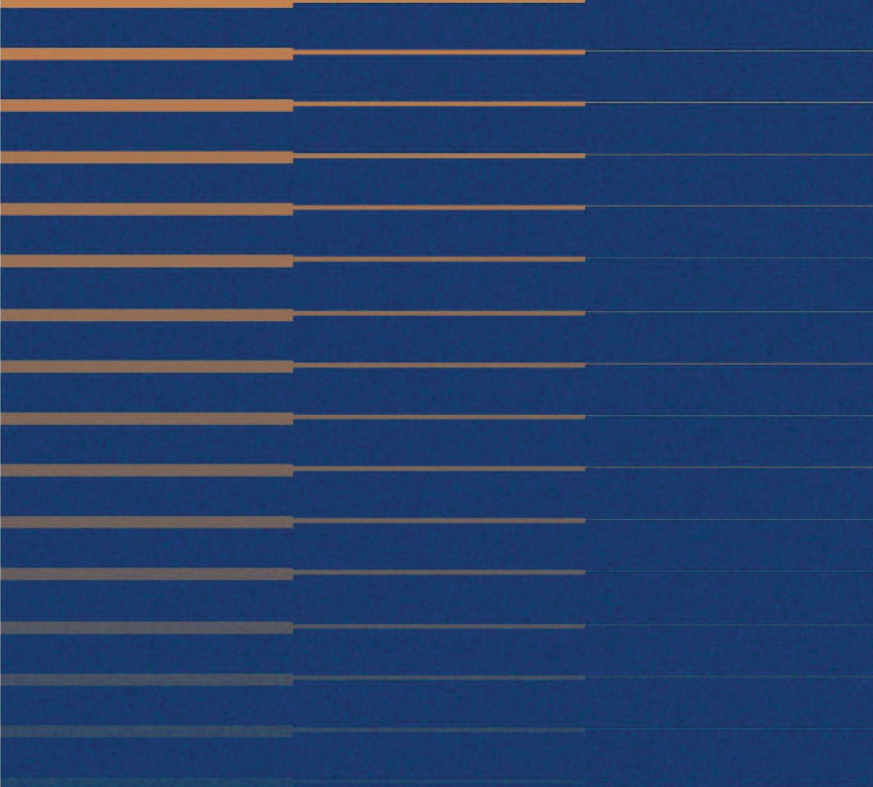
Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For A Bafna & Co**Chartered Accountants****FRN: 003660C****Sd/****[Vivek Gupta]****Partner****Membership No- 400543****UDIN: 26400543CEDCMA5936****Date: 20th May 2026****Place: Mohali**



Standalone Financial *Statements*

Balance Sheet, Statement of Profit and Loss, Cash Flow
Statement and Notes

Chatha Foods Limited
CIN-L15310PB1997PLC020578
Standalone Balance Sheet as at 31st March 2026
(All amounts are in ₹lakhs unless stated otherwise)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	2,408.19	2,408.19
Reserves and surplus	4	6,478.45	5,808.90
Money received against share warrants	5	37.78	37.78
Total equity		8,924.42	8,254.87
Non-current liabilities			
Long-term borrowings	6	1,116.28	358.18
Deferred tax liabilities (net)	7	211.03	212.17
Long-term provisions	8	223.17	225.72
Total non-current liabilities		1,550.48	796.07
Current liabilities			
Short Term Borrowings	9	1,460.43	813.96
Trade payables	10		
Total outstanding dues of micro enterprises and small enterprises		291.47	65.64
Total outstanding dues of creditors other than micro enterprises and small enterprises		804.74	1,072.13
Other current liabilities	11	422.69	289.46
Short-term provisions	12	131.74	138.31
Total current liabilities		3,111.07	2,379.51
TOTAL EQUITY AND LIABILITIES		13,585.97	11,430.45
ASSETS			
Non-current assets			
Property, plant and equipment and Intangible Assets			
i) Property . Plant and Equipment	13	3,011.29	3,150.95
ii) Intangible Assets	13	0.54	0.40
iii)Capital work-in-progress	13	4,059.80	827.26
iv) Intangible Assets under Development	13	7.98	-
Non-current Investments	14	1,890.00	-
Long-term loans and advances	15	342.35	1,522.80
Other Non-Current Assets	16	103.40	115.30
Total non-current assets		9,415.36	5,616.71
Current assets			
Inventories	17	1,385.92	1,372.09
Trade receivables	18	2,162.97	2,280.07
Cash and bank balances	19	454.91	2,044.14
Short-term loans and advances	20	166.81	117.43
Other Current Assets	21	-	-
Total current assets		4,170.61	5,813.73
TOTAL ASSETS		13,585.97	11,430.45

This is the Balance Sheet referred to in our report of even date.

For *A Bafna & Co.*
Chartered Accountants
Firm's Registration No.:003660C

For and on behalf of the Board of Directors of
Chatha Foods Limited

Sd/-

Vivek Gupta
Partner
Membership No. 400543

Sd/-

Paramjit Singh Chatha
Managing Director
(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

Sd/-

Priyanka Oberoi
Company Secretary
(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria
Chief Financial Officer

Place: Mohali
Date: 20th May, 2026

Standalone Statement of Profit and Loss for the year ended 31st March 2026

(All amounts are in ₹ lakhs unless stated otherwise)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue			
Revenue from operations	22	16,579.66	15,716.59
Other income	23	35.38	114.47
Total revenue		16,615.04	15,831.05
Expenses			
Cost of materials consumed	24	12,029.81	11,630.43
Changes in inventory of finished goods and work-in-progress	25	(64.89)	(30.09)
Employee benefits expenses	26	1,654.41	1,426.13
Finance costs	27	96.78	122.70
Depreciation	28	298.70	293.08
Other expenses	29	1,702.77	1,557.85
Total expenses		15,717.58	15,000.11
Profit before tax		897.46	830.95
Tax expense			
Current tax		240.60	257.48
Current tax - earlier years		(11.56)	
Deferred tax		(1.13)	(32.69)
Deferred tax - earlier years			
Profit after tax		669.55	606.15
Earning per equity share (₹) - Not Annualized	30		
Basic (₹)		2.78	2.67
Diluted (₹)		2.78	2.67

This is the Statement of Profit and Loss referred to in our report of even date

For and on behalf of the Board of Directors of
Chatha Foods Limited

For A Bafna & Co,
Chartered Accountants
Firm's Registration No.:003660C

Sd/-

Vivek Gupta
Partner
Membership No. 400543

Sd/-

Paramjit Singh Chatha
Managing Director
(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

Sd/-

Priyanka Oberoi
Company Secretary
(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria
Chief Financial Officer

Place: Mohali
Date: 20th May, 2026

Chatha Foods Limited
Standalone Cash Flow Statement for the year ended 31st March 2026
(All amounts are in ₹ lakhs unless stated otherwise)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Cash flow from operating activities:		
Net profit /(loss) before tax	897.46	830.95
Adjustments for:		
Depreciation	298.70	293.08
Interest income	(26.76)	(114.47)
Profit on sale of property, plant and equipment (net)	(2.74)	
Interest expense	96.78	122.70
Operating profit /(loss) before operating capital changes	1,263.45	1,132.27
Adjustments for movement in:		
Long-term provisions	(2.55)	20.25
Trade payables	(41.57)	118.64
Other current liabilities	(107.86)	76.47
Short-term provisions	(6.57)	63.13
Inventories	(13.83)	(195.56)
Trade receivables	117.10	(1,151.64)
Short Term Loans And advances	(49.39)	(30.86)
Long Term Loans and advances	79.87	117.57
Other Current Assets	-	-
Cash generated/(utilized in)from operating activities before taxes	1,238.66	150.27
Income taxes (net)	(229.04)	(257.48)
Net cash generated/(utilized in) from operating activities (A)	1,009.62	(107.21)
B Cash flow from investing activities:		
Purchase of property, plant and equipment	(3,471.91)	(1,525.03)
Proceeds from sale of property, plant and equipment	74.94	7.69
Capital Advances	1,100.58	(1,282.08)
Creditors for Capital Expenditure	241.09	(8.83)
Interest received	26.76	114.47
Other Non Current Assets	11.90	(80.24)
Bank Deposits not considered as Cash and Cash Equivalent (Net)	1,935.14	350.53
Investment in Subsidiary	(1,890.00)	-
Net cash utilized in investing activities (B)	(1,971.51)	(2,423.50)
C Cash flow from financing activities:		
Proceeds from long-term borrowings	1,200.00	396.94
Repayment of long-term borrowings	(205.58)	(162.27)
Proceeds from issue of share capital	-	2,050.73
Share Issue Expenses	-	(180.00)
Net increase/(decrease) in short-term borrowings	410.15	129.95
Interest paid	(96.78)	(122.70)
Net cash (utilized in)/generated from financing activities (C)	1,307.79	2,112.65
Net (decrease)/increase in cash and cash equivalents (A+B+C)	345.91	(418.07)
Opening cash and cash equivalents	86.60	504.69
Closing cash and cash equivalents	432.52	86.60

Chatha Foods Limited
Cash Flow Statement for the year ended 31 March 2026
 (All amounts are in ₹ lakhs unless stated otherwise)

Notes:

(a) The above cash flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 (AS-3) on "Cash flow statements" as specified under section 133 of Companies Act, 2013 read with of the Companies (Accounts Standards) Rules, 2021.

(b) Figures in brackets indicate cash outflow.

	For the year ended 31 March 2026	For the half year ended 30 September 2025	For the year ended 31 March 2025
b) Cash and cash equivalents include:			
Cash in hand	4.22	22.55	18.92
Balances with banks in current account	428.29	223.96	67.68
Cash and cash equivalents	432.51	246.51	86.60
Other bank balance*			
Deposit with maturity more than 3 months but less than 12 months	22.40	7.75	1,957.54
Cash and bank balances	454.91	254.26	2,044.14

*Other bank balance includes which are restricted and not available for use.

This is the cash flow statement referred to in our report of even date

For A Bafna & Co,
Chartered Accountants
Firm's Registration No.:003660C

For and on behalf of the Board of Directors of
Chatha Foods Limited

Sd/-

Vivek Gupta
Partner
Membership No. 400543

Sd/-

Paramjit Singh Chatha
Managing Director
(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

Sd/-

Priyanka Oberoi
Company Secretary
(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria
Chief Financial Officer

Place: Mohali
Date: 20th May, 2026

Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

1. Background and nature of operations

Chatha Foods Limited incorporated in 1997 with registered office situated at 272, Mota Singh Nagar, Jalandhar, Punjab, IN. The Corporate identification number of the company is L15310PB1997PLC020578, the company was converted from a Private limited Company to Public limited company w.e.f 08/09/2023. The Company is engaged in the business of food processing in India. It is engaged in frozen and ready to eat meat, vegetarian product and vegan foods manufacturer and retails an array of ready to eat and frozen meat and vegan products.

2. Significant accounting policies

A Basis of preparation

These financial statements have been prepared under the historical cost convention on a going concern basis, on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). Indian GAAP comprises mandatory accounting standards as specified under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting pronouncements of The Institute of Chartered Accountants of India.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of its assets and liabilities.

B. Use of estimates

In preparing the financial statements in conformity with accounting principles generally accepted in India, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revisions to accounting estimates are recognized prospectively in the current and future years.

C. Revenue recognition

- a) Revenue from sale of goods is recognized when the significant risks and rewards in respect of ownership of the goods are transferred to the customer and is stated net of Goods and Services Tax and net of trade discounts, and sales returns. No significant uncertainties exist regarding the amount of consideration that will be derived from sale of goods.
- b) Revenue from sale of services is recognized as the service is performed by the completed service contract method.
- c) Interest income is recognized on a time proportion basis, taking into account the amount outstanding and the rates applicable.

D. Property, plant and equipment

Property, plant and equipment are stated at cost (gross block) less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of tax credit availed) and any attributable cost of bringing the asset to its working condition for its intended use. Any gain or loss on disposal of an item of property, plant and equipment is recognized in statement of profit and loss, when the item is de-recognized. Such gains are not classified as revenue.

Expenditure on account of modification/alteration in plant and machinery/building, which increases the future benefit from the existing asset beyond its previous assessed standard of performance, is capitalized. Items of property, plant and equipment costing less than Rs. 5,000 are fully depreciated in the year of purchase.

Borrowing costs directly attributable to acquisition or construction of fixed assets, which necessarily takes a substantial period of time to get ready for their intended use are capitalized.

The residual value of any asset is calculated at 5% of original cost of any asset in accordance with Schedule I of the Companies Act, 2013.

E. Depreciation

Depreciation is calculated on cost of items of PPE less their estimated residual values over their estimated useful lives using the straight-line method based on life prescribed as per Schedule II of the Companies Act, 2013.

Block of asset	Useful life as per Companies Act 2013
Buildings	30-60
Plant and machinery	15
Furniture and fixture	10
Office equipment	3-15
Computers & Printers	3-15
Vehicles	8-10

F Intangible Assets and amortization

Intangible assets are stated at cost less accumulated amortization. Intangible assets are amortized on a straight line basis over their estimated useful life of 3 years.

G Capital Work-in-Progress

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the balance sheet date.

H. Inventories

Inventories are valued as follows:

1 Raw materials, stores and spares and packing materials: At cost as determined on the basis of First In First Out (FIFO Basis). However, materials and other items held for use in the production of inventories are written down below cost only when both raw material net realizable value and the finished goods in which they will be incorporated are expected to be sold below cost.

2 Work in process and finished goods: Lower of cost and net realizable value. Cost includes direct materials and a proportion of labour and manufacturing overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion to make the sale. The valuation of work in process and Finished goods stocks are done on weighted average basis.

I. Employee benefits

Short-term employee benefits

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, bonus, etc. are recognized in the statement of profit and loss in the period in which the employee renders the related service.

Post-employment benefits

Defined contribution plan

The company makes specified contribution towards employee provident fund to Employees Provident Fund administered by the Regional Provident Commissioner. The Company's contribution to provident fund, being a defined contribution plan, is recognized in the statement of profit and loss in the financial year to which it relates.

Defined benefit plan

Gratuity is a post-employment defined benefit plan. The present value of obligation for gratuity is determined based on actuarial valuation using the Projected Unit Credit Method, together with adjustments for unrecognized actuarial gains or losses and past service costs. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

Other long-term liability

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as a liability determined based on actuarial valuation using the Projected Unit Credit Method at the balance sheet date.

Actuarial gains/losses

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

J. Accounting for taxes on income

Tax expense comprises current tax and deferred income tax. Current tax is determined as the amount of tax payable in respect of taxable income for the year, computed in terms with the provision of Income Tax Act, 1961 and the rules made thereunder. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. In respect of carry forward losses and unabsorbed depreciation, deferred tax assets are recognized only to the extent there is virtual certainty that sufficient future taxable income will be available against which such losses can be realized.

Minimum Alternate tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

K. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

L. Leases

Leases of assets under which significant risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease rentals in respect of assets taken under an operating lease are charged to the statement of profit and loss on a straight-line basis over the lease term.

M. Provisions and contingent liabilities

A provision is created when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation at the reporting date. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When 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.

