



ANIRIT VENTURES LIMITED

(Formerly Known as Flora Textiles Limited)

CIN: L72100MH1993PLC451311

Registered Office: 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai – 400022, Maharashtra, India. Contact: 022-42441100

Website: www.aniritventures.com

Email: secretarial@aniritventures.com

Date: 08th July, 2026

To,
The Listing Department,
BSE Limited,
Floor 25, P. J. Towers,
Dalal Street, Mumbai – 400001

BSE Scrip Code: 530705

Dear Sir/ Madam,

Subject: Annual Report Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year 2025-26.

The 33rd Annual General Meeting of the Company will be held on **Thursday, July 30, 2026 at 11:00 a.m. (IST)** through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

Pursuant to Regulations 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Annual Report of the Company for Financial Year 2025-26 along with the Notice of the 33rd Annual General Meeting and other Statutory Reports.

The said Annual Report is being sent through electronic mode to the Members whose email addresses are registered with the Company/ KFin Technologies Limited - Registrar and Transfer Agent / National Securities Depository Limited and/or Central Depository Services (India) Limited.

The Annual Report is also available on the Company's website at <https://aniritventures.com/assets/pdf/Annual-reports/Annual%20Report-2025-26.pdf>.

You are requested to kindly take the same on record.

Thanking You,
Yours Sincerely,

For Anirit Ventures Limited
(Formerly Flora Textiles Limited)

Visha Jain
Company Secretary & Compliance Officer
M.No: 73776

Encl: as above

Exploring Possibilities. Shaping the Future.

Research-led. Future-focused.
Building a sustainable tomorrow.

AGRI-TECH



BIO-GAS &
BIO-ENERGY



AGRI-
INFRASTRUCTURE



AGRITOURISM



COLLABORATE

INNOVATE

SUSTAIN

Exploring Possibilities. Shaping the Future.



Anirit Ventures Limited remains focused on building a foundation for long-term growth and value creation. As we continue to shape our future direction, our efforts are guided by a clear strategic vision and a commitment to responsible development.

Our areas of interest include agri-tech, agri-infrastructure, bio-energy, agritourism, green technologies, and research-led initiatives. These sectors reflect our aspiration to create a diversified and future-ready platform aligned with emerging trends and evolving market needs.

A disciplined approach, supported by sound governance and thoughtful evaluation, remains central to our plans. As we move forward, we remain focused on strengthening our strategic direction and preparing for future initiatives that align with our long-term objectives.

Our theme, "Exploring Possibilities. Shaping the Future.", reflects our focus on building for the future while remaining grounded in careful planning, innovation, and sustainable value creation.

With a long-term perspective and a clear sense of purpose, we continue to lay the groundwork for a resilient and forward-looking enterprise.



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ABOUT US



Anirit Ventures Limited was incorporated on March 10, 1993 as a public limited company under the Companies Act, 1956, and was originally registered with the Registrar of Companies, Coimbatore, under the name Flora Textiles Limited. For over three decades, the Company operated in the trading and job manufacturing of yarn and fabric.

A new chapter began in September 2024, when Oilmax Energy Private Limited ("Oilmax") acquired a majority equity stake in the Company. To reflect this transformation, the Company was renamed as Anirit Ventures Limited with effect from December 20, 2024.

This change marks more than a new name — it signals a fundamental shift in purpose. Anirit Ventures is now charting a course into agricultural and non-agricultural ventures, agritourism, agricultural infrastructure, agri-biogas, and agri-waste management, alongside a deeper commitment to green technology, carbon capture, and emission reduction. The Company is also investing in research and development to advance innovative, commercially viable solutions — extending into supply chain logistics, agroforestry, and agro-tourism — as it builds a platform for sustainable, long-term growth.

During the financial year 2025-26, the Company successfully completed a Rights Issue to existing eligible shareholders to finance its identified business objectives and long-term strategic initiatives.

Furthermore, in a strategically significant development during FY 2025-26, the Company acquired Anirit Agritech Private Limited, a company engaged in Controlled Environment Agriculture. The acquisition is aligned with the Company's strategic objective of exploring opportunities in technology-driven and sustainable agricultural solutions and is expected to strengthen its presence in the agriculture and allied sectors while complementing its broader focus on sustainability-oriented business initiatives.

Successfully completed Rights Issue in FY 2025-26 to support strategic growth initiatives and long-term business objectives.



Acquired Anirit Agritech Pvt. Ltd. to strengthen presence in sustainable, technology-driven agriculture solutions.



BOARD OF DIRECTORS



Mr. Rohit Agarwal

Non-Executive Director

Mr. Rohit Agarwal holds a post graduate degree. He possesses extensive and rich experience over 2 decades in the field of consulting, IT and Oil and Natural Gas Sector E & P Companies. Mr. Rohit Agarwal is young, motivated, enthusiastic, creative and dynamic personality. He possesses good entrepreneur skills of managing business activities.



Ms. Neha Thakkar

**Whole-Time Director and
Chief Financial Officer**

Ms. Neha Thakkar is a Commerce graduate from SIES College, a Chartered Accountant. Ms. Neha is a professional with over 10 years of experience in accounts, taxation, MIS, finance in various companies. Her core competencies include finalization and consolidation of accounts, preparation of financial projections and information memorandum for fund raising, direct and indirect tax planning, compliances in relation to companies and cash flow and day to day treasury and foreign exchange management.

Mr. Ashutosh Biyani

Non-Executive Independent Director

CA. Ashutosh Biyani is a distinguished member of the Institute of Chartered Accountants of India and holds a commerce degree from MDSU, Ajmer. He is the managing partner of N B T and Co. Chartered Accountants and brings over 10 years of extensive experience across multiple domains. His expertise spans Statutory Audits, Tax Audits, Internal Audits, and various other types of audits. He is also highly proficient in IPO advisory, Direct Taxation, GST, Company Law, and allied legal matters, offering a comprehensive understanding and practical solutions in these areas. He is also responsible for the growth strategies and overall affairs of the firm.

Dr. Suvir Singh

Non-Executive Independent Director

Dr. Suvir Singh holds a Bachelor of Engineering (B.E.) with first-class honours in Civil Engineering from Punjab Engineering College, as well as a Master of Engineering (M.E.) with first-class honours and a Ph.D. in Civil Engineering, both from IIT Roorkee. He has extensive experience in research and development, particularly in Structural Fire Engineering, technology development, and commercialization. He has also published various reports in his field. Currently, he serves as the Chief Scientist and Group Leader of the Fire Research Group at the Central Building Research Institute in Roorkee.

CORPORATE INFORMATION



Board of Directors

Mr. Rohit Agarwal
(Non-Executive Director)
Ms. Neha Thakkar
(Whole-Time Director)
Mr. Ashutosh Biyani
(Non-Executive Independent Director)
Dr. Suvir Singh
(Non-Executive Independent Director)



Chief Executive Officer

Mr. Sadhan Kumar Banerjee



Chief Financial Officer

Ms. Neha Thakkar



Company Secretary & Compliance Officer

Ms. Visha Jain



Registered Office

3A, 3rd Floor, Omkar Esquare, Chunabhatti
Signal, Eastern Express Highway, Sion (East),
Mumbai - 400022



CIN

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BSE Scrip Code

530705



Website

www.aniritventures.com



Email

secretarial@aniritventures.com



Statutory Auditors

M/s SGCO & Co. LLP, Chartered Accountants



Secretarial Auditors

M/s. Dipesh Gosar & Co., Practicing Company Secretary



Registrar & Share Transfer Agent

KFin Technologies Limited



MANAGEMENT DISCUSSION AND ANALYSIS

1. Overview

FY 2025-26 marked a transformational year in the history of Anirit Ventures Limited. During the year, pursuant to the acquisition of controlling shareholding by Oilmax Energy Private Limited, the Company witnessed a change in management and strategic direction. Following the change in control, the Board has adopted a long-term strategy focused on developing sustainable businesses in the areas of renewable energy, innovation-led technologies and climate-resilient agriculture. The year also witnessed successful capital raising through a Rights Issue and the acquisition of Anirit Agritech Private Limited, laying the foundation for the Company's future growth initiatives.

Rights Issue & Capital Raising

During the year, the Company successfully completed a Rights Issue to existing eligible shareholders to finance its identified business objectives and long-term strategic initiatives. The proceeds from the Rights Issue are being utilised in accordance with the objects stated in the Letter of Offer and applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations and other applicable laws.

Acquisition of Anirit Agritech Private Limited — Entry into Controlled Environment Agriculture (CEA)

In a strategically significant development during FY 2025-26, the Company acquired Anirit Agritech Private Limited, a company engaged in Controlled Environment Agriculture. This acquisition represents the Company's strategic entry into a transformative sector that leverages technology, precision agriculture and climate-controlled infrastructure to optimize agricultural output independent of external weather conditions.

Through this acquisition, the Company aims to:

- Establish a meaningful presence in the controlled environment farming ecosystem in India;
- Leverage technology-driven agricultural solutions to address food security, yield optimization, and climate resilience; and
- Diversify its business portfolio across three high-growth, sustainability-aligned verticals — clean energy, advanced materials and smart agriculture.

2. Industry Overview

2.1 The Global Scenario:

The global transition towards low-carbon and sustainable energy solutions is accelerating, with different regions leading in specific domains:

- **Biomass-to-energy**

Globally, governments continue to accelerate investments in renewable energy, circular economy solutions and sustainable agricultural practices. Countries such as Germany have established mature biogas ecosystems supported by favourable regulatory frameworks, while the United States and Japan continue to lead innovation in advanced materials, sustainable cooling technologies and commercialisation of research-driven solutions.

- **Innovation led business**

The U.S. and Japan are leaders in innovation-driven sustainability, driving programs in next-generation coatings, smart materials and advanced thermal management solutions. Their strong university-industry ecosystems enable rapid commercialization of R&D breakthroughs.

2.2 The Indian Scenario:

India, with its Net Zero 2070 pledge and surging energy demand, is one of the fastest-growing clean energy markets.

The Government has rolled out enabling policies and schemes:

- SATAT (Sustainable Alternative Towards Affordable Transportation) to promote CBG production and offtake through assured buyback by Oil Marketing Companies.
- National Green Hydrogen Mission to accelerate biomass gasification and hydrogen production.
- Programs supporting innovation in sustainable cooling and energy efficiency, including IIT-led research collaborations.

This strong alignment of policy, natural resource availability, and demand positions India as a fertile ground for Anirit Ventures' green energy and innovation agenda.

2.2.1 India Today: The Opportunity for Anirit Ventures:

Biomass-to-Energy

- India has over 5 million household-scale biogas units, but only 876 medium to large-scale plants above 5 m³/day capacity.
- There are just 120+ operational CBG plants, with 500 under development.
- Against the SATAT target of 5,000 CBG plants producing 15 MMT annually, only 75 plants have been commissioned so far, though 2,212 LOIs have been issued.
- By 2030, CBG production is projected at 0.8 bcm/year, of which only 50% is expected to be utilized under current trends.

India has set ambitious targets but is still in the early stages of scaling. Anirit Ventures aims to participate in the evolving value chain through integrated biomass projects from captive feedstock cultivation to CBG production, gasification and downstream hydrogen/power pathways leveraging group synergies and technology partnerships.

Innovation & Development - led business

India's innovation ecosystem is scaling rapidly: IITs, IISc, and national labs are working on next-generation cooling, energy-efficient materials, and green coatings.

- Government support through schemes like PRISM (Promoting Innovations in Individuals, Startups, MSMEs) and collaborations under the National Mission are catalyzing applied R&D.

- Despite progress, commercialization rates remain low, with only 10-15% of lab-scale innovations reaching pilot or industrial scale.

Anirit Ventures is focused on scaling innovations in Passive Radiative Cooling (PRC), Phase Change Materials (PCMs), and energy-efficient coatings by working with institutions such as IIT Bombay. Alongside M&A and joint venture opportunities, the Company intends to facilitate commercialization advanced materials from the lab to commercial deployment.

3. Financial Performance (FY 2025-26):

Key Financial highlights on consolidated basis are:

(Rs. In lakhs)

Particulars	2025-26	2024-25
Revenue from Operations	0.09	12.88
Total Income	14.67	13.27
Net Profit after Tax	(476.30)	(165.86)
Earnings per Share (EPS) (in Rs.)	(6.42)	(2.76)

Revenue from Operations

Anirit Ventures Limited's revenue from operations stood at ₹ 0.09 lakhs in FY 2025-26, compared to ₹ 12.88 lakhs in FY 2024-25.

Profit After Tax (PAT)

The increase in loss during the year is primarily attributable to investments made towards building the Company's new business platform, acquisition-related expenses, corporate restructuring initiatives and other strategic expenditures incurred during the transition phase.

Earnings per Share (EPS)

The Earnings Per Share (EPS) stood at ₹ (6.42) in FY 2025-26, as compared to ₹ (2.76) in FY 2024-25.

Key Ratios

Particulars	2025-26	2024-25
Debtors Turnover Ratio	-	-
Inventory Turnover Ratio	-	-
Interest Coverage Ratio	-3.24	-2.67
Current Ratio	2.22	2.21
Debt Equity Ratio	0.00	-0.01
Operating Profit Margin	-38.80	-5.72
Net Profit Margin	0	818

4. Future plans and strategic priorities

Agro-based Biomass to Green Energy

- Develop an integrated biomass-to-energy value chain, from captive feedstock and CBG to biofuels, gasification based power, and in near future hydrogen.
- strengthen technological capabilities through JVs with global leaders in biogas and biofuels.
- Leverage group synergies in EPC, O&M, offtake, and R&D to accelerate scale-up.

Innovation & Development

- Advance sustainable cooling and thermal management solutions, in collaboration with IIT Bombay, with focus on Passive Radiative Cooling (PRC) and Phase Change Materials (PCMs).
- Pursue strategic partnerships, M&A, and joint ventures to build an innovation-led portfolio in green coatings, advanced materials, and climate-adaptive technologies.

5. Internal Control Systems and their Adequacy

The Company has established internal financial controls commensurate with the nature, size and complexity of its operations. These controls are designed to ensure orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

6. Risks and Concern

The Company operates in sectors that are influenced by technological advancements, regulatory developments, market dynamics and macroeconomic conditions. As the Company progresses with its strategic initiatives in renewable energy, advanced materials and controlled environment agriculture, it remains exposed to various business and operational risks.

The key risks include changes in government policies and regulatory frameworks, project execution risks, technology adoption and commercialisation risks, availability of suitable feedstock for biomass-based projects, funding requirements for growth initiatives, competitive pressures and general economic conditions. The Company also recognises the potential impact of climate-related and environmental risks on its operations and future projects.

The Company has adopted a structured approach towards risk identification, assessment, monitoring and mitigation. Risks are periodically reviewed by the management and, wherever appropriate, placed before the Board and its Committees. The Company continues to strengthen its internal processes and governance framework to effectively manage risks while pursuing sustainable long-term growth.

7. Outlook

The Company aims to build a scalable and diversified sustainability-focused business over the medium term through disciplined capital allocation, technology partnerships and execution excellence.

BOARD'S REPORT

To the Members,

Your Directors are pleased to present the 33rd annual report of Anirit Ventures Limited (formerly known as Flora Textiles Limited) ('AVL' or 'the Company') along with its audited financial statements for the financial year ended March 31, 2026. The consolidated performance of the Company and its subsidiary has been referred to wherever required.

FINANCIAL RESULTS:

The Company's financial performance, for the year ended March 31, 2026 is summarised below:

(Rs. in Lakhs)

Particulars	Consolidated		Standalone	
	2025-26	2024-25	2025-26	2024-25
Revenue from operations	0.09	12.88	-	9.63
Other Income	14.67	0.39	6.62	0.39
Total Revenue	14.76	13.27	6.62	10.01
Profit/(Loss) before exceptional items and tax	(476.30)	(165.86)	(335.97)	(78.69)
Exceptional items	-	-	-	-
Profit/(Loss) before tax	(476.30)	(165.86)	(335.97)	(78.69)
Tax expenses	-	-	-	-
Net Profit/(Loss) after tax	(476.30)	(165.86)	(335.97)	(78.69)

DIVIDEND:

The Board of Directors of your Company, not declared any Dividend for the year under review due to the loss incurred by the Company.

TRANSFER TO RESERVES:

The Board of Directors of your Company has decided not to transfer any amount to the Reserves for the financial year under review.

CHANGE IN THE NATURE OF THE BUSINESS:

During the financial year 2025-26, the Company continued to build upon the strategic transformation undertaken in the previous year following its acquisition by Oilmax Group. Having repositioned itself from its erstwhile textile business, the Company remained focused on evaluating opportunities aligned with its revised business objectives, including sustainability-driven ventures, agricultural and allied activities, green technologies, innovation-led projects and other emerging sectors.

During the year, the Company concentrated on assessing potential business avenues and strengthening the foundation for its future growth initiatives. The management continues to explore opportunities that are aligned with the Company's long-term vision and strategic objectives.

STATE OF AFFAIRS OF THE COMPANY:

During the financial year 2025-26, the Company has issued and allotted 1,20,00,000 partly paid-up equity shares on a rights basis at an issue price of Rs. 33 per share, comprising a face value of Rs. 10 per share and a securities premium of Rs. 23 per share. An amount of Rs. 23 per share (comprising Rs. 5 towards face value and Rs. 18 towards securities premium) was received on application. The balance amount of Rs. 10 per share (comprising Rs. 5 towards face value and Rs. 5 towards securities premium) shall be payable on one or more subsequent calls, as may be determined by the Board of Directors from time to time.

Further, during the year under review, your Company has acquired 100% of the equity share capital of Anirit Agritech Private Limited ("AAPL"), from Oilmax Energy Private Limited. Pursuant to such acquisition, AAPL became a wholly owned subsidiary of the Company. The said acquisition represents a significant development in the Company's corporate structure and is in line with its broader strategic focus on exploring opportunities across agriculture and allied sectors.

During the year, Holding Company, Oilmax Energy Private Limited ("OEPL" or "Promoter") has filed an application before NCLT, Mumbai Bench for Scheme of Merger by absorption of OEPL with Asian Energy Services Limited ("AESL"), subsidiary of OEPL and their respective shareholders under Section 230 & 232 read with Section 66 and other applicable provisions of the Companies Act, 2013. Upon the Scheme becoming effective, subject to the requisite approvals of the NCLT, Mumbai Bench and other regulatory authorities, all the assets, liabilities, rights and obligations of OEPL shall stand vested in AESL. Consequently, AESL shall become the Holding Company and Promoter of the Company in place of OEPL.

CONSOLIDATED FINANCIAL STATEMENTS:

Pursuant to the provisions of section 129(3) of the Companies Act, 2013 ('the Act') read with the rules framed thereunder, a Statement containing the salient features of the financial Statements of your Company's subsidiaries in form AOC-1 is annexed as **Annexure A** and forms a part of the financial statement. The statement provides the details of performance and financial position of the subsidiaries. In accordance with section 136 of the Act, the Audited financial statements, including the consolidated financial statement, audited accounts of the subsidiaries and other documents attached thereto.

SUBSIDIARY COMPANIES:

The Company has 1 (one) wholly owned subsidiary as on March 31, 2026.

There has been no material change in the nature of business of the subsidiary.

The consolidated financial statements reflect the operations of the subsidiary i.e. Anirit Agritech Private Limited.

In terms of section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of the subsidiary, are also kept at the registered office of the Company and are available on the website of the Company.

PARTICULARS OF LOANS AND GUARANTEES GIVEN, SECURITIES PROVIDED, AND INVESTMENTS MADE:

Particulars of loans, guarantees given and investments made during the year, as required under section 186 of the Act and schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR' or 'Listing Regulations'), are provided in the the note no. 7 and 9 of the standalone financial statements.

RELATED PARTY TRANSACTIONS:

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency, and accountability. In line with the provisions of the Act and SEBI LODR, the Company has a policy for related party transactions which is also available on the website of the Company (www.aniritventures.com).

All the related party transactions are placed for prior approval of the audit committee as well as the shareholders for transactions which are material in nature.

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of Company's business. Disclosure of Related Party Transactions, which are material in nature, as required under Section 134(3)(h) of the Act in form **AOC-2** enclosed to this report as **Annexure B**.

Related party transactions under Accounting Standard – AS-18 are disclosed in the notes to the financial statements.

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and information and based on the information and explanations provided to them by the Company, your Directors make the following statement in terms of section 134(5) of the Act:

- a. that in preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed and there are no material departures from the same;
- b. that 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 March 31, 2026 and of the profit of the Company for that period;
- c. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. that the directors have prepared the annual accounts for the financial year ended March 31, 2026 on a going concern basis.
- e. They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Ms. Neha Thakkar retires by rotation and being eligible offers herself for re-appointment.

There has been no other change in the directors and key managerial personnel during the year under review since the last report. Detailed information on the directors is provided in the Corporate Governance Report.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from all Independent Directors of the Company confirming that they meet the criteria of independence laid down in Section 149(6) of the Act read with Schedule IV and Rules issued thereunder and Regulation 16(1)(b) and Regulation 25(8) of SEBI LODR. There has been no change in the circumstances, which may affect their status as independent director during the year. Further, they have complied with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, the Independent Directors possess the requisite experience, knowledge and capabilities and expertise in the areas of Finance, Law, information Technology, Human Resources, Risk Management, Business Management and Banking and possesses appropriate skills expertise and competencies required at the Board and are persons of high integrity and repute. They fulfill the conditions specified in the Act as well as the Rules made thereunder and are independent of the management.

BOARD EVALUATION:

The Board of directors have carried out an annual evaluation of its own performance, Board committees, and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by the SEBI LODR.

The performance of the Board was evaluated by the Board, after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of Board processes, information and functioning, etc. as provided by the guidance note on Board evaluation issued by the Securities and Exchange Board of India ('SEBI') on January 5, 2017.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

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

In a separate meeting of independent directors, performance of non-independent directors and the Board as a whole and Chairman of the company was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the Board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS:

In compliance with the requirements of SEBI LODR, the Company has put in place a familiarization programme for the independent directors to familiarize them with their role, rights and responsibilities as directors, the working of the Company, nature of the industry in which the Company operates, business model etc. The details of the familiarization programme are explained in corporate governance report.