The Company does not recognize assets which are of contingent nature until there is virtual certainty of realizability of such assets. However, if it has become virtually certain that an inflow of economic benefits will arise, asset and related income is recognized in the financial statements of the period in which the change occurs.

N. Impairment of assets

The Company on an annual basis makes an assessment of any indication that may lead to impairment of assets. If any such indication exists, the Company estimates the recoverable amount of the assets. If such recoverable amount is less than the carrying amount, then the carrying amount is reduced to its recoverable amount by treating the difference as impairment loss and is charged to the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss is no longer valid, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

O. Cash and bank balances

Cash and bank balances comprise cash, Current accounts and deposit with banks. The Company has a policy of classifying highly liquid investments which have a tenure of less than three months and are readily convertible into fixed amounts of cash and cash equivalents.

P. Foreign Currency Transactions

(a) Transactions denominated in foreign currencies are normally recorded on the initial recognition in the reported currency using the exchange rates prevailing on the date of transaction. (b) Monetary assets & liabilities denominated in foreign currencies are restated at the appropriate rates of exchange prevailing on the date of Balance Sheet. Resultant gain or loss is accounted in the period in which they arise. (c) Any income or expense on account of exchange difference either on settlement or on translation of monetary items are recognized in the Statement of Profit and Loss for the period in which they arise

Q. Borrowing Cost

Interest and other borrowing costs attributable to qualifying assets are capitalized. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over 12 months) to get ready for its intended use or sale. Other interest and borrowing costs are charged to statement of Profit & Loss.

3 Share capital

Authorized share capital
Equity shares of ₹ 10 each

Issued, subscribed and fully paid up

Equity shares of ₹ 10 each

Total

As at 31 March 2026		As at 31 March 2025	
No. of shares	Amount	No. of shares	Amount
2,50,00,000	2,500.00	2,50,00,000	2,500.00
2,40,81,879	2,408.19	2,40,81,879	2,408.19
2,40,81,879	2,408.19	2,40,81,879	2,408.19

a. Reconciliation of equity share capital

Equity share capital of ₹ 10 each fully paid up

Balance at the beginning of the year

Add: Issue of Equity shares under Preferential Allotment

Balance at the end of the year

As at 31 March 2026		As at 31 March 2025	
No. of shares	Amount	No. of shares	Amount
2,40,81,879	2,408.19	2,24,96,879	2,249.69
-	-	15,85,000	158.50
2,40,81,879	2,408.19	2,40,81,879	2,408.19

1. The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

2. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

3. The Company does not have any Holding Company/ Ultimate Holding Company.

4. No Ordinary Shares have been reserved for issue under options and contracts/commitments for the sale of shares/disinvestments as at the Balance Sheet date.

5. No Calls are unpaid by any Director or Officer of the Company during the year.

6. Pursuant to the special resolution passed in the extra ordinary general meeting held on 6th January,2025. the Company has issued and allotted 15,85,000 equity shares of Rs 10 each, on Preferential allotment basis at an issue price of Rs 127 per share (Including Premium of Rs 117), to the Non-Promoter Group of the Company and on the receipt of Rs 2012.95 lakhs, the company made the allotment of such shares on 14th February,2025.

b. Shareholders holding more than 5 % of Share Capital

Particulars	As at 31 March 2026			As at 31 March 2025		
	No. of shares	%	% change during the year	No. of shares	%	% change during the year
Equity shares of ₹ 10 each						
Paramjit Singh Chatha	41,69,695	17.31%	-1.77%	42,44,695	17.63%	-6.56%
Gurpreet Singh Chatha	34,72,277	14.42%	0.00%	34,72,277	14.42%	-6.57%
Gurcharan Singh Gosal	41,39,013	17.19%	0.00%	41,39,013	17.19%	-6.57%
Negen Undiscovered Value Fund	27,25,488	11.32%	0.55%	27,10,488	11.26%	53.20%
Gursimar Singh Chatha	13,22,789	5.49%	0.00%	13,22,789	5.49%	-6.63%

c. Shares issued for consideration other than cash

There are no shares reserved for issue under options and contracts/commitments. Further, there are no shares that have been allotted during last 5 years pursuant to a contract without payment being received in cash or shares bought back. Except that, the Company has issued 41,33,720 as bonus shares in the ratio of 1:3 on 13th Sep 2023.

d. Shares held by promoters at the end of year

Particulars	As at 31 March 2026			As at 31 March 2025		
	No. of shares	%	% change during the year	No. of shares	%	% change during the year
Equity shares of ₹10 each						
Paramjit Singh Chatha	41,69,695	17.31%		42,44,695	17.63%	-6.56%
Gurpreet Singh Chatha	34,72,277	14.42%	0.00%	34,72,277	14.42%	-6.57%
Gurcharan Singh Gosal	41,39,013	17.19%	0.00%	41,39,013	17.19%	-6.57%
Anmoldeep Singh Chatha	4,87,200	2.02%	0.00%	4,87,200	2.02%	-6.72%

4 Reserves and surplus	As at 31 March 2026	As at 31 March 2025
Securities premium		
Balance at the beginning and end of the year	4,565.42	2,890.97
Add: Additions during the year	-	1,854.45
Less: Preferential Issue Related Expenses	-	(180.00)
	4,565.42	4,565.42
Surplus/(Deficit) in the statement of profit and loss		
Balance at the beginning of the year	1,243.48	636.11
Add : Transferred from statement of profit and loss	669.55	606.15
Add: Difference of MAT Entitlement	-	1.21
Balance at the end of the year	1,913.03	1,243.48
Total	6,478.45	5,808.90
5 Money Received against Share warrants	As at 31 March 2026	As at 31 March 2025
Money Received against Share warrants	37.78	37.78
	37.78	37.78

During the FY 2024-25, Pursuant to the special resolution passed at the Extra-Ordinary General Meeting held on 6 January 2025, the Company allotted 1,19,000 warrants on preferential basis at ₹127 per warrant. 25% of the issue price was received at the time of allotment and the balance 75% is payable within 18 months from the date of allotment i.e. 14th February 2025, upon exercise of conversion option. As on the reporting date, the warrants have not been converted into equity shares and the balance amount remains receivable.

6 Long-term borrowings (secured)

Term loans
from bank [refer note 6(a)]

	As at 31 March 2026	As at 31 March 2025
	1,116.28	358.18
	1,116.28	358.18

6(a). Details of security and terms of repayment of term loans

Nature of loan	Lender	As at 31 March 2026		As at 31 March 2025		Nature of securities	Interest rate	Tenure of repayment
		Non-Current	Current	Non-Current	Current			
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	15.07	57.14	75.49	41.76	- First and exclusive charge on all present and future current assets and fixed assets of the borrower-Extension of equitable mortgage of the following properties:-	Repo Rate + 4.5%	The loan is payable in 56 equal monthly instalments of ₹ 5.09 lacs & 1 last instalment of ₹ 5.10 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	2.61	1.90	4.54	1.73	- Residential property number 273 situated at Master Mota Singh Nagar, Jalandhar owned by Iqbal Singh Chatha and Manjit Singh Chatha s/o Sh. Hari Singh:-	Repo rate + 3.25%	47 equal monthly instalments of ₹ 0.18 lacs, and last instalment of ₹ 0.18 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	145.80	58.80	206.16	53.08	- Residential property number 271 situated at Master Mota Singh Nagar, Jalandhar owned by Paramjit Singh Chatha:- - Commercial property SCF number 305, Motor Market, Manimajra, Chandigarh owned by Gurcharan Singh Gosal:- - Industrial property khata number 35/124 village Chaudheri, tehsil derabassi owned by the Company, Property owned in Kartarpur and Shadipur by Mr. Paramjit Singh Chatha:-	Repo rate + 3.00%	47 equal monthly instalments of ₹ 6.16 lacs, and last instalment of ₹ 6.12 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	52.63	18.82	72.00	16.94	- The term loan is also secured by personal guarantee of Iqbal Singh Chatha, Gurpreet Chatha, Paramjit Singh Chatha, Gurcharan Singh Gosal and Manjit Singh Chatha. - Khevat Nos/Khatoni Nos.53/77 Khevat Nos/336/397 Khevat Nos/Khatoni Nos.124/155 Khasra Nos.674 At Shadipur, owned by in the name of Paramjit Singh.	Repo rate + 3.00%	45 equal monthly instalments of ₹ 2.01 lacs, and last instalment of ₹ 2.01 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	900.17	213.17	-	-		Repo rate + 3.00%	55 equal monthly instalments of ₹ 24.76 lacs, and last instalment of ₹ 24.38 lacs.
		1,116.28	349.83	358.18	113.51			

	As at 31 March 2026	As at 31 March 2025
7 Deferred tax liabilities (net)		
Deferred tax liabilities (net)		
Deferred tax liabilities arising on account of:		
Timing difference on depreciation of property, plant and equipment	346.37	356.52
	346.37	356.52
Deferred tax assets arising on account of:		
Provision for employee benefits	94.49	82.88
Provision for bonus	-	20.61
Expenses to be allowed u/s 35D	40.85	40.85
	135.33	144.34
Deferred tax liabilities (net)	211.03	212.17
8 Long-term provisions		
Provision for gratuity [refer note 8 (a)]	158.92	163.00
Provision for compensated absences [refer note 8 (b)]	64.25	62.72
	223.17	225.72

8(a) Provision for gratuity

The following table set out the status of the plan for gratuity and as required under Accounting Standard (AS) - 15 - Employee benefits and the reconciliation of opening and closing balances of the present value of the defined benefit obligation in respect of gratuity:

Particulars

I. Gratuity Based on actuarial assumptions

I. Actuarial assumptions

	IALM 2012-14	IALM 2012-14
Mortality		
Discount rate	7.00%	6.75%
Salary growth rate p.a.	6.00%	6.00%
Expected rate of return on planned assets	0	0
Withdrawal rates p.a.	10.00%	10.00%

II. Funded Status of the plan

Present value of unfunded obligations	241.40	213.21
Present value of funded obligations		
Fair Value of plan assets	-	-
Unrecognised Past Service Cost	-	-
Net Liability (Asset)	241.40	213.21

III. Profit and loss for the period

Present value of obligations at beginning of the year	213.21	175.48
Current service cost*	26.98	26.76
Interest on obligations	14.39	12.72
Expected return on plan assets	-	-
Net actuarial loss/(gain)	7.40	5.19
Recognised Past Service Cost-Vested	-	-
Recognised Past Service Cost-Unvested	-	-
Loss/(gain) on curtailments and settlement	-	-
Total included in 'Employee Benefit Expenses'	48.77	44.68

IV. Reconciliation of defined benefit obligation

Opening Defined Benefit Obligation	213.21	175.48
Transfer in/(out) obligation	-	-
Current service cost	26.98	26.76
Interest cost	14.39	12.72
Actuarial loss (gain)	7.40	5.19
Past service cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefit paid from fund	(20.57)	(6.94)
Benefits paid by company	-	-
Closing Defined Benefit Obligation	-	-
	241.40	213.21

Notes :

1) The discount rate is based on the prevailing market yield of Indian Government bonds as at the balance sheet date for the estimated terms of obligations.

2) The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

Amount of provision for gratuity for the current year and previous years are as follows:

Current year

Defined benefit obligation	241.40	213.21
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8(b) Provision for compensated absences**I. Actuarial assumptions**

	IALM 2012-14	IALM 2012-14
Mortality		
Discount rate	7.00%	6.75%
Salary growth rate p.a.	6.00%	6.00%
Expected rate of return on planned assets	-	-
Withdrawal rates p.a.	10.00%	10.00%

II. Funded Status of the plan

Present value of unfunded obligations	98.23	84.71
Present value of funded obligations	-	-
Fair Value of plan assets	-	-
Unrecognised Past Service Cost	-	-
Net Liability (Asset)	98.23	84.71
	98.23	84.71

III. Profit and loss for the period

Present value of obligations at beginning of the year	84.71	68.07
Current service cost*	16.63	14.73
Interest on obligations	5.72	4.94
Expected return on plan assets	-	-
Net actuarial loss/(gain)	(0.84)	0.51
Recognised Past Service Cost-Vested	-	-
Recognised Past Service Cost-Unvested	-	-
Loss/(gain) on curtailments and settlement	-	-
Total included in 'Employee Benefit Expenses'	21.50	20.19

IV. Reconciliation of defined benefit obligation

Opening Defined Benefit Obligation	84.71	68.07
Transfer in/(out) obligation	-	-
Current service cost	16.63	14.73
Interest cost	5.72	4.94
Actuarial loss (gain)	(0.84)	0.51
Past service cost	-	-

Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefit paid from fund	-	-
Benefits paid by company	(7.98)	(3.55)
Closing Defined Benefit Obligation	98.23	84.71

9 Short-term borrowings

Secured

Current maturities of long-term borrowings [refer note 6(a)]
Cash credits [refer note (a) and (b) below]
Demand Loan

As at 31 March 2026	As at 31 March 2025
349.83	113.51
707.60	700.45
403.00	-
1,460.43	813.96

a. Details of security of short-term borrowings

Cash credit facilities and working capital demand loan taken from Kotak Mahindra Bank are secured by first and exclusive charge on all present and future current assets and fixed assets of the borrower, extension of equitable mortgage of the following properties - Residential property number 273 situated at Master Mota Singh Nagar, Jalandhar owned by Iqbal Singh Chatha and Manjit Singh Chatha s/o Sh. Hari Singh; Residential property number 271 situated at Master Mota Singh Nagar, Jalandhar owned by Paramjit Singh Chatha; Commercial property SCF number 305, Motor Market, Manimajra, Chandigarh owned by Gurcharan Singh Gosal; Industrial property khata number 35/124 village Chaudheri, tehsil derabassi owned by the Company, property owned in Kartarpur and Shadipur by Mr. Paramjit Singh Chatha. The cash credit is also secured by personal guarantee of Iqbal Singh Chatha, Paramjit Singh Chatha, Gurcharan Singh Gosal, Gurpreet Chatha and Manjit Singh Chatha. Khewat Nos/Khatoni Nos.53/77 Khewat Nos/Khatoni Nos.336/397 Khewat Nos/Khatoni Nos.124/155 Khasra Nos.674 At Shadipur, owned by in the name of Paramjit Singh.

b. Terms of repayment and interest rates

Cash credit from Kotak Mahindra bank amounting to ₹ 707.60 lacs [previous year ₹ 700.45 lacs] carrying interest rate 3.00% over the Repo rate [previous year 4.25% over the Repo rate].

The Company has availed a demand loan facility during the financial year 2025-26 as an extension to its existing cash credit limits from the lending bank. The facility has been obtained for meeting funding requirements and is governed by the terms and conditions stipulated by the bank.

The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit.