The familiarization programme for the independent directors is placed on the website of the Company www.aniritventures.com.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. The details of Board and committee composition, tenure of directors, areas of expertise and other details are available in the corporate governance report that forms part of this Annual Report.

The policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Act, is available on our website at www.aniritventures.com.

MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES:

The Board of Directors of the Company met 6 (six) times during the year on May 23, 2025, August 7, 2025, November 13, 2025, December 12, 2025, January 7, 2026 and February 12, 2026 to deliberate on various matters. The details of the meetings of the Board and its committees held during the year are stated in the corporate governance report forming part of this Annual Report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

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

RISK MANAGEMENT:

The Board of Directors is entrusted with various key functions including framing, implementing and monitoring the risk management plan for the Company; ensuring the integrity of the Company accounting and financial reporting systems, appropriate systems of control commensurate with the size & pursuant to the nature of business of company are in place, in particular, systems for risk management, financial and operational control, and compliance with the laws and relevant standards.

Risk is assessed and mitigated by the Risk Management procedure involving identification and prioritization of risk events; categorization of risks into high, medium and low based on the business impact and likelihood of occurrence of risks, risk mitigation & control and update risk identification and prioritization..

MANAGEMENT DISCUSSION AND ANALYSIS:

In terms of the provisions of Regulation 34 of the SEBI LODR, the management Discussion and analysis has been given separately and forms part of this report.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company's Internal Financial Controls ('IFC') is commensurate with the size and operations of the business and is in line with the requirements of the Act. This framework includes well-documented policies, procedures and Standard Operating Procedures ('SOP'), specific to respective processes. Regular management review processes evaluate various policies for the dynamic and evolving business environment. Furthermore, our internal auditors undertake rigorous testing of the control environment of the Company.

CORPORATE SOCIAL RESPONSIBILITY ('CSR'):

As the Company does not fall within the criteria specified under section 135 of the Act therefore the provisions of corporate social responsibility are not applicable to the Company.

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE:

Your company was not required to constitute Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 as there are less than 10 employees in the company.

COMPLIANCE UNDER THE MATERNITY BENEFIT ACT, 1961:

Your company was not required to comply with the Maternity Benefit Act, 1961 as there are less than 10 employees in the company.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

We have embodied the mechanism in the code of conduct of the Company for employees to report concerns about unethical behaviour, actual or suspected fraud or violation of our code of conduct. This mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the chairman of the audit committee in exceptional cases and no personnel have been denied access to the audit committee. The Board and audit committee are informed periodically on the cases reported, if any, and the status of resolution of such cases.

During the FY 2025-26, no instance was reported under the vigil mechanism. Furthermore, in accordance with Clause 6 of Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations, your Company ensures that employees are well-informed about the Whistle Blower Policy to report any instances of leakage of unpublished price-sensitive information.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders have been passed by the regulators or courts or tribunals which would impact the going concern status of the Company and its future operations.

DISCLOSURE REQUIREMENTS:

As per SEBI LODR, corporate governance report with a certificate from Practicing Company Secretary ('PCS') thereon and management discussion and analysis are attached, which form part of this report.

DEPOSITS:

The Company has neither invited nor accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details relating to deposits covered under Chapter V of the Act or the details of deposits which are not in compliance with the Chapter V of the Act is not applicable. The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public, was outstanding or unpaid as on the date of the balance sheet.

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

During the year under review a majority stake in equity shares of the Company was acquired by Oilmax Energy Private Limited ("Oilmax") On 27th September, 2024. The Company changes its object pursuant to the acquisition and it is yet to commence its operation and hence no Initiative has been taken by the Company pertaining to conservation of energy and technology absorption as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

The details of foreign exchange earnings and outgo are as follows:

Foreign Exchange Earnings and outgo-

- (i) Foreign exchange earnings in terms of actual inflows were Nil.
- (ii) Foreign exchange outgo in terms of actual outflows was Nil during the year.

PARTICULARS OF EMPLOYEES AND REMUNERATION:

Disclosure pertaining to remuneration and other details as required under section 197(12) of the Act read with Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the **Annexure C** forming part of the Report.

In terms of the second proviso to section 136 (1) of the Act, the report and accounts are being sent to the shareholders excluding the aforesaid annexure. Any shareholder interested in obtaining the same may write to the Company Secretary at secretarial@aniritventures.com or at the registered office of the Company. None of the employees listed in the said annexure is related to any Director of the Company.

AUDITORS AND AUDITORS' REPORT:**(1) Statutory Auditors:**

M/s. SGCO & Co. LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company in the Annual General Meeting (AGM) of the Company held in the year 2025 for a period of 5 years and hold office till the conclusion of the 37th AGM to be held in year 2030.

Pursuant to section 141 of the Act, the statutory auditors have represented that they are not disqualified and continue to be eligible to act as the auditor of the Company.

Auditors' Report:

The Statutory Auditors have issued an Audit Report with unmodified opinion on Standalone and Consolidated Financial Statements for the period ended March 31, 2026:

(2) Secretarial Auditors:

Pursuant to the provisions of section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of directors of the Company had appointed Mr. Dipesh U. Gosar of Dipesh Gosar & Co., Practicing Company Secretaries to undertake the secretarial audit of the Company for the year ended March 31, 2026. The secretarial audit Report is annexed as **Annexure D**.

(3) Cost records and cost audit:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of section 148 of the Act are not applicable for the business activities carried out by the Company.

(4) Reporting of frauds by auditors:

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

SHARE CAPITAL:

As on 31st March, 2026, the paid-up equity share capital of the Company stood at Rs. 12,00,00,000 (Rupees Twelve Crores only).

During the year under review, the paid-up share capital of the Company was increased from Rs. 6,00,00,000 (Rupees Six Crores only) divided into 60,00,000 equity shares of Rs. 10/- each, to Rs. 12,00,00,000 (Rupees Twelve Crores only), divided into 60,00,000 equity shares of Rs. 10/- each (fully paid-up) and 1,20,00,000 equity shares of Rs. 10/- each (partly paid-up of Rs. 5/- each), pursuant to the shares issued and allotted to the shareholders on right basis.

EMPLOYEES' STOCK OPTION PLAN:

Your Company has instituted various employees' stock options plans from time to time to motivate and reward employees. The Nomination and Remuneration committee administers these plans. The stock option plans are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time. ('Employee Benefits Regulations').

The members by way of postal ballot passed on 6th April, 2025 had approved the Anirit Ventures Limited - Employee Stock Option Plan - 2025 ("AVL ESOP 2025" or "Plan") authorising grant of not exceeding 6,00,000 (Six Lakh) stock options convertible into 6,00,000 (Six Lakh) equal number of equity shares to the eligible employees under the Plan, subject to adjustment on account of corporate action such as rights issues, bonus issues, split, merger and sale of division and others.

Under the AVL ESOP 2025, no options were granted to the eligible employees as on 31st March, 2026. However, the Board of Directors of your Company on the recommendation of Nomination and Remuneration Committee has approved the grant of 5,70,000 stock options to the eligible employees of the Company at its meeting held on 29th June, 2026.

Consequently, the disclosures relating to grant and exercise of stock options reflect a nil position for the financial year ended 31st March, 2026..

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with all the applicable provisions of secretarial standards - 1 and secretarial standards - 2 relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively issued by the Institute of Company Secretaries of India. ('ICSI')

ANNUAL RETURN:

Pursuant to section 92(3) and section 134(3)(a) of the Act, the Company has placed a copy of the annual return as at March 31, 2026 on its website at www.aniritventures.com.

OTHER DISCLOSURES:

Your directors state that disclosure or reporting is not required in respect of the following items as there were no transactions relating to these items during the year under review:

- a) issue of equity shares with differential rights as to dividend, voting or otherwise.
- b) The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
- c) details relating to deposits covered under chapter V of the Act.
- d) voting rights which are not directly exercised by the employees in respect of shares for the subscription / purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Act).
- e) the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.
- f) the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof.
- g) no amounts were required to be transferred to the Investor Education and Protection Fund by the Company.

ACKNOWLEDGEMENT:

The Board places on record its deep appreciation for the continued support received from various clients, vendors, suppliers and technical partners, bankers, government authorities, employees at all levels and stakeholders, in furthering the interest of the Company.

**On behalf of the Board of Directors of
Anirit Ventures Limited
(formerly known as Flora Textiles Limited)**

**Sd/-
Neha Thakkar
CFO & WTD
DIN:10810103**

**Sd/-
Rohit Agarwal
Director
DIN: 01780752**

**Place: Mumbai
Date: 29th June, 2026**

ANNEXURE A TO THE BOARD'S REPORT

FORM AOC-1

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

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

Part "A": Subsidiaries

(Amount in Rs.)

Sl. No.	Particulars	Name of Subsidiary
		Anirit Agritech Private Limited
1.	Kind of Subsidiary	Wholly-owned Subsidiary
2.	The date since when subsidiary was acquired	27 th February, 2026
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Reporting Currency INR
5.	Share capital	2,04,68,585
6.	Reserves & surplus	(18,14,71,210)
7.	Total assets	9,12,43,570
8.	Total liabilities	9,12,43,570
9.	Investments	-
10.	Turnover	9,154
11.	Profit / (Loss) before taxation	(1,39,40,032)
12.	Provision for taxation	-
13.	Profit / (Loss) after taxation	(1,39,40,032)
14.	Proposed Dividend	-
15.	% of shareholding	100%

Notes:

- Reporting period and reporting currency of the above subsidiary is the same as that of the Company.
- Investments exclude investments in subsidiaries.
- The Company does not have any associates or joint ventures during the period under review.

On behalf of the Board of Directors of
Anirit Ventures Limited
(formerly known as Flora Textiles Limited)

Sd/-
Neha Thakkar
CFO & WTD
DIN:10810103

Sd/-
Rohit Agarwal
Director
DIN: 01780752

Sd/-
Sadhan Kumar Banerjee
CEO

Sd/-
Visha Jain
Company Secretary
M. No. 73776

Place: Mumbai

Date: 29th June, 2026

ANNEXURE B TO THE BOARD'S REPORT

Form No. AOC-2

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

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

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

The Company has not entered into any arrangement or transaction which is not at the arm's length basis. Thus, this disclosure is **NOT APPLICABLE**.

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Oilmax Energy Private Limited ('Holding Company')	Acquisition of shares	-	The transaction pertains to the acquisition of 100% equity shares of Anirit Agritech Private Limited from the Holding Company. The Estimated value of the transaction is INR 1287.47 Lakhs.	11 th February, 2025	Nil

On behalf of the Board of Directors of
Anirit Ventures Limited
(formerly known as Flora Textiles Limited)

Sd/-
Neha Thakkar
CFO & WTD
DIN:10810103

Sd/-
Rohit Agarwal
Director
DIN: 01780752

Sd/-
Visha Jain
Company Secretary
M. No. 73776

Place: Mumbai
Date: 29th June, 2026

ANNEXURE C TO THE BOARD'S REPORT

Statement of Disclosure of Remuneration

[Details pertaining to remuneration as under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

I. Ratio of remuneration of each Director to the median remuneration of Employees of the Company and percentage increase in remuneration of each Director for the Financial Year 2025-26:

Sr. No.	Name of Director /KMP	Designation	Ratio of Remuneration of each director to median remuneration of employees	Percentage increase in Remuneration
1	Rohit Agarwal*	Non-Executive Director	-	-
2	Ashutosh Biyani*	Independent Director	-	-
3	Suvir Singh*	Independent Director	-	-
4	Neha Thakkar**	Whole-Time Director	-	-

* Only sitting fees is paid to Non-Executive Director and Independent Directors, hence no ratio is worked out.

** No ratio has been calculated as no remuneration was paid to Ms. Neha Thakkar in the capacity of Whole-Time Director of the Company in the current financial year.

II. The percentage increase in remuneration of Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary or Manager, if any, in the financial year:

Sr. No	Name of KMP	Designation	% increase in Remuneration in 2025-26
1.	Sadhan Kumar Banerjee#	Chief Executive Officer	-
2.	Neha Thakkar	Whole-Time Director & Chief Financial Officer	23.02%
3.	Visha Jain	Company Secretary & Compliance Officer	5.93%

Remuneration received in FY 2026 is not comparable with remuneration received in FY 2025 which was for part of the year and hence, not stated.

III. Percentage increase in the median remuneration of employees in the FY 2026-26: N.A

IV. The number of permanent employees on the rolls of the Company as on 31st March, 2026: 6

V. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: There were no such employees who are not Directors but received remuneration in excess of highest paid Director during FY 2025-26.

VI. Affirmation that the remuneration is as per the remuneration policy of the company: It is hereby affirmed that the remuneration is as per the Nomination and Remuneration Policy of the Company.

ANNEXURE D TO THE BOARD'S REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial year ended 31st March 2026

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

To,
The Members,
ANIRIT VENTURES LIMITED
(Formerly Flora Textiles Limited)

3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal,
Eastern Express Highway,
Sion (East), Mumbai,
Maharashtra - 400022

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Anirit Ventures Limited** (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 my opinion thereon.

Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

Auditor's responsibility

- My responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. I have conducted audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("**CSAS**") prescribed by the Institute of Company Secretaries of India ("**ICSI**"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.
- 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 the CSAS.
- I have not verified the correctness and appropriateness of the financial statements of the Company.
- Wherever required, I have obtained the Management representation about the compliances of laws, rules, regulations and standards and happening of events etc.
- 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.

Basis for Opinion

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

Opinion

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided as scanned copies in electronic mode 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 **31st March 2026**, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 ("the Act") and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment, Foreign Direct Investment and External Commercial Borrowings, wherever applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
 - 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
 - e) The Securities and Exchange Board of India (Issue and Listing of Non- convertible Securities) Regulations, 2021 - **Not Applicable to the Company during the Audit Period;**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not Applicable to the Company during the Audit Period;**
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit Period; and**
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR").

I have also examined compliance with the applicable clauses of the Secretarial Standards on Meetings of the Board of Directors and on General Meetings issued by The Institute of Company Secretaries of India.

During the period under review and subject to the explanations given to us and the representations made by the Management, recording in the minutes of Board of Directors and our check on test basis, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The compliances by the Company of applicable financial laws like Direct and Indirect tax laws **have not been reviewed in this** Audit since the same are subject to review by Statutory Financial Audit.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as applicable.

Adequate notice is given to all directors to schedule the Board Meetings including meeting of its committee which were sent in compliance of the Companies Act, 2013, 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.

The Board decisions are carried out with the assenting views of the Directors.

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 during the audit period:

- a. On 27th February, 2026, the Anirit Ventures Limited has acquired 100% equity shareholding/ stake in the Anirit Agritech Private Limited ('AAPL').
- b. The paid-up share capital of the Company was increased from ₹ 6,00,00,000 divided into 60,00,000 equity shares of ₹ 10/- each, to ₹ 12,00,00,000 divided into 60,00,000 equity shares (fully paid-up of ₹ 10/- each) and 1,20,00,000 equity shares (partly paid-up of ₹ 5/- each) having face value of ₹ 10/- each.

**For Dipesh Gosar & Co.
Practicing Company Secretaries**

Sd/-

**Dipesh U. Gosar
Proprietor**

Membership No.: **A23755**

COP No.: **26801**

Peer Review Certificate no.: **4281/2023**

UDIN: **A023755H000709352**

Date: 29/06/2026

Place: Mumbai

REPORT ON CORPORATE GOVERNANCE

Report on Corporate Governance

[As per Regulation 34(3) read along with Schedule V(C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”)]

1. Company’s philosophy on Code of Governance:

The Company’s philosophy on Corporate Governance envisages working towards high level of transparency, accountability, consistent value systems, delegation, across all facets of its operations.

The Company emphasizes the need for highest level of transparency and accountability in all its transactions in order to protect the interests of all its stakeholders. The Board considers itself as a trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth on sustainable basis.

The Management promotes honest and ethical conduct of the business along with complying with applicable laws, rules and regulations.

Pursuant to increase in paid-up share capital as a result of issue of rights shares, provisions of Regulations 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [**Listing Regulations**] have become applicable to the Company. The Management’s commitment to these principles is reinforced through the adherence of all Corporate Governance practices which forms part of the Regulation Nos. 17 to 27 of the Listing Regulations.

2. Board of Directors:

- i. The Board of Directors have ultimate responsibility for the management, general affairs, direction, performance and long-term success of business as a whole.
- ii. The Board of your Company has a good and diverse mix of Executive and Non-Executive Directors including Independent Directors and the same is also in line with the applicable provisions of Companies Act, 2013 (‘the Act’) and Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’). The profile of the Directors can be accessed on our website at www.aniritventures.com.
- iii. The Board as part of its succession planning exercise, periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.
- iv. As on March 31, 2026, the Board comprised of 4 (Four) Directors consisting of a non-executive chairperson, one whole-time director and two independent directors. The composition of the Board is in conformity with Regulation 17 of the SEBI (LODR) Regulations, 2015 read with Section 149 of the Companies Act, 2013 (“**the Act**”).
- v. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 read with Section 149(6) of the Act. None of the Independent Directors have any other material pecuniary relationship or transaction with the Company, its Promoters, or Directors, or Senior Management which, in their judgment, would affect their independence.

- vi. None of the Directors of the Company are related to each other.
- vii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairpersonships/Memberships held by them in other public companies as on March 31, 2026 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. Chairpersonships/Memberships of Board Committees only include Audit Committee and Stakeholders Relationship Committee.

Name of the Director	Category of the Director	Attendance at the Board Meeting	Attendance at the last AGM (25 September 2025)	No. of Directorship in other public companies		No. of Committee positions held in other public companies		Directorship(s) in other listed entities
				Chairperson	Director	Chairperson	Member	
Rohit Agarwal, Chairperson DIN: 01780752	Non-Executive Professional	4/6	Yes	---	---	---	---	---
Ashutosh Biyani DIN: 07349560	Non-Executive Independent	6/6	Yes	---	---	---	---	---
Suvir Singh DIN: 10810873	Non-Executive Independent	5/6	Yes	---	---	---	---	---
Neha Himat Thakkar DIN: 10810103	Executive Professional	6/6	Yes	---	---	---	---	---

- viii. The Company annually obtains from each Director, details of the Board and Board Committee positions he/she occupies in other Companies, and changes if any regarding their Directorships.
- ix. Six (6) Board meetings were held during the year and the gap between two meetings did not exceed one hundred twenty days. The dates on which the said meetings were held are as follows:

May 23, 2025; August 7, 2025; November 13, 2025; December 12, 2025; January 7, 2026 and February 12, 2026.

The necessary quorum was present for all the meetings.

- x. Skills/ expertise/ competencies of the Board:

The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board and the details of Directors who have such skills/expertise/competency are as under:

Sr. No.	Skills/expertise/competencies required in context of the Company's business	Directors possessing such skill/expertise/competencies
i.	Knowledge on Company's businesses, policies and culture major risks/threats and potential opportunities and knowledge of the industry in which the Company operates.	Mr. Rohit Agarwal Mr. Ashutosh Biyani Dr. Suvir Singh Ms. Neha Thakkar
ii.	Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.	
iii.	Business Strategy, Corporate Governance, Administration, Decision Making.	
iv.	Financial and Management skills, knowledge of law, Insurance, Project management, human resource management, CSR etc.	Mr. Ashutosh Biyani Ms. Neha Thakkar
v.	Technical/Professional skills and specialized knowledge in relation to Company's business	Dr. Suvir Singh Mr. Rohit Agarwal

xi. Confirmation regarding Independent Directors:

Based on the annual declaration of independence received from the Independent Directors, all the Independent Directors fulfil the conditions specified in the SEBI (LODR) Regulations, 2015 and are independent of the management of the Company.

xii. During the year 2025-26, information as mentioned in Part A of the Schedule II of SEBI (LODR) Regulations, 2015 to the extent it is applicable and relevant, has been placed before the Board for its consideration.

xiii. The terms and conditions of appointment of the independent directors are disclosed on the website of the Company at www.aniritventures.com.

xiv. During the year, one meeting of the Independent Directors was held on February 12, 2026. The Independent Directors, inter-alia, reviewed the performance of non-independent directors, Chairperson of the Company and the Board as a whole and assessed the quality, quantity and timeliness of flow of information to the Board for its effective performance of duties.

xv. The Board periodically reviews Compliance Reports in respect of various laws and regulations applicable to the Company.

xvi. The Company has conducted familiarisation programmes for the Independent Directors regarding their roles, rights and responsibilities as Independent Directors and updated from time to time. The details of the familiarisation programs held during the year under review have been uploaded in the Corporate Governance section on the website of the Company at www.aniritventures.com.

xvii. As on March 31, 2026, None of the Directors has any shareholding in the Company.

3. Committees of the Board

A. Audit Committee:

i. The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (LODR) Regulations, 2015, read with Section 177 of the Act.

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

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommend to the Board, the appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by them;
- Reviewing with the management, the annual financial statements and auditors' report thereon, before submission to the board for approval with particular reference to:
 - a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b) changes, if any, in accounting policies and practices and reasons for the same;
 - c) major accounting entries involving estimates based on the exercise of judgment by management;
 - d) significant adjustments made in the financial statements arising out of audit findings;
 - e) compliance with listing and other legal requirements relating to financial statements;
 - f) disclosure of any related party transactions;
 - g) modified opinion(s) in the draft audit report;
- Review the management discussion and analysis of financial condition and results of operations, statement of significant related party transactions, internal control weakness as reported by statutory auditors, internal audit reports, appointment, removal and terms of remuneration of internal auditor, statement of deviations.
- Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
- Reviewing with the Management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Review and monitor the auditors' independence and performance, nature and scope of audit and post-audit discussion on any areas of concern and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;

- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Review with the Management the performance of statutory and internal auditors, adequacy of internal control systems;
- Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed;
- The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the Management of the Company;
- Reviewing the utilization of loans/ advances from or investment by the holding company in the subsidiaries;
- To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- To discuss with internal auditors of any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- To discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism;
- To approve appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- To Carry out any other function as is mentioned in the terms of reference of the audit committee.
- To review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- The Audit Committee shall review the information required as per SEBI (LODR) Regulations, 2015.

- Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- iii. Audit Committee Meetings are also attended by the senior management personnel of the Company wherever required along with the Chief Financial Officer, as invitees. The Company Secretary acts as the Secretary of the Audit Committee.
- iv. In terms of the Insider Trading Code adopted by the Company, the Committee considers the following matters:
 - To approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the Insider Trading Code.
 - To provide directions on any penal action to be initiated, in case of any violation of the Regulations by any person.
- v. The composition of the Audit Committee and the details of meetings attended by its members are given below:

Sr. No.	Name	Category of Director	Number of meetings during the year 2025-26	
			Attended	Held
1	Dr. Suvir Singh	Chairperson, Independent Director	4	4
2	Mr. Ashutosh Biyani	Independent Director	4	4
3	Mr. Rohit Agarwal	Non- Executive Director	3	4

The previous Annual General Meeting (AGM) of the Company was held on September 25, 2025 and was attended by Dr. Suvir Singh, Chairperson of the Audit Committee.

- vi. Four Audit Committee meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the said meetings were held are as follows:

May 23, 2025; August 7, 2025; November 13, 2025; and February 12, 2026.

The necessary quorum was present for all the meetings.

B. Nomination and Remuneration Committee

- i. The Nomination and Remuneration Committee (“**NR Committee**”) of the Company is constituted in line with the provisions of Regulation 19 of SEBI (LODR) Regulations, 2015, read with Section 178 of the Act.
- ii. The broad terms of reference of the Nomination and Remuneration Committee are as under:
 - Recommend to the Board the set up and composition of the Board and its Committees including the “formulation of the criteria for determining qualifications, positive attributes and independence of a director”. The Committee will consider periodically reviewing the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
 - Recommend to the Board the appointment or reappointment of directors.

- Devise a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- Carry out evaluation of every director's performance and support the board and independent directors in evaluation of the performance of the board, its committees and individual directors. This shall include "formulation of criteria for evaluation of independent directors and the board".
- Whether to extend or continue the term of appointment of the independent director, based on the report of performance evaluation of independent directors.
- Recommend to the Board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.
- Oversee familiarization programs for directors.
- On an annual basis, recommend to the Board all remuneration, in whatever form, payable to the directors and senior management and oversee the remuneration to executive team or key managerial personnel of the Company.
- Oversee the human resource philosophy, human resource and people strategy and human resource practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the board, key managerial personnel and executive team).
- Provide guidelines for remuneration of directors on material subsidiaries.
- Recommend to the Board on voting pattern for appointment and remuneration of directors on the boards of its material subsidiary companies.
- Performing such other duties and responsibilities as may be consistent with the provisions of the Committee charter.

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

Sr. No.	Name	Category	Number of Meetings during the year 2025-26	
			Held	Attended
1.	Dr. Suvir Singh	Chairperson, Independent Director	1	1
2.	Mr. Ashutosh Biyani	Independent Director	1	1
3.	Mr. Rohit Agarwal	Non-Executive Director	1	1

During the year, meeting of the Nomination and Remuneration Committee was held on May 23, 2025.

iv. Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for Independent Directors is determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.

v. Nomination and Remuneration Policy:

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer focus and requires employee mobility to address project's requirement. The Nomination and Remuneration Policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the industry. The Nomination and Remuneration Policy is placed on the Company's website at www.aniritventures.com.

Annual increments are decided by the Board on the basis of the recommendation of the Nomination and Remuneration Committee (NRC) within the salary scale approved by the members of the Company.

During the year 2025-26, the Company paid sitting fees of Rs. 10,000/- per meeting to its non-executive directors for attending meetings of the Board and Audit Committee; Rs. 5,000 per meeting for Nomination & Remuneration Committee and Stakeholders Relationship Committee. The Company also reimburses the out-of-pocket expenses incurred by the directors for attending the meetings.

vi. Details of sitting fees for the year ended March 31, 2026:**a. Non-Executive Directors:**

Name of the Directors	Sitting Fees for the year 2025-26 (INR)	Stock Options	No. of Shares held as on March 31, 2026
Mr. Ashutosh Biyani	1,10,000	-	Nil
Dr. Suvir Singh	1,00,000	-	Nil
TOTAL	2,10,000/-	-	Nil

During the period under review, no sitting fee was paid to Mr. Rohit Agarwal, Non-Executive Non-Independent Director & Chairperson of the Company. Further, the Non-Executive Directors had no pecuniary relationship or transactions with the Company.

C. Stakeholders Relationship Committee

- The Stakeholders Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations, 2015 read with section 178 of the Act.
- The broad terms of reference of the Stakeholders Relationship Committee are as under:
 - Resolve the grievances of security holders of the Company including complaints such as transfer/transmission of shares, non-receipt of notice/annual reports etc. and all other shareholder related matters.

- Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
 - Review of measures taken for effective exercise of voting rights by shareholders.
 - Review of adherence to the services standards adopted in respect of various services rendered by the Registrar to an Issue and Share Transfer Agent and ensure setting of proper controls and oversee performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in the quality of services to the investors.
 - Review of the measures and initiatives taken by the Company to ensure timely receipt of annual reports, statutory notices, dividend warrants by the shareholders.
- iii. One meeting of the Stakeholders Relationship Committee was held during the year on February 12, 2026.
- iv. The composition of the Stakeholders Relationship Committee and the details of meetings attended by its members are given below:

Name	Category	Number of Meetings during the year 2025-26	
		Held	Attended
Mr. Rohit Agarwal	Chairperson, Non-Executive Director	1	1
Dr. Suvir Singh	Non-Executive Independent Director	1	1
Mr. Ashutosh Biyani	Non-Executive Independent Director	1	1

- v. Name, designation and address of Compliance Officer:

Ms. Visha Jain
 Company Secretary
 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal,
 Eastern Express Highway, Sion (East),
 Mumbai - 400022 Maharashtra, India
 Tel. No.: +91-22-42441100
 Email: secretarial@aniritventures.com

- vi. Details of investor complaints received and redressed during the year 2025-26 are as follows:

Opening balance	Received during the year	Resolved during the year	Number of complaints not solved to the satisfaction of shareholders	Closing balance
Nil	02	02	Nil	Nil

D. Risk Management Committee:

The Company is not required to constitute a Risk Management Committee. Therefore, provisions related to Risk Management Committee were not applicable to the Company during the period under review.

4. General body meetings:

a) Particulars of AGM for the last three years:

The details of the last three Annual General Meetings are as follows:

AGM for the financial year ended	Day, Date & Time of AGM	Place of AGM	Special Resolutions passed
March 31, 2025	Thursday, September 25, 2025 at 11:00 a.m.	Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM") at 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai-400022	None
March 31, 2024	Friday, September 20, 2024 at 04.00 p.m.	Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM") at 23, Bharathi Park Road, Coimbatore - 641043	None
March 31, 2023	Tuesday, September 27, 2023 at 04.00 p.m.	Through Video Conferencing ("VC")/Other Audio-Visual Mode ("OAVM"). 23, Bharathi Park Road, Coimbatore - 641043	None

All the resolutions set out in the respective notices calling the AGM were passed by the shareholders with requisite majority.

Further, no Extra-Ordinary General Meetings were held during the reporting period.

b) Postal Ballot:

During the financial year, the following resolutions were passed by the shareholders by the requisite majority by way of postal ballot through e-voting:

SR	Date of postal ballot notice	Resolution(s) passed	Approval Date	Scrutinizer	Link for postal ballot notice and results
1	February 11, 2025	Approval of Anirit Ventures Limited- Employee Stock Option Plan 2025 ("AVL ESOP 2025").	April 6, 2025	Mr. Dipesh U. Gosar, proprietor, Dipesh Gosar & Company, Practicing Company Secretary	https://aniritventures.com/investor-relations.html
2		Approval of extension of Anirit Ventures Limited- Employee Stock Option Plan 2025 ("AVL ESOP 2025) to the employees of group company including existing and future subsidiary company(ies), of associate company and of holding company, whether in India or outside India			
3		Approval for grant of stock options equal to or exceeding 1% of issued share capital to identified employees of the Company during any one year			
4		Approval for grant of stock options equal to or exceeding 1% of issued share capital to identified employees of the existing and future holding, subsidiary(ies), and associate companies of the Company during one year			

Procedure for postal ballot:

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the Rules framed thereunder and applicable circulars issued by the Ministry of Corporate Affairs from time to time.

Details of special resolution proposed to be transacted through postal ballot:

There are no businesses proposed to be transacted through postal ballot, which requires passing of a special resolution.

5. Other Disclosures:

i. **Disclosure on materially significant related party transactions having potential conflict with the interest of the Company at large:**

The Company has not entered into any materially significant transaction with related parties having potential conflict with its interest at large during the financial year 2025-26 or which was not in the normal course of business or not on an arm's length basis. The statements containing the transactions entered by the Company with related parties are reviewed by the Audit Committee on quarterly basis.

The Company has formulated a Related Party Transactions Policy and the same is displayed on the Company's website at www.aniritventures.com.

Transactions with the related parties are disclosed in the notes to the accounts forming part of this Annual Report.

ii. **Details of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchange or the Securities and Exchange Board of India or any statutory authority, on any matter related to capital markets, during the last three years 2025-26, 2024-25 and 2023-24 respectively:**

During the financial years 2025-26, 2024-25 and 2023-24, there were no instances of non-compliance, penalties, strictures imposed on the Company by the Stock Exchanges, SEBI or any statutory authority, on any matter related to capital markets.

iii. **Vigil Mechanism / Whistle Blower Policy:**

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the Chairperson of the Audit Committee. The said policy has been also put up on the website of the Company at www.aniritventures.com.

iv. **Compliance with mandatory and non-mandatory requirements:**

The Company is in compliance with all the mandatory requirements stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and various other laws, rules and regulations applicable to the Company.

v. **Material Subsidiaries:**

The Company has also adopted Policy for determining 'material' subsidiaries for Disclosures ([Policy for determining Material Subsidiary](#)) and Policy for Preservation of Documents ([Policy on Preservation of Documents](#)).

vi. **Risk Management:**

The Company has adequate risk assessment and minimization system in place. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out.

vii. **Reconciliation of Share Capital Audit:**

A qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit as mandated by SEBI and reports on the reconciliation of total issued and listed Capital with that of total share capital admitted

/ held in dematerialized form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed.

viii. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A):

The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of SEBI Listing Regulations during the period under review.

ix. A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority:

A Certificate from a Company Secretary in practice is annexed herewith as part of the Report, that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

x. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year: - Not Applicable

xi. Details of total fees paid to the Statutory Auditors of the Company:

Detail of total fees for all the audit related services availed by the Company and its subsidiary to the Statutory Auditors is given in Note No. 19 to the standalone financial statements of the Company.

xii. CEO and CFO Certification:

The Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") of the Company provide an annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations, copy of which is attached to this Report. The CEO and the CFO also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations.

The Certificate is annexed herewith as a part of the report.

xiii. Details of Sexual Harassment complaints received and redressed:

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

The disclosures for the FY 2025-26 are as under: -

Number of complaints filed during the FY	Nil
Number of complaints disposed of during the FY	Nil
Number of complaints pending as on the end of the FY	Nil

xiv. Disclosure by listed entity and its subsidiaries of Loans and advances in the nature of loans to firms / companies in which directors are interested by name and amount:

Details of loans and advances to firms / companies in which directors are interested are provided in the financial statements of the Company.

xv. Details of material subsidiaries of the listed entity including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

Name of the Material Subsidiaries	Date and Place of Incorporation	Name of the Statutory Auditor	Date of Appointment /Re-appointment of Statutory Auditor
Anirit Agritech Private Limited	March 13, 2020, Mumbai	M/s. SGCO & Co. LLP	September 30, 2022

xvi. Non-compliance of any requirement of Corporate Governance Report of sub-paras (2) to (10) of Para C to Schedule V of the Listing Regulations:

The Company has complied with all the requirements in this regard, to the extent applicable.

xvii. Details of adoption of non-mandatory (discretionary) requirements:

The status of compliance with the non-mandatory requirements of the SEBI (LODR) Regulations, 2015 is provided below:

- a. Reporting of Internal Auditor - In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.
- b. The Company is in the regime of unmodified opinions on financial statements.

xviii. The disclosure of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2):

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/ N.A.)
1	Board of Directors	17(1)	Board composition	Yes
		17(2)	Meeting of Board of directors	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointments	Yes
		17(5)	Code of Conduct for the Board members and senior management	Yes
		17(6)	Fees/compensation to non-executive directors	Yes
		17(7)	Minimum Information to be placed before the Board	Yes
		17(8)	Compliance Certificate by the CEO & CFO	Yes
		17(9)	Risk assessment and minimization procedures	Yes
		17(10)	Performance Evaluation of Independent Directors	Yes
		17(11)	Recommendation of the Board to the shareholders for each Special Business at General Meeting	Yes
		17A	Maximum number of Directorships	Yes

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/ N.A.)
2	Audit Committee	18(1)	Composition of Audit Committee	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and Review of information by the Committee	Yes
3	Nomination and Remuneration Committee	19(1) & (2)	Composition of Nomination and Remuneration Committee	Yes
		19(3)	Presence of the Chairperson of the Committee at the Annual General Meeting	Yes
		19(3A)	Meeting of the Committee	Yes
		19(4)	Role of the Committee	Yes
4	Stakeholders Relationship Committee	20(1), (2) & (3)	Composition of Stakeholders Relationship Committee	Yes
		20(3A)	Meeting of the Committee	Yes
		20(4)	Role of the Committee	Yes
5	Risk Management Committee	21(1), (2) & (3)	Composition of Risk Management Committee	N.A.
		21(4)	Role of the Committee	N.A.
6	Vigil Mechanism	22(1) & (2)	Formulation of Vigil Mechanism for Directors and Employees.	Yes
7	Related Party Transaction	23(1), (5), (6) & (8)	Policy and compliances for Related Party Transaction	Yes
		23(2) & (3)	Prior approval including omnibus approval of Audit Committee for all Related Party Transactions and review of transaction by the Committee	Yes
		23(4)	Prior approval for Material Related Party Transactions and subsequent Material Modifications thereof.	Yes
		23(5)	Non-applicability of Regulations 23(2), (3) & (4)	Yes
		23(9)	Disclosures of related party transactions to the stock exchanges.	Yes
8	Secretarial Audit and Secretarial Compliance Report	24A	Submission of Secretarial Compliance Report and Secretarial Audit Report.	Yes
8	Subsidiaries of the Company	24(1)	Composition of Board of Directors of Unlisted Material Subsidiary	Yes
		24(2),(3),(4),(5) & (6)	Other Corporate Governance requirements with respect to Subsidiary including Material Subsidiary of listed entity	Yes
9	Obligations with respect to Independent Directors	25(1)&(2)	Maximum Directorship & Tenure	Yes
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of Performance by the Independent Directors	Yes
		25(7)	Familiarization of Independent Directors	Yes
		25(8)	Declaration by Independent Director	Yes

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/ N.A.)
10	Obligations with respect to Directors and Senior Management	26(1)&(2)	Memberships & Chairpersonship in Committees	Yes
		26(3)	Affirmation with compliance to code of conduct from members of the Board and Senior Management Personnel	Yes
		26(5)	Disclosures by Senior Management about potential conflicts of Interest	NA
11	Other Corporate Governance Requirements	27(1)	Compliance of Discretionary Requirements	Yes
		27(2)	Filing of Quarterly Compliance Report on Corporate Governance clauses	Yes
12	Disclosures on Website of the Company	46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism / Whistle Blower policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive Directors	Yes
		46(2)(g)	Policy on dealing with Related Party Transactions	Yes
		46(2)(h)	Policy for determining Material Subsidiaries	Yes
		46(2)(i)	Details of familiarization programmes imparted to Independent Directors	Yes

6. Subsidiary Companies:

The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company.

The Company has one material subsidiary during the reporting period i.e. Anirit Agritech Private Limited.

7. Means of Communication:

The quarterly, half-yearly and annual results of the Company are normally published in a national daily newspaper in English, having wide circulation and a regional daily newspaper in Marathi. The financial results are also displayed on the Company's website viz. www.aniritventures.com and posted on the BSE Corporate Compliance & Listing Centre (the Listing Centre). Official news releases and presentations made to Institutional Investors and Analysts are posted on the Company's website.

8. General shareholder information

i. Annual General Meeting	:	
Date and Time	:	Thursday, July 30, 2026 at 11.00 a.m.
Venue	:	Meeting is being conducted through VC/OAVM pursuant to the MCA Circular No. 20/2020 dated 5 th May, 2020, General Circular No.02/2022 dated 5 th May, 2022, No. 10/2022 dated 28 th December, 2022, No. 09-2023 dated 25 th September, 2023 and No. 09-2024 dated 19 th September, 2024 (collectively referred to as "MCA Circulars").
ii. Financial Calendar	:	April to March
iii. Dividend payment date	:	Not Applicable
iv. Listing on Stock Exchange	:	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001
v. Stock Code on BSE Ltd.	:	530705 Annual listing fees for the financial year 2025-26 has been paid to the stock exchanges i.e. BSE.
vii. ISIN Code in NSDL and CDSL for Equity Shares	:	INE161F01011 (Fully Paid) and IN9161F01019 (Partly Paid).
viii. Corporate Identity Number (CIN) of the Company	:	L72100MH1993PLC451311

9. Registrar and Share Transfer Agent:

KFin Technologies Ltd.

301, The Centrium, 3rd Floor, 57,
Lal Bahadur Shastri Road, Nav Pada,
Kurla (West), Kurla, Mumbai,
Maharashtra, 400070
Phone No. 18003454001/ 022 4617 0911
E -mail: einward.ris@karvy.com , einward.ris@kfintech.com
Website: www.kfintech.com

10. Share transfer system:

As on March 31, 2026, 92.02% of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. The shares of the Company can be held in physical form however as per SEBI Notification dated June 8, 2018, with effect from April 1, 2019 the shares can be transferred in demat form only.

11. Disclosures with respect to demat suspense account/ unclaimed suspense account:

Details of the Equity shares in the demat suspense account or unclaimed suspense account as on 31st March, 2026, are as follow:

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	Number of shareholders to whom shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares
0	0	0	0	0

The voting rights on the shares in the Demat/unclaimed Suspense Account as on March 31, 2026 shall remain frozen till the rightful owner claims the shares.

12. Shareholding as on March 31, 2026 :**a. Distribution of equity shareholding as on March 31, 2026:**

No. of Shares	No. of Share holders	Percentage to shareholders	Total No. of Shares	Percentage to Capital
Up to - 500	1784	71.50	496331	2.76
501 - 1000	332	13.31	261844	1.45
1001 - 2000	153	6.13	226480	1.26
2001 - 3000	54	2.16	134659	0.75
3001 - 4000	35	1.40	128827	0.72
4001 - 5000	27	1.08	129533	0.72
5001 - 10000	49	1.96	372322	2.07
10001 and above	61	2.44	16250004	90.28
Total	2495	100	18000000	100

b. Categories of equity shareholders as on March 31, 2026:

Category	No. of Shares	% of Total Capital
A. Promoters Holding	99,95,400	55.53%
i. Indian Promoters (PAC)	99,95,400	55.53%
ii. Foreign Promoter	-	-
B. Non Promoters Holding	80,04,600	44.47%
i. Mutual Funds	1,96,366	1.09%
ii. Foreign Portfolio Investors	-	-
iii. Bodies Corporate (including LLPs)	8,32,249	4.62%
iv. Indian Public	59,05,756	32.81%
v. Non Residents Indians	4,69,698	2.61%
vi. Director or Director's Relative	-	-
vii. Key Managerial Personnel	-	-
viii. Any other	6,00,531	3.34%
C. Non-Promoter Non-Public Holding		
i. Employee Benefit Trust	-	-
Total	1,80,00,000	100.00

c. Dematerialization of shares and liquidity:

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the depositories, viz. National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Percentage of shares held in physical and dematerialized form as on March 31, 2026:

Sr. No.	Electronic / Physical	Mode of Holding %
1.	NSDL	10.31%
2.	CDSL	81.71%
3.	Physical	7.98%
Total		100%

d. The Company has not issued any GDRs / ADRs or any convertible instrument.

e. Plant locations: The Company has no plant.

f. Address for Correspondence:

KFin Technologies Ltd Unit: Anirit Ventures Limited 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Maharashtra, 400070 Phone No. 18003454001 / 022 4617 0911 E-mail: einward.ris@karvy.com , einward.ris@kfintech.com Website: www.kfintech.com	Secretarial Department Anirit Ventures Limited 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai, Maharashtra, 400022 Phone No. +91-22-4244-1100 Email: secretarial@aniritventures.com
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g. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.] - Not Applicable

**On behalf of the Board of Directors of
Anirit Ventures Limited**

Sd/-
Neha Thakkar
CFO and WTD
DIN: 10810103

Sd/-
Rohit Agarwal
Non- Executive Director
DIN: 01780752

Place: Mumbai
Date: June 29, 2026

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND
SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Whole-time Director & Chief Executive Director (CEO). In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2026, received from the Senior Management team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them.