10 Trade payables

Total outstanding dues of micro enterprises and small enterprises
Total outstanding dues of creditors other than micro enterprises and small enterprises

As at 31 March 2026	As at 31 March 2025
291.47	65.64
804.74	1,072.13
1,096.21	1,137.77

Note:

a. Dues to micro and small enterprises pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

	As at 31 March 2026	As at 31 March 2025
Principal amount remaining unpaid	291.43	63.93
Interest accrued and due thereon remaining unpaid	0.13	0.51
Interest paid by the Company in terms of service 16 of MSMED Act 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year		-
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year), but without adding the interest specified under MSMED Act, 2006.		-
Interest accrued and remaining unpaid as at the end of the year	0.04	1.71
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.		-

10 Trade payables (Contd.)

Ageing schedule as at 31st March 2026		Outstanding for following periods from due date of payment						
Particulars	Unbilled Dues	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Micro and small enterprises	-	291.46	0.01					291.47
Others	-	528.55	266.76	6.24	0.06	3.13	-	804.74
Disputed Dues- Micro and small enterprises	-							-
Disputed Dues- Others	-							-
Total	-	820.01	266.78	6.24	0.06	3.13	-	1,096.21

Ageing schedule as at 31 March 2025:		Outstanding for following periods from due date of payment						
Particulars	Unbilled Dues	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Micro and small enterprises	-	65.64	-	-		-	-	65.64
Others	-	-	1,068.97	0.03	3.13	-	-	1,072.13
Disputed Dues- Micro and small enterprises	-	-	-	-	-		-	-
Disputed Dues- Others	-	-	-	-	-	-	-	-
Total	-	65.64	1,068.97	0.03	3.13	-	-	1,137.77

	As at 31 March 2026	As at 31 March 2025
11 Other current liabilities		
Advance from customers	3.66	7.24
Creditors for capital expenditure	267.09	26.00
Statutory dues		
a) TDS	15.83	28.75
b) ESIC and PF	10.80	11.95
c) GST Payable	-	111.02
d) Professional Tax	0.13	0.21
e) Labour Welfare Fund	0.56	0.67
Interest accrued but not due on borrowings	5.77	7.30
Expenses payable	8.14	12.24
Employee related payables (Also refer note 32 for related party transaction)	110.72	84.09
	422.69	289.46
	As at 31 March 2026	As at 31 March 2025
12 Short-term provisions		
Provision for gratuity [refer note 8(a)]	82.49	50.21
Provision for income tax (net of advance tax)	15.27	(7.97)
Provision for compensated absences [refer note 8(b)]	33.98	21.99
Provision for bonus	-	74.08
	131.74	138.31
	As at 31 March 2026	As at 31 March 2025
14 Non Current Investment		
Investment in Subsidiary -		
Investment in Shares of Allana CF Foods Private Limited (70% shareholding) (1,89,00,000 equity shares purchased during the year @ Rs. 10/- per share having face value of Rs. 10 per share)	1,890.00	-
	1,890.00	-
	As at 31 March 2026	As at 31 March 2025
15 Long-term loans and advances		
(unsecured considered good, unless otherwise stated)		
Capital Advances	321.53	1,422.11
Minimum Alternate Tax (MAT) credit entitlement [refer note (a) below]	20.82	100.69
	342.35	1,522.80
a Minimum alternate tax (MAT) credit entitlement		
Balance at beginning of year	100.69	218.26
Add: Difference in MAT entitlement	10.92	1.21
Add: MAT credit entitlement created/(set off) during the year	(90.79)	(118.78)
Balance at end of period	20.815988	100.69
b The Company does not have any loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.		

16 Other non-current assets

(unsecured considered good, unless otherwise stated)
Security deposits

	As at 31 March 2026	As at 31 March 2025
	1 03.40	115.30
	103.40	115.30

17 Inventories

(Valued at Cost or NRV whichever is less)

Raw materials including packaging materials
Work-in-progress
Finished products
Stores, spares and other consumables

	As at 31 March 2026	As at 31 March 2025
	730.67	785.56
	149.97	174.33
	455.00	365.75
	50.28	46.45
	1,385.92	1,372.09

18 Trade receivables

(unsecured considered good, unless otherwise stated)

-Considered good

-Considered doubtful

Less: Provision for doubtful debts

	As at 31 March 2026	As at 31 March 2025
	2,162.97	2,280.07
	-	-
	2,162.97	2,280.07
	2,162.97	2,280.07

19 Cash and Bank Balances

Cash in hand

Balances with banks

in current account

Other bank balances:

Deposit with maturity more than 3 months but less than 12 months

	As at 31 March 2026	As at 31 March 2025
	4.22	18.92
	428.29	67.68
	432.51	86.60
	22.40	1,957.54
	454.91	2,044.14

20 Short-term loans and advances

(Unsecured, considered good)

Advances to suppliers

Prepaid expenses

Advances to employees

GST ITC Recoverable

Income tax refundable

	As at 31 March 2026	As at 31 March 2025
	96.26	52.88
	23.33	22.10
	15.77	42.40
	24.09	-
	7.37	-
	166.81	117.39

21 Other Current Assets

	As at 31 March 2026	As at 31 March 2025
	-	-
	-	-

18 Trade receivables (Contd.)

Ageing schedule as at 31st March 2026:

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled dues	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good		1,770.02	343.82	0.49	32.12	16.53	-	2,162.97
(ii) Undisputed Trade Receivables – considered doubtful								-
(iii) Disputed Trade Receivables considered good								-
(iv) Disputed Trade Receivables considered doubtful								
Total	-	1,770.02	343.82	0.49	32.12	16.53	-	2,162.97

Ageing schedule as at 31 March 2025:

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled dues	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	1,648.59	591.44	22.39	17.65	-	-	2,280.07
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-
Total	-	1,648.59	591.44	22.39	17.65	-	-	2,280.07

Chatha Foods Limited
CIN-L15310PB1997PLC020578

Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

13 Property, plant and equipment and Intangible Assets

As at 31st March 2026

AS at 31st March 2026										
Particulars	Gross block				Accumulated depreciation				Net block	
	As at 1 April 2025	Additions during the year	Sales / adjustment during the year	As at 31 March 2026	As at 1 April 2025	Charge for the year	Sales / Adjustment during the year	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025
Property, plant and equipment										
Land	488.87		-	488.87	-	-	-	-	488.87	488.87
Building	825.32	9.23	-	834.55	312.50	26.27	-	338.77	495.79	512.83
Plant and machinery	4,652.63	209.31	122.21	4,739.74	2,549.11	252.01	50.01	2,751.11	1,988.63	2,103.52
Furniture and fixtures	31.05	3.83	-	34.88	21.45	1.99	-	23.44	11.44	9.60
Office equipments	85.72	8.43	-	94.15	64.06	8.92	-	72.98	21.17	21.66
Vehicles	97.69	0.10	-	97.79	83.22	9.18	-	92.40	5.39	14.47
Intangible Assets	0.75	0.49	-	1.24	0.35	0.35	-	0.69	0.54	0.40
Total	6,182.04	231.38	122.21	6,291.22	3,030.69	298.70	50.01	3,279.39	3,011.83	3,151.35
Capital Work in Progress	827.26	3,240.52	-	4,067.78	-	-	-	-	4,067.78	827.26
Total	7,009.30	3,471.91	122.21	10,359.00	3,030.69	298.70	50.01	3,279.39	7,079.61	3,978.62

CWIP Ageing Schedule

Capital Work in Progress

Amount in CWIP for a period of

Particulars	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress			-	-	-
Building	573.28	467.10			1,040.38
Plant & Machinery	2,339.33	218.50			2,557.83
Intangible Assets (under development)	7.98				7.98
Miscellaneous Expenditure	319.93	141.66			461.60
Total	3,240.52	827.26	-	-	4,067.78

As at 31 March 2025

As at 31 March 2025										
Particulars	Gross block				Accumulated depreciation			Net block		
	As at 1 April 2024	Additions during the year	Sales / adjustment during the year	As at 31 March 2025	As at 1 April 2024	Charge for the year	Sales / Adjustment during the year	As at 31 March 2025	As at 31 March 2025	As at 31 March 2024
Property, plant and equipment										
Land	31.76	457.12	-	488.87	-	-	-	-	488.87	31.76
Building	804.11	21.22	-	825.32	286.77	25.73	-	312.50	512.83	517.34
Plant and machinery	4,443.31	209.32	-	4,652.63	2,300.12	248.99	-	2,549.11	2,103.52	2,143.19
Furniture and fixtures	29.81	1.24	-	31.05	19.92	1.53	-	21.45	9.60	9.89
Office equipments	75.81	9.91	-	85.72	57.64	6.42	-	64.06	21.66	18.17
Vehicles	112.51	-	14.83	97.69	80.18	10.18	7.13	83.22	14.47	32.33
Intangible Assets	0.60	0.15	-	0.75	0.11	0.24	-	0.35	0.40	0.49
Total	5,497.90	698.96	14.83	6,182.04	2,744.74	293.08	7.13	3,030.69	3,151.35	2,753.16
Capital Work in Progress	-	827.26	-	827.26	-	-	-	-	827.26	-
Total	5,497.90	1,526.22	14.83	7,009.30	2,744.74	293.08	7.13	3,030.69	3,978.62	2,753.16

Chatha Foods Limited
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Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

	For the year ended 31 March 2026	For the year ended 31 March 2025
22 Revenue from operations		
Sale of products	16,564.97	15,698.45
Sale of Service	14.69	18.13
	<u>16,579.66</u>	<u>15,716.59</u>
23 Other income		
Interest income:		
on deposit with electricity department	2.30	2.02
- bank	26.76	110.54
Interest on Income Tax	-	1.15
Others	6.33	0.75
	<u>35.38</u>	<u>114.47</u>
24 Cost of materials consumed		
Opening stock	11974.91	11793.14
Raw material	785.56	622.85
Stores, spares and other consumables	46.45	43.69
Add: Purchases made during the year	11,978.75	11,795.90
	<u>12,810.76</u>	<u>12,462.44</u>
Less: Closing stock		
Raw material	730.67	785.56
Stores, spares and other consumables	50.28	46.45
	<u>12,029.81</u>	<u>11,630.43</u>
25 Changes in inventories of finished goods and work-in-progress		
Opening stock	174.33	192.38
Work-in-progress	365.75	317.62
Finished goods		
Closing stock	149.97	174.33
Work-in-progress	455.00	365.75
Finished goods	<u>(64.89)</u>	<u>(30.09)</u>
26 Employee benefits expense		
Salaries and wages	565.66	384.34
(A) Salaries	784.18	776.36
(B) Wages		
Contribution to provident and other funds	62.84	63.86
Contribution to provident Fund	15.19	18.87
Contribution to Employee State Insurance Fund	102.90	95.85
Bonus and Others	48.77	44.68
Gratuity Expenses	74.87	42.18
Worker and Staff welfare expenses	<u>1,654.41</u>	<u>1,426.13</u>
27 Finance costs		
Interest on loan from Banks	92.35	116.89
Others	4.44	5.82
	<u>96.78</u>	<u>122.70</u>
28 Depreciation expense		
Depreciation (refer note 13)	298.70	293.08
	<u>298.70</u>	<u>293.08</u>
29 Other expenses		
Insurance		
Rent	14.35	7.03
Freight and forwarding	23.70	24.37
Rates and taxes	153.13	153.00
Director Sitting Fee	19.81	11.00
Legal and professional	8.10	4.20
Advertisement and publicity	64.32	58.20
Power, fuel and water charges	49.83	76.73
Repair and maintenance - Plant and machinery	485.95	459.31
Effluent Treatment Plant- Maintenance Expenses	177.17	121.40
Travelling and Conveyance	47.70	53.70
Quality control and quality assurance	89.79	96.24
Warehousing Expenses	184.66	171.65
Security Expenses	223.01	193.25
CSR Expenditure	67.11	55.87
Interest On GST/TDS	13.75	8.94
Interest on Income Tax	0.22	0.04
Miscellaneous Expenses	153	-
	<u>78.84</u>	<u>62.73</u>
	<u>1,702.77</u>	<u>1,557.85</u>
Note :		
Payment to statutory auditors excluding goods and service tax:	For the year ended 31 March 2026	For the year ended 31 March 2025
Statutory Auditor		
Tax Audit fees	12.00	10.00
Other service cost (Certification cost)	0.50	0.50
	<u>0.00</u>	<u>0.00</u>
	<u>12.50</u>	<u>10.50</u>
30 Earnings/(Loss) per share		
The calculation of Earning Per Share (EPS) as disclosed in the statement of profit and loss has been made in accordance with Accounting Standard (AS-20) on "Earning Per Share" as specified under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India. Earnings per Share (EPS) is determined based on the net profit attributable to the shareholders'. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year including share options, except where the result would be anti-dilutive.		
Profit after tax		
Total number of Equity shares outstanding	669.55	606.15
Weighted average number of equity shares outstanding	240.82	240.82
Face value per equity share (	240.82	226.97
Earning per share	10.00	10.00
Basic		
Diluted	2.78	2.67
	<u>2.78</u>	<u>2.67</u>
Pursuant to the special resolution passed in the extra ordinary general meeting held on 6th January,2025. The Company has issued and allotted 15,85,000 equity shares of Rs 10 each, on Preferential allotment basis at an issue price of Rs 127 per share (including Premium of Rs 117), to the Non-Promoter Group of the Company and on the receipt of Rs. 2012.95 lakhs, the company made the allotment of such shares on 14th February,2025.		
31 Capital commitments		
Capital commitment	321.53	1,422.11
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil

Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

32 Related party disclosure

In accordance with the requirements of Accounting Standard - 18 'Related Party Disclosures' the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and period end balances with them as identified and certified by the management are given below:

I Name of the related parties and description of relationship :

	Description of relationship	Name of the Party	Designation
A	Key management personnel	Paramjit Singh Chatha Gurpreet Chatha Gurcharan Singh Gosal Iqbal Singh Chatha Vishal Singh Sirmauria Priyanka Oberoi Purnachand Upadrashta Chinmayee Swarup Deulgaonkar Sanjiv Swarup (resigned on 12.02.2026) Irina Chatha Namrata Kaur Gurm Divya Babel (w.e.f. 11.03.2026)	Managing Director Director Director Promoter Chief Financial Officer Company Secretary Independent Director Independent Director Independent Director Independent Director Promoter Promoter Independent Director
B	Relatives of Key Managerial Persons	Gurpal Gosal Umed Singh	Administrative Officer Purchase Manager
C	Subsidiary Company	Allana CF Foods Private Limited	Subsidiary Company

II Transactions during the year

The following transactions were carried out with related parties in the ordinary course of business for the year ended 31 March 2026 & 31 March 2025.