Place: Mumbai

Date: June 29, 2026

**Sd/-
Neha Thakkar
CFO & WTD
DIN:10810103**

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
ANIRIT VENTURES LIMITED
(Formerly Flora Textiles Limited)
3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal,
Eastern Express Highway, Sion (East),
Mumbai - 400022, Maharashtra

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ANIRIT VENTURES LIMITED** (hereinafter referred to as '**the Company**'), bearing CIN: **L72100MH1993PLC451311** and having its Registered office at 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai, Maharashtra - 400022 produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of the Director	DIN	Date of appointment in Company	DIN Status
1.	Mr. Rohit Agarwal	01780752	15/10/2024	Approved
2.	Mr. Ashutosh Biyani	07349560	15/10/2024	Approved
3.	Ms. Neha Himat Thakkar	10810103	15/10/2024	Approved
4.	Mr. Suvir Singh	10810873	15/10/2024	Approved

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

For Dipesh Gosar & Co.
Practicing Company Secretaries

Sd/-
Dipesh U. Gosar
Proprietor

Membership No.: **A23755**

COP No.: **26801**

Peer Review Certificate no.: **7094/2025**

UDIN: **A023755H000700035**

Date: **27/06/2026**

Place: **Mumbai**

CEO & CFO CERTIFICATION

To,
**The Board of Directors of
Anirit Ventures Limited
(formerly Flora Textiles Limited)
(CIN: L72100MH1993PLC451311)**

We hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2026 and that to the best of our knowledge and belief;
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. No transaction is entered into by the company during the year which is fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- 1) significant changes in internal control over financial reporting during the year;
 - 2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Anirit Ventures Limited
(Formerly Flora Textiles Limited)**

**Sd/-
Neha Thakkar
Chief Financial Officer & WTD**

**Sd/-
Sadhan Banerjee
Chief Executive Officer**

Place: Mumbai

Date: June 29, 2026

**CERTIFICATE REGARDING COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE
REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To the Members of **Anirit Ventures Limited**
(Formerly Flora Textiles Limited)

We have examined the compliance of the conditions of Corporate Governance procedures implemented by **ANIRIT VENTURES LIMITED** (the “Company”) having **CIN: L72100MH1993PLC451311** for the financial year ended on 31st March, 2026 as per Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) pursuant to the Listing Agreement of the Company with the Stock Exchanges and we have examined the relevant records of the Company in accordance with the Guidance Note on Corporate Governance Certificate issued by The Institute of Company Secretaries of India (the “ICSI”).

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

For Dipesh Gosar & Co.
Practicing Company Secretaries

Sd/-
Dipesh U. Gosar
Proprietor
Membership No.: **A23755**
COP No.: **26801**
Peer Review Certificate no.: **7094/2025**
UDIN: **A023755H000709363**

Date: **29/06/2026**
Place: **Mumbai**

INDEPENDENT AUDITOR'S REPORT

To the Members of Anirit Ventures Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited)** ('the Company'), which comprise the Standalone Balance Sheet as at **31 March 2026**, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.
2. 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 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss (including other comprehensive loss), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

4. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis Report and Director's Report, but does not include the standalone financial statements and our auditor's report thereon. The Management Discussion and Analysis Report and Director's Report are expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

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

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

8. 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 Standards on Auditing 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.
9. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to 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 Board of Directors' 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
 - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. 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.
11. 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.
12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

13. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
14. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
15. Further to our comments in Annexure A, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
 - b) Except for the matter described in paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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 standalone financial statements dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
- e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of section 164(2) of the Act;
- f) The qualification relating to maintenance of accounts and other matters connected therewith is as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2026 and the operating effectiveness of such controls, refer to our separate report in **Annexure B**, wherein we have expressed an unmodified opinion; and
- 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 Company has not any pending litigations on its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026;
 - 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 securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

- v. Since the Company has not declared / paid any dividend during the year, Section 123 of the Act is not applicable.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account during the year ended March 31, 2026. The software has an audit trail (edit log) feature enabled at the application level for recording all relevant transactions. However, the audit trail feature was not enabled at the database level to log any direct data changes.

Further, during the course of our audit, we did not come across any instance of the audit trail feature at the application level being tampered with. Additionally, the audit trail records have been preserved by the Company in accordance with the statutory requirements for record retention.

For S G C O & Co. LLP

Chartered Accountants

Firm's Reg. No. 112081W/W00184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

UDIN: 26186176SNFVEX3033

Place: Mumbai

Date : 27th May 2026

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

The Annexure referred to in Paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” in our Independent Auditor’s Report to the members of **Anirit Ventures Limited** for the year ended 31st March, 2026.

As required by the Companies (Auditors Report) Order, 2020 and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i) The Company does not have any property, plant and equipment, intangible assets or Right to use assets, hence the requirement to report on clause 3(i)(a) is not applicable.
- (ii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company does not have any Inventory, hence the requirement to report on clause 3(ii)(a) of the Order is not applicable to the company.
- (b) According to the information and explanations provided to us, the Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) The Company has made investments in and granted loans during the year, in respect of which:
 - a) The Company has made investment and provided loans during the year, details of which are given below:

Particulars	Investment (INR in lakhs)	Loans (INR in lakhs)
Aggregate amount provided during the year:		
-- Subsidiary	1287.47	18.17
Balance outstanding as at balance sheet date in respect of above cases:		
-- Subsidiary	1287.47	18.17

- b) In our opinion, and according to the information and explanations given to us investments made and the terms and conditions of the grant of all loans provided are, prima facie, not prejudicial to the interest of the Company.
- c) According to the information and explanations given to us and based on the audit procedures performed by us, in respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated, wherein the principal and interest amounts are repayable/payable on demand and since the repayment of such amounts has not been demanded, in our opinion, the repayment of principal and payment of interest are regular.
- d) According to the information and explanations given to us and based on the audit procedures performed by us, there are no amount overdue for more than ninety days as at 31 March 2026 in respect of loans granted by the Company.
- e) There were no loans or advance in the nature of loan granted which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

- f) The Company has granted loans which are repayable on demand, as per details below:

Particulars	Subsidiary (INR in lakhs)
Outstanding loans (net of allowance):	18.17
- Repayable on demand	
Percentage of loans to the total loans (net of allowance)	100%

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 185,186 of the Act in respect of loans granted and investment made, as applicable.
- (v) According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the company hence paragraph 3(vi) of the order is not applicable to the company.
- (vii) a) According to the information and explanations given to us and the records of the company examined by us, the Company does not have any liability towards statutory dues as at 31st March, 2026 hence reporting under this clause is not applicable.
- b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute with the relevant authorities.
- (viii) According to the information and explanations given to us and based on our examination of records of the Company, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) a) In our opinion and according to the information and explanation given to us the Company has not defaulted in repayment of principal and interest to any lenders. The Company has not issued any debt securities.
- (b) In our opinion and according to the information and explanation given to us the Company is not declared willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanation given to us, the term loans were applied for the purpose for which the loans were obtained.
- (d) 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) As per information and explanation provided to us and procedures performed by us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

- (f) According to information and explanations provided to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) a) The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) during the year hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly or optionally convertible debentures during the year. Accordingly, the requirement to report on clause 3 (x)(b) of the Order is not applicable to the Company.
- (xi) a) During the course of our audit, examination of the books and records of the Company, no fraud by the Company or no fraud on the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by auditor in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a),(b) and(c) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examinations of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) In our opinion and based on our examination, the Company does not require to comply with the provisions of Section 138 of the Companies Act, 2013. Therefore, the requirement to report under clause 3(xiv)(a) & (b) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provision of section 192 of the act are not applicable to the company. Accordingly, the provisions stated in paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) In our opinion the provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) to (d) of the Order is not applicable to the Company.
- (xvii) According to the information and explanation given to us and based on our examination of the records, the Company has incurred cash losses in the financial year amounting to Rs. (82.69) Lakhs and in the immediately preceding financial year the company had not incurred any cash losses.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

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

(xx) According to the information and explanation given to us and based on our examination of the records of the Company, the provisions of Section 135 to the Companies Act, 2013 in relation to Corporate Social Responsibility is not applicable to the Company. Accordingly, the requirement to report on clause 3(xx)(a) & (b) of the Order is not applicable to the Company.

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

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

UDIN: 26186176SNFVEX3033

Place: Mumbai

Date: 27th May 2026

Annexure B to the Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited)** ('the Company') as at and for the year ended **31 March 2026**, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

6. A company's internal financial controls with reference to standalone financial statements 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 controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with Reference to Standalone Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S G C O & Co. LLP

Chartered Accountants

Firm's Reg. No. 112081W/W00184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

UDIN: 26186176SNFVEX3033

Place: Mumbai

Date : 27th May 2026

Standalone Balance Sheet as at 31st March, 2026

(₹ in lakh)			
Assets	Note no.	As at 31st March 2026	As at 31st March 2025
Non- Current Assets			
Property, Plant and Equipments	3	0.64	-
Financial Asset			
Investment in subsidiary	4	1,287.47	-
Other Financial Asset	5	397.04	-
Current Assets			
Financial Assets			
Cash and Cash equivalents	6	10.35	14.34
Loans and Advances	7	18.17	-
Other Current Assets	8	12.71	6.58
Total Assets		1,726.39	20.92
Equity and Liabilities			
Equity			
Equity Share Capital	9	1,200.00	600.00
Other Equity		504.84	(1,319.36)
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	10	-	725.49
Provisions	11	8.49	-
Current Liabilities			
Financial Liabilities			
Trade payables	12		
- Dues to micro enterprise and small enterprise		-	-
- Other than micro enterprise and small enterprise		0.40	2.16
Other Current Liabilities	13	5.31	7.31
Provisions	14	7.34	5.32
Total Equity and Liabilities		1,726.39	20.92

MATERIAL ACCOUNTING POLICIES & NOTES ON STANDALONE FINANCIAL STATEMENTS 1 to 33

As Per Our Report Of even date

For S G C O & Co. LLP
Chartered Accountants
Firm Reg. No. 112081W/W100184

Sd/-
Gourav Roongta
Partner
Mem. No. 186176
Place: Mumbai
Date: 27th May 2026

For ANIRIT VENTURES LIMITED

Sd/-
Neha Thakkar
Whole time Director and CFO
DIN: 10810103
Place: Mumbai
Date: 27th May 2026

Sd/-
Sadhan Kumar Banerjee
CEO

Place: Mumbai
Date: 27th May 2026

Sd/-
Rohit Agarwal
Director
DIN: 01780752
Place: Mumbai
Date: 27th May 2026

Sd/-
Visha Jain
Company Secretary
Mem. No 73776

Place: Mumbai
Date: 27th May 2026

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

(₹ in lakh)			
Particulars	Note no.	For the Year Ended 31st March 2026	For the Year Ended 31st March 2025
Revenue			
Revenue from Operations	15	-	9.63
Other Income	16	6.62	0.39
Total Revenue		6.62	10.01
Expenses			
Employee benefit expenses	17	199.51	24.31
Finance Costs	18	79.26	21.46
Depreciation and amortization expenses	3	0.23	-
Other expenses	19	63.58	42.95
Total Expenses		342.58	88.71
Profit/(Loss) before exceptional items and tax		(335.97)	(78.69)
Exceptional Items		-	-
Profit/(Loss) before tax		(335.97)	(78.69)
Tax Expenses		-	-
Current Tax		-	-
Deferred Tax		-	-
Tax in respect of earlier years		-	-
Total tax expenses		-	-
Profit/(Loss) for the period		(335.97)	(78.69)
Other Comprehensive income			
Items that may be reclassified to profit or loss		0.18	-
Total Comprehensive income for the period		(335.79)	(78.69)
Total Comprehensive income for the period attributable to:			
Earnings per equity share:			
Basic	20	(4.53)	(0.89)
Diluted	20	(4.53)	(0.89)

MATERIAL ACCOUNTING POLICIES & NOTES ON STANDALONE FINANCIAL STATEMENTS 1 to 33

As Per Our Report Of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

For ANIRIT VENTURES LIMITED

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

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Whole time Director and CFO

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Rohit Agarwal

Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

Standalone Cash flow Statement as on 31st March, 2026

(₹ in lakh)

Particulars	Year ended 31st March, 2026	Year ended 31 March, 2025
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before Tax	(335.97)	(78.69)
Depreciation	0.23	-
Interest Received	(6.62)	(0.39)
Interest Paid	79.26	21.46
Operating Profit before Working Capital Changes	(263.09)	(57.62)
Adjustment for changes in working capital		
(Increase)/decrease in Current Assets	(6.13)	9.08
Increase/(decrease) in Provisions	10.51	-
Increase/(decrease) in Trade payable	(1.58)	(2.08)
(Investment in)/ redemption of fixed deposits not considered as cash and cash equivalents	(397.04)	-
Increase/(decrease) in other current liabilities	(2.00)	(10.38)
Cash Generated from / (used in) Operation	(659.34)	(61.01)
Net Cash (used in) / from Operating Activities	(659.34)	(61.01)
CASH FLOW FROM INVESTING ACTIVITIES		
Interest Received & Other Income	6.62	0.39
Purchase of Plant, equipment	(0.87)	-
Loan Given to Subsidiary	(18.17)	-
Investment in shares of Anirit agritech	(1,287.47)	-
Net Cash (used in) / from Investing Activities	(1,299.90)	0.39
CASH FLOW FROM FINANCING ACTIVITIES		
Loan repaid	(725.49)	(634.23)
Loan taken	-	725.49
Interest Paid	(79.26)	(21.46)
Proceeds from Right issue	2,760.00	-
Net Cash (used in) / from Financing Activities	1,955.25	69.81
Net Increase / (Decrease) in Cash & Cash Equivalent	(3.99)	9.19
Cash and cash equivalents at beginning of the year	14.34	5.15
Cash and cash equivalents at end of the year	10.35	14.34

Particulars	Year ended 31st March, 2026	Year ended 31 March, 2025
Current accounts in Indian rupees	10.35	14.34
Total	10.35	14.34

Standalone Cash flow Statement as on 31st March, 2026 (Contd.).

Notes:

- (i) The standalone statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) "Statement of Cash Flows".
- (ii) There are no restricted balances in cash and cash equivalents.
- (iii) Figures in bracket represent outflow of cash and cash equivalents.

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Cash Flows referred to in our report of even date.

MATERIAL ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

1 to 33

As Per Our Report Of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

For ANIRIT VENTURES LIMITED

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

Sd/-

Neha Thakkar

Whole time Director and CFO

DIN: 10810103

Place: Mumbai

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CEO

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

Statement of Changes in Equity for the year ended 31st March, 2026

Statement of changes in Equity

(₹ in lakh)

A. Equity share capital

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the reporting period	600.00	600.00
Changes in equity share capital during the year (on account of Right Issue)	600.00	-
	1,200.00	600.00

B. Other Equity

Particulars	Securities Premium	Other Comprehensive Income	Retained Earnings	Total
Balance as at April 1, 2024	-	-	(1,240.68)	(1,240.68)
Loss for the year	-	-	(78.69)	(78.69)
Total comprehensive income for the year	-	-	(1,319.37)	(1,319.37)
Balance as at Mar 31, 2025	-	-	(1,319.37)	(1,319.37)
Right issue	2,160.00	-	-	2,160.00
Loss for the year	-	-	(335.97)	(335.97)
Other comprehensive income for the year	-	0.18	-	0.18
Balance as at Mar 31, 2026	2,160.00	0.18	(1,655.34)	504.84

Nature and purpose of reserves

(i) Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. These reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings

Retained earnings represents the accumulated profits / losses made by the Company over the years as reduced by dividends or other distributions paid to the shareholders and remeasurement gains/ loss on defined benefit plan.

(iii) Equity instruments through other comprehensive income

Represents changes in the fair value of certain investments measured in other comprehensive income.

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

As Per Our Report Of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

For ANIRIT VENTURES LIMITED

Sd/-

Neha Thakkar

Whole time Director and CFO

DIN: 10810103

Place: Mumbai

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Sadhan Kumar Banerjee

CEO

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Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

Notes to Financial Statements for the year ended 31st March, 2026

Note 1 : Corporate Information

- a.** Anirit Ventures Limited is a public limited company domiciled in India, incorporated under the Companies Act, 1956 on 10 March 1993 and has its registered office at 3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai – 400022, Maharashtra

The Financial statements for the year ended 31st March, 2026 were approved by the Board of directors.

- b.** The company is engaged in the business to undertake and promote agricultural and non-agricultural ventures including agritourism, agri-tech, infrastructure, agri bio-gas (CBG), and related innovations; to engage in trading, marketing, and handling of agricultural products, minerals, and energy resources; and to invest in or acquire businesses, conduct scientific research, and support ventures aligned with the company's objectives.
- c.** The standalone financial statements (the financial statements) of the Company for the year ended 31 March 2026 were authorised for issue in accordance with resolution of the Board of Directors on May 27th, 2026.
- d.** The name of the Company has been changed to Anirit Ventures Limited from Flora Textiles Limited vide registration certificate dated 20th December, 2024.

Note 2 : Material Accounting Policies:

a. Basis of Accounting:

The Company has prepared the financial statements which comprise the balance sheet as at March 31 2026, the statement of profit and loss, the statement of cash flows and the statement of changes in equity for the period ended March 31 2026, and a summary of the material accounting policies and other explanatory information (together hereinafter referred to as “financial statements”).

The financial statements have been prepared on a going concern basis under the historical cost basis except for the following –

- Certain financial assets and liabilities have been measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans – measured using actuarial valuation.

The financial statements have been prepared using the material accounting policies and measurement basis summarised below. These were used throughout all periods presented in the financial statements.

b. Statement of compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (“Ind AS”) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 as amended from time to time.

Notes to Financial Statements for the year ended 31st March, 2026

c. Critical Estimates and Judgements

The preparation of financial statements in conformity with Ind AS requires management to make estimates, assumptions and exercise judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year.

The management believes that these estimates are prudent and reasonable and are based upon the management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised.

Below is an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- **Useful lives of property, plant and equipment** - Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management, based on those prescribed under Schedule II to the Act, at the time the asset is acquired and reviewed periodically, including at each financial year end.
- **Defined benefit obligation** - The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates. Due to the long term nature of these plans, such estimates are subject to significant uncertainty. The assumptions used are disclosed in note 38 to these financial statements.
- **Fair value measurements** - Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves significant judgements in the selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.
- **Impairment of assets** - In assessing impairment, management estimates the recoverable amounts of each asset (in case of non-financial assets) based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future cash flows and the determination of a suitable discount rate.
- **Income tax** - Significant judgments are involved in determining the provision for income tax, including the amount expected to be paid or recovered in connection with uncertain tax positions.
- **Provisions** - Provisions are recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement obligation and compensated expenses) are not discounted to its present value and are determined based on the best estimate required to settle obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Notes to Financial Statements for the year ended 31st March, 2026

d. Revenue Recognition

- i) Revenue is recognised when it is earned and there is no significant uncertainty regarding its measurability or collectability.
- ii) Interest income is recognised on a time proportion basis, taking into account the outstanding principal amount and the applicable effective interest rate.
- iii) Dividend income is recognised when the entity's right to receive payment is established.

e. Investments:

Investments intended to be held for more than one year from the date of acquisition are classified as non-current (long-term) investments and are carried at cost, less provision for any other-than-temporary diminution in value, where applicable.

Investments other than long-term investments are classified as current investments and are measured at the lower of cost and fair value. Any decline in fair value below cost is recognised in the Statement of Profit and Loss.

f. Accounting for Taxes of Income:-

Current Taxes

Current Tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis

Deferred Taxes

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred income tax asset to be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Notes to Financial Statements for the year ended 31st March, 2026

g. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

i. Recognition, initial measurement and derecognition

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial assets or financial liability. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows under an eligible transaction.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

A financial guarantee contract is initially recognised at fair value. If the guarantee is issued to an unrelated party on a commercial basis, the initial fair value is likely to equal the premium received. If no premium is received, the fair value is determined using a method that quantifies the economic benefit of the guarantee to the holder.

ii. Subsequent Measurement

Non Derivative Financial Instruments

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (OCI)

A financial asset is subsequently measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to Financial Statements for the year ended 31st March, 2026

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through statement of profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

At the end of each subsequent reporting period, financial guarantees are measured at the higher of:

- The amount of the loss allowance, and
- The amount initially recognised less cumulative amortisation, where appropriate.

The amount of the loss allowance at each subsequent reporting period equals the 12-month expected credit losses. However, where there has been a significant increase in the risk that the specified debtor will default on the contract, the calculation is for lifetime expected credit losses. It is important to note that the simplified impairment approach available for trade receivables cannot be used for financial guarantee contracts.

iii. Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

h. Equity Shares

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

i. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other current / short-term, highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

j. Property, Plant and Equipment:

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes inward freight and expenses incidental to acquisition and installation, net of tax credits up to the point the asset is ready for its intended use. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the

Notes to Financial Statements for the year ended 31st March, 2026

entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss when incurred.

Assets acquired but not ready for use or assets under construction are classified under capital work in progress and are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets, and are recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

Capital work in progress represents projects under which the property, plant and equipment's are not yet ready for their intended use and are carried at cost determined as aforesaid.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. For qualifying assets, borrowing costs are capitalised in accordance with Ind AS 23 - Borrowing costs. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Category of Property Plant and Equipment

No. of Years

Computer Hardware

3

Leasehold land/Improvements thereon are amortized over the primary period of lease. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss. The Company has applied Ind AS 16 Property, Plant and Equipment retrospectively to its PPE and has not availed deemed cost exemption as available under Ind AS 101 First-time Adoption of Indian Accounting Standards.

- k. Depreciation on tangible assets is provided on the Straight Line Method (SLM) over the useful lives of the assets as prescribed under Schedule II of the Companies Act, 2013. Intangible assets are amortized over their respective estimated useful lives on a straight-line basis, commencing from the date the asset is available for use by the Company.

Freehold land is not depreciated. Depreciation on assets under construction commences only when the assets are ready for their intended use.

Notes to Financial Statements for the year ended 31st March, 2026

The depreciation method, useful lives and residual values of assets are reviewed at the end of each reporting period and adjusted prospectively, where considered appropriate. No further depreciation is provided on assets that are fully depreciated but continue to be in use.

I. Intangible Assets

Intangible assets with finite useful lives are carried at cost less accumulated amortisation and impairment losses, if any. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase/ completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

The intangible assets are amortised over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the company for its use. The amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern

Derecognition of intangible assets

An intangible asset is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

m. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal /external factors. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Impairment loss is recognised in the statement of profit and loss.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there were no impairment.

n. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

Notes to Financial Statements for the year ended 31st March, 2026

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

o. Inventories

Inventories are valued at the lower of cost and estimated net realisable value (net of allowances) after providing for obsolescence and other losses, where considered necessary. The cost comprises of cost of purchase, cost of conversion and other costs including appropriate production overheads in the case of finished goods and work-in-progress, incurred in bringing such inventories to their present location and condition. Trade discounts or rebates are deducted in determining the costs of purchase. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

In case of raw materials, stores & spares and traded goods, cost (net of CENVAT/VAT credits wherever applicable) is determined on a moving weighted average basis, and, in case of work-in-progress and finished goods, cost is determined on a First In First Out basis

p. Other Income

Dividend income from investments is recognised when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Notes to Financial Statements for the year ended 31st March, 2026

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

q. Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

r. Employee Benefits

Defined contribution plans

The Company contributes to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 that is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the employee renders services.

Defined benefit plans

The Company's gratuity benefit scheme is a unfunded defined benefit plan. The Company's obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their services in the current and prior periods recognised as a liability at the present value of the defined benefit obligations at the balance sheet date based on an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The discount rates used for determining the present value of the obligations under the defined benefit plan are based on the market yields on government bonds as at the balance sheet date.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Other long-term employee benefits

Liability in respect of compensated absences is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Notes to Financial Statements for the year ended 31st March, 2026

s. Foreign Currency Transactions and Translations

Foreign currency transactions are recorded at rates of exchange prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the rate of exchange prevailing at the year-end. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- > exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.
- > exchange differences on transactions entered into in order to hedge certain foreign currency risks;

t. Earnings Per Share

Basic earnings per share is computed by dividing the profit/(loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/(loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits/reverse share splits and bonus shares, as appropriate.

u. Provisions and Contingencies

A provision is recognised when the Company has a present obligation (legal/constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liability is disclosed for (i) Possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Notes to Financial Statements for the year ended 31st March, 2026

Provisions for the expected cost of sales related obligations under local sale of goods legislation are recognised at the date of sale of the relevant products, at the management's best estimate of the expenditure required to settle the Company's obligation.

v. Critical Accounting Judgements And Key Sources Of Estimation Uncertainty

The preparation of financial statements in conformity with Ind AS requires management to make certain judgements and estimates that may effect the application of accounting policies, reported amounts and related disclosures. These judgements and estimates may have an impact on the assets and liabilities, disclosure of contingent liabilities at the date of the financial statements, and income and expense items for the period under review. Actual results may differ from these judgments and estimates. All assumptions, expectations and forecasts that are used as a basis for judgements and estimates in the financial statements represent as accurately an outlook as possible for the Company. These judgements and estimates only represent our interpretation as of the dates on which they were prepared. Important judgements and estimates relate largely to provisions, pensions, tangible and intangible assets (lives, residual values and impairment), deferred tax assets and liabilities and valuation of financial instruments.

Notes to Financial Statements for the year ended 31st March, 2026

Note 3 - Property, Plant and Equipments as at 31st March, 2026

(₹ in lakh)

Particulars	Computers	Total
Cost or deemed cost (gross carrying amount):		
Balance as at 31 March 2024	-	-
Additions	-	-
Disposals/Transfer	-	-
Balance as at 31 March 2025	-	-
Additions	0.87	0.87
Disposals/Transfer	-	-
Balance as at 31 March 2026	0.87	0.87
Accumulated depreciation		
Balance as at 31 March 2024	-	-
Additions	-	-
Disposals/Transfer	-	-
Balance as at 31 March 2025	-	-
Additions	0.23	0.23
Disposals/Transfer	-	-
Balance as at 31 March 2026	0.23	0.23
Net carrying value		
Balance as at 31 March 2025	-	-
Balance as at 31 March 2026	0.64	0.64

Note 4 Investment in subsidiary

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Non-current		
Investments in unquoted equity shares, fully paid up (carried at deemed cost)		
i) In subsidiary companies in India		
2,04,68,585 (March 2025: Nil) equity shares of Rs 10 each fully paid up in Anirit Agritech Pvt Ltd	1,287.47	-
Aggregate amount of unquoted investments	1,287.47	
Investments carried at cost	1,287.47	
Total	1,287.47	-

During the year ended 31 March 2026, the Company acquired 2,04,68,585 equity shares of Anirit Agritech Pvt. Ltd. for a total consideration of ₹ 1287.47 Lakh. The investment represents 100% of the paid-up equity share capital of the acquired company.

Notes to Financial Statements for the year ended 31st March, 2026

Note 5 Other financial asset

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
In fixed deposit-with maturity of more than 12 months	397.04	
Total	397.04	-

Note 6 Cash & Cash Equivalents

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances with banks		
Current Accounts	1.08	14.34
Bank Deposit -Maturity < 3 months	9.27	-
Total	10.35	14.34

Note 7 Loans and Advances

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Loan to Subsidiaries	18.17	-
Total	18.17	-

Note 8 Other Current Assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances with government authorities	10.87	2.10
Prepaid expense	0.14	-
Advances to vendors	1.70	4.47
Total	12.71	6.58

Note 9 Equity Share Capital

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Authorised Capital		
20,000,000 Equity Shares of Rs.10/- each with voting rights	2,000.00	2,000.00
Issued, Subscribed and Fully Paid-up		
60,00,000 equity shares of Rs 10 each fully paid (60,00,000 equity shares of Rs 10 each fully paid up as at March 31, 2025)	600.00	600.00
1,20,00,000 equity shares of Rs 10 each partly paid up Rs 5 (Rights share issued) (Nil as at March 31, 2025)	600.00	-
Total	1,200.00	600.00

Notes to Financial Statements for the year ended 31st March, 2026

Terms/Rights attached to Equity shares

The company has only one class of equity shares having par value of Rs. 10/- per share. Each share holder is eligible for one vote per share. 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 of their shareholding

Reconciliaton of the number of equity shares outstanding and the amount of Share Capital

Particulars	No. Shares	Share Capital
Shares outstanding as at March 31, 2024	60,00,000.00	600.00
Shares issued during the financial year ending March 31, 2025	-	-
Shares outstanding as at March 31, 2025	60,00,000.00	600.00
Shares outstanding as at March 31, 2025	60,00,000.00	600.00
Shares issued during the financial year ending March 31, 2026	1,20,00,000.00	600.00
Shares outstanding as at March 31, 2026	1,80,00,000.00	1,200.00

Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2026		As at 31 March, 2025		Change in %
	No. of Shares	%	No. of Shares	%	
Oilmax Energy Private Limited	99,95,400.00	55.53%	33,31,800.00	55.53%	-
Guttikonda Vara Lakshmi	19,15,000.00	10.64%	-	-	10.64%

Details of equity shares held by promoters

Particulars	As at 31 March, 2026		As at 31 March, 2025		Change in %
	No. of Shares	%	No. of Shares	%	
Oilmax Energy Private Limited	99,95,400.00	55.53%	33,31,800.00	55.53%	-

During the financial year ended March 31, 2026, the Company completed a Rights Issue of equity shares. Pursuant to this corporate action, the total number of equity shares held by the promoter group entity, Oilmax Energy Private Limited, increased by 66,63,600 equity shares of Rs. 10 each (Rs. 5 Called up). Because the promoter subscribed fully to its pro-rata entitlement under the terms of the issue, there has been no change in its net percentage shareholding in the Company's total paid-up equity share capital.

Note 10 Non - Current Borrowings

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Secured Borrowings	-	-
Unsecured Borrowings Loans repayable on demand		
Intercompany Loans (At amortised cost)	-	725.49
Total	-	725.49

There was an unsecured loan amounting to 725.49 Lakhs carrying interest rate 12%, which was repaid during the year ended March 31, 2026.

Notes to Financial Statements for the year ended 31st March, 2026

Note 11 Provisions

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Gratuity.	6.63	-
Leave Encashment.	1.86	-
Total	8.49	-

Note 12 Trade payables

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Total outstanding dues to creditors other than micro enterprise and small enterprise	0.40	2.16
Total	0.40	2.16

FY 2025-26

Particulars	Outstanding for following periods from the due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	-	-	-	-	-
(ii) Undisputed Others	0.40	-	-	-	0.40
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	0.40	-	-	-	0.40

FY 2024-25

Particulars	Outstanding for following periods from the due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	-	-	-	-	-
(ii) Undisputed Others	2.16	-	-	-	2.16
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	2.16	-	-	-	2.16

Note: Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

Interest has not been charge by the supplier where the payment for them has either been made within the agreed period or subsequently settled, whichever is later

Notes to Financial Statements for the year ended 31st March, 2026

The disclosure pursuant to the said Act is as under:

Particulars	As at 31 March, 2026	As at 31 March, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
Total	-	-

Note 13 Other Current Liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances due to government Authorities	5.31	2.67
Salary payable	-	4.14
Director Sitting Fees Payable	-	0.50
Total	5.31	7.31

Note 14 Provisions

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Gratuity	0.01	-
Leave Encashment	3.24	-
Provision for expenses	4.08	5.32
Total	7.34	5.32

Notes to Financial Statements for the year ended 31st March, 2026

Note 15 Revenue from operations

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from sale of goods	-	-
Revenue from rendering of services	-	-
Revenue from rendering of services represents		
Rendering of Fabric Job Work	-	-
Sales commission	-	9.63
Total	-	9.63

Note 16 Other Income

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income on:		
Financial assets measured at amortised cost	6.62	0.39
Total	6.62	0.39

Note 17 Employee benefit expense

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and wages, including bonus	177.87	24.10
Contribution to provident and other funds	9.71	0.21
Gratuity expense	6.83	-
Leave Encashment Expense	5.10	-
Total	199.51	24.31

Note 18 Finance costs

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest expense on:		
- borrowings carried at amortised cost	79.25	21.46
Other borrowing cost	0.01	-
Total	79.26	21.46

Notes to Financial Statements for the year ended 31st March, 2026

Note 19 Other expenses

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Administration expense	31.27	6.49
Listing Fees	-	19.15
Professional And Consultancy Charges	27.21	15.99
Audit Fees	5.00	1.30
Miscellaneous expenses	0.10	0.01
Total	63.58	42.95

Payment to Auditors

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Audit Fees	3.00	1.30
Earlier Year Audit Fees	2.00	-
Grand Total	5.00	1.30

Note 20 Earnings / (loss) per share

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Basic and diluted earning/ (loss) per share		
Net profit / (loss) after tax as per Statement of Profit and Loss (Rupees)	(3,35,96,762.31)	(78,69,252.95)
Weighted average number of equity shares outstanding	74,13,698.63	87,94,886.00
Face value per equity share (Rupees)	10.00	10.00
Basic earning/ (loss) per share (Rupees)	(4.53)	(0.89)
Diluted earning/ (loss) per share (Rupees)		
Weighted average number of equity shares outstanding	74,13,698.63	87,94,886.00
Total Weighted average number of equity outstanding	74,13,698.63	87,94,886.00
Diluted earning/ (loss) per share (Rupees)	(4.53)	(0.89)

Note 21 Capital commitments, other commitments and contingent liabilities

There is capital commitments of Nil as at 31st March 2026 (Previous year: Nil).

Notes to Financial Statements for the year ended 31st March, 2026

Note 22 Ratios

The ratios for the years ended March 31, 2026 and March 31, 2025 are as follows

(₹ in lakh)						
Particulars	Numerator	Denominator	As at March 31		Variance	Reason for Variances
			2026	2025		
Liquidity Ratio						
Current Ratio (times)	Current Assets	Current Liabilities	2.22	2.21	0.68%	
Solvency Ratio						
Debt-Equity Ratio (times)	Total Debt	Shareholders' equity	0.00	-1.01	-100.00%	Due to Repayment of Debt
Debt Service Coverage Ratio (times)	Earnings available for debt services (1)	Debt service (2)	-0.32	8.58	-103.71%	The variance is mainly due to repayment of entire borrowings during the year
Profitability ratio						
Net Profit Ratio (%)	Net profit after tax	Turnover	0%	-818%	-100.00%	This variance is primarily due to no revenue from operations during the current year and Increase in expenses due to acquisition.
Return on Equity Ratio (%)	Net profit after tax	Average Shareholders' equity	-68%	-94.86%	-28.12%	This is due to the negative average shareholders' equity and the loss incurred during the current year.
Return on Capital employed (%)	Earnings before interest and taxes	Capital employed (3)	-14.92%	-100.51%	-85.16%	This variance is attributable to company's positive net worth.
Return on Investment (%)	Income generated from investments	Time weighted average investments	NA	NA	NA	
Utilization Ratio						
Trade Receivables turnover ratio (times)	Revenue	Average Trade receivable	NA	NA	NA	
Inventory turnover ratio (times)	Revenue	Closing inventor	NA	NA	NA	

Notes to Financial Statements for the year ended 31st March, 2026

(₹ in lakh)

Particulars	Numerator	Denominator	As at March 31		Variance	Reason for Variances
			2026	2025		
Trade payables turnover ratio (times)	Purchase of goods, services and other expenses	Average Trade Payable	78.71	9.19	756.48%	This variance is due to an increase in other expenses and a decrease in trade payables during the current year.
Net capital turnover ratio (times)	Revenue	Working capital	0.00	-101.08	-100.00%	This is due to a decrease in both revenue and current liabilities during the current year.

- (1) Net profit after taxes + Non-cash operating expenses + Interest + Other adjustments like loss on sale of fixed assets etc.
- (2) Term loan repayments
- (3) Tangible net worth + Deferred tax liabilities + Lease liabilities

Note 23 Related Party Disclosure

23.1 Name of Related Parties and description of Relationships:

Name of related party	Nature of relation
(A) Key Management Personnel/ Directors	
Sadhan Kumar Banerjee (From 11.02.2025)	CEO
Visha Jain (From 29.10.2024)	CS
Rohit Agarwal (From 15.10.2024)	Non-executive Director
Ashutosh Biyani (From 15.10.2024)	Independent Director
Neha Himat Thakkar (From 15.10.2024)	Wholetime Director & CFO
Suvir Singh (From 15.10.2024)	Independent Director
Kapil Garg	Director of the Holding company
Parikshit Datta	Director of the Holding company
Anish Garg	Director of the Holding & Subsidiary company
Aman Garg	Director of the Subsidiary company
Ritu Garg	Promoter Group
(B) Holding/Subsidiary/Associate/others	
Oilmax Energy Private Limited	Holding Company
Anirit Agritech Pvt Ltd	Subsidiary Company (With effect from 27th Feb 2026)
M/s. Nithya Estates and Developers India Private Limited	Enterprises in which previous Key management Personnel or Individuals owning control or significant influence is able to exercise significant influence
Oilmax Energy International Pte. Ltd.	Oilmax being the common holding company
Asian Energy Services Limited	Oilmax being the common holding company

Notes to Financial Statements for the year ended 31st March, 2026

23.2 Transactions with related parties

(₹ in lakh)				
Name of the party	Name of Relationship	Nature of transaction	As at 31st March 2026	As at 31st March 2025
Oilmax Energy Private Limited	Holding Company	Loan taken	-	725.49
		Loan Repaid	725.49	
		Right Issue	1,532.63	
		Purchase of equity Shares of Anirit Agritech Pvt Ltd	1,287.47	-
Anirit Agritech Pvt Ltd	Subsidiary Company	Loan Given	18.17	-
Kapil Garg	Director of the Holding company	Rent paid	0.63	0.10
Ritu Garg	Promoter Group	Rent paid	0.63	0.10
Neha Thakkar	CFO	Remuneration	17.58	14.00
Visha Jain	Company Secretary	Remuneration	7.62	7.20
Sadhan Kumar Banerjee (From 11.02.2025)	CEO	Remuneration	117.91	4.43
M/s. Nithya Estates and Developers India Private Limited	Enterprises in which previous Key management Personnel or Individuals owning control or significant influence is able to exercise significant influence	Loan repaid	-	634.23

23.3 Outstanding balances from related parties

(₹ in lakh)				
Related Party	Name of Relationship	Nature of Transaction	As at 31st March 2026	As at 31st March 2025
Oilmax Energy Private Limited	Holding Company	Loan taken	-	725.49
Anirit Agritech Pvt Ltd	Subsidiary Company	Loan Given	18.17	-
Kapil Garg	Director of the Holding company	Rent paid	0.03	-
Ritu Garg	Promoter Group	Rent paid	0.03	-

Notes to Financial Statements for the year ended 31st March, 2026

Note 24 Disclosures as required under Accounting Standard 15 – Employee benefits (Revised)

Gratuity

Particulars	31-Mar-26	31-Mar-25
Change in Defined Benefit Obligation :		
Opening Defined Benefit Obligation	1.59	-
Past Service Cost	0.14	-
Current Service Cost	4.99	-
Interest Cost	0.11	-
Actuarial Losses / (Gain) due to Curtailment	0.18	-
Closing Defined Benefit Obligation	6.65	0.00

Expenses Recognised in Statement of Profit & Loss Account	31-Mar-26	31-Mar-25
Current Service Cost	4.99	-
Past Service cost	0.14	-
Interest Cost	1.70	-
Net Actuarial (gain) / loss recognised in the year	0.18	-
Expenses recognised in Statement of Profit & Loss Account (Including OCI)	6.65	0.00

Amount Recognized in Balance Sheet :	31-Mar-26	31-Mar-25
Current	0.01	-
Non Current	6.63	-

Summary of Principal Actuarial Assumptions :	31-Mar-26	31-Mar-25
Discount Rate (p.a.)	7.78	-
Salary Escalation Rate (p.a.)	10.00	-

Note 25

- (I) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (II) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (III) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
- (IV) the Company has not advanced or loaned or invested funds to any person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Notes to Financial Statements for the year ended 31st March, 2026

- (V) The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (VI) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
- (VII) The Company is not declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India
- (VIII) The Company has complied with number of layers prescribed under section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (IX) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year
- (X) The figures have been given as ` in lakhs except Earnings Per Share and Weighted average number of equity shares outstanding during the year.
- (XI) The previous year's figures have been regrouped/reclassified to correspond to current year's figures.

Note 26

Based on information available with Company, there are no outstanding dues to enterprise under MSMED Act, 2006 at the year end.

Note 27 Fair Value Measurement

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

(₹ in lakh unless otherwise stated)					
31-Mar-26	Note	Carrying amount			
		FVTPL	FVTOCI	Amortised Cost	Fair value hierarchy
Financial assets					
Investment in Subsidiary	4	-	-	1,287.47	-
Other Financial assets	5	-	-	397.04	-
Cash and cash equivalents	6	-	-	10.35	-
Loans and advances	7	-	-	18.17	-
	-	-	-	1,713.04	-
Financial liabilities					
Borrowings	10	-	-	-	-
Trade payables	12	-	-	0.40	-
		-	-	0.40	-

Notes to Financial Statements for the year ended 31st March, 2026

31-Mar-25	Note	Carrying amount			
		FVTPL	FVTOCI	Amortised Cost	Fair value hierarchy
Financial assets					
Investment in Subsidiary	4	-	-	-	-
Other Financial assets	5	-	-	-	-
Cash and cash equivalents	6	-	-	14.34	-
Loans and advances	7	-	-	-	-
		-	-	14.34	-
Financial liabilities					
Borrowings	10	-	-	725.49	-
Trade payables	12	-	-	2.16	-
		-	-	727.66	-

(ii) Fair value Hierarchy

Fair value hierarchy explains the judgement and estimates made in determining the fair values of the financial instruments that are -

- recognized and measured at fair value
- measured at amortized cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Assets and Liabilities that are disclosed at Amortized Cost for which Fair values are disclosed are classified as Level 3.

Set out below is a comparison, by class, of the carrying amounts and fair values of the company's financial instruments that are not carried at fair value in the balance sheet.

Fair value of financial assets and liabilities measured at amortized cost(Level 3) - Nil

Measurement of fair values

As there are no investment made by the company measured at Fair value through profit and loans or Fair value through Other Comprehensive income hence fair value measurement not disclosed

Notes to Financial Statements for the year ended 31st March, 2026

Note 28 Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks: market risk, interest risk etc. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and commodity risk. Major financial instruments affected by market risk includes loans and borrowings.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has borrowed from the holding company and related party at fixed rate thus Company do not foresee any interest rate risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company does not have any material exposure to foreign currency risk as at the reporting date since it does not have significant transactions, assets, liabilities, borrowings or contractual obligations denominated in foreign currencies. Accordingly, the Company is not exposed to significant foreign exchange rate fluctuations

Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure of the financial assets are contributed by loans & advances, cash and cash equivalents and security deposits.

Exposure to credit risk

The allowance for impairment in respect of trade receivables during the year was Rs Nil.

Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks of Rs 10.35 and Rs 14.34 lakhs as at 31 March 2026 ; 31 March 2025 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Liquidity risk

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Notes to Financial Statements for the year ended 31st March, 2026

The table below provides details regarding the contractual maturities of significant financial liabilities:

Particulars	Less than 1 year	1 - 5 years	More than 5 years	Total
As at 31 March 2026				
Borrowings	-	-	-	-
Trade payables	0.40	-	-	0.40
Other financial liabilities	5.31	-	-	5.31
	5.72	-	-	5.72
As at 31 March 2025				
Borrowings		725.49	-	725.49
Trade payables	2.16	-	-	2.16
Other financial liabilities	7.31	-	-	7.31
	9.48	725.49	-	734.97

Note 29 Capital management

The Company manages the capital structure by a balanced mix of debt and equity. Necessary adjustments are made in the capital structure considering the factors vis-a-vis the changes in the general economic conditions, available options of financing and the impact of the same on the liquidity position. Higher leverage is used for funding more liquid working capital needs and conservative leverage is used for long-term capital investments. The Company calculates the level of debt capital required to finance the working capital requirements using traditional and modified financial metrics including leverage/gearing ratios and asset turnover ratios.