S No.	Particulars	For the period ended 31 March, 2026	For the period ended 31 March, 2025
		Key Management Personnel	Key Management Personnel
1	Reimbursement of expenses Mr. Paramjit Singh Chatha Mr. Gurcharan Singh Gosal Mr. Gurpreet Singh Chatha Mr. Vishal Singh Sirmauria Ms. Priyanka Oberoi Mr. Umed Singh	7.73 2.25 3.19 0.98 0.50 1.47	9.86 2.27 2.22 0.24 1.02 1.87
2	Remuneration Mr. Paramjit Singh Chatha Mr. Gurpreet Singh Chatha Mr. Gurcharan Singh Gosal Mrs. Gurpal Gosal Mr. Vishal Singh Sirmauria Ms. Priyanka Oberoi Mr. Umed Singh	84.00 48.00 24.00 18.00 18.01 13.15 9.29	60.00 14.40 9.67 10.86 13.23 11.43 8.32
3	Director's Sitting Fees Paid Mr. Purnachand Upadrashta Ms. Chinmayee Swarup Deulgaonkar Mr. Sanjiv Swarup Ms. Divya Babel	3.30 2.70 1.80 0.30	1.65 1.35 1.20 -
4	Sale to Subsidiary - Allana CF Foods Private Limited Sale of Capital Assets Sale of Goods Sale of Services	65.60 7.33 1.63	- - -
5	Corporate Guarantee Given Corporate Guarantee for Allana CF Foods Private Limited	2,000.00	-

III Balance at the end of the year

S No.	Particulars	For the period ended 31 March, 2026	For the period ended 31 March, 2025
		Key Management Personnel	Key Management Personnel
1	Remuneration payable Mr. Paramjit Singh Chatha Mr. Gurcharan Singh Gosal Mr. Gurpreet Singh Chatha Mrs. Gurpal Gosal Mr. Vishal Singh Sirmauria Mr. Umed Singh Ms. Priyanka Oberoi	0.41 1.75 - 1.36 1.14 0.69 0.78	- 0.80 - - 0.64 0.56 0.95
2	Director's Sitting Fees Payable Mr. Purnachand Upadrashta Ms. Chinmayee Swarup Deulgaonkar Mr. Sanjiv Swarup Ms. Divya Babel	2.02 1.62 1.08 0.27	1.49 1.22 1.08 -

33 Financial Ratios

S No.	Ratio	Measurement unit	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Change	Remarks	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
						Ratio			Numerator		Denominator	
1	Current ratio	Times	Current assets	Current liabilities	1.34	2.44	-45.13%	Refer note (i)	4,170.61	5,813.73	3,111.07	2,379.51
2	Debt-equity ratio	Times	Total debt [Long-term borrowings + Short-term borrowings]	Total equity	0.29	0.14	103.34%	Refer note (ii)	2,576.71	1,172.15	8,924.42	8,254.87
3	Debt service coverage ratio	Times	Net Profit after tax + non-cash operating expenses like depreciation and other amortizations + Interest+other adjustments like loss on sale of fixed assets,etc.	Current Debt Obligation [Interest + Installments]	6.38	7.08	-9.87%		1,010.24	988.24	158.23	139.51
4	Return on equity ratio	Percentage	Net Profit after taxes - preference dividend (if any)	(Beginning shareholders' equity + Ending shareholders' equity) / 2	7.79%	8.64%	-9.78%		669.55	606.15	8,589.64	7,015.82
5	Inventory turnover ratio	Times	Total revenue from operations	(Opening Stock + Closing Stock)/2	12.02	12.33	-2.52%		16,579.66	15,716.59	1,379.01	1,274.31
6	Trade receivables turnover ratio	Times	Revenue from operations	(Beginning Trade Receivables + Ending Trade Receivables) / 2	7.46	9.22	-19.07%		16,579.66	15,716.59	2,221.52	1,704.25
7	Trade payables turnover ratio	Times	Purchases	(Beginning Trade Payables + Ending Trade Payables) / 2	10.72	10.94	-1.95%		11,978.75	11,795.90	1,116.99	1,078.45
8	Net capital turnover ratio	Times	Total revenue from operations	Current Assets - Current Liability	15.65	4.58	241.92%	Refer note (iii)	16,579.66	15,716.59	1,059.54	3,434.23
9	Net profit ratio	Percentage	Profit after tax	Total revenue from operations	4.04%	3.86%	4.71%		669.55	606.15	16,579.66	15,716.59
10	Return on capital employed	Percentage	Profit before Interest and Taxes	Capital employed = Net Worth+ Total Debt	8.49%	9.89%	-14.20%		994.24	953.65	11,712.17	9,639.18

Chatha Foods Limited
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Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

34 Expenditure in Foreign Currency

	For the period ended 31 March 2026	For the period ended 31 March 2025
a) Value of Imports calculated on C.I.F basis in respect of:	-	-
Raw materials/Trading Goods	-	-
Plant & Machineries	-	-
b) Expenditure in Foreign Currency	-	-
Purchase price	-	-
Other Charges	3.81	-

35 Details of consumption of raw materials:

Raw material consumed	For the period ended 31 March 2026		For the period ended 31 March 2025	
	Amount	Percentage	Amount	Percentage
Indigenous	12,029.81	100.00%	11,630.43	100.00%
	12,029.81	100.00%	11,630.43	100.00%

36 Leases

Operating leases
The Company is a lessee under a cancellable operating lease. Rental expense for operating lease for the year ended 31 March 2026 & for the year ended 31 March 2025 was ₹23.70 Lacs & ₹24.37 lacs respectively.

37 The Company's main business is the manufacturing of ready to eat meat products, Vegetarian and vegan foods which as per Accounting Standard – 17 on "Segment Reporting" as prescribed under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India is considered to be the only reportable segment. The Company is primarily operating in India which is considered as a single geographical segment.

38 The Company does not have any contingent liability at end of the year as indentified by the management except for table below:

S.No	Particulars	As at 31 March 2026	As at 31 March 2025
1	GST related matter [Refer Note- 38.1]	*	*
2	TDS Demand as per Traces Portal [Refer Note- 38.2]	0.01	1.36
3	Provident Fund	0.24	-

Note 38.1 Good and Service Related, Excise And Taxation Department, Punjab, issued a penalty of Rs 6.95 lakh in the year 2022-23 for the period of year 2017-2018. The Company have made the payment of such demand on 26/09/2023. But such demand is still shown as outstanding on the Goods And Service Tax portal.

Note 38.2 The company received a TDS demand of Rs 1.87 lakh in Financial Year 2024-2025, out of which Rs.0.51 lakh have been paid by the company in the recent years. But the whole amount is shown as outstanding on Traces portal. During the year 2025-2026 the company has paid 1.35 lakh out of outstanding demand of 1.36, currently outstanding as at the end of March 2026 is 0.01 lakh.

39 a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:

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

(c) The title deeds of all the immovable properties held by the Company [other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee] are held in the name of the Company.

(d) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made.

(e) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.

(f) The Company has not incurred any transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended as at 31 March 2026.

(g) The Company does not have any charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

(h) The Company has no such layers as prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. Hence, the said clause is not applicable to the Company.

(i) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(j) Money raised by way of term loans were applied for the purposes for which these were obtained.

(k) 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 at year ended 31 March 2026 & 31 March 2025.

(l) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(m) The Company does not have any advances in the nature of loans during the year.

40 Previous year figures have been regrouped/recasted, wherever considered necessary to make them comparable with those of the current year.

41 The Company has raised Rs 3338.72 Lakhs by way of initial public offering (IPO) during the month of March 2024, allotment against the same was made in the month of March 2024. During the year, the Company has fully utilised the IPO fund.

(Amount in lakhs)				
S.No	Original Objects	Original Allocation of amount raised	Funds Utilized	Amount invested in bank deposits
1	Setting up of New Facility	2,411.03	2,411.03	-
2	General Corporate Purposes	446.98	446.98	-
3	IPO Issue Expenses	480.71	480.71	-
	Total	3,338.72	3,338.72	-

42 The Company has raised Rs 2164.08 Lakhs by way of Preferential issue of which ₹2012.95 Lakhs through issue of Equity Shares and ₹151.13 Lakhs through issue of fully convertible warrants (Assuming full conversion of warrants) during the month of February 2025, allotment against the same was made in the month of February 2025. Company received the amount 2050.73 lakhs from above preferential issue till 31st March 2026 out of which during the year the company fully utilized the received fund for the purpose stated in the preferential issue object.

43 The Company's veg plant has not yet been put to intended commercial use as at the 31st March 2026. Accordingly, the related expenditure continues to be carried under Capital Work-in-Progress and shall be capitalised upon commencement of commercial production.

44 During the year under audit the company has incorporated subsidiary namely Allana CF Foods Private Limited in which Chatha Foods Limited holds 70% of share capital.

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Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

45 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed the same & there is no material impact of these changes and to the best information available, consistent with the guidance provided by the Institute of Chartered Accountants of India. The Company continues to monitor the "finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect (if any) on the basis of such developments as needed

46 Corporate Social Responsibility (CSR)

(Rs in Lakhs)

Particulars	F.Y. 2025-26	F.Y. 2024-25
Minimum amount required to be spent in CSR (During the Financial Year)	13.68	8.94
Add/Less: Previous Years Shortfall / Excess	-	-
Amount required to be spent during the F.Y.	13.68	8.94
Amount of CSR Expenditure incurred during the year	13.75	8.94
Shortfall at the end of the year	-	-
During the years CSR Expenditure Excess incurred	0.07	-
Reason for Shortfall	NA	NA
Details of Related Party Transactions	NA	NA
into a contractual	NA	NA

The Company has contributed an amount of 7.25 Lacs to the Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) and 6.5 lacs to Ranga Punjab Society Fund (registered under 80G and CSR) as part of its CSR obligations. This contribution is in line with the provisions of Schedule VII of the Companies Act, 2013 and is aimed at supporting efforts towards disaster management, including relief, rehabilitation and reconstruction activities.

For *A Bafna & Co,*

Chartered Accountants
Firm's Registration No.:003660C

Sd/-

Vivek Gupta
Partner
Membership No. 400543

Chatha Foods Limited

Sd/-

Paramjit Singh Chatha
Managing Director
(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

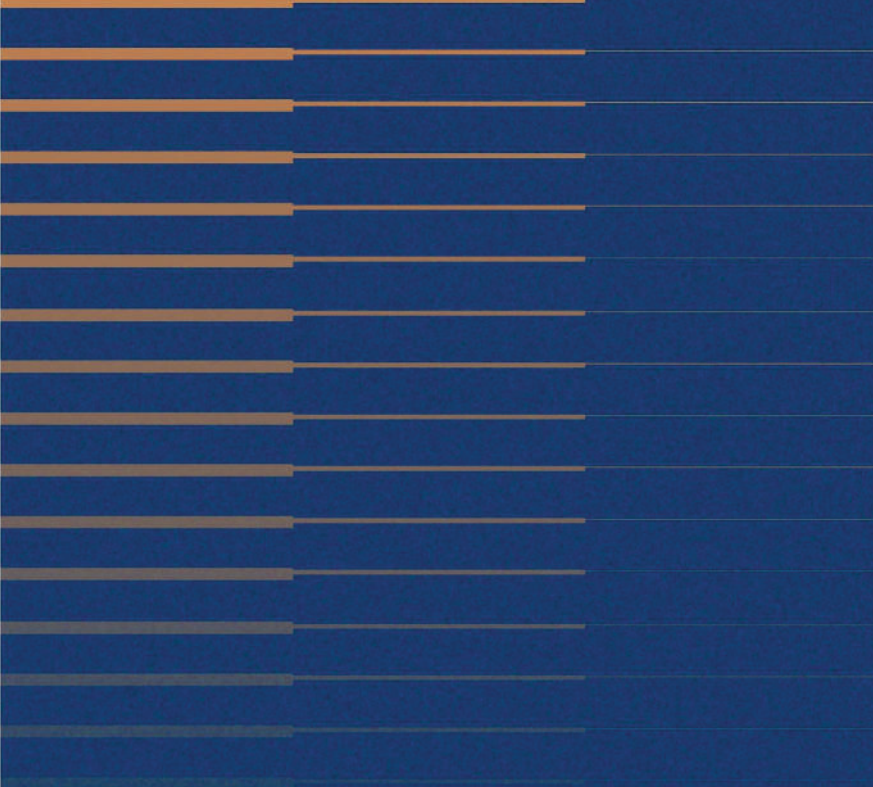
Sd/-

Priyanka Oberoi
Company Secretary
(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria
Chief Financial Officer

Place: Mohali
Date: 20th May, 2026



Independent Auditor's *Report*

On the Consolidated Financial Statements for the year ended
March 31, 2026

143-180

Independent Auditor's Report on Audit of Consolidated Financial Statements

To
The Members of
Chatha Foods Limited

Opinion

We have audited the accompanying consolidated financial statements of Chatha Foods Limited ("the Company") and its subsidiary (the Company and its subsidiary together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit, the Consolidated Statement of Cash Flows for the year then ended and notes to the Consolidated Financial Statement, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026 and their consolidated profit and its consolidated cash flows for the year ended.

Basis of Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, these consolidated financial results include the financial results of the following entity:

Name of Company	Holding Percentage
Allana CF Foods Private Limited	70%

Key Audit Matters

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

S.No.	Key Audit Matter	Auditor's Response
1.	Revenue Recognition: Revenue is one of the key profit drivers. Cut-off is the key assertion insofar as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year.	Our audit procedures with regard to revenue recognition included testing controls, around dispatches / deliveries, inventory reconciliations and substantive testing for cut-offs and analytical review procedures.

Information other than the Financial Statements and Auditor's Report thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon. These reports are expected to be made available to us after the date of this audit report.

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

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. Since these reports are expected to be made available to us after the date of this audit report hence currently, we have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the other accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the company and its subsidiary company has adequate internal financial control with reference to financial statement in place and 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 ability of the Group 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors 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 consolidated financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1.

With respect to the matters specified in paragraphs 3[xxi] and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiary included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

2.

As required by Section 143(3) of the Act, based on our audit we report that:

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

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the group so far as it appears from our examination of those books.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of accounts maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary as on March 31, 2026 taken on record by the Boards of Directors of the Holding Company and its subsidiary company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure I" which is based on the auditors' reports of the Holding Company and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

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 Holding Company and its subsidiary to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Note 38 to the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

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

iv. a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 39(a) of the Consolidated 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented, that, to the best of its knowledge and belief, as disclosed in Note 39(b) of the Consolidated Financial Statements, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

v. Based on our examination which included test checks, the company and subsidiary have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and audit trail has been preserved by the company as per statutory requirements.