As of balance sheet date, leverage ratios is as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Total borrowings	-	725.49
Less: Cash and bank balances	10.35	14.34
Adjusted net debt	-10.35	711.15
Total Equity	1,704.84	-719.36
Adjusted net debt to adjusted equity ratio (times)	-0.01	-0.99

Note 30 Segment Reporting as required under Indian Accounting Standard 108, "Operating Segments"

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Director of the Company. The Company operates only in one Business Segment i.e. agriculture and related other ancillary activities.", hence does not have any reportable Segments as per Ind AS 108 "Operating Segments.

Note 31 Impact on Account of New Labour Code

Effective from November 21, 2025, the Government of India notified the consolidation of 29 existing labour regulations into four New Labour Codes, namely, The Code on Wages, 2019; The Industrial Relations Code, 2020; The Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020. In accordance with these

Notes to Financial Statements for the year ended 31st March, 2026

codes and Ind AS 19 (Employee Benefits), particularly para's 165-166 on past service cost recognition, the Company has estimated its Gratuity liability, leading to recognition of incremental past service costs. This has resulted in an expense of ₹ 0.14 Lakhs, recognized in the Standalone Statement of Profit and Loss for the year ended 31 March 2026. Upon notification of the related Rules and any further Government clarifications on the New Labour Codes, the Company will evaluate and account for any differential impact in subsequent periods.

Note 32

Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026, which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention .

Note 33 Approval of financial statements

The financial statements were approved for issue by the board of directors on May 27th, 2026.

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

For ANIRIT VENTURES LIMITED

Sd/-

Neha Thakkar

Whole time Director and CFO

DIN: 10810103

Place: Mumbai

Date: 27th May 2026

Sd/-

Rohit Agarwal

Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Sadhan Kumar Banerjee

CEO

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of
Anirit Ventures Limited (Formerly known as Flora Textiles Limited)
Report on Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited)** (hereinafter referred to as “the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) which comprise the Consolidated Balance Sheet as at 31 March 2026, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (herein after referred to as “the consolidated Financial statement”).

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 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group as at 31 March 2026, and their consolidated loss (including other comprehensive loss), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for 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 Companies Act, 2013. 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed and on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors is responsible for the matters stated in sub-section 5 of Section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (financial position), consolidated profit or loss (financial performance including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act, read with relevant rules issued thereunder.

The respective Board 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 and ensuring their operating effectiveness and the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group 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. We remain solely responsible for our audit opinion.

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.

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 financial statements may be influenced. We consider quantitative materiality and qualitative factors in planning the scope of our audit work and in evaluating the results of our work; and to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding 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.

Report on Other Legal and Regulatory Requirements

- As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, based on the consideration of the Order reports issued by us of companies included in the consolidated financial statements and covered under the Act, we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.
- As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable, that:
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit 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 so far as it appears from our examination of those books except for the matters stated in paragraph 2(h)(vii) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid consolidated Ind AS 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 of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of statutory auditor of subsidiary companies incorporated in India covered under the Act, none of the directors of the Holding Company, is disqualified as at 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- f. The modifications relating to maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(h)(vii) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiaries incorporated in India and the operating effectiveness of such controls, refer our separate report in “**Annexure A**”; and
- 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 Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 24 to the consolidated financial statements.
 - (ii) The Group entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.
 - (iv) (a) The respective managements of the Holding Company and its subsidiary companies, incorporated in India whose financial statements have been audited under the Act have represented to us , to the best of their knowledge and belief no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies to or in any person(s) or entity(ies), including foreign entities (‘the intermediaries’), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary companies (‘the Ultimate Beneficiaries’) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The respective managements of the Holding Company and its subsidiary companies, incorporated in India whose financial statements have been audited under the Act have represented to us, to the best of their knowledge and belief, no funds have been received by the Holding Company or its subsidiary companies from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary companies, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures performed by us as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- iv) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Holding Company, its subsidiaries and joint ventures incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (v) The Holding Company and its subsidiary companies covered under the Act, have not declared or paid any dividend during the year ended March 31, 2026.
- (vi) The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from April 01, 2023

Based on our examination which included test checks, the Holding Company and its subsidiary companies incorporated in India, have used accounting software's for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's.:

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Furthermore, the audit trail has been preserved by the holding company and such subsidiaries as per the statutory requirements for record retention from the date the audit trail was enabled for the accounting software.

For S G C O & Co. LLP

Chartered Accountants

Firm's Reg. No. 112081W/W00184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

UDIN: 26186176VCQNSR1577

Place: Mumbai

Date : 27th May 2026

Annexure “A” to the Independent Auditor’s Report of even date on the Consolidated Ind AS financial statements of Anirit Ventures Limited (Formerly known as Flora Textiles Limited) for the year ended 31 March 2026.

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

We have audited the internal financial controls over financial reporting of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited)** (“the Holding Company”) as of 31 March 2026 in conjunction with our audit of the Holding Company and its subsidiaries Companies, which are companies covered under this Act, for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary (including step-down subsidiaries) companies, which are companies covered under the Act, 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.

Auditor’s Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

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

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

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

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

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 1 subsidiary Companies which is companies incorporated in India, is based on the corresponding reports of the auditors, wherever applicable, of such companies incorporated in India.

For S G C O & Co. LLP

Chartered Accountants

Firm's Reg. No. 112081W/W00184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

UDIN: 26186176VCQNSR1577

Place: Mumbai

Date : 27th May 2026

Consolidated Balance Sheet as at 31st March 2026

		(₹ in Lakh)	
PARTICULARS	Notes	As at 31st March 2026	As at 31st March 2025
I.] ASSETS			
(1) NON-CURRENT ASSETS:			
a) Property, Plant and Equipments	3	861.23	949.85
b) Intangible Assets			
Goodwill on Consolidation	3a	827.83	827.83
Other Intangible Assets	3	7.51	12.17
c) Financial Assets			
i) Investment	4	-	-
ii.) Other Financials asset	5	397.04	-
d) Other Non current assets	6	0.14	-
Total Non Current Asset		2,093.75	1,789.85
(2) CURRENT ASSETS			
a) Financial Assets			
i) Trade Receivables	7	0.17	0.63
ii) Cash and Cash Equivalents	8	31.67	36.59
iii) Loans and Advances	9	7.38	7.38
b) Other Current Assets	10	28.03	31.92
Total Current Assets		67.25	76.53
TOTAL ASSETS		2,161.00	1,866.38
II.] EQUITY AND LIABILITIES			
EQUITY			
a) Equity Share Capital	11	1,200.00	600.00
b) Other Equity		277.34	(1,406.54)
Total Equity		1,477.34	(806.54)
LIABILITIES			
(1) NON CURRENT LIABILITIES			
a) Financial Liabilities			
i.) Borrowings	12	209.58	1,367.85
b) Provisions	13	10.05	0.97
c) Other Non Current Liabilities		-	-
Total Non Current Liability		219.62	1,368.82

Consolidated Balance Sheet as at 31st March 2026 (Contd.).

(2)	CURRENT LIABILITIES			
	a.) Financial Liabilities			
	(i) Borrowing	12	445.26	-
	(ii) Trade Payables	14		
	- total outstanding dues of micro and small enterprises		-	-
	- total outstanding dues of trade payables other than micro and small enterprises		1.61	4.02
	(iii) Other Financial Liability	15	-	1,287.47
	b) Other current liabilities	16	9.80	7.29
	c) Provisions	17	7.37	5.32
	Total Current Liability		464.03	1,304.09
	TOTAL LIABILITIES		683.66	2,672.91
	TOTAL EQUITY AND LIABILITIES		2,161.00	1,866.38

Material Accounting Policies and key accounting estimates and judgements 1 to 2

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS 3 to 39

As Per Our Report Of even date

For S G C O & Co. LLP
Chartered Accountants
Firm Reg. No. 112081W/W100184

For ANIRIT VENTURES LIMITED

Sd/-
Gourav Roongta
Partner
Mem. No. 186176
Place: Mumbai
Date: 27th May 2026

Sd/-
Neha Thakkar
Whole time Director and CFO
DIN: 10810103
Place: Mumbai
Date: 27th May 2026

Sd/-
Rohit Agarwal
Director
DIN: 01780752
Place: Mumbai
Date: 27th May 2026

Sd/-
Sadhan Kumar Banerjee
CEO

Place: Mumbai
Date: 27th May 2026

Sd/-
Visha Jain
Company Secretary
Mem. No 73776
Place: Mumbai
Date: 27th May 2026

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

(₹ in Lakh)

Particulars	Note no.	For the Year Ended 31st March 2026	For the Year Ended 31st March 2025
Revenue			
Revenue from Operations	18	0.09	12.88
Other Income	19	14.67	0.39
Total Revenue		14.76	13.27
Expenses			
Employee benefit expenses	20	220.53	44.00
Finance Costs	21	94.97	29.45
Depreciation and amortization expenses	3	83.12	38.98
Other expenses	22	92.44	66.70
Total Expenses		491.06	179.13
Profit/(Loss) before exceptional items and tax		(476.30)	(165.86)
Exceptional Items		-	-
Profit/(Loss) before tax		(476.30)	(165.86)
Tax Expenses		-	-
Current Tax		-	-
Deferred Tax		-	-
Tax in respect of earlier years		-	-
Total tax expenses		-	-
Profit/(Loss) for the period		(476.30)	(165.86)
Other Comprehensive income			
Items that will not be reclassified to profit or loss			-
Items to be reclassified subsequently to profit or loss		0.18	-
Total Comprehensive income for the period		(476.12)	(165.86)
Total Comprehensive income for the period attributable to:			
Earnings per equity share:			
Basic	23	(6.42)	(2.76)
Diluted	23	(6.42)	(2.76)

Material Accounting Policies and key accounting estimates and judgements

1 to 2

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

3 to 39

As Per Our Report Of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

For ANIRIT VENTURES LIMITED

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

Sd/-

Neha Thakkar

Whole time Director and CFO

DIN: 10810103

Place: Mumbai

Date: 27th May 2026

Sd/-

Sadhan Kumar Banerjee

CEO

Place: Mumbai

Date: 27th May 2026

Sd/-

Rohit Agarwal

Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

Consolidated Cash flow Statement as on 31st March, 2026

Particulars	(₹ in Lakh)	
	Year ended 31st March, 2026	Year ended 31st March, 2025
CASH FLOW FROM OPERATING ACTIVITIES		
Loss Before Tax	(476.30)	(165.86)
Depreciation	83.12	38.98
Interest Received	(6.62)	(0.39)
Interest Paid	94.97	29.45
Loss on sale of assets	4.49	0.00
Operating Profit before Working Capital Changes	(300.34)	(97.82)
Adjustment for changes in working capital		
(Increase) / Decrease in Trade receivables	0.46	0.27
(Increase) / Decrease in other financial asset	-	0.10
(Investment in)/ redemption of fixed deposits not considered as cash and cash equivalents	(397.04)	-
(Increase) / Decrease in Other current assets	3.90	7.23
(Increase) / Decrease in other non - current assets	(0.14)	-
(Decrease) / Increase in Trade payables	(2.41)	(4.26)
(Decrease) / Increase in Other current liabilities	2.50	(21.43)
(Decrease) / Increase in Provisions	11.31	5.68
Cash Generated from / (used in) Operation	(681.75)	(110.24)
Refund / (payment) of direct taxes (net)	-	-
Net Cash (used in) / from Operating Activities	(681.75)	(110.24)
CASH FLOW FROM INVESTING ACTIVITIES		
Interest Received & Other Income	6.62	0.39
Sale/(Purchase) of property, plant and equipment	5.68	0.00
Payment towards acquisition of subsidiary	(1,287.47)	(0.00)
Net Cash (used in) / from Investing Activities	(1,275.18)	0.39
CASH FLOW FROM FINANCING ACTIVITIES		
Loans Taken/(Repaid)	(713.02)	149.59
Interest Paid	(94.97)	(29.45)
Proceeds from Right issue	2760.00	-
Net Cash (used in) / from Financing Activities	1,952.01	120.14
Net Increase / (Decrease) in Cash & Cash Equivalent	(4.92)	10.29
Cash and cash equivalents at beginning of the year	36.59	5.15
Cash and cash equivalents on acquisition through business combination	-	21.16
Cash and cash equivalents at end of the year	31.67	36.59

Consolidated Cash flow Statement as on 31st March, 2026 (Contd.).

Particulars	Year ended 31st March, 2026	Year ended 31 March, 2025
Current accounts in Indian rupees	31.67	36.59
Total	31.67	36.59

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7.

Material Accounting Policies and key accounting estimates and judgements
NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

1 to 2
3 to 39

As Per Our Report Of even date

For S G C O & Co. LLP
Chartered Accountants
Firm Reg. No. 112081W/W100184

For ANIRIT VENTURES LIMITED

Sd/-
Gourav Roongta
Partner
Mem. No. 186176
Place: Mumbai
Date: 27th May 2026

Sd/-
Neha Thakkar
Whole time Director and CFO
DIN: 10810103
Place: Mumbai
Date: 27th May 2026

Sd/-
Rohit Agarwal
Director
DIN: 01780752
Place: Mumbai
Date: 27th May 2026

Sd/-
Sadhan Kumar Banerjee
CEO

Place: Mumbai
Date: 27th May 2026

Sd/-
Visha Jain
Company Secretary
Mem. No 73776
Place: Mumbai
Date: 27th May 2026

Consolidated Cash flow Statement as on 31st March, 2026

Statement of changes in Equity

(₹ in lakh)

A. Equity share capital

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the reporting period	600.00	600.00
Changes in equity share capital during the year (on account of Right Issue)	600.00	-
	1,200.00	600.00

B. Other Equity

Particulars	Securities Premium	Retained Earnings	Other Comprehensive Income	Total
Balance as at April 1, 2024	-	(1,240.68)	-	(1,240.68)
Profit/(Loss) for the year	-	(165.86)	-	(165.86)
Balance as at Mar 31, 2025	-	(1,406.54)	-	(1,406.54)
Addition due to right issue	2,160.00	-	-	2,160.00
Profit/(Loss) for the year	-	(476.30)	0.18	(476.12)
Balance as at Mar 31, 2026	2,160.00	(1,882.84)	0.18	277.34

Nature and purpose of reserves

(i) Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. These reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings

Retained earnings represents the accumulated profits / losses made by the Company over the years as reduced by dividends or other distributions paid to the shareholders and remeasurement gains/ loss on defined benefit plan.

(iii) Equity instruments through other comprehensive income

Represents changes in the fair value of certain investments measured in other comprehensive income.

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

As Per Our Report Of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

For ANIRIT VENTURES LIMITED

Sd/-

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Whole time Director and CFO

DIN: 10810103

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Rohit Agarwal

Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

Notes to Financial Statements for the year ended 31st March, 2026

1 Corporate Information

Anirit Ventures Limited (the Holding Company') was incorporated under the provisions of the Companies Act, 1956, on March 10, 1993 as a public limited company. Anirit Ventures Limited is a closely held public company. The Group primarily engaged in the diversified business to undertake and promote agricultural and non-agricultural ventures including agritourism, agri-tech, infrastructure, agri bio-gas (CBG), and related innovations; to engage in trading, marketing, and handling of agricultural products, minerals, and energy resources; and to invest in or acquire businesses, conduct scientific research, and support ventures aligned with the company's objectives.

The Registered and Corporate Office of the Company is located at:

3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal, Eastern Express Highway, Sion (East), Mumbai, Maharashtra - 400022.

The registration details are as follows:

Corporate Identity Number (CIN) L72100MH1993PLC451311

The name of the Company has been changed to Anirit Ventures Limited from Flora Textiles Limited vide registration certificate dated 20th December, 2024.

1.01 Basis of preparation of Consolidated Financial Statements

The consolidated financial statements relate to Anirit Ventures Limited ('the Holding Company') and its subsidiary (together 'the Group').

The consolidated financial statements have been prepared to comply in all material respects with the Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015, other relevant provisions of the Act, the presentation and disclosure requirement of Division II of Schedule III to the Act (Ind AS compliant Schedule III), and the guidelines issued by Securities Exchange Board of India, as applicable. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous year.

The consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities, defined benefit obligations and employee share-based payments, which are measured at fair value.

The consolidated financial statements are presented in Indian Rupee, which is also the Holding Company's functional currency.

All the assets and liabilities have been classified as current or non-current, wherever applicable, as per the operating cycle of the Group as per the guidance set out in Schedule III to the Act. Operating cycle for the business activities of the Group covers the duration of the project/ contract/ service including the defect liability/ warranty period and extends up to the realization of receivables (including retention monies) within the credit period normally applicable to the respective project/ contract/ service. Deferred tax assets and liabilities are classified as non-current only".

Notes to Financial Statements for the year ended 31st March, 2026

2 Material accounting policy

2.01 Statement of compliance with Indian Accounting Standards (Ind AS)

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other related provision of Act. Effective April 01, 2020, the Group had adopted all the Ind AS and the adoption was carried out in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards, with April 1, 2019 as the transition date to Ind AS.

The Group's has assessed its liquidity position and its possible sources of funds. The Board of Directors of the Group's are confident of the Group's ability to meet its obligations as and when they arise in the next twelve months from the date of these financial statements. Accordingly, these financial statements have been prepared on a going concern basis. These financial statements were authorized for issue by the Group's Board of Directors on May 27, 2026.

2.02 Basis of measurement

The consolidated financial statements have been prepared on an accrual basis under the historical cost convention as modified by the application of fair value measurements required or allowed by the relevant standards under Ind AS.

Historical cost is generally the amount of cash or cash equivalents paid or the fair value of the consideration given in exchange for goods and services.

The consolidated financial statements have been prepared on a historical cost basis except for:

- Certain financial assets and liabilities - measured at fair value
- Defined benefit plans (Employee benefit provisions) - measured at fair value.
- Derivative financial instruments - measured at fair value.

2.03 Presentation of Consolidated Financial Statements

The Balance Sheet and the Statement of profit and loss are prepared and presented in the format prescribed in the Division III to Schedule III to the Companies Act, 2013 ("the Act") applicable for Non - Banking Finance Companies ("NBFC") including amendment made by MCA from time to time. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flow". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act including amendments made thereunder, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Ind AS, RBI regulations and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Notes to Financial Statements for the year ended 31st March, 2026

2.04 Functional and presentation currency

Amounts in the financial statements are presented in Indian Rupees in lakhs rounded off to nearest Rupee as permitted by Schedule III to the Companies Act, 2013. Per share data are presented in Indian Rupee to two decimal places.

2.05 Prudential norms

The Company follows the Reserve Bank of India Directions in respect of “Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 as amended from time to time (“RBI Prudential Norms”)

2.06 Use of estimates and judgements

The preparation of consolidated financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognised in the periods in which the Group becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognised prospectively in the period in which the estimate is revised. The estimates and judgements that have significant impact on the carrying amount of assets and liabilities at each balance sheet date are listed here in below under Critical accounting estimates and judgements.

2.07 Critical Accounting Estimates and Judgements

The preparation of financial statements in conformity with Ind AS requires management to make certain judgements and estimates that may effect the application of accounting policies, reported amounts and related disclosures. These judgements and estimates may have an impact on the assets and liabilities, disclosure of contingent liabilities at the date of the financial statements, and income and expense items for the period under review. Actual results may differ from these judgments and estimates. All assumptions, expectations and forecasts that are used as a basis for judgements and estimates in the financial statements represent as accurately an outlook as possible for the Company. These judgements and estimates only represent our interpretation as of the dates on which they were prepared. Important judgements and estimates relate largely to provisions, pensions, tangible and intangible assets (lives, residual values and impairment), deferred tax assets and liabilities and valuation of financial instruments

A. Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to

Notes to Financial Statements for the year ended 31st March, 2026

be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

B. Defined employee benefit assets and liabilities

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

C. Fair value measurement

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

D. Impairment of loans portfolio

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

E. Contingent liabilities and provisions other than impairment on loan portfolio

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

F. Other estimates:

These include contingent liabilities, Useful lives of property, plant and equipment and intangible assets etc.

2.08 Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

Notes to Financial Statements for the year ended 31st March, 2026

i. Recognition, initial measurement and derecognition

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial assets or financial liability. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows under an eligible transaction.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

A financial guarantee contract is initially recognised at fair value. If the guarantee is issued to an unrelated party on a commercial basis, the initial fair value is likely to equal the premium received. If no premium is received, the fair value is determined using a method that quantifies the economic benefit of the guarantee to the holder.

ii. Subsequent Measurement

Non Derivative Financial Instruments

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (OCI)

A financial asset is subsequently measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through statement of profit or loss.

Notes to Financial Statements for the year ended 31st March, 2026

Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

At the end of each subsequent reporting period, financial guarantees are measured at the higher of:

- The amount of the loss allowance, and
- The amount initially recognised less cumulative amortisation, where appropriate.

The amount of the loss allowance at each subsequent reporting period equals the 12-month expected credit losses. However, where there has been a significant increase in the risk that the specified debtor will default on the contract, the calculation is for lifetime expected credit losses. It is important to note that the simplified impairment approach available for trade receivables cannot be used for financial guarantee contracts.

iii. Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

2.09 Revenue Recognition

- (i) Revenue is recognised when it is earned and there is no significant uncertainty regarding its measurability or collectability.
- (ii) Interest income is recognised on a time proportion basis, taking into account the outstanding principal amount and the applicable effective interest rate.
- (iii) Dividend income is recognised when the entity's right to receive payment is established.

2.10 Expenses

Expenses are recognized in the Consolidated Statement of Profit and Loss on an accrual basis when a decrease in future economic benefits related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably. Expenses are analyzed by their nature in accordance with Ind AS 1.

(i) Purchase of Traded Goods and Direct Project Expenses

Purchases of traded commodities, agricultural products, and resources are recognized when the risks and rewards of ownership (control) pass to the Group, matching the pattern of inventory recognition. Direct cost of agritech projects and infrastructure development includes materials consumed, contract labor, and other directly attributable overheads incurred to bring specific project obligations to completion.

Notes to Financial Statements for the year ended 31st March, 2026

(ii) Employee Benefits Expense

Defined contribution plans

The Company contributes to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 that is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the employee renders services.

Defined benefit plans

The Company's gratuity benefit scheme is a unfunded defined benefit plan. The Company's obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their services in the current and prior periods recognised as a liability at the present value of the defined benefit obligations at the balance sheet date based on an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The discount rates used for determining the present value of the obligations under the defined benefit plan are based on the market yields on government bonds as at the balance sheet date.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Other long-term employee benefits

Liability in respect of compensated absences is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

(iii) Finance Costs and Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

(iv) Other Operational and Administrative Expenses

Expenses are recognized in the Consolidated Statement of Profit and Loss on an accrual basis upon utilization of the service or at the date of their infliction.

Notes to Financial Statements for the year ended 31st March, 2026

(v) Taxes

Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Group operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

2.11 Foreign currency translation

Foreign currency transactions are recorded at rates of exchange prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the rate of exchange prevailing at the year-end. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- > exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.
- > exchange differences on transactions entered into in order to hedge certain foreign currency risks;

2.12 Cash and cash equivalents

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks. They are held for

Notes to Financial Statements for the year ended 31st March, 2026

the purposes of meeting short-term cash commitments (rather than for investment or other purposes). For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

2.13 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes inward freight and expenses incidental to acquisition and installation, net of tax credits up to the point the asset is ready for its intended use. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss when incurred.

Assets acquired but not ready for use or assets under construction are classified under capital work in progress and are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets, and are recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

Capital work in progress represents projects under which the property, plant and equipment's are not yet ready for their intended use and are carried at cost determined as aforesaid.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. For qualifying assets, borrowing costs are capitalised in accordance with Ind AS 23 - Borrowing costs. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Category of Property Plant and Equipment	No. of Years
Computer Hardware	3
Plant and Machinery	15

2.14 Intangible assets

Intangible assets with finite useful lives are carried at cost less accumulated amortisation and impairment losses, if any. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable

Notes to Financial Statements for the year ended 31st March, 2026

expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase/ completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

The intangible assets are amortised over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the company for its use. The amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern

2.15 Provisions: Provisions are recognised when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. When the effect of the time value of money is material, the enterprise determines the level of provision by discounting the expected cash flows at a pre-tax rate reflecting the current rates specific to the liability. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement. As at reporting date, the Group does not have any such provisions where the effect of time value of money is material.

2.16 Contingent Liabilities: A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

2.17 Earning Per Share: The Group reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

2.18 Business combinations

The Company accounts for its business combination under acquisition method of accounting. Acquisition related costs are recognised in the statement of profit and loss as incurred.

Goodwill: Where the aggregate of (i) the consideration transferred, measured at acquisition-date fair value, (ii) the amount of any non-controlling interest (NCI) in the acquiree, and (iii) the acquisition-date fair value of any previously held equity interest in the acquiree, exceeds the fair value of identifiable net assets acquired, the excess is recognised as goodwill. Goodwill is measured at cost less accumulated impairment losses and is not amortised. Goodwill is tested for impairment annually.

Notes to Financial Statements for the year ended 31st March, 2026

Non-Controlling Interest (NCI): For each business combination, the Company measures any NCI in the acquiree either at fair value or at the NCI's proportionate share of the acquiree's identifiable net assets (this election is made on a transaction-by-transaction basis).

Contingent Consideration: Contingent consideration is recognised at fair value at the acquisition date. Subsequent changes in the fair value of contingent consideration classified as a financial liability are recognised in the Statement of Profit and Loss. Changes in the fair value of contingent consideration classified as equity are not remeasured.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

The excess of the fair value of net assets acquired over the aggregate consideration transferred is recognised as capital reserve

[ADDITION – Consolidated: Goodwill on Consolidation] The excess of the aggregate of consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previously held equity interest in the acquiree over the fair value of identifiable net assets acquired is recognised as goodwill in the consolidated financial statements. For business combinations achieved in stages, any previously held equity interest in the acquiree is remeasured at its acquisition-date fair value and any resulting gain or loss is recognised in the Statement of Profit and Loss.

The Company determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. During the measurement period, the Company retrospectively adjusts the provisional amounts recognised at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognised as of that date

Notes to Financial Statements for the year ended 31st March, 2026

(₹ in lakh)

Name of the Asset	GROSS BLOCK			DEPRECIATION			NET BLOCK	NET BLOCK
	1st Apr 2025	Additions	Deletions/ Adjustment	31-Mar-26	1st Apr 2025	Deletions/ Adjustment	Dep for the year	31-Mar-26
TANGIBLE								As at 31st March, 2025
Furniture & Fixtures	16.13		(1.45)	14.68	6.78	(0.51)	1.53	6.87
Plant and Machinery	1,174.78		(13.70)	1,161.08	239.00	(3.61)	74.40	851.29
Bikes	0.32			0.32	0.18	-	0.03	0.11
Computer	10.80	0.87		11.67	10.08	-	0.55	1.04
Office Equipment	10.66			10.66	6.80	-	1.94	1.92
Total (A)	1,212.69	0.87	(15.15)	1,198.41	262.84	(4.12)	78.45	861.23
INTANGIBLE								
Software	48.27			48.27	36.10		4.66	7.51
Total (B)	48.27	-	-	48.27	36.10	-	4.66	7.51
Current Year (A+B+C)	1,260.96	0.87	-15.15	1,246.68	298.94	-4.12	83.12	962.02

Notes to Financial Statements for the year ended 31st March, 2026

Note: 3 Property Plant & Equipment Schedule as per Companies Act 2013

Name of the Asset	GROSS BLOCK				DEPRECIATION			NET BLOCK
	1st Apr 2024	Additions	Deletions/ Adjustment	31-Mar-25	1st Apr 2024	Deletions/ Adjustment	Dep for the year	
TANGIBLE								
Furniture & Fixtures	16.13			16.13	5.39	-	0.70	10.04
Plant and Machinery	1,174.78		(36.54)	1,138.24	169.25	-	34.87	934.12
Bikes	0.32			0.32	0.16	-	0.01	0.15
Computer	10.80			10.80	9.83	-	0.12	0.84
Office Equipment	10.66			10.66	5.14	-	0.83	4.70
Total (A)	1,212.69	-	(36.54)	1,176.15	189.77	-	36.54	949.85
INTANGIBLE								
Software	48.27			48.27	31.22		2.44	12.17
Total (B)	48.27	-	-	48.27	31.22	-	2.44	12.17
Current Year (A+B+C)	1,260.96	-	(36.54)	1,224.42	220.99	-	38.98	962.02

3a. Goodwill consists of the following:

Particulars	As at March 31, 2025	As at March 31, 2026
Goodwill	827.83	827.83
Total	827.83	827.83

a. Impairment testing of goodwill and intangible assets

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is indication for impairment. The financial projections basis which the future cash flows have been estimated consider economic uncertainties, reassessment of the discount rates, revisiting the growth rates factored while arriving at terminal value and subjecting these variables to sensitivity analysis. If the recoverable amount of a CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

Notes to Financial Statements for the year ended 31st March, 2026

Note 4 - Non Current Investment

(₹ in Lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Investments in unquoted equity shares, fully paid up (carried at deemed cost) (trade)		
Investment in subsidiary companies in India		
2,04,68,585 (March 2025: Nil) equity shares of Rs 10 each fully paid up in Anirit Agritech Pvt Ltd	-	-
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment allowance in the value of investments	-	-
Investments carried at cost	-	-
Investments carried at amortised cost	-	-
Investments carried at fair value through profit and loss	-	-

Note 5 Other financial asset

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
In fixed deposit-with maturity of more than 12 months	397.04	-
Total	397.04	-

Note 6 Other Non-Current Asset

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Prepaid expense	0.14	-
Total	0.14	-

Note 7 Trade Receivable

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Unsecured , considered good	0.17	0.63
Total	0.17	0.63

Ageing March 2026

Particulars	Outstanding for following periods from date of transaction				
	Less than 6 month	6 months -1 year	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	0.17	-	-	-	0.17
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-
Total	0.17	-	-	-	0.17

Notes to Financial Statements for the year ended 31st March, 2026

Ageing March 2025

Particulars	Outstanding for following periods from date of transaction				
	Less than 6 month	6 months -1 year	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	0.63	-	-	-	0.63
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-
(iii) Disputed Trade Receivables – considered good	-	-	-	-	-
(iv) Disputed Trade Receivables – considered doubtful	-	-	-	-	-
Total	0.63	-	0.00	-	0.63

Note 8 Cash & Cash Equivalents

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances with banks		
Current cash and bank balance		
Cash in hands	1.18	1.24
Balances with banks		
Current Accounts	21.22	35.35
Bank Deposit -Maturity < 3 months	9.27	-
Total	31.67	36.59

Note 9 Loans and Advances

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
stamp duty-refundable	5.68	5.68
Receivables from Partnership firm	1.70	1.70
Total	7.38	7.38

Note 10 Other Current Assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances with government authorities	16.74	8.83
Advances to vendors		-
Unsecured, considered good	41.41	42.37
Provision for Doubtful Debt	(36.04)	(36.04)
	5.37	6.32
Security Deposit*	5.92	16.76
Total	28.03	31.92

* Security deposits are interest free non-derivative financial assets

Notes to Financial Statements for the year ended 31st March, 2026

Note 11 Equity Share Capital

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Authorised Capital		
20,000,000 Equity Shares of Rs.10/- each with voting rights	2,000.00	2,000.00
Issued, Subscribed and Fully Paid-up		
60,00,000 equity shares of Rs 10 each fully paid (60,00,000 equity shares of Rs 10 each fully paid up as at March 31, 2025)	600.00	600.00
1,20,00,000 equity shares of Rs 10 each partly paid up Rs 5 (Rights share issued) (Nil as at March 31, 2025)	600.00	-
Total	1,200.00	600.00

Terms/Rights attached to Equity shares

The company has only one class of equity shares having par value of Rs. 10/- per share. Each share holder is eligible for one vote per share. 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 of their shareholding

Reconciliaton of the number of equity shares outstanding and the amount of Share Capital

Particulars	No. Shares	Share Capital
Shares outstanding as at March 31, 2024	60,00,000.00	600.00
Shares issued during the financial year ending March 31, 2025	-	-
Shares outstanding as at March 31, 2025	60,00,000.00	600.00
Shares outstanding as at March 31, 2025	60,00,000.00	600.00
Shares issued during the financial year ending March 31, 2026	1,20,00,000.00	600.00
Shares outstanding as at March 31, 2026	1,80,00,000.00	1,200.00

Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2026		As at 31 March, 2025		Change in %
	No. of Shares	%	No. of Shares	%	
Oilmax Energy Private Limited	99,95,400.00	55.53%	33,31,800.00	55.53%	0.00%
Guttikonda Vara Lakshmi	19,15,000.00	10.64%	-	-	10.64%

Details of equity shares held by promoters

Particulars	As at 31 March, 2026		As at 31 March, 2025		Change in %
	No. of Shares	%	No. of Shares	%	
Oilmax Energy Private Limited	99,95,400.00	55.53%	33,31,800.00	55.53%	0.00%

Notes to Financial Statements for the year ended 31st March, 2026

During the financial year ended March 31, 2026, the Company completed a Rights Issue of equity shares. Pursuant to this corporate action, the total number of equity shares held by the promoter group entity, Oilmax Energy Private Limited, increased by 66,63,600 equity shares of Rs. 10 each (Rs. 5 Called up). Because the promoter subscribed fully to its pro-rata entitlement under the terms of the issue, there has been no change in its net percentage shareholding in the Company's total paid-up equity share capital.

Note 12 Borrowings

(₹ in Lakh)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured Borrowings		
Long term Borrowing		
Loans From Related Parties	209.58	1,367.85
Short term Borrowing		
Loans From Related Parties	445.26	-
Total	654.84	1,367.85

Borrowings Related Notes :

1. Short Tern Loan from related party amounting to Rs 445.26 lakh (PY Nil) is interest free
2. Long term loan from related party amounting to Rs 185.85 lakh (PY 157.69 lakh) is bearing interest @ 9% p.a. Other long term loan from related party is interest free.

Note 13 Provisions

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Gratuity.	7.53	0.97
Leave Encashment.	2.52	
Total	10.05	0.97

Note 14 Trade payables

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Total outstanding dues to creditors other than micro enterprise and small enterprise	1.61	4.02
Total	1.61	4.02

FY 2025-26

Particulars	Outstanding for following periods from the due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	0.00	-	-	-	-
(ii) Undisputed Others	1.61	-	-	-	1.61
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	1.61	-	-	-	1.61

Notes to Financial Statements for the year ended 31st March, 2026

FY 2024-25

Particulars	Outstanding for following periods from the due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed MSME	-	-	-	-	-
(ii) Undisputed Others	4.02	-	-	-	4.02
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	4.02	-	-	-	4.02

Note: Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

Interest has not been charge by the supplier where the payment for them has either been made within the agreed period or subsequently settled, whichever is later

The disclosure pursuant to the said Act is as under:

Particulars	As at 31 March, 2026	As at 31 March, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
Total	-	-

Notes to Financial Statements for the year ended 31st March, 2026

Note 15 Other Financial Liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Purchase consideration payable	-	1,287.47
Total	-	1,287.47

Note 16 Other Current Liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balances due to government Authorities	7.19	2.52
Salary payable	2.60	4.27
Director Sitting Fees Payable	-	0.50
Total	9.80	7.29

Note 17 Provisions

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Gratuity	0.01	-
Leave Encashment	3.26	-
Provision for expenses	4.10	5.32
Total	7.37	5.32

Note 18 Revenue from operations

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from sale of goods	0.09	3.25
	0.09	3.25
Revenue from rendering of services represents		
Sales commission	-	9.63
Total	0.09	12.88

Note 19 Other Income

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income on:		
Financial assets measured at amortised cost	6.62	0.39
Scrap Sales	8.05	-
Total	14.67	0.39

Notes to Financial Statements for the year ended 31st March, 2026

Note 20 Employee benefit expense

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and wages, including bonus	196.74	41.56
Contribution to provident and other funds	10.20	0.56
Gratuity expense	6.75	0.36
Leave Encashment Expense	5.78	-
Staff Welfare Exp	1.07	1.51
Total	220.53	44.00

Note 21 Finance costs

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest expense on:		
- borrowings carried at amortised cost	94.94	29.45
Other borrowing cost	0.03	0.01
Total	94.97	29.45

Note 22 Other expenses

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Administration expense	33.48	6.90
Listing Fees	-	19.15
Professional And Consultancy Charges	27.27	17.35
Group Auditor Fees	5.50	1.80
Miscellaneous expenses	0.67	2.23
Repairs & Maintainance	0.05	0.74
Repairs & Maintance- Farm	0.76	0.63
Electricity Expenses	0.10	1.17
Labour charges	0.19	6.33
Logistic expense	0.05	0.38
Loss on sale of asset	4.49	-
Rental expense	19.88	10.02
Total	92.44	66.70

Notes to Financial Statements for the year ended 31st March, 2026

Payment to Group Auditors

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Audit Fees	3.50	-
Previous year Audit Fees	2.00	1.80

Note 23 Earnings / (loss) per share

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Basic and diluted earning/ (loss) per share		
Net profit / (loss) after tax as per Statement of Profit and Loss (Rupees)	(47629828.42)	(16586108.26)
Weighted average number of equity shares outstanding	74,13,698.63	60,00,000.00
Face value per equity share (Rupees)		10.00
Basic earning/ (loss) per share (Rupees)	(6.42)	(2.76)
Diluted earning/ (loss) per share (Rupees)		
Weighted average number of equity shares outstanding	74,13,698.63	60,00,000.00
Total Weighted average number of equity outstanding	74,13,698.63	60,00,000.00
Diluted earning/ (loss) per share (Rupees)	(6.42)	(2.76)

Note 24 Capital commitments, other commitments and contingent liabilities

There is capital commitments of Nil as at 31st March 2026 (Previous year: Nil).

Note 25 Related Party Disclosure

25.1 Name of Related Parties and description of Relationships:

Name of related party	Nature of relation
(A) Key Management Personnel/ Directors	
Sadhan Kumar Banerjee (From 11.02.2025)	CEO
Visha Jain (From 29.10.2024)	CS
Rohit Agarwal (From 15.10.2024)	Non-executive Director
Ashutosh Biyani (From 15.10.2024)	Independent Director
Neha Himat Thakkar (From 15.10.2024)	Wholetime Director & CFO
Suvir Singh (From 15.10.2024)	Independent Director
Kapil Garg	Director of the Holding company
Parikshit Datta	Director of the Holding company
Ritu Garg	Promoter Group

Notes to Financial Statements for the year ended 31st March, 2026

(B) Holding/Subsidiary/Associate/others	
Oilmax Energy Private Limited	Holding Company
M/s. Nithya Estates and Developers India Private Limited	Enterprises in which previous Key management Personnel or Individuals owning control or significant influence is able to exercise significant influence
Oilmax Energy International Pte. Ltd.	Oilmax being the common holding company
Asian Energy Services Limited	Oilmax being the common holding company

25.2 Transactions with related parties

Name of the party	Name of Relationship	Nature of transaction	As at 31st March 2026	As at 31st March 2025
Oilmax Energy Private Limited	Holding Company	Loan taken	-	725.49
		Loan Repaid	725.49	
		Right Issue	1,532.63	
		Purchase of equity Shares of Anirit Agritech Pvt Ltd	1,287.47	-
Kapil Garg	Director of the Holding company	Rent paid	0.63	0.10
Ritu Garg	Promoter Group	Rent paid	0.63	0.10
Neha Thakkar	CFO	Remuneration	17.58	14.00
Visha Jain	Company Secretary	Remuneration	7.62	7.20
Sadhan Kumar Banerjee (From 11.02.2025)	CEO	Remuneration	117.91	4.43
M/s. Nithya Estates and Developers India Private Limited	Enterprises in which previous Key management Personnel or Individuals owning control or significant influence is able to exercise significant influence	Loan repaid	-	634.23

25.3 Outstanding balances from related parties

(₹ in lakh)				
Related Party	Name of Relationship	Nature of Transaction	As at 31st March 2026	As at 31st March 2025
Oilmax Energy Private Limited	Holding Company	Loan taken	-	725.49
Kapil Garg	Director of the Holding company	Rent paid	0.03	-
Ritu Garg	Promoter Group	Rent paid	0.03	-

Notes to Financial Statements for the year ended 31st March, 2026

Note 26 Disclosures as required under Accounting Standard 15 - Employee benefits (Revised)

Gratuity

Particulars	31-Mar-26	31-Mar-25
Change in Defined Benefit Obligation :		
Opening Defined Benefit Obligation	0.97	0.60
Addition account of Acquisition	1.59	-
Past Service Cost	0.14	-
Current Service Cost	5.41	0.37
Interest Cost	0.18	0.04
Actuarial Losses / (Gain) due to Curtailment	0.75	0.05
Benefits Paid		-
Closing Defined Benefit Obligation	7.54	0.97

Expenses Recognised in Statement of Profit & Loss Account	31-Mar-26	31-Mar-25
Current Service Cost	5.41	0.37
Past Service cost	0.14	-
Interest Cost	0.19	0.04
Expected Return on plan assets	-	-
Net Actuarial (gain) / loss recognised in the year	-0.57	-0.05
Expenses recognised in Statement of Profit & Loss Account (Including OCI)	5.16	0.36

Amount Recognized in Balance Sheet :	31-Mar-26	31-Mar-25
Current	0.01	-
Non Current	7.53	0.97

Summary of Principal Actuarial Assumptions :	31-Mar-26	31-Mar-25
Discount Rate (p.a.)	7.78	6.99
Withdrawal Rates (p.a.)	-	-
Salary Escalation Rate (p.a.)	10.00	8.00

Note 27

- (I) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (II) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (III) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
- (IV) The Company has not advanced or loaned or invested funds to any person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Notes to Financial Statements for the year ended 31st March, 2026

- (V) The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (VI) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
- (VII) The Company is not declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India
- (VIII) The Company has complied with number of layers prescribed under section 2(87) of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (IX) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year
- (X) The figures have been given as in lakhs except Earnings Per Share and Weighted average number of equity shares outstanding during the year
- (XI) The previous year's figures have been regrouped/reclassified to correspond to current year's figures.

Note 28

The balance in parties accounts are subject to confirmation and reconciliation, if any, in the opinion of the management all current assets including stock in trade/ sundry debtors and loans and advances in the normal course of business would realize the value atleast to the extent stated in the Balance sheet.

Note 29

Based on information available with Company, there are no outstanding dues to enterprise under MSMED Act, 2006 at the year end.