For A. Bafna & Co.
Chartered Accountants
FRN : 003660C

Sd/
(Vivek Gupta)
Partner
M. No. 400543
UDIN: 26400543MFKVMY8201

Place: Jaipur
Date: 20th May 2026

Annexure II To The Independent Auditor's Report

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 **Chatha Foods Limited** ("the Company") as at **31st March 2026** in conjunction with our audit of the standalone financial statements of the Company for the year ended and as on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, and the Guidance Note, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

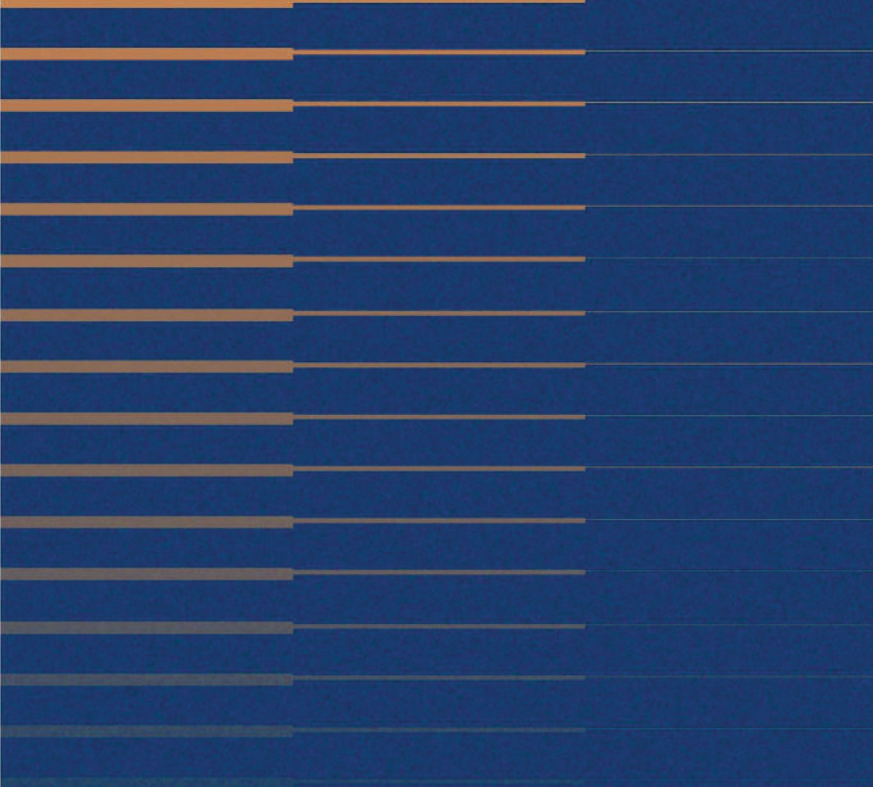
Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For A Bafna & Co**Chartered Accountants****FRN: 003660C****Sd/****[Vivek Gupta]****Partner****Membership No- 400543****UDIN: 26400543MFKVMY8201****Date: 20th May 2026****Place: Mohali**



Consolidated Financial *Statements*

Consolidated Balance Sheet, Statement of Profit and Loss,
Cash Flow Statement and Note

Chatha Foods Limited
CIN-L15310PB1997PLC020578
Consolidated Balance Sheet as at 31 March 2026
(All amounts are in ₹ lakhs unless stated otherwise)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	2,408.19	2,408.19
Reserves and surplus	4	6,456.01	5,808.90
Money received against share warrants	5	37.78	37.78
Total equity		8,901.98	8,254.87
Minority Interest		802.38	-
Non-current liabilities			
Long-term borrowings	6	2,348.07	358.18
Deferred tax liabilities (net)	7	211.03	212.17
Long-term provisions	8	225.13	225.72
Total non-current liabilities		2,784.24	796.07
Current liabilities			
Short Term Borrowings	9	1,728.64	813.96
Trade payables	10		
Total outstanding dues of micro enterprises and small enterprises		291.47	65.64
Total outstanding dues of creditors other than micro enterprises and small enterprises		827.51	1,072.13
Other current liabilities	11	882.73	289.46
Short-term provisions	12	131.20	138.31
Total current liabilities		3,861.55	2,379.51
TOTAL EQUITY AND LIABILITIES		16,350.15	11,430.44
ASSETS			
Non-current assets			
Property, plant and equipment and Intangible Assets			
i) Property, Plant and Equipment	13	3,073.84	3,150.95
ii) Intangible Assets	13	0.54	0.40
iii) Capital work-in-progress	13	7,823.14	827.26
iv) Intangible Assets under Development	13	12.00	-
Non-current Investments	14	-	-
Long-term loans and advances	15	483.62	1,522.80
Other Non-Current Assets	16	103.50	115.30
Total non-current assets		11,496.65	5,616.71
Current assets			
Inventories	17	1,414.98	1,372.09
Trade receivables	18	2,158.70	2,280.07
Cash and bank balances	19	729.09	2,044.14
Short-term loans and advances	20	547.58	117.43
Other Current Assets	21	3.16	-
Total current assets		4,853.50	5,813.73
TOTAL ASSETS		16,350.15	11,430.45

This is the Balance Sheet referred to in our report of even date.

For A Bafna & Co,
Chartered Accountants
Firm's Registration No.:003660C

For and on behalf of the Board of Directors of
Chatha Foods Limited

Sd/-
Vivek Gupta
Partner
Membership No. 400543

Sd/-
Paramjit Singh Chatha
Managing Director
(DIN No: 01154225)

Sd/-
Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

Sd/-
Priyanka Oberoi
Company Secretary
(Membership No: A32400)

Sd/-
Vishal Singh Sirmauria
Chief Financial Officer

Place: Mohali
Date: 20th May, 2026

Chatha Foods Limited
CIN-L15310PB1997PLC020578
Consolidated Statement of Profit and Loss for the year ended 31 March 2026
(All amounts are in ₹ lakhs unless stated otherwise)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue			
Revenue from operations	22	16,572.33	15,716.59
Other income	23	39.18	114.47
Total revenue		16,611.51	15,831.05
Expenses			
Cost of materials consumed	24	12,029.81	11,630.43
Changes in inventory of finished goods and work-in-progress	25	(72.22)	(30.09)
Employee benefits expenses	26	1,654.41	1,426.13
Finance costs	27	97.76	122.70
Depreciation	28	298.70	293.08
Other expenses	29	1,735.65	1,557.85
Total expenses		15,744.10	15,000.11
Profit before tax		867.41	830.95
Tax expense			
Current tax		240.61	257.48
Current tax - earlier years		(11.56)	
Deferred tax		(1.13)	(32.69)
Profit after tax		639.50	606.15
Profit & Loss attributable to			
(i) Holding Company		647.11	-
(ii) Minority Interest		-7.62	-
Earning per equity share (₹) Not Annualized	30		
Basic (₹)		2.66	2.67
Diluted (₹)		2.66	2.67

This is the Statement of Profit and Loss referred to in our report of even date

For A Bafna & Co,

Chartered Accountants

Firm's Registration No.:003660C

For and on behalf of the Board of Directors of
Chatha Foods Limited

Sd/-

Vivek Gupta

Partner

Membership No. 400543

Sd/-

Paramjit Singh Chatha

Managing Director

(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal

Wholetime Director

(DIN No: 01389179)

Sd/-

Priyanka Oberoi

Company Secretary

(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria

Chief Financial Officer

Place: Mohali

Date: 20th May, 2026

Chatha Foods Limited

CIN-L15310PB1997PLC020578

Consolidated Cash Flow Statement for the year ended 31 March 2026

(All amounts are in ₹ lakhs unless stated otherwise)

Particulars	For the year ended 31st March 2026	For the year ended 31 March 2025
A. Cash flow from operating activities:		
Net profit /(loss) before tax	867.41	830.95
Adjustments for:		
Depreciation	298.70	293.08
Interest income	(34.91)	(114.47)
Loss on sale of property, plant and equipment (net)	0.30	
Interest expense	97.76	122.70
Operating profit /(loss) before operating capital changes	1,229.26	1,132.27
Adjustments for movement in:		
Long-term provisions	(0.59)	20.25
Trade payables	(18.80)	118.64
Other current liabilities	(76.87)	76.47
Short-term provisions	(7.11)	63.13
Inventories	(42.88)	(195.56)
Trade receivables	121.37	(1,151.64)
Short Term Loans And advances	(51.86)	(30.86)
Long Term Loans and advances	79.87	117.57
Other Current Assets	(3.16)	-
Cash generated/(utilized in)from operating activities before taxes	1,229.23	150.27
Income taxes (net)	(229.04)	(257.48)
Net cash generated/(utilized in) from operating activities (A)	1,000.19	(107.21)
B Cash flow from investing activities:		
Purchase of property, plant and equipment	(7,239.27)	(1,525.03)
Proceeds from sale of property, plant and equipment	9.34	7.69
Capital Advances	959.31	(1,282.08)
Creditors for Capital Expenditure	670.14	(8.83)
Interest received	34.91	114.47
Other Non Current Assets	(366.50)	(80.24)
Bank Deposits not considered as Cash and Cash Equivalent (Net)	1,801.32	350.53
Investment in Subsidiary	-	-
Net cash utilized in investing activities (B)	(4,130.74)	(2,423.50)
C Cash flow from financing activities:		
Proceeds from long-term borrowings	2,700.00	396.94
Repayment of long-term borrowings	(205.58)	(162.27)
Proceeds from issue of share capital	810.00	2,050.73
Share Issue Expenses	-	(180.00)
Net increase/(decrease) in short-term borrowings	410.15	129.95
Interest paid	(97.76)	(122.70)
Net cash (utilized in)/generated from financing activities (C)	3,616.82	2,112.65
Net (decrease)/increase in cash and cash equivalents (A+B+C)	486.26	(418.07)
Opening cash and cash equivalents	86.60	504.69
Closing cash and cash equivalents	572.87	86.60

Chatha Foods Limited**Consolidated Cash Flow Statement for the year ended 31 March 2026**

(All amounts are in ₹ lakhs unless stated otherwise)

Notes:

(a) The above cash flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 (AS-3) on "Cash flow statements" as specified under section 133 of Companies Act, 2013 read with of the Companies (Accounts Standards) Rules, 2021.

(b) Figures in brackets indicate cash outflow.

	For the year ended 31 March 2026	For the year ended 31 March 2025
b) Cash and cash equivalents include:		
Cash in hand	144.58	18.92
Balances with banks in current account	428.29	67.68
Cash and cash equivalents	572.87	86.60
Other bank balance*		
Deposit with maturity more than 3 months but less than 12 months	156.22	1,957.54
Cash and bank balances	729.09	2,044.14

*Other bank balance includes which are restricted and not available for use.

This is the cash flow statement referred to in our report of even date

For A Bafna & Co.

Chartered Accountants

Firm's Registration No.:003660C

**For and on behalf of the Board of Directors of
Chatha Foods Limited**

Sd/-

Vivek Gupta

Partner

Membership No. 400543

Sd/-

Paramjit Singh Chatha

Managing Director

(DIN No: 01154225)

Sd/-

Gurcharan Singh Gosal

Wholetime Director

(DIN No: 01389179)

Sd/-

Priyanka Oberoi

Company Secretary

(Membership No: A32400)

Sd/-

Vishal Singh Sirmauria

Chief Financial Officer

Place: Mohali

Date: 20th May, 2026

1 Background and nature of operations

Chatha Foods Limited incorporated in 1997 with registered office situated at 272, Mota Singh Nagar, Jalandhar, Punjab, IN. The Corporate identification number of the company is L15310PB1997PLC020578, the company was converted from a Private limited Company to Public limited company w.e.f 08/09/2023

The Company is engaged in the business of food processing in India. It is engaged in frozen and ready to eat meat, vegetarian product and vegan foods manufacturer and retails an array of ready to eat and frozen meat and vegan products.

2 Significant accounting policies

A Basis of preparation

These financial statements have been prepared under the historical cost convention on a going concern basis, on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). Indian GAAP comprises mandatory accounting standards as specified under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting pronouncements of The Institute of Chartered Accountants of India.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of its assets and liabilities.

B Use of estimates

In preparing the financial statements in conformity with accounting principles generally accepted in India, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revisions to accounting estimates are recognized prospectively in the current and future years.

C Revenue recognition

- a) Revenue from sale of goods is recognized when the significant risks and rewards in respect of ownership of the goods are transferred to the customer and is stated net of Goods and Services Tax and net of trade discounts, and sales returns. No significant uncertainties exist regarding the amount of consideration that will be derived from sale of goods.
- b) Revenue from sale of services is recognized as the service is performed by the completed service contract method.
- c) Interest income is recognized on a time proportion basis, taking into account the amount outstanding and the rates applicable.

D Property, plant and equipment

Property, plant and equipment are stated at cost (gross block) less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of tax credit availed) and any attributable cost of bringing the asset to its working condition for its intended use. Any gain or loss on disposal of an item of property, plant and equipment is recognized in statement of profit and loss, when the item is de-recognized. Such gains are not classified as revenue. Expenditure on account of modification/alteration in plant and machinery/building, which increases the future benefit from the existing asset beyond its previous assessed standard of performance, is capitalized. Items of property, plant and equipment costing less than Rs. 5,000 are fully depreciated in the year of purchase. Borrowing costs directly attributable to acquisition or construction of fixed assets, which necessarily takes a substantial period of time to get ready for their intended use are capitalized. The residual value of any asset is calculated at 5% of original cost of any asset in accordance with Schedule I of the Companies Act, 2013.

E Depreciation

Depreciation is calculated on cost of items of PPE less their estimated residual values over their estimated useful lives using the straight-line method based on life prescribed as per Schedule II of the Companies Act, 2013.

Block of asset	Useful life as per Companies Act 2013
Buildings	30-60
Plant and machinery	15
Furniture and fixture	10
Office equipment	3-15
Computers & Printers	3-15
Vehicles	8-10

F Intangible Assets and amortization

Intangible assets are stated at cost less accumulated amortization. Intangible assets are amortized on a straight line basis over their estimated useful life of 3 years.

G Capital Work-in-Progress

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the balance sheet date.

H Inventories

Inventories are valued as follows:

1 Raw materials, stores and spares and packing materials: At cost as determined on the basis of First In First Out (FIFO Basis). However, materials and other items held for use in the production of inventories are written down below cost only when both the raw material net realizable value and the finished goods in which they will be incorporated are expected to be sold below cost.

2 Work in process and finished goods: Lower of cost and net realizable value. Cost includes direct materials and a proportion of labour and manufacturing overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion to make the sale. The valuation of work in process and finished goods stocks are done on weighted average basis.

I Employee benefits

Short-term employee benefits

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, bonus, etc. are recognized in the statement of profit and loss in the period in which the employee renders the related service.

Post-employment benefits

Defined contribution plan

The company makes specified contribution towards employee provident fund to Employees Provident Fund administered by the Regional Provident Commissioner. The Company's contribution to provident fund, being a defined contribution plan, is recognized in the statement of profit and loss in the financial year to which it relates.

Defined benefit plan

Gratuity is a post-employment defined benefit plan. The present value of obligation for gratuity is determined based on actuarial valuation using the Projected Unit Credit Method, together with adjustments for unrecognized actuarial gains or losses and past service costs. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

Other long-term liability

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as a liability determined based on actuarial valuation using the Projected Unit Credit Method at the balance sheet date.

Actuarial gains/losses

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

J Accounting for taxes on income

Tax expense comprises current tax and deferred income tax.

Current tax is determined as the amount of tax payable in respect of taxable income for the year, computed in terms with the provision of Income Tax Act, 1961 and the rules made thereunder.

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. In respect of carry forward losses and unabsorbed depreciation, deferred tax assets are recognized only to the extent there is virtual certainty that sufficient future taxable income will be available against which such losses can be realized.

Minimum Alternate tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

K Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

L Leases

Leases of assets under which significant risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease rental in respect of assets taken under an operating lease are charged to the statement of profit and loss on a straight-line basis over the lease term.

M Provisions and contingent liabilities

A provision is created when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation at the reporting date. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When 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.

The Company does not recognize assets which are of contingent nature until there is virtual certainty of realizability of such assets. However, if it has become virtually certain that an inflow of economic benefits will arise, asset and related income is recognized in the financial statements of the period in which the change occurs.

N Impairment of assets:

The Company on an annual basis makes an assessment of any indication that may lead to impairment of assets. If any such indication exists, the Company estimates the recoverable amount of the assets. If such recoverable amount is less than the carrying amount, then the carrying amount is reduced to its recoverable amount by treating the difference as impairment loss and is charged to the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss is no longer valid, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

O Cash and bank balances:

Cash and bank balances comprise cash, Current accounts and deposit with banks. The Company has a policy of classifying highly liquid investments which have a tenure of less than three months and are readily convertible into fixed amounts of cash and cash equivalents.

P Foreign Currency Transactions:

(a) Transactions denominated in foreign currencies are normally recorded on the initial recognition in the reported currency using the exchange rates prevailing on the date of transaction. (b) Monetary assets & liabilities denominated in foreign currencies are restated at the appropriate rates of exchange prevailing on the date of Balance Sheet. Resultant gain or loss is accounted in the period in which they arise. (c) Any income or expense on account of exchange difference either on settlement or on translation of monetary items are recognized in the Statement of Profit and Loss for the period in which they arise.

Q Borrowing Cost:

Interest and other borrowing costs attributable to qualifying assets are capitalized. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over 12 months) to get ready for its intended use or sale. Other interest and borrowing costs are charged to statement of Profit & Loss.

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(All amounts are in ₹ lakhs unless stated otherwise)

3 Share capital

Authorized share capital

Equity shares of ₹10 each

Issued, subscribed and fully paid up

Equity shares of ₹10 each

Total

As at 31 March 2026		As at 31 March 2025	
No. of shares	Amount	No. of shares	Amount
2,50,00,000	2,500.00	2,50,00,000	2,500.00
2,40,81,879	2,408.19	2,40,81,879	2,408.19
2,40,81,879	2,408.19	2,40,81,879	2,408.19

a. Reconciliation of equity share capital

Equity share capital of ₹ 10 each fully paid up

Balance at the beginning of the year

Add : Bonus Shares issued during the year

Add : IPO (Public Offering) Shares issued during the year

Add: Issue of Equity shares under Preferential Allotment

Balance at the end of the year

As at 31 March 2026		As at 31 March 2025	
No. of shares	Amount	No. of shares	Amount
2,40,81,879	2,408.19	2,24,96,879	2,249.69
-	-	-	-
-	-	-	-
-	-	15,85,000	158.50
2,40,81,879	2,408.19	2,40,81,879	2,408.19

1 The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

2 The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

3 The Company does not have any Holding Company/ Ultimate Holding Company.

4 No Ordinary Shares have been reserved for issue under options and contracts/commitments for the sale of shares/disinvestments as at the Balance Sheet date.

5 No calls are unpaid by Director or Officer of the Company during the year.

6 Pursuant to a special resolution passed in the extra ordinary general meeting held on 6th January, 2025, The Company has issued and allotted 18,55,000 equity shares of Rs.10 each, on Preferential allotment basis at an issue price of Rs 127 per share (Including Premium of Rs 117), to the Non-Promoter Group of the Company and on the receipt of Rs. 2012.95 lakhs, the company made the allotment of such shares on 14th February, 2025.

b. Shareholders holding more than 5 % of Share Capital

Particulars	As at 31 March 2026			As at 31 March 2025		
	No. of shares	%	% change during the year	No. of shares	%	% change during the year
Equity shares of ₹10 each						
Paramjit Singh Chatha	41,69,695	17.31%	-1.77%	42,44,695	17.63%	-6.56%
Gurpreet Singh Chatha	34,72,277	14.42%	0.00%	34,72,277	14.42%	-6.57%
Gurcharan Singh Gosal	41,39,013	17.19%	0.00%	41,39,013	17.19%	-6.57%
Negen Undiscovered Value Fund	27,25,488	11.32%	0.55%	27,10,488	11.26%	53.20%
Gursimar Singh Chatha	13,22,789	5.49%	0.00%	13,22,789	5.49%	-6.63%

c Shares issued for consideration other than cash

There are no shares reserved for issue under options and contracts/commitments. Further, there are no shares that have been allotted during last 5 years pursuant to a contract without payment being received in cash or shares bought back. Except that, the Company has issued 41,33,720 as bonus shares in the ratio of 1:3 on 13th Sep 2023.

d Shares held by promoters at the end of year

Particulars	As at 31 March 2026			As at 31 March 2025		
	No. of shares	%	% change during the year	No. of shares	%	% change during the year
Equity shares of ₹10 each						
Paramjit Singh Chatha	41,69,695	17.31%	-1.77%	42,44,695	17.63%	-6.56%
Gurpreet Singh Chatha	34,72,277	14.42%	0.00%	34,72,277	14.42%	-6.57%
Gurcharan Singh Gosal	41,39,013	17.19%	0.00%	41,39,013	17.19%	-6.57%
Anmoldeep Singh Chatha	4,87,200	2.02%	0.00%	4,87,002	2.02%	-6.72%

4 Reserves and surplus	As at 31 March 2026	As at 31 March 2025
Securities premium		
Balance at the beginning and end of the year	4,565.42	2,890.97
Less: Bonus issue	-	-
Add: Proceeds from IPO	-	-
Add: Additions during the year	-	1,854.45
Less: IPO Related Expenses (Net of Deferred Tax impact)	-	(180.00)
	4,565.42	4,565.42
Surplus/(Deficit) in the statement of profit and loss		
Balance at the beginning of the year	1,243.48	636.11
Add : Transferred from statement of profit and loss	647.11	606.15
Add: Difference of MAT Entitlement	-	1.21
Balance at the end of the year	1,890.59	1,243.48
Total	6,456.01	5,808.90
5 Money Received against Share warrants	As at 31 March 2026	As at 31 March 2025
Money Received against Share warrants	37.78	37.78
	37.78	37.78

During the FY 2024-25, pursuant to the special resolution passed at the Extra-Ordinary General Meeting held on 6 January 2025, the Company allotted 1,19,000 warrants on preferential basis at ₹127 per warrant. 25% of the issue price was received at the time of allotment and the balance 75% is payable within 18 months from the date of allotment, i.e. 14th February 2025, upon exercise of conversion option. As on the reporting date, the warrants have not been converted into equity shares and the balance amount remains receivable.

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	As at 31 March 2026	As at 31 March 2025
6 Long-term borrowings (secured)		
Term loans		
from bank [refer note 6(a)]	2,348.07	358.18
	2,348.07	358.18

6(a). Details of security and terms of repayment of term loans

Nature of loan	Lender	As at 31 March 2026		As at 31 March 2025		Nature of securities	Interest rate	Tenure of repayment
		Non-Current	Current	Non-Current	Current			
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	15.07	57.14	75.49	41.76	-First and exclusive charge on all present and future current assets and fixed assets of the borrower. -Extension of equitable mortgage of the following properties: -Residential property number 273 situated at Master Mota Singh Nagar, Jalandhar owned by Iqbal Singh Chatha and Manjit Singh Chatha s/o Sh. Hari Singh; Residential property number 271 situated at Master Mota Singh Nagar, Jalandhar owned by Paramjit Singh Chatha; -Commercial property SCF number 305, Motor Market, Manimajra, Chandigarh owned by Gurcharan Singh Gosal; -Industrial property Khata number 35/124, Village Chaudheri, Tehsil Derabassi owned by the Company; Property owned in Kartarpur and Shadipur by Mr. Paramjit Singh Chatha. -The term loan is also secured by personal guarantee of Iqbal Singh Chatha, Gurpreet Chatha, Paramjit Singh Chatha, Gurcharan Singh Gosal and Manjit Singh Chatha.	Repo rate + 4.5%	The loan is payable in 56 equal monthly instalments of ₹
Term loan from bank (in ₹ Lakhs) (Santion Amount - 100 Lakhs) (Disburse - 8.92 Lakhs)	Kotak Mahindra Bank	2.61	1.90	4.54	1.73		Repo rate +3.25%	47 equal monthly instalments of ₹0.18 lacs, and last instalment of ₹0.18 lacs.
Term loan from bank (in ₹ Lakhs) (Santion Amount - 300 Lakhs) (Disburse -300 Lakhs)	Kotak Mahindra Bank	145.80	58.80	206.16	53.08		Repo rate +3.00%	47 equal monthly instalments of ₹6.16 lacs, and last instalment of ₹6.12 lacs.
Term loan from bank (in ₹ Lakhs) (Santion Amount - 100 Lakhs) (Disburse - 46.94 Lakhs)	Kotak Mahindra Bank	52.63	18.82	72.00	16.94		Repo rate +3.00%	45 equal monthly instalments of ₹2.01 lacs, and last instalment of ₹2.01 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	900.17	213.17	-	-	-Industrial Property Khewat No. 107, Khatoni No. 172, Khasra No. 10/77/2 [3-6], 8 [4-0], 13/2 [1-3-6.66], Kite 3, Vaka Mauja Village Toffanpur, H.B. No. 206, Tehsil Derabassi, Mohali, Punjab, 160201, owned by Chatha Foods Ltd.	Repo rate +3.00%	55 equal monthly instalments of ₹24.76 lacs, and last instalment of ₹24.38 lacs.
Term loan from bank (in ₹ Lakhs)	Kotak Mahindra Bank	1,231.79	268.21			The term loan is also secured by corporate guarantee of Chatha Foods Limited.		
		2,348.07	618.04	358.18	113.51			

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	As at 31 March 2026	As at 31 March 2025
7 Deferred tax liabilities (net)		
7 Deferred tax liabilities (net)		
Deferred tax liabilities arising on account of:		
Timing difference on depreciation of property, plant and equipment	346.37	356.52
	346.37	356.52
Deferred tax assets arising on account of:		
Provision for employee benefits	94.49	82.88
Provision for bonus	-	20.61
Expenses to be allowed u/s 35D	40.85	40.85
	135.33	144.34
Deferred tax liabilities (net)	211.03	212.17
8 Long-term provisions		
Provision for gratuity [refer note 8 (a)]	1 59.88	1 63.00
Provision for compensated absences [refer note 8 (b)]	65.25	62.72
	225.13	225.72
8(a) Provision for gratuity		
The following table set out the status of the plan for gratuity and as required under Accounting Standard (AS) - 15 (R) - Employee benefits and the reconciliation of opening and closing balances of the present value of the defined benefit obligation in respect of gratuity:		
Particulars		
i)Gratuity Based on actuarial assumptions		
I.Actuarial assumptions		
Mortality	IALM 2012-14	IALM 2012-14
Discount rate	7.00%	6.75%
Salary growth rate p.a.	6.00%	6.00%
Expected rate of return on planned assets	0	0
Withdrawal rates p.a.	10.00%	10.00%
II.Funded Status of the plan		
Present value of unfunded obligations	232.17	213.21
Present value of funded obligations	-	-
Fair Value of plan assets	-	-
Unrecognised Past Service Cost	-	-
Net Liability (Asset)	232.17	213.21
III.Profit and loss for the period		
Present value of obligations at beginning of the year	21 3.21	1 75.48
Current service cost*	26.64	26.76
Interest on obligations	1 4.39	1 2.72
Expected return on plan assets	-	-
Net actuarial loss/(gain)	4.73	5.19
Recognised Past Service Cost-Vested	-	-
Recognised Past Service Cost-Unvested	-	-
Loss/(gain) on curtailments and settlement	-	-
Total included in 'Employee Benefit Expenses'	45.76	44.68
IV.Reconciliation of defined benefit obligation		
Opening Defined Benefit Obligation	213.21	175.48
Transfer in/(out) obligation	-	-

Current service cost	26.64	26.76
Interest cost	14.39	12.72
Actuarial loss (gain)	4.73	5.19
Past service cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefit paid from fund	(20.57)	(6.94)
Benefits paid by company	-	-
Closing Defined Benefit Obligation	-	-
	238.39	213.21

Notes :

Current year

Defined benefit obligation 232.17

1) The discount rate is based on the prevailing market yield of Indian Government bonds as at the balance sheet date for the estimated terms of obligations.

2) The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

Amount of provision for gratuity for the current year and previous years are as follows:

Current year		
Defined benefit obligation	232.17	213.21

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8(b) Provision for compensated absences

I. Actuarial assumptions

	IALM 2012-14	IALM 2012-14
Mortality		
Discount rate	7.00%	6.75%
Salary growth rate p.a.	6.00%	6.00%
Expected rate of return on planned assets	-	-

II. Funded Status of the plan

Present value of unfunded obligations	84.71	84.71
Present value of funded obligations	-	-
Fair Value of plan assets	-	-
Unrecognised Past Service Cost	-	-
Net Liability (Asset)	84.71	84.71
	84.71	84.71

III. Profit and loss for the period

Present value of obligations at beginning of the year	84.71	68.07
Current service cost*	16.46	14.73
Interest on obligations	5.72	4.94
Expected return on plan assets	-	-
Net actuarial loss/(gain)	(1.58)	0.51
Recognised Past Service Cost-Vested	-	-
Recognised Past Service Cost-Unvested	-	-
Loss/(gain) on curtailments and settlement	-	-
Total included in 'Employee Benefit Expenses'	20.60	20.19

IV. Reconciliation of defined benefit obligation

Opening Defined Benefit Obligation	84.71	68.07
Transfer in/(out) obligation	-	-
Current service cost	16.46	14.73
Interest cost	5.72	4.94
Actuarial loss (gain)	(1.58)	0.51
Past service cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefit paid from fund	-	-
Benefits paid by company	(7.98)	(3.55)
Closing Defined Benefit Obligation	97.32	84.71

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9 Short-term borrowings**Secured**

Current maturities of long-term borrowings [refer note 6(a)]

Cash credits [refer note (a) and (b) below]

Demand Loan

	As at 31 March 2026	As at 31 March 2025
	61 8.04	11 3.51
	707.60	700.45
	403.00	-
	1,728.64	813.96

a. Details of security of short-term borrowings: Cash credit facilities and working capital demand loan taken from Kotak Mahindra Bank are secured by first and exclusive charge on all present and future current assets and fixed assets of the borrower, extension of equitable mortgage of the following properties - Residential property number 273 situated at Master Mota Singh Nagar, Jalandhar owned by Iqbal Singh Chatha and Manjit Singh Chatha s/o Sh. Hari Singh; Residential property number 271 situated at Master Mota Singh Nagar, Jalandhar owned by Paramjit Singh Chatha; Commercial property SCF number 305, Motor Market, Manimajra, Chandigarh owned by Gurcharan Singh Gosal; Industrial property khata number 35/124 village Chaudhderi, tehsil derabassi owned by the Company, property owned in Kartarpur and Shadipur by Mr. Paramjit Singh Chatha. The cash credit is also secured by personal guarantee of Iqbal Singh Chatha, Paramjit Singh Chatha, Gurcharan Singh Gosal, Gurpreet Chatha and Manjit Singh Chatha. Khevat Nos/Khatoni Nos.53/77 Khevat Nos/Khatoni Nos.336/397 Khevat Nos/Khatoni Nos.124/155 Khasra Nos.674 At Shadipur, owned by in the name of Paramjit Singh.

b. Terms of repayment and interest rates: Cash credit from Kotak Mahindra bank amounting to ₹ 707.60 lacs (previous year ₹ 700.45 lacs) carrying interest rate 3.00% over the Repo rate (previous year 4.25% over the Repo rate).

The Company has availed a demand loan facility during the financial year 2025-26 as an extension to its existing cash credit limits from the lending bank. The facility has been obtained for meeting funding requirements and is governed by the terms and conditions stipulated by the bank.

The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit.