Note 30 : Subsidiaries/Stepdown Subsidiaries and joint ventures considered in the consolidated financial statements:

Name of the entity	Principal activities	Country of Incorporation	% ownership interest		
			With effect from	As at March 31, 2026	As at March 31, 2025
Anirit Agritech Private Limited*	Agriculture and Ancilliary Services	India	September 27, 2024	100.00	100.00

Notes to Financial Statements for the year ended 31st March, 2026

Note 31: Additional information as required under Schedule III to the Act of the entities included in the consolidated financial statements Profit and Loss

a) As at and for the year ended March 31, 2026

Name of entity included in the consolidated financial statements including joint ventures	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit / (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
Holding Company								
Anirit Ventures Limited	87.26%	1,704.84	70.50%	(335.79)	100.00%	0.18	70.49%	(335.60)
Subsidiaries - Indian								
Anirit Agritech Private Limited	11.88%	232.15	29.27%	(139.40)	0.00%	-	29.28%	(139.40)
Sub total	99.15%	1,936.99	99.77%	(475.19)	100.00%	0.18	99.77%	(475.00)
Inter company elimination and consolidation adjustments	0.85%	16.66	0.23%	(1.11)		-	0.23%	(1.11)
Total	100.00%	1,953.64	100.00%	(476.30)	100.00%	0.18	100.00%	(476.12)

Notes to Financial Statements for the year ended 31st March, 2026

b) As at and for the year ended March 31, 2025

Name of entity included in the consolidated financial statements including joint ventures	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit / (loss)	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
Holding Company								
Anirit Ventures Limited	112.28%	-719.36	47.44%	(78.69)	0.00%	-	47.44%	(78.69)
Subsidiaries - Indian								
Anirit Agritech Private Limited	-57.99%	371.55	126.32%	(209.52)	0.00%	-	126.32%	(209.52)
Sub total	54.29%	-347.81	173.77%	(288.21)	0.00%	-	173.77%	(288.21)
Inter company elimination and consolidation adjustments	45.71%	-292.86	-73.77%	122.35			-73.77%	122.35
Total	100.00%	-640.68	100.00%	-165.86	0.00%	-	100.00%	-165.86

Notes to Financial Statements for the year ended 31st March, 2026

Note 32 Fair Value Measurement

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

31-Mar-26	Note	Carrying amount			Fair value			Total
		FVTPL	FVTOCI	Amortised Cost	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Financial assets								
Other Financial assets	5	-	-	397.04	-	-	-	-
Cash and cash equivalents	8	-	-	31.67	-	-	-	-
Loans and advances	9	-	-	7.38	-	-	-	-
Other Current assets	10	-	-	5.92				
		-	-	442.01	-	-	-	-
Financial liabilities								
Borrowings	12	-	-	654.84	-	-	-	-
Trade payables	14	-	-	1.61	-	-	-	-
		-	-	656.45	-	-	-	-

31-Mar-25	Note	Carrying amount			Fair value			Total
		FVTPL	FVTOCI	Amortised Cost	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Financial assets								
Other Financial assets	5	-	-	-	-	-	-	-
Cash and cash equivalents	8	-	-	36.59	-	-	-	-
Loans and advances	9	-	-	7.38	-	-	-	-
Other Current assets	10	-	-	16.76				
		-	-	60.74	-	-	-	-
Financial liabilities								
Borrowings	12	-	-	1,367.85	-	-	-	-
Trade payables	14	-	-	4.02	-	-	-	-
		-	-	1,371.87	-	-	-	-

(ii) Fair value Hierarchy

"Fair value hierarchy explains the judgement and estimates made in determining the fair values of the financial instruments that are -

- recognized and measured at fair value
- measured at amortized cost and for which fair values are disclosed in the financial statements."

Notes to Financial Statements for the year ended 31st March, 2026

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Assets and Liabilities that are disclosed at Amortized Cost for which Fair values are disclosed are classified as Level 3.

Set out below is a comparison, by class, of the carrying amounts and fair values of the company's financial instruments that are not carried at fair value in the balance sheet.

Fair value of financial assets and liabilities measured at amortized cost(Level 3) - Nil

Measurement of fair values

As there are no investment made by the company measured at Fair value through profit and loans or Fair value through Other Comprehensive income hence fair value measurement not disclosed

Note 33 Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks: market risk, interest risk etc. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and commodity risk. Major financial instruments affected by market risk includes loans and borrowings.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has borrowed from the holding company and related party at fixed rate thus Company do not foresee any interest rate risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities and operational contracts with the rates payable in foreign currencies.

Notes to Financial Statements for the year ended 31st March, 2026

Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure of the financial assets are contributed by loans & advances, cash and cash equivalents and security deposits.

Exposure to credit risk

The allowance for impairment in respect of trade receivables during the year was Rs Nil.

Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks of Rs 31.67 and Rs 36.59 lakhs as at 31 March 2026 ; 31 March 2025 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Liquidity risk

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the contractual maturities of significant financial liabilities:

Particulars	Less than 1 year	1 - 5 years	More than 5 years	Total
As at 31 March 2026				
Borrowings	445.26	209.58	-	654.84
Trade payables	1.61	-	-	1.61
Other financial liabilities	-	-	-	-
	446.87	209.58	-	656.45
As at 31 March 2025				
Borrowings		1,367.85	-	1,367.85
Trade payables	4.02	-	-	4.02
Other financial liabilities	-	-	-	-
	4.02	1,367.85	-	1,371.87

Note 34 Capital management

"The Group manages the capital structure by a balanced mix of debt and equity. Necessary adjustments are made in the capital structure considering the factors vis-a-vis the changes in the general economic conditions, available options of financing and the impact of the same on the liquidity position. Higher leverage is used for funding more liquid working capital needs and conservative leverage is used for long-term capital investments. The Company calculates the level of debt capital required to finance the working capital requirements using traditional and modified financial metrics including leverage/gearing ratios and asset turnover ratios.

Notes to Financial Statements for the year ended 31st March, 2026

As of balance sheet date, leverage ratios is as follows:

Particulars	As at 31st March 2026	As at 31st March 2025
Total borrowings	654.84	1,367.85
Less: Cash and bank balances	31.67	36.59
Adjusted net debt	623.17	1,331.26
Total Equity	1,477.34	-806.54
Adjusted net debt to adjusted equity ratio (times)	0.42	-1.65

Note 35 Segment Reporting as required under Indian Accounting Standard 108, "Operating Segments"

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Director of the Company. The Company operates only in one Business Segment i.e. agriculture and related other ancillary activities.", hence does not have any reportable Segments as per Ind AS 108 "Operating Segments."

Note 36 Impact on Account of New Labour Code

Effective from November 21, 2025, the Government of India notified the consolidation of 29 existing labour regulations into four New Labour Codes, namely, The Code on Wages, 2019; The Industrial Relations Code, 2020; The Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020. In accordance with these codes and Ind AS 19 (Employee Benefits), particularly para's 165-166 on past service cost recognition, the Company has estimated its Gratuity liability, leading to recognition of incremental past service costs. This has resulted in an expense of ₹ 0.14 Lakhs, recognized in the Standalone Statement of Profit and Loss for the year ended 31 March 2026. Upon notification of the related Rules and any further Government clarifications on the New Labour Codes, the Company will evaluate and account for any differential impact in subsequent periods.

Note 37

Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026, which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Note 38 Business Combination

"During the year, The Anirit Venture Limited ("the Holding Company") acquired 100% stake in Anirit Agritech Private Limited, its fellow subsidiary, from Oilmax Energy Private Limited, Ultimate parent entity through a Share Purchase Agreement dated January 14, 2026.

Notes to Financial Statements for the year ended 31st March, 2026

The aforesaid transaction being a business combination involving entities under common control has been accounted for in accordance with Appendix C to Ind AS 103 “Business Combinations” using the pooling of interests method. Accordingly, the assets and liabilities of Anirit Agritech Private Limited have been recorded at their existing carrying amounts and the comparative financial information presented in these consolidated financial results has been restated from September 27, 2024, being the date on which both The Anirit Ventures Limited and Anirit Agritech Private Limited came under the common control of Oilmax Energy Private Limited. Restatement Impact shown as below:-”

Particulars	Earlier Reported	Restated
	FY 2024-25	FY 2024-25
Total Assets (Including Goodwill)	20.92	1,866.39
Total Liabilities	740.28	2,672.92
Total Equity	-719.36	-806.53
Total Revenue	10.01	13.27
Total Profit After Tax	-78.69	-165.86

Note 39 Approval of financial statements

The financial statements were approved for issue by the board of directors on May 27th, 2026.

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184

Sd/-

Gourav Roongta

Partner

Mem. No. 186176

Place: Mumbai

Date: 27th May 2026

For ANIRIT VENTURES LIMITED

Sd/-

Neha Thakkar

Whole time Director and CFO

DIN: 10810103

Place: Mumbai

Date: 27th May 2026

Sd/-

Rohit Agarwal

Director

DIN: 01780752

Place: Mumbai

Date: 27th May 2026

Sd/-

Sadhan Kumar Banerjee

CEO

Place: Mumbai

Date: 27th May 2026

Sd/-

Visha Jain

Company Secretary

Mem. No 73776

Place: Mumbai

Date: 27th May 2026

NOTICE

NOTICE OF 33rd ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting (“AGM” or “Meeting”) of the Members of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited)** (“AVL” or “Company”) will be held on **Thursday, 30th July, 2026 at 11:00 a.m. IST** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.**
2. **To appoint a Director in place of Ms. Neha Thakkar (DIN: 10810103), who retires by rotation and being eligible, offers herself for re-appointment.**

SPECIAL BUSINESS:

3. **To approve material related party transaction for borrowings of upto Rs. 10 Crores from Oilmax Energy Private Limited, Holding Company:**

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

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the shareholders of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1) (zc)(i) of the Listing Regulations) with Oilmax Energy Private Limited as more specifically set out in Annexure B and in the explanatory statement to this resolution on the material terms & conditions set out therein.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

Sd/-

Ms. Visha Jain

**Company Secretary and Compliance Officer
Membership No. : 73776**

Date: 29th June, 2026

Place: Mumbai

Anirit Ventures Limited

(Formerly known as Flora Textiles Limited)

Registered Office : 3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022

CIN: L72100MH1993PLC451311

Phone: 022-42441100

Email: secretarial@aniritventures.com

Website: www.aniritventures.com

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) read with rule 20 of the Companies (Management and Administration) Rules, 2014, of the Companies Act, 2013 ("the Act"), in respect of Ordinary & Special Business as set out above to be transacted at the Meeting is annexed hereto as Annexure A to the Notice and forms integral part of this Notice. The relevant details as required under Regulation 36(3) and 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), for the Director seeking re-appointment at the forthcoming AGM is annexed to the notice.
2. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular No. 20/2020 and 10/2022 dated May 5, 2020 and December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being General Circular No: 09/2024 dated September 19, 2024, October 3, 2024 - 03/2025 dated September 22, 2025 and other circulars issued in this regard in relation to "Clarification on holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM)" and video recording and transcript of the same shall be made available on the website of the Company, (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provision of the companies Act, 2013 ('Act'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the 33rd AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. Pursuant to the provisions of the Act and MCA Circulars, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held 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. The attendance of the shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting. Also, the electronic copy of the relevant documents referred to in the accompanying Notice and the Statement will be made available for inspection by the Members through e-mail. The Members are requested to send an email to secretarial@aniritventures.com for the same.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. As per Regulation 40 of the SEBI Listing Regulations, as amended, read with SEBI Notification No. SEBI/ LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/ LADNRO/ GN/2018/49 dated November 30, 2018, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Effective from January 24, 2022, requests for transmission or transposition of Securities held in physical or dematerialized form shall be effected only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding Shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or KFin Technologies Limited, Company's Registrar & Share Transfer Agent for assistance in this regard.
8. In terms of Section 72 of the Companies Act, 2013, Nomination facility is available to Individual Shareholders holding Shares in the physical form. The Shareholders who are desirous of availing this facility, may kindly write to RTA of the Company, M/s. KFin Technologies Limited, "301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400 070, Maharashtra, India @ einward.ris@kfintech.com, quoting their folio number.
9. Pursuant to the provision of Section 113 of the Act, Body Corporate Members intending to appoint their authorized representative are requested to send a scanned copy of the resolution authorizing their representative to participate and vote at the Meeting to secretarial@aniritventures.com or evoting@nsdl.co.in.
10. Members holding shares in physical mode and have not updated their e-mail ids with the Company, are requested to update their email IDs, KYC documents by writing to the Company's RTA at einward.ris@kfintech.com to receive Annual Report, Notice of 33rd AGM and login details for the AGM. Members holding shares in demat form whose email IDs are not registered with the DP can also register their emails with the RTA to receive communication regarding AGM. However, to permanently register their email IDs, Members holding shares in demat form are requested to register their email IDs with the DP.

11. Members are requested to note that the Company's shares are under compulsory electronic trading for all investors. Members are therefore, requested to dematerialise their shareholding to avoid inconvenience. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Limited ("KFin") for assistance in this regard.
12. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants.
13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs/RTA to receive the Notice of the AGM along with the Annual Report for FY 2025-26 via electronic mode.
15. SEBI has mandated the registration of Permanent Account Number ("PAN") of all the securities holders. Members holding shares in physical form are requested to submit a self-attested copy of PAN Card to KFin, the Registrar and Share Transfer Agent ("RTA"). Members holding shares in electronic form are requested to submit the aforesaid information to their Depository Participants with whom they are maintaining their demat accounts.
16. In accordance with the aforesaid MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI Circular No SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the 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/Depositories. Members may note that the Notice along with Annual Report for FY 2025-26 has been disclosed on the website of the Company at <https://aniritventures.com/investor-relations.html> and also available on the website of the Stock Exchange at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

As per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended, a letter containing the web-link, including the exact path where complete details of the Annual Report are available, is being initiated for sending to all the Shareholders who have not registered their Email IDs with the Company or Depository Participants or KFin Technologies Limited, Registrar & Transfer Agent (RTA) of the Company.
17. Members desirous of obtaining any information / clarification concerning the accounts and operations of the Company are requested to address their questions in writing at least ten days (10) in advance to the Company at its email secretarial@aniritventures.com to enable the Company to answer their queries satisfactorily.
18. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.

19. Mr. Dipesh U. Gosar of M/s Dipesh Gosar & Co., Practicing Company Secretary (Membership no: A26801) has been appointed as the Scrutinizer to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner.
20. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and voting during the AGM in the presence of two witnesses not in the employment of the Company and shall make no later than 2 working days of the conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against and invalid votes if any, forthwith to the Chairman of the Company or the person authorized by him, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.aniritventures.com and on the website of NSDL at www.evoting.nsdl.com. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
21. Since the AGM will be held through VC/ OAVM, the Route map of the Venue of the AGM is not annexed to this Notice.
22. **Voting through electronic means:**
 - i) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 - ii) The facility for e-voting shall also be made available at the AGM and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through e-voting.

The remote e-voting period begins on Monday, 27th July, 2026 at 9.00 A.M. and ends on Wednesday, 29th July, 2026 at 5.00 P.M.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Friday, 24th July, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 24th July, 2026.

- iii) In compliance with the provisions of section 108 of the Act, rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI ("Securities Exchange Board of India") circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is pleased to provide to Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means through e-voting services arranged by NSDL. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
23. **The instructions for Members for remote e-voting and attending the AGM through VC/OAVM are as under:**

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

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

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode:**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - 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. - 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. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use 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. NSDL and CDSL.

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

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

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial@aniritventures.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to secretarial@aniritventures.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode](#).

3. Alternatively, shareholder / members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC / OAVM link" placed under **"Join General meeting"** menu against Company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu. The link for VC / OAVM will be available in shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through laptops for better experience.
3. Further Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Shareholders who would like to express their views / have questions may send their questions in advance mentioning their name demat account number / folio number, email id, mobile number at secretarial@aniritventures.com on or before 5.00 p.m. (IST) on Friday, 24th July, 2026, The same will be replied by the Company suitably.

**By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

**Sd/-
Ms. Visha Jain
Company Secretary and Compliance Officer
Membership No. : 73776**

**Date: 29th June, 2026
Place: Mumbai**

**Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)
Registered Office : 3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022
CIN: L72100MH1993PLC451311
Phone: 022-42441100
Email: secretarial@aniritventures.com
Website: www.aniritventures.com**

Annexure A

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 2

Details of Directors retiring by rotation, seeking re-designation/appointment at the Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 ("SS-2") issued by Institute of Company Secretaries of India ("ICSI") on General Meetings].

Particulars	Details
Name of the Director along with DIN	Ms. Neha Thakkar (DIN: 10810103)
Date of Birth	May 16, 1995
Age (In years)	31
Date of first appointment on the board	15 th October, 2024
Nationality	Indian
Qualifications	Chartered Accountant
Experience & expertise in specific functional areas	Wide experience of over 10 years in the field of accounts, taxation, MIS and finance in various companies.
Relationships between directors inter-se	None
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	None
Memberships/Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee).	NIL
Number of shares held in the Company	NIL
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person.	Ms. Neha Thakkar (DIN: 10810103), who retires by rotation and being eligible, offers herself for re-appointment.
Listed entities from which the Director has resigned in the past three years	NIL
Number of Meetings of Board attended during the FY 2025-26	6 out of 6

Item No. 3

To approve material related party transaction for borrowings of upto Rs. 10 Crores from Oilmax Energy Private Limited, Holding Company:

Provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), inter alia states that, all Material Related Party Transactions ('RPT') and subsequent material modifications thereto as defined by the Audit Committee of the Company, shall require prior approval of the shareholders by means of an ordinary resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length basis.

Further, as per SEBI Listing Regulations, a transaction with a related party shall be considered to be material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity provided that the annual consolidated turnover of the Company is up to Rs. 20,000 Crore.

As per provisions of the Companies Act, 2013 and SEBI Listing Regulations, Oilmax Energy Private Limited (“Oilmax”) being the holding company is a related party. Accordingly, the transaction for borrowings of upto Rs. 10 Crores from Oilmax is considered as material related party transaction.

The Audit Committee and the Board of Directors of the Company have reviewed and approved the proposed transaction, and have confirmed that it is in the best interest of the Company, is at arm’s length, and in the ordinary course of business. The monetary value and other information about the proposed transaction are explained in detail in **Annexure B** to the explanatory statement.

None of the Directors or key managerial personnel of the Company or their relatives, are, in any way concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution set out at Item No. 3 of the accompanying notice for approval by the shareholders of the Company by way of Ordinary Resolution.

**By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

**Sd/-
Ms. Visha Jain
Company Secretary and Compliance Officer
Membership No. : 73776**

**Date: 29th June, 2026
Place: Mumbai**

**Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

Registered Office : 3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022

CIN: L72100MH1993PLC451311

Phone: 022-42441100

Email: secretarial@aniritventures.com

Website: www.aniritventures.com

Annexure-B

The Audit Committee has, on the basis of a thorough scrutiny of relevant details / documents provided by the Management and also of the mandatory disclosure which is required to be made to the Audit Committee in accordance with the Industry Standards on “Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions” dated 26th June, 2025 at its Meeting held on 29th June, 2026, reviewed and approved the said transaction(s), and recommended the same to the Board of Directors, subject to approval of the Members, while noting that such transaction(s) shall be on arms’ length basis and in the ordinary course of business of the Company. The Board, therefore, seeks approval of the Shareholders for the said transactions.

The mandatory disclosure which is required to be made to the Shareholders in accordance with the Industry Standards on “Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions” dated 26th June, 2025 is annexed to this Notice.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B pursuant to the SEBI Master Circular dated January 30, 2026, read with SEBI circular dated June 26, 2025 are set forth below:

A-1: Basic details of the Related Party

Sr. No.	Particulars of the Information	Information provided by the Management
1.	Name of the related party	Oilmax Energy Private Limited (“OEPL”) is the Holding Company of Anirit Ventures Limited (“AVL” or “the Company”) holding 55.53% in share capital of the Company.
2.	Country of Incorporation of the related party	OEPL is a Company incorporated and registered under the Companies Act, 1956 and having its registered office in Mumbai, Maharashtra, India.
3.	Nature of business of the related party	OEPL is engaged in the business of exploration, development, and production of oil & gas assets. It focuses on developing oil & gas blocks in India with discovered and proven existing oil & gas reserves.

A-2: Relationship and ownership of the related party

Sr. No.	Particulars of the Information	Information provided by the Management
1.	Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:	Oilmax Energy Private Limited (“OEPL”) is the Holding Company of Anirit Ventures Limited (“AVL” or “the Company”) holding 55.53% in share capital of the Company.
	i) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	➤ Not Applicable
	ii) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	➤ NIL
	iii) Shareholding of the related party, whether direct or indirect, in the listed entity.	➤ OEPL holds 55.53% in share capital of the Company.

A-3: Details of various transactions with the related party:

Sr. No.	Particulars of the Information	Information provided by the Management		
		INR in Lakhs		
1.	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	Sr. No.	Nature of Transactions	FY 2025-26
		1.	Issue of Equity shares under Rights Issue	1,532.63
		2.	Purchase of Equity Shares of Anirit Agritech Private Limited	1,287.47
		3.	Loan Repaid	725.49
2.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil		
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 during the last financial year.	None – No defaults were made.		

A-4: Amount of the proposed transaction:

Sr. No.	Particulars of the Information	Information provided by the Management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 10 Crores
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.	More than 100%
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)	Not Applicable
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.	Approx 1.74%

Sr. No.	Particulars of the Information	Information provided by the Management	
6.	Financial performance of the related party on standalone basis for the immediately preceding financial year.	Particulars	FY 2024-25 (INR in Lakhs)
		Turnover	12,785.40
		Profit After Tax (PAT)	4,859.16
		Net Worth	29,036.06

A-5: Basic details of the proposed transaction:

Sr. No.	Particulars of the Information	Information provided by the Management	
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing	
2.	Details of each type of the proposed transaction.	In order to meet its business expansion needs and working capital requirements, the Company proposes to borrow funds up to an aggregate amount of INR 10 crores (Rupees Ten Crores only) from its Holding Company, Oilmax Energy Private Limited	
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year	
4.	Whether omnibus approval is being sought?	No	
5.	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.	Upto INR 10 Crores	
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	To meet its business expansion needs, working capital requirements, and potential acquisitions.	
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Oilmax Energy Private Limited, being a promoter and holding company, no other Directors and/or Key Managerial Personnel(s) and/or their respective relatives are directly or indirectly concerned or interested, financial or otherwise in this transaction.	
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable	

B-5: Disclosure only in case of transactions relating to borrowings by the Listed Entity or its subsidiary:

Sr. No.	Particulars of the Information	Information provided by the Management
1.	Material covenants of the proposed transaction	The covenants are in line with prevailing market practices and are not prejudicial to the interests of the Company or its shareholders.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	9%
3.	Cost of borrowing	Nil
4.	Maturity/due date	On demand
5.	Repayment schedule & terms	On demand
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	NA
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	The funds will be utilized to meet the Company's business expansion needs, working capital requirements, and potential acquisitions.



Anirit Ventures Limited
(formerly known as Flora Textiles Limited)

3A, 3rd Floor, Omkar Esquare, Chunabhatti Signal,
Eastern Express Highway, Sion (East), Mumbai - 400022