10 Trade payables

Total outstanding dues of micro enterprises and small enterprises

Total outstanding dues of creditors other than micro enterprises and small enterprises

	As at 31 March 2026	As at 31 March 2025
	291.47	65.64
	827.51	1,072.13
	1,118.97	1,137.77

Note:

a. Dues to micro and small enterprises pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

	As at 31 March 2026	As at 31 March 2025
Principal amount remaining unpaid	291.46	63.93
Interest accrued and due thereon remaining unpaid. Interest paid by the Company in terms of service 16 of MSMED Act 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year.	0.11	0.51
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year), but without adding the interest specified under MSMED Act, 2006.	1.81	-
Interest accrued and remaining unpaid as at the end of the year. Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	0.01	-
		1.71
		-

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10. Trade payables (Contd.)

Ageing schedule as at 31st March 2026		Outstanding for following periods from due date of payment						Total
Particulars	Unbilled Dues	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Micro and small enterprises	-	291.45	0.01	-	-	-	-	291.47
Others	-	551.32	266.76	6.24	0.06	3.13	-	827.51
Disputed Dues- Micro and small enterprises	-							-
Disputed Dues- Others	-							-
Total	-	842.78	266.78	6.24	0.06	3.13	-	1,118.97

Ageing schedule as at 31 March 2025:		Outstanding for following periods from due date of payment						Total
Particulars	Unbilled Dues	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Micro and small enterprises	-	65.64	-	-		-	-	65.64
Others	-	-	1,068.97	0.03	3.13	-	-	1,072.13
Disputed Dues- Micro and small enterprises	-	-	-	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-	-	-	-
Total	-	65.64	1,068.97	0.03	3.13	-	-	1,137.77

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[All amounts are in ₹ lakhs unless stated otherwise]

	As at 31 March 2026	As at 31 March 2025
11 Other current liabilities		
Advance from customers	3.66	7.24
Creditors for capital expenditure	696.14	26.00
Statutory dues		
a) TDS	17.82	28.75
b) ESIC and PF	10.82	11.95
c) GST Payable	-	111.02
d) Professional Tax	0.18	0.21
e) Labour Welfare Fund	0.56	0.67
Interest accrued but not due on borrowings	15.51	7.30
Expenses payable	13.61	12.24
Employee related payables [Also refer note 30 for related party transaction]	124.43	84.09
	882.73	289.46
	As at 31 March 2026	As at 31 March 2025
12 Short-term provisions		
Provision for gratuity [refer note 8(a)]	82.49	50.21
Provision for income tax (net of advance tax)	14.59	(7.97)
Provision for compensated absences [refer note 8(b)]	34.11	21.99
Provision for bonus	-	74.08
	131.20	138.31
	As at 31 March 2026	As at 31 March 2025
14 Non Current Investment		
Investments	-	-
	-	-
	As at 31 March 2026	As at 31 March 2025
15 Long-term loans and advances		
(unsecured considered good, unless otherwise stated)		
Capital Advances	462.80	1,422.11
Minimum Alternate Tax (MAT) credit entitlement [refer note (b) below]	20.82	100.69
	483.62	1,522.80
a Minimum alternate tax (MAT) credit entitlement		
Balance at beginning of year	100.69	218.26
Add: Difference in MAT entitlement	10.92	1.21
Add: MAT credit entitlement created/(set off) during the year	(90.79)	(118.78)
Balance at end of period	20.82	100.69

- b** The Company does not have any loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

16 Other non-current assets

(unsecured considered good, unless otherwise stated)

Security deposits

As at 31 March 2026	As at 31 March 2025
1 03.50	1 15.30
103.50	115.30

17 Inventories

[Valued at Cost or NRV whichever is less]

Raw materials including packaging materials

Work-in-progress

Finished products

Stores, spares and other consumables

As at 31 March 2026	As at 31 March 2025
752.39	785.56
149.97	1 74.33
462.33	365.75
50.28	46.45
1,414.98	1,372.09

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18 Trade receivables

(unsecured considered good, unless otherwise stated)

-Considered good

-Considered doubtful

Less: Provision for doubtful debts

As at 31 March 2026	As at 31 March 2025
2,158.70	2,280.07
-	-
2,158.70	2,280.07
2,158.70	2,280.07

19 Cash and Bank Balances

- Cash in hand

Balances with banks

- in current account

Other bank balances:

Deposit with maturity more than 3 months but less than 12 months *

*Lien is marked against this FD deposit.

As at 31 March 2026	As at 31 March 2025
144.58	18.92
428.29	67.68
572.87	86.60
156.22	1,957.54
729.09	2,044.14

20 Short-term loans and advances

(Unsecured, considered good)

Advances to suppliers

Prepaid expenses

Advances to employees

GST Input

Income tax refundable

As at 31 March 2026	As at 31 March 2025
96.26	52.88
25.79	22.10
15.77	42.40
402.39	-
7.37	-
547.58	117.39

21 Other Current Assets

Others receivables

As at 31 March 2026	As at 31 March 2025
3.16	-
3.16	-

Consolidated Notes to the financial statements

[All amounts in ₹ unless stated otherwise]

13 Property, plant and equipment and Intangible Assets As at 31st March 2026

Particulars	Gross block				Accumulated depreciation				Netblock	
	As at 1 April 2025	Additions during the year	Sales / adjustment during the year	As at 31 March 2026	As at 1 April 2025	Charge for the year	Sales / Adjustment during the year	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025
Property, plant and equipment										
Land	488.87	-	-	488.87	-	-	-	-	488.87	488.87
Building	825.32	9.23	-	834.55	312.50	26.27	-	338.77	495.79	512.83
Plant and machinery	4,652.63	209.31	17.41	4,844.53	2,549.11	252.01	7.77	2,793.34	2,051.19	2,103.52
Furniture and fixtures	31.05	3.83	-	34.88	21.45	1.99	-	23.44	11.44	9.60
Office equipments	85.72	8.43	-	94.15	64.06	8.92	-	72.98	21.17	21.66
Vehicles	97.69	0.10	-	97.79	83.22	9.18	-	92.40	5.39	14.47
Intangible Assets	0.75	0.49	-	1.24	0.35	0.35	-	0.69	0.54	0.40
Total	6,182.04	231.38	17.41	6,396.01	3,030.69	298.70	7.77	3,321.63	3,074.39	3,151.35
Capital Work in Progress	827.26	7,007.88	-	7,835.14	-	-	-	-	7,835.14	-
Total	7,009.30	7,239.27	17.41	14,231.16	3,030.69	298.70	7.77	3,321.63	10,909.53	3,151.35

CWIP Ageing Schedule

Capital Work in Progress	Amount in CWIP for a period for 2025-2026					
Particulars		6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress				-	-	-
Building		913.78	467.10			1,380.89
Plant & Machinery		5,442.08	218.50			5,660.58
Intangibles (under development)		12.00	-			12.00
Others		640.01	141.66			781.68
Projects Temporarily Suspended				-	-	-
Total		7,007.88	827.26	-	-	7,835.14

As at 31 March 2025

Particulars	Gross block				Accumulated depreciation				Net block	
	As at 1 April 2024	Additions during the year	Sales / adjustment during the year	As at 31 March 2025	As at 1 April 2024	Charge for the year	Sales / Adjustment during the year	As at 31 March 2025	As at 31 March 2025	As at 31 March 2024
Property, plant and equipment										
Land	31.76	457.12	-	488.87	-	-	-	-	488.87	31.76
Building	804.11	21.22	-	825.32	286.77	25.73	-	312.50	512.83	517.34
Plant and machinery	4,443.31	209.32	-	4,652.63	2,300.12	248.99	-	2,549.11	2,103.52	2,143.19
Furniture and fixtures	29.81	1.24	-	31.05	19.92	1.53	-	21.45	9.60	9.89
Office equipments	75.81	9.91	-	85.72	57.64	6.42	-	64.06	21.66	18.17
Vehicles	112.51	-	14.83	97.69	80.18	10.18	7.13	83.22	14.47	32.33
Intangible Assets	0.60	0.15	-	0.75	0.11	0.24	-	0.35	0.40	0.49
Total	5,497.90	698.96	14.83	6,182.04	2,744.74	293.08	7.13	3,030.69	3,151.35	2,753.16
Capital Work in Progress	-	827.26	-	827.26	-	-	-	-	827.26	-
Total	5,497.90	1,526.22	14.83	7,009.30	2,744.74	293.08	7.13	3,030.69	3,978.62	2,753.16

Consolidated Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

18 Trade receivables (Contd.)

Ageing schedule as at 31st March 2026:

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled dues	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)Undisputed Trade receivables – considered good		1,765.75	343.82	0.49	32.12	16.53	-	2,158.70
(ii)Undisputed Trade Receivables – considered doubtful								-
(iii)Disputed Trade Receivables considered good								-
(iv)Disputed Trade Receivables considered doubtful								-
Total	-	1,765.75	343.82	0.49	32.12	16.53	-	2,158.70

Ageing schedule as at 31 March 2025:

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled dues	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)Undisputed Trade receivables – considered good	-	1,648.59	591.44	22.39	17.65	-	-	2,280.07
(ii)Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
(iii)Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(iv)Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-
Total	-	1,648.59	591.44	22.39	17.65	-	-	2,280.07

Consolidated Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

	For the year ended 31 March 2026	For the year ended 31 March 2025
22 Revenue from operations		
Sale of products	16,557.64	15,698.45
Sale of Service	14.69	18.13
	16,572.33	15,716.59
23 Other income		
Interest income:		
-on deposit with electricity department	2.30	2.02
-bank	34.91	110.54
Interest on Income Tax	-	1.15
Others	1.97	0.75
	39.18	114.47
24 Cost of materials consumed		
Opening stock		
Raw material	785.56	622.85
Stores, spares and other consumables	46.45	43.69
Add: Purchases made during the year	12,000.47	11,795.90
	12,832.49	12,462.44
Less: Closing stock		
Raw material	752.39	785.56
Stores, spares and other consumables	50.28	46.45
	12,029.81	11,630.43
25 Changes in inventories of finished goods and work-in-progress		
Opening stock		
Work-in-progress	174.33	192.38
Finished goods	365.75	317.62
Closing stock		
Work-in-progress	149.97	174.33
Finished goods	462.33	365.75
	(72.22)	(30.09)
26 Employee benefits expense		
Salaries and wages		
(A)Salaries	565.66	384.34
(B)Wages	784.18	776.36
Contribution to provident and other funds		
Contribution to provident Fund	62.84	63.86
Contribution to Employee State Insurance Fund	15.19	18.87
Bonus and Others	102.90	95.85
Gratuity Expenses	48.77	44.68
Worker andf Staff welfare expenses	74.87	42.18
	1,654.41	1,426.13
27 Finance costs		
Interest on loan from Banks	92.35	116.89
Others	5.41	5.82
	97.76	122.70
28 Depreciation expense		
Depreciation (refer note 13)	298.70	293.08
	298.70	293.08
29 Other expenses		
Insurance	14.35	7.03
Rent	23.70	24.37
Freight and forwarding	153.13	153.20
Rates and taxes	47.20	11.00
Director Sitting Fee	8.10	4.20
Legal and professional	69.50	58.20
Advertisement and publicity	49.63	76.73
Power, fuel and water charges	485.95	459.31
Repair and maintenance - Plant and machinery	177.17	121.40
Effluent Treatment Plant- Maintenance Expenses	47.70	53.70

Travelling and Conveyance	89.79	96.24
Quality control and quality assurance	184.66	171.65
Warehousing Expenses	223.01	193.25
Security Expenses	67.11	55.87
CSR Expenditure	13.75	8.94
Interest On GST/TDS	0.22	0.04
Interest on Income Tax	1.53	-
Loss on Sale of Fixed Assets	0.30	-
Miscellaneous Expenses	78.85	62.73
	1,735.65	1,557.85

Chatha Foods Limited

CIN-U15310PB1997PLC020578

Consolidated Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

	For the year ended 31 March 2026	For the year ended 31 March 2025
Note :		
Payment to statutory auditors excluding goods and service tax:		
Statutory Auditor	12.00	10.00
Tax Audit fees	0.50	0.50
Other service cost (Certification cost)	0.00	0.00
	12.50	10.50

30 Earnings/(Loss) per share The calculation of Earning Per Share (EPS) as disclosed in the statement of profit and loss has been made in accordance with Accounting Standard (AS-20) on "Earning Per Share" as specified under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India. Earnings per Share ('EPS') is determined based on the net profit attributable to the shareholders. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year including share options, except where the result would be anti-dilutive.

Profit after tax	639.50	606.15
Total number of Equity shares outstanding	240.82	240.82
Weighted average number of equity shares outstanding	240.82	226.97
Face value per equity share (₹)	10.00	10.00
Earning per share		
Basic	2.66	2.67
Diluted	2.66	2.67

The company have approved the issuance of 41,33,720 bonus Equity Shares in the ratio of one Equity Share for every three existing fully paid up Equity Share on 13-09-2023. New Bonus Equity Shares have been considered for the computation of both Basic & Diluted EPS in accordance with para 20 of AS 20: Earning Per share issued by ICAI for full year.

Pursuant to the special resolution passed in the extra ordinary general meeting held on 6th January,2025. The Company has issued and allotted 15,85,000 equity shares of Rs 10 each, on Preferential allotment basis at an issue price of Rs 127 per share (Including Premium of Rs 117), to the Non-Promoter Group of the Company and on the receipt of Rs. 202.95 lakhs, the company made the allotment of such shares on 14th February,2025.

31 Capital commitments

Capital commitment	462.80	1,422.11
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	Nil	Nil

(This space has been intentionally left blank)

Consolidated Notes to the financial statements

(All amounts are in ₹ lakhs unless stated otherwise)

32 Related party disclosure

In accordance with the requirements of Accounting Standard - 18 'Related Party Disclosures' the names of the related party where control/ability to exercise significant influence exists, along with the aggregate amount of transactions and period end balances with them as identified and certified by the management are given below:

I Name of the related parties and description of relationship :

Description of relationship	Name of the Party	Designation
A Key management personnel	Paramjit Singh Chatha	Managing Director
	Gurpreet Chatha	Director
	Gurcharan Singh Gosal	Director
	Iqbal Singh Chatha	Promoter
	Vishal Singh Sirmauria	Chief Financial Officer
	Priyanka Oberoi	Company Secretary
	Purnachand Upadrashta	Independent Director
	Chinmayee Swarup	Independent Director
	Deulgaonkar	
	Sanjiv Swarup (resigned on 12.02.2026)	Independent Director
	Irina Chatha	Promoter
	Namrata Kaur Gurm	Promoter
	Divya Babel (w.e.f. 11.03.2026)	Independent Director
	Deepak Kumar Mehta (resigned on 28.03.26)	Director
	Manish Muley (w.e.f 31.03.26)	Director
B Relatives of Key Managerial Persons	Bhuvnesh Kanwar (w.e.f 31.03.26)	Company Secretary
	Kulbeer Walia (w.e.f 18.05.2026)	Chief Financial Officer
C Subsidiary Company	Gurpal Gosal	Administrative Officer
	Umed Singh	Purchase Manager
	Allana CF Foods Private Limited	

II Transactions during the year

The following transactions were carried out with related parties in the ordinary course of business for the year ended 31 March 2026 & 31 March 2025.

		For the period ended 31 March, 2026	For the period ended 31 March, 2025
S No.	Particulars	Key Management Personnel	Key Management Personnel
1	Reimbursement of expenses		
	Mr. Paramjit Singh Chatha	14.22	9.86
	Mr. Gurcharan Singh Gosal	2.25	2.27
	Mr. Gurpreet Singh Chatha	3.19	2.22
	Mr. Vishal Singh Sirmauria	0.98	0.24
	Ms. Priyanka Oberoi	0.50	1.02
	Mr. Umed Singh	1.47	1.87
	Frigorifico Allana Private Limited	4.99	-
2	Remuneration		
	Mr. Paramjit Singh Chatha	84.00	60.00
	Mr. Gurpreet Singh Chatha	48.00	14.40
	Mr. Gurcharan Singh Gosal	24.00	9.67
	Mrs. Gurpal Gosal	18.00	10.86
	Mr. Vishal Singh Sirmauria	18.01	13.23
	Ms. Priyanka Oberoi	13.15	11.43
	Mr. Umed Singh	9.29	8.32
3	Director's Sitting Fees Paid		
	Mr. Purnachand Upadrashta	3.30	1.65
	Ms. Chinmayee Swarup Deulgaonkar	2.70	1.35
	Mr. Sanjiv Swarup	1.80	1.20
	Ms. Divya Babel	0.30	-
4	Purchase & Sale		
	Purchase of Goods from Frigorifico Allana Private Limited	30.72	
	Sale of Goods to Frigorifico Allana Private Limited	3.01	

III Balance at the end of the year

S No.	Particulars	For the period ended 31 March, 2026	For the period ended 31 March, 2025
		Key Management Personnel	Key Management Personnel
1	Remuneration payable		
	Mr. Paramjit Singh Chatha	0.41	-
	Mr. Gurcharan Singh Gosal	1.75	0.80
	Mr. Gurpreet Singh Chatha	-	-
	Mrs. Gurpal Gosal	1.36	-
	Mr. Vishal Singh Sirmauria	1.14	0.64
	Mr. Umed Singh	0.69	0.56
	Ms. Priyanka Oberoi	0.78	0.95
2	Director's Sitting Fees Payable		
	Mr. Purnachand Upadrashta	2.02	1.49
	Ms. Chinmayee Swarup Deulgaonkar	1.62	1.22
	Mr. Sanjiv Swarup	1.08	1.08
	Ms. Divya Babel	0.27	-

S No.	Ratio	Measur ement unit	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	Change	Remarks	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
						Ratio			Numerator		Denominator	
1	Current ratio	Times	Current assets	Current liabilities	1.26	2.44	-48.56%	Refer note (i)	4,853.50	5,813.73	3,861.55	2,379.51
2	Debt-equity ratio	Times	Total debt [Long-term borrowings + Short-term borrowings]	Total equity	0.46	0.14	222.52%	Refer note (ii)	4,076.71	1,172.15	8,901.98	8,254.87
3	Debt service coverage ratio	Times	Net Profit after tax + non-cash operating expenses like depreciation and other amortizations + Interest+other adjustments like loss on sale of fixed assets,etc.	Current Debt Obligation (Interest + Installments)	6.21	7.08	-12.31%		982.92	988.24	158.23	139.51
4	Return on equity ratio	Perce ntage	Net Profit after taxes - preference dividend (if any)	(Beginning shareholders' equity + Ending shareholders' equity) ÷ 2	7.45%	8.64%	-13.72%		639.50	606.15	8,578.42	7,015.82
5	Inventory turnover ratio	Times	Total revenue from operations	(Opening Stock + Closing Stock)/2	11.89	12.33	-3.58%		16,572.33	15,716.59	1,393.53	1,274.31
6	Trade receivables turnover ratio	Times	Revenue from operations	(Beginning Trade Receivables + Ending Trade Receivables) / 2	7.47	9.22	-19.03%		16,572.33	15,716.59	2,219.38	1,704.25
7	Trade payables turnover ratio	Times	Purchases	(Beginning Trade Payables + Ending Trade Payables) / 2	10.64	10.94	-2.77%		12,000.47	11,795.90	1,128.37	1,078.45
8	Net capital turnover ratio	Times	Total revenue from operations	Current Assets - Current Liability	16.71	4.58	265.06%	Refer note (iii)	16,572.33	15,716.59	991.96	3,434.23
9	Net profit ratio	Perce ntage	Profit after tax	Total revenue from operations	3.86%	3.86%	0.05%		639.50	606.15	16,572.33	15,716.59
10	Return on capital employed	Perce ntage	Profit before Interest and Taxes	Capital employed = Net Worth+Total Debt	7.32%	9.89%	-26.04%		965.17	953.65	13,189.73	9,639.18

Reasons for variation in case of variation > 25% :

- (i) Debt Service Coverage Ratio has decreased due to increased repayment obligation in next year whereas profits have not been increased.
(ii) Decrease in Return on Equity ratio by 36.32% is due to fresh equity share capital issued during the year, which has been deployed for new plant which is yet to be put to use.
(iii) Decrease in Trade Receivable ratio is due to increase in trade receivables due to addition of new clients and increased credit period.
(iv) Decrease in Return on capital employed is due to increased equity base against which new plant is yet to start commercial production.

a) Value of Imports calculated on C.I.F basis in respect of:

Raw materials/Trading Goods

Plant & Machineries

b) Expenditure in Foreign Currency

Purchase price

Other Charges

For the period ended 31 March 2026	For the period ended 31 March 2025
-	-
-	-
-	-
-	-
-	-
-	-
3.81	-

35 Details of consumption of raw materials:

Raw material consumed

Imported

Indigenous

For the period ended 31 March 2026		For the period ended 31 March 2025	
Amount	Percentage	Amount	Percentage
12,029.81	100.00%	11,630.43	100.00%
12,029.81	100.00%	11,630.43	100.00%

36 Leases

Operating leases

The Company is a lessee under a cancellable operating lease. Rental expense for operating lease for the year ended 31 March 2026 & for the year ended 31 March 2025 was ₹ 23.70 Lacs & ₹ 24.37 lacs respectively.

37 The Company's main business is the manufacturing of ready to eat meat products, Vegetarian and vegan foods which as per Accounting Standard – 17 on "Segment Reporting" as prescribed under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021 and other accounting principles generally accepted in India is considered to be the only reportable segment. The Company is primarily operating in India which is considered as a single geographical segment.

38 The Company does not have any contingent liability at end of the year as indentified by the management except for table below:

S.no	Particulars			As at 31 March 2026
1	GST related matter (Refer Note- 38.1)			*
2	TDS Demand as per Traces Portal (Refer Note- 38.2)			0.01
3	Provident Fund			0.24

Note 38.1 Good and Service Related, Excise And Taxation Department, Punjab, issued a penalty of Rs 6.95 lakh in the year 2022-23 for the period of year 2017-2018. The Company have made the payment of such demand on 26/09/2023. But such demand is still shown as outstanding on the Goods And Service Tax portal. Note 38.2 The company received a TDS demand of Rs 1.87 lakh in Financial Year 2024-2025, out of which Rs.0.51 lakh have been paid by the company in the recent years. But the whole amount is shown as outstanding on Traces portal. During the year 2025-2026 the company has paid 1.35 lakh out of outstanding demand of 1.36, currently outstanding as at the end of March 2026 is 0.01 lakh.

39 a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

- (b) The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made.
- (e) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.
- (f) The company has not incurred any transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended as at 31 March 2026.
- (g) The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (h) The Company has no such layers as prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. Hence, the said clause is not applicable to the Company.
- (i) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (j) Money raised by way of term loans were applied for the purposes for which these were obtained.
- (k) 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 at year ended 31 March 2026 & 31 March 2025.
- (l) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.
- (m) The Company does not have any advances in the nature of loans during the year.

40 Previous year figures have been regrouped/recasted, wherever considered necessary to make them comparable with those of the current year.

41 The Company has raised Rs 3338.72 Lakhs by way of initial public offering (IPO) during the month of March 2024, allotment against the same was made in the month of March 2024. During the year, the Company has fully utilised the IPO fund.

S.No	Original Objects	Original Allocation of amount raised	Funds Utilized	Amount invested in bank deposits
1	Setting up of New Facility	2,411.03	2,411.03	-
2	General Corporate Purposes	446.98	446.98	-
3	IPO Issue Expenses	480.71	480.71	-
	Total	3,338.72	3,338.72	-

42 The Company has raised Rs 2164.08 Lakhs by way of Preferential issue of which ₹2012.95 Lakhs through issue of Equity Shares and ₹151.13 Lakhs through issue of fully convertible warrants (Assuming full conversion of warrants) during the month of February 2025, allotment against the same was made in the month of February 2025. Company received the amount 2050.73 lakhs from above preferential issue till 31st March 2026 out of which during the year the company fully utilized the received fund for the purpose stated in the preferential issue object.

43 The Company's veg plant has not yet been put to intended commercial use as at the 31st March 2026. Accordingly, the related expenditure continues to be carried under Capital Work-in-Progress and shall be capitalised upon commencement of commercial production.

44 The company has availed duty free import of Plant & Machinery under the EPCG (Export Promotion Capital Goods) license resulting in an export obligation of Rs. 2435.46 Lakhs to be fulfilled over a period of 6 years (50% in first 4 year & 50% in last 2 years. Commencing from FY 2026-2027. The company has issued bank Guarantee in favour of DGFT amounted Rs. 406.22 lakhs.

45 On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed the same & there is no material impact of these changes and to the best information available, consistent with the guidance provided by the Institute of Chartered Accountants of India. The Company continues to monitor the " finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect (if any) on the basis of such developments as needed

46 Corporate Social Responsibility (CSR) (Rs in Lakhs)

Particulars	F.Y. 2025-26	F.Y. 2024-25
Minimum amount required to be spent in CSR (During the Financial Year)	13.68	8.94
Add/Less: Previous Years Shortfall / Excess	-	-
Amount required to be spent during the F.Y.	13.68	8.94
Amount of CSR Expenditure incurred during the year	13.75	8.94
Shortfall at the end of the year	-	-
During the years CSR Expenditure Excess incurred	0.07	-
Reason for Shortfall	NA	NA
Details of Related Party Transactions Where a provision is made with respect to a liability incurred by entering	NA	NA
into a contractual	NA	NA

The Company has contributed an amount of ₹ 7.25 Lacs to the Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) and ₹6.5 lacs to Ranga Punjab Society Fund (registered under 80G and CSR) as part of its CSR obligations. This contribution is in line with the provisions of Schedule VII of the Companies Act, 2013 and is aimed at supporting efforts towards disaster management, including relief, rehabilitation and reconstruction activities.

For A Bafna & Co,
Chartered Accountants
Firm's Registration No.:003660C

Sd/-
Vivek Gupta
Partner
Membership No. 400543

For and on behalf of the Board of Directors of
Chatha Foods Limited

Sd/-
Paramjit Singh Chatha
Managing Director
(DIN No: 1154225)

Sd/-
Gurcharan Singh Gosal
Wholetime Director
(DIN No: 01389179)

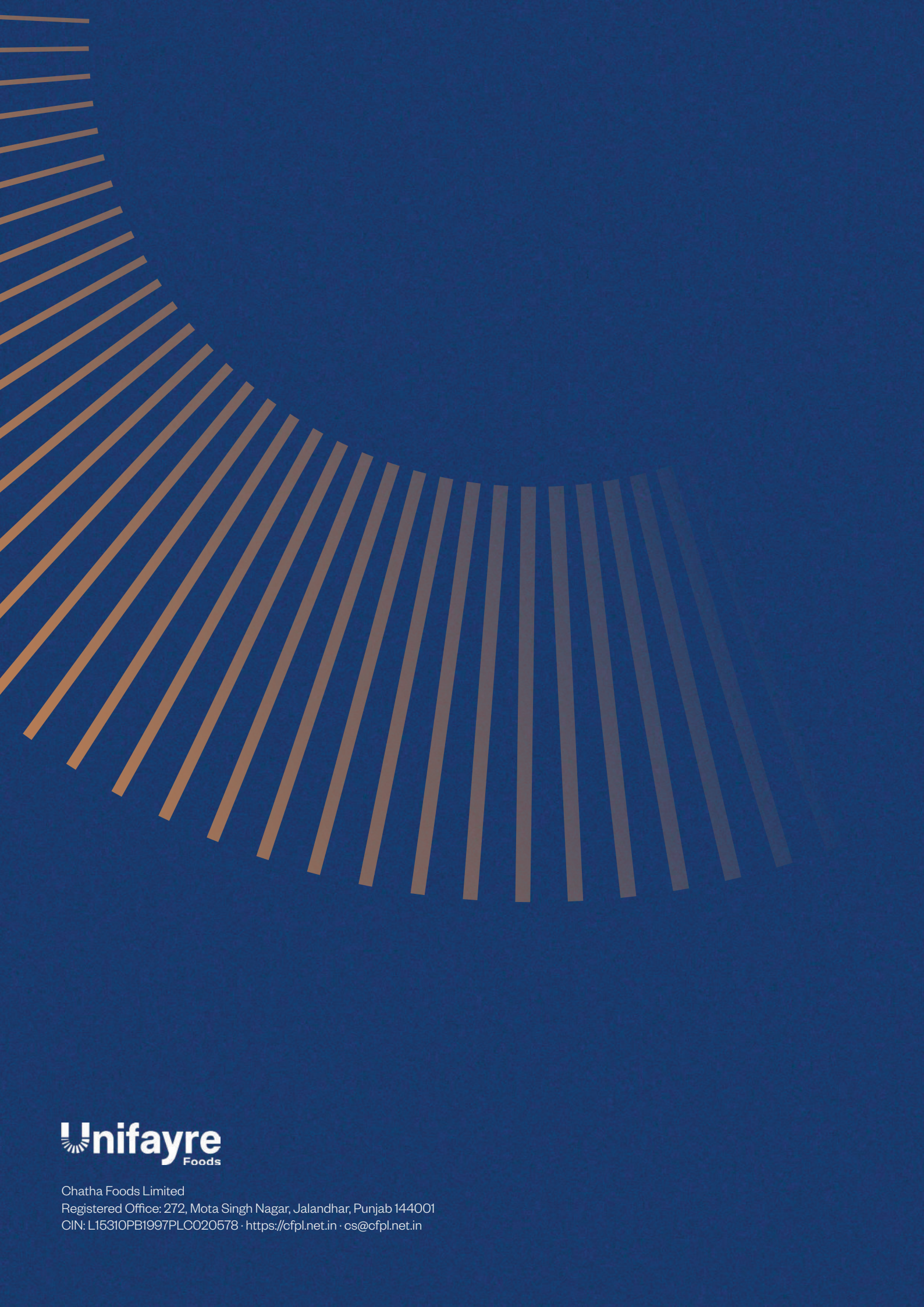
Sd/-
Priyanka Oberoi
Company Secretary
(Membership No: A32400)
Place: Mohali
Date: 20th May, 2026

Sd/-
Vishal Singh Sirmauria
Chief Financial Officer

Notes

Notes

Notes



Chatha Foods Limited
Registered Office: 272, Mota Singh Nagar, Jalandhar, Punjab 144001
CIN: L15310PB1997PLC020578 · <https://cfpl.net.in> · cs@cfpl.net.